



National Finch and Softbill Society Bylaws  
(Revised 11/2008)

Mission Statement: The National Finch and Softbill Society is dedicated to promoting the enjoyment of keeping and breeding Finches and Softbills to all interested parties, enhancing our knowledge of the proper care of these birds, encouraging breeding programs, and working with other organizations for the preservation of aviculture in this country.

ARTICLE 1: NAME OF THE ORGANIZATION

This organization shall be known as the National Finch and Softbill Society. It shall also be known in a more casual manner as "NFSS", hereafter known as the Society.

ARTICLE 2: STATUS

The National Finch and Softbill Society, is a nonprofit organization as described in section 501(C)(3) of the Internal Revenue Code. The fiscal year of the Society shall be January 1st, through December 31st.

ARTICLE 3: HOME OFFICE

The principal office of the Society shall be that of the Treasurer or as otherwise specified by the Board of Directors and so publicized in the Society Journal. This address will be the official address for communicating with the Society and thus shall remain as static as possible.

ARTICLE 4: MEMBERSHIP AND DUES

Paragraph One

The dues for membership in the Society shall be determined by the Board of Directors.

Paragraph Two

Membership is available to single members as well as dual members. Dual means any two individuals residing at the same address. Any dual membership will receive only one copy of a NFSS publication; however, dual members will count as two individual votes in regard to Society elections or other business. Dual members shall record their vote in a way as then adopted by the Society



### Paragraph Three

Junior membership will be available at a reduced rate determined by the Board to any applicant under the age of sixteen.

### Paragraph Four

If a member's dues remain unpaid beyond the twelve month membership period, said membership shall cease. Should a member's membership cease and be renewed at a later date, the membership shall begin at that payment date. To retain the members membership number and related data, said membership must be renewed within (60) sixty days of expiration.

### Paragraph Five

Membership in the Society is a privilege. Any member who misrepresents the Society, holds Society property without authorization, or in any way is injurious to this Society as defined as, but not limited to, violating the bylaws or making a flagrant action against the good of the Society, may lose his/her privileges of membership, and receive a prorated refund of his/her unused dues. In order to cause action under this paragraph, a member must file a deposit of twenty-five dollars (\$25.00) with the Society Treasurer, along with papers, which shall support a claim against a member of this Society. Such claim shall be taken up by the Board of Directors. If the claim is ruled legitimate and results in the removal of a member, the claimant will receive his/her deposit back. If a claim is determined by a majority of the Board not to meet it's then criteria, the deposit shall be forfeited by the claimant.



### Paragraph Six

Affiliated clubs are not members, but are affiliated for the purpose of promotion and recognition by the way of awards for exhibitions. NFSS will publicize show dates and results for affiliates in the official Journal of the Society as then prescribed by the Board of Directors. Affiliates can not vote in elections but do receive a copy of the society journal. Types of awards and affiliation costs will be determined by the Board of Directors."

## **ARTICLE 5: TERM OF OFFICE, ELECTIONS, OFFICERS TERM OF OFFICE**

### Paragraph One

All officers elected by the membership of the Society shall serve for a period of two years. Each officer, elected or holding an elected position will have one vote. If a board member has assumed two positions, he/she may exercise only one vote. Appointed Manager positions, and other non-voting positions in service of the Society are created or eliminated as needed by a majority vote of the Board. The outgoing President of the Society shall be a non-voting member of the board for the following term. The Board by majority vote may reject an application for any position, either elected or appointed, if the Boards feels the applicant is not qualified to hold that position.

### Election

### Paragraph Two

Elections will be held every two years, with the results announced at the annual membership meeting or as maybe occasioned by death or removal of an officer (note paragraph 5 below). Election ballots, either separate or included in the official journal of the Society, shall be mailed at least forty five (45) days prior to the date that ballots must be returned by mail. This date shall be determined for each election by the Board of Directors. Any such ballot be will counted by at least two members of the Society and one witness as pre-approved by the Board of Directors, or an accounting firm selected by the Board of Directors. Ballots will be counted in sufficient time for the results to be announced at the general membership meeting. An officer is elected by receiving the greatest number of votes cast for that office. In the case of a tie in any election result, the tie will be broken by a majority vote of the Board of Directors.



### Paragraph Three

The Board of Directors shall appoint a Nominating Committee at the 2nd Quarter meeting consisting of at least three members, who must produce a slate of officers for the election. The committee shall produce at least one name, and not more than three names for each office by August 1st. A write-in space must be allowed for each office on the ballot. Nominees must be at least 18 years of age when nominated and a current member of the Society and may not run for more than one voting position on the Board of Directors. A presently elected officer may temporarily assume the duties of another officer at the direction of the Board of Directors and in accordance with the Backup Officers document and other provisions of the Bylaws. The nominating committee is responsible for producing the ballot and sending it to the NFSS President and the editor of the NFSS Journal for printing and mailing. Should submission of more than three names be received for any office, they will be presented to the Board, and the Board will select the three most qualified applicants for each position.

### Paragraph Four

All elections of this Society shall be by secret ballot only. Ballots will be counted by no less than two members of the society and one witness as pre-approved by the Board of Directors or a counting firm selected by the Board of Directors.

### Paragraph Five

In the event an Officer, either elected or appointed, dies, resigns, or is removed, the Board may appoint a Pro Tem Officer. If less than 180 days remain until the next regularly scheduled election the Pro Tem Officer will serve until that time. If more than 180 days remain until the next regularly scheduled election, the Pro Tem officer will serve until a special election is held, such period not to exceed 180 days or the publication of the next published Journal, following the 180 day limit.



## ELECTED OFFICERS

### Paragraph Six

President - The President of NFSS shall preside over all Board of Directors meetings, annual membership meetings, and attend to the day to day operations of the Society. He/she shall abide by the bylaws of the Society, and coordinate and delegate the activities of the other officers of NFSS.

### Paragraph Seven

First Vice-President (Education) - Shall fill the position of the President in absentia. Shall be first in succession to fill the position of the President should the President be unable to fulfill his/her term, in accordance with all other terms of the Bylaws. The First Vice-President coordinates the activities of, and is responsible for, all Regional Vice-Presidents and will coordinate the educational programs of the Society. The First Vice-President also approves any checks made payable to the President.

### Paragraph Eight

Second Vice-President (Publications) - Shall be second in succession to fill the position of President. The Second Vice-President shall chair the publishing committee and is responsible for all publications produced by the Society both in print and electronic media. This officer may also supervise the NFSS Web Site. The Second Vice-President additionally supervises the Advertising and Promotions Manager.

### Paragraph Nine

Third Vice-President (NFSS Finch/Softbill Save-FSS) - The Finch and Softbill Save Director coordinates the activities of the NFSS Captive Breeding Program. He/she complies and assists in publishing the yearly census as well as collecting data and maintaining. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to Treasurer.



### Paragraph Ten

Fourth Vice-President (Judges Panel/Standards/Research) - This officer must be a NFSS Panel Judge as he/she will serve as the Judges Panel Director. He/she shall also chair the Research and Standards Committee and be in charge of Specie Classifications, be responsible for shows or exhibitions of the Society and maintain the records points earned by members and birds from these exhibitions. In addition, the Fourth Vice-President represents the NFSS as liaison with the National Cage Bird Show Board and other National bird shows. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to the Treasurer.

### Paragraph Eleven

Executive Secretary - This officer takes minutes during all board meetings, including those conducted electronically on the Internet. The Executive Secretary, or designated representative, shall maintain an archive of all minutes and the Society's official documents, and assist other board members with correspondence as necessary.

### Paragraph Twelve

Treasurer - The Treasurer shall prepare and submit to the Board at the 4th Quarter Board meeting, a budget to be approved by the Board, indicating proposed income and expenditures for the upcoming year. He/she is responsible for establishing and maintaining Society financial accounts. The Treasurer is responsible for receiving and depositing funds into those accounts, and paying the Society's debts in a timely manner. The Treasurer is required to file in a timely manner all tax information and returns as required by our IRS 990 (501c) status. . All funds, records, receipts, and expenditures for the previous year or shorter period upon relief of the Treasurer, will be reviewed by two members of the Board of Directors, not to include the current Treasurer, as appointed by the Board of Directors. The results of the review will be presented to the Board of Directors upon completion. Further an audit of the financial accounts will be completed as above, upon the removal, or resignation of any Treasurer.



### Paragraph Thirteen

Membership Director - Shall be responsible for the receipt and processing of new and renewal memberships in the Society and for the maintenance of the NFSS Membership data base and its confidentiality. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to the Treasurer.

### Paragraph Fourteen

Affiliate/Awards Director - Shall be responsible for club affiliations, selection of clubs hosting Regional Shows and for the processing of awards for NFSS sanctioned shows and annual awards for the Society. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to the Treasurer.

### Paragraph Fifteen

Band Secretary- Shall be responsible for the ordering and issuance of official numbered closed bands in accordance with the policy of the Society, and maintaining the NFSS Band Secretary's permanent band records. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to the Treasurer.

### Paragraph Sixteen

Finchshop Director – Shall be responsible for the inventory and sales of merchandise offered to the general public. He/she must receive and process customer orders, order from vendors, and work with the NFSS Journal editor and the Web-master to update the FinchShop Catalog as needed. New products must also be sought and recommended to the Board of Directors for approval. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to the Treasurer. Any Society inventory must be maintained in good order and forwarded in a timely manner upon resignation or when a newly appointed director had been appointed.



### Paragraph Seventeen

Regional Vice-Presidents- Shall be responsible for encouraging membership and club affiliation in the Society within the region in which he/she resides. Regional Vice Presidents are responsible to the First Vice-President and will serve as part of the Education Committee. Regional Vice Presidents are encouraged to attend the Regional Show of their area and hold at least one membership meeting annually within their region. They will assist the Legislative Liaison by keeping abreast of legislative activity within their region that could affect NFSS and its members, and report any activity. Regional Vice Presidents must report quarterly to the Board of Directors, what activities they have taken part in, or sponsored on behalf of NFSS.

### APPOINTED OFFICERS

#### Paragraph Eighteen

NFSS JOURNAL Editor (responsible to the Second Vice-President and the President). He/she is responsible for all activities related to the production of the NFSS JOURNAL and its timely delivery to NFSS members.. These include procuring articles and photographs, maintaining communication with all NFSS Board members to insure accuracy of NFSS information and forms to be included in each issue, create/edit each NFSS JOURNAL issue, deliver it to the printer in a timely manner and approve payment of a printer invoice for each issue. Said officer shall provide to the Treasurer, Board approved documentation which supports the timely delivery of the Journal to the Printer.

#### Paragraph Nineteen

NFSS Website Manager (responsible to the Second Vice-President) He/she is responsible for maintaining and updating the NFSS Website.



### Paragraph Twenty

Advertising and Promotions Manager (responsible to the 2nd Vice President)

Shall be responsible for seeking and collecting advertisements for the NFSS Journal and Website, and collecting payment for same. At the direction of the Board of Directors, he/she will place advertisements in major show and avicultural publications. The Advertising and Promotions Manager is responsible to the 2nd Vice President and will work with the NFSS Journal Editor. Said officer shall be responsible for the forwarding of funds and reports in a timely manner to the Treasurer. Said officer cooperates with Regional Vice-Presidents in the promotion of Regional shows.

### Paragraph Twenty-one

Forum Moderator (responsible to the President)

Shall be responsible for writing and distributing list rules and enforcing a civil forum through moderation. Works with the Membership Director to coordinate subscription to the forum and is responsible for the unsubscription of members who continually prevent a civil forum from taking place.

### Paragraph Twenty-two

Legislative Liaison (responsible to the President)

Shall be responsible along with Regional Vice Presidents, in keeping abreast of both local and national legislative activities that could effect bird owners, breeders, and exhibitors. Further, to report possible efforts that are not in our best interests, to the Board of Directors in a timely manner. Shall be responsible for working with other local and national Avicultural organizations in protecting our right to own and enjoy our birds. Shall at Board direction, report all developments to our membership, in the way then set forth by the Board of Directors.



### Paragraph Twenty-three

American Federation of Aviculture Representative (responsible to the President) shall be responsible for keeping the NFSS membership informed as to activities of the AFA through the NFSS JOURNAL and electronic media.

### Paragraph Twenty-four

Parliamentarian: The Parliamentarian shall be charged with interpreting the Bylaws of the Society. He/She may select a committee of not more than three members to assist in resolving questions initiated by the Board of Directors. The committee's determinations will be binding. In cases where submitted issues are determined not to be covered by the NFSS Bylaws, the committee will use the most recent edition of Robert's Rules of Order, in determining questions.

### Paragraph Twenty Five

The Board of Directors, may, by a majority vote, create a non-voting Board position to recognize a member's outstanding contribution to the Society.

## ARTICLE 6: BOARD OF DIRECTORS

### Paragraph One

The Board of Directors shall consist of all elected and appointed officers of the Society.

### Paragraph Two

The Board of Directors has the sole authority to conduct the business of the Society. The regularly scheduled Board meetings will be held either in person, by mail, or electronically via email online, on a quarterly basis as designated by the Board of Directors. The quarters shall be Calendar quarters beginning with the January-March quarter. The 4th Quarter Board Meeting may be started prior to the annual membership meeting and completed during the normally scheduled online meeting. The Board of Directors may not occasion a meeting without first sending a notice to all board members. Such a notice must be sent by mail or email at least ten days prior to said meeting.



### Paragraph Three

Quorum: If 50% of the Board is in attendance, a director's vote received by mail or email prior to the closing of the vote, shall be valid. If 50% of the Board members are not in attendance, business may be discussed but official actions may not take place. The agenda for Board meetings will be presented to the Board by the President or other designee, ten days prior to the beginning of the meeting. Additional items may be submitted to the Secretary by any Board member before the start of the meeting. The Secretary will provide the final agenda at the start of the meeting. A Board member may add an urgent item to the agenda during the meeting at the pleasure of the President.

### Paragraph Four

4.0 Board meetings will be conducted in accordance with the by laws. Meetings will be online and attendance is required by all elected officers. Elected Board members that are unexcused from missing a meeting may be removed in accordance with the provisions of the by laws. All Board members should make themselves available during meetings to offer comments.

4.1 An agenda will be offered, items will come up for a short period of discussion, after which motions and seconds will be entertained. During this time elected officers should monitor daily postings to the Board's Forum. If a motion is seconded, a vote will be called for. This will continue until all items on the agenda are presented or tabled for a future meeting.

4.2 Should there be electronic failures that prevent a Board member from voting, his/her vote may be accepted by email by the Secretary.

### Paragraph Five

Emergency Board Meetings: These may take place after a twenty-four hour email notice to all Board members, when four elected members of the Board and the President or next officer in line of ascension deem it necessary. A quorum of 50% of the elected Board is required to hold an Emergency Board meeting. During an emergency meeting of the Board, no action may be taken on the removal of an officer or on an amendment to these bylaws.



### Paragraph Six

Any officer of the Society found by the Board to be injurious to the Society, as defined in, but not limited to, the Membership Article 4 Paragraph 5, may be removed from office by a two thirds vote of all directors. A written complain against said officer must be signed by at least two Board members and must be received by the President by certified mail only in order to be considered by the whole Board.

### Paragraph Seven

The Board of Directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation. No part of the income or assets of this corporation shall be used to the the benefit of any private individual or member, unless specifically authorized by previsions of the Bylaws, or by vote of the Board of Directors. Any monies authorized will be for the sole purpose of conducting NFSS business. This Society shall have no capital stock, its object and purpose being solely of a benevolent character, and not for individual pecuniary gain or profit to its members.

### Paragraph Eight

The President or Board of Directors may ask for or accept volunteers to fill positions for the completion of work needed by the Society. Volunteers that hold positions that are not elected or listed as department heads in the Bylaws will not be required to be on the Board of Directors and may not have to take part in Board meetings.

## ARTICLE 7: COMMITTEES

### Paragraph One

The President or Board of Directors may form a committee for the purpose of carrying out the goals and administration of the Society. Standing Committees may include, but are not limited to the following: Show Committee, Publishing Committee, Research Committee, Judge's Panel, Standards Committee, Education Committee and Finch Save Committee. Committees may be established or disbanded as needed.



### Paragraph Two

Show Committee: The Show Committee, chaired by the Fourth Vice-President, shall be responsible for all activities required to achieve the Society's participation in National level exhibitions.

### Paragraph Three

Publishing Committee: The Publishing Committee, chaired by the Second Vice-President, shall assist in the responsibility for the Society Web site, all publications and printed materials of this Society . The committee shall include but is not limited to the Second Vice President, the Journal editor, the Advertising Director and the Website Manager.

### Paragraph Four

Research Committee: Shall conduct research on a given subject at the pleasure of the Board of Directors, and will assist members of the Society with matters of avicultural interest.

### Paragraph Five

Education Committee: This committee will assist its chairman, the First Vice-President, in developing educational programs for the members of this Society. The membership of this Committee shall include the Regional Vice Presidents.

### Paragraph Six

Standards Committees: The Standards Committees shall work with the Judges Panel and other interested parties in an ongoing effort to establish Standards of Perfection for individual species.

### Paragraph Seven

7.0 Judges Panel: Shall consist of all approved judges in accordance with the standards set forth by the Society. The procedure for nominating a judge for the Judges Panel shall consist of a written application by the potential judge, who is a current member of the Society. Nomination to the Judges Panel may not take place until the potential judge has completed testing and apprenticeship under the formula as then required by the Board of Directors of the Society. Said apprentice must be nominated by at least two of the judges that the apprentice, apprenticed under.



7.1 Final approval of a new judge shall be by the Board of Directors. This will consist of a majority vote of the Board after verification from the Judges Panel Chair that the requirements have been completed. All associated paperwork, including the test will be retained by the Judges Panel Chair. If the Board deems necessary, it may review copies of all paperwork in the apprentice process, excluding the test taken.

7.2 A Panel judge may be either sanctioned or removed from the Judges Panel as recommended by the director of the Judges Panel and approved by the majority of the Board in accord with the most current NFSS Judges Handbook procedures. NFSS judges may not judge a show if they are not in current with their membership and judging fees.

#### Paragraph Eight

FINCHSAVE Committee: The FINCHSAVE Committee shall assist the Director of the program. It shall consist of Society members designated by the Director. This Committee shall help develop and preserve policy in regard to this nationwide multi-species captive breeding program. The Committee may request funds for the administration of the FINCHSAVE program only. All funds used for the program must be authorized by the Board of Directors. All data, statistics, and information collected for this program will remain the sole property of the Society.

### ARTICLE 8 - MEMBERSHIP MEETING

#### Paragraph One

The Society shall have an annual membership meeting held in conjunction with the National Show of the Society.

#### Paragraph Two

There is no Board of Directors meeting during the general membership meeting. Therefore no motions may be made and no votes taken as no official business is conducted.



### Paragraph Three

The annual membership meeting of the Society shall consist of, but is not limited to, a State of the Society report given by the President or his/her representative, the Treasurer or appointed representative will report on our year to date financial condition and possible suggestions for the future budget year, awards presentation, announcement of election results, if applicable and a longer more casual discussion period when members may make their views known to the Board of Directors.

### Paragraph Four

Regional meetings may be held at the direction of the Regional Vice-Presidents. Official business is not conducted at regional meetings. These meetings are for the general membership of the Society and are primarily to discuss ideas which may be presented to the Board of Directors at a later time.. These meetings may also sponsor educational programs for the membership.

## ARTICLE Nine DISSOLUTION

### Paragraph One

Should it become necessary to dissolve the Society all properties of the Society shall be sold or auctioned off, as determined by the Board of Directors. After all debts of the Society have been fully paid, the remaining monies of the Society shall be given to a non-profit avicultural organization as determined by the Board of Directors.

### Paragraph Two

No part of the net earnings or the Treasury of the Society shall accrue to the benefit of or be distributed to members, officers, or other private persons upon dissolution.



## ARTICLE 10 AMENDMENTS TO THE BYLAWS

### Paragraph One

Proposed amendments to the bylaws must be sponsored by at least two members of the Society and received by the President by certified mail only. Any properly submitted by-law change that is considered by a vote of the majority of the Board members to not be in the best interest of the Society as a whole, may be denied consideration.

### Paragraph Two

Proposed amendments to the bylaws must be published in Journal of the Society at least 30 days prior to the vote.. Any amendment to the bylaws of this Society must be approved by two-thirds of those responding. Any such ballot will be counted by at least two members of the Society and one witness as pre-approved by the Board of Directors, or an accounting firm selected by the Board of Directors.

## ARTICLE 11: PARLIAMENTARY AUTHORITY

All matters of the Society will be conducted in accordance with the Bylaws or Robert's Rules Of Order as described in Article 5, paragraph 24.

## end ##