

EAST CASCADES AUDUBON SOCIETY CONSTITUTION
As Amended and Restated December 16, 2010

ARTICLE I: NAME

This organization shall be known as the East Cascades Audubon Society (ECAS). Before December 16, 2009, the organization was known as the Central Oregon Audubon Society (SOCIETY).¹

ARTICLE II: PURPOSE

Section 1. The East Cascades Audubon Society is organized for the charitable, educational, and scientific purpose of bird study and conservation through engaging the public in volunteer field studies, through educational programs, and by supporting projects that further the knowledge and appreciation of birds and their habitat. ECAS will focus locally and only engage in activities that are in accordance with the stated purposes of the National Audubon Society (NATIONAL SOCIETY) of which ECAS is a Chapter.

Section 2. ECAS is not organized for, nor will it be operated for, pecuniary gain or profit. It will not distribute gains, profits or dividends to its members or to any private shareholder or individual. The property, assets, profits and net income of ECAS are irrevocably dedicated to charitable purposes, and no part of its property, assets, profits or net income may ever inure to the benefit of any of its directors, officers, or members, or to the benefit of any private shareholder or individual. Upon the dissolution, discontinuance, or abandonment of ECAS, its assets remaining after payment of, or provision for, all its debts and liabilities of ECAS, will be donated to NATIONAL SOCIETY or its successor(s), or to such other organization as the NATIONAL SOCIETY or its successor(s) may designate, subject to the order of a Court as provided by law. However, its assets may only be donated to an organization organized and operated exclusively for one or more of the purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE III: AMENDMENTS

This Constitution may be amended by a two-thirds vote of members present at a properly called Annual Business Meeting or at a Special Business Meeting of ECAS, as those terms are defined in the ECAS By-Laws. The notice of the meeting must either recite the wording of the proposed amendments or provide members with a link to a web site that contains the wording of the proposed amendments. Amendments may be proposed by the Board of Directors or by a petition signed by at least 25% of the Chapter Members in good standing. In the event a valid petition is submitted, the Board must submit the proposed amendment at the next Annual Business Meeting.

¹ On January 5, 2010, the East Cascades Bird Conservancy (ECBC) was merged into ECAS. East Cascades Bird Conservancy is registered with the State of Oregon as a name under which ECAS does business.

ADOPTION: This amended and restated Constitution was adopted by a unanimous vote of the ECAS Members present at a Special Business Meeting held December 16, 2010..

President: Steve Dougill

Secretary: Mary Oppenheimer