

**THE ARTICLES OF INCORPORATION**  
**OF**  
**LOUISIANA ORNITHOLOGICAL SOCIETY, INC.**  
**Amended January 28, 2017**

**PREAMBLE**

The undersigned member of the Louisiana Ornithological Society (LOS) declares that the Society wishes to avail itself of the Louisiana Nonprofit Corporation Law (L.R.S. 12:201 et seq.) And appropriate federal laws and he is acting on behalf of the Society.

**ARTICLE I - NAME OF CORPORATION**

The name of the nonprofit organization shall be the LOUISIANA ORNITHOLOGICAL SOCIETY, INC.

**ARTICLE II - PURPOSES AND OBJECTIVES**

**Section 1.** The society shall be organized and operated exclusively for such educational, scientific, literary, and charitable purposes as follows:

- A. To gather and disseminate accurate information concerning the bird life of the western hemisphere and of Louisiana.
- B. To promote interest in and appreciation of the value of birds, both aesthetic and economic; which will ensure wiser conservation of our bird life.
- C. To provide opportunity for acquaintance and fellowship among those interested in nature.
- D. To issue, at such times as possible or practicable, publications as a means of furthering these ends.
- E. Any other lawful purpose.

**Section 2.** This Society is not organized, nor shall it be operated for pecuniary gain or profit; and it does not contemplate the distribution of gains, profits, or dividends to the members thereof, or to any private individual. The property, assets, profits, and income of this Society are irrevocably dedicated to charitable (educational, scientific) purposes, and

no part of the property assets, profits, or net income of this Society shall ever inure to the benefit of any Director, Officer, or member thereof, or to the benefit of any private individual, except that the Society shall be empowered and authorized to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of purposes set forth in these Articles.

This Society is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501c3 of the Internal Revenue Code.

Notwithstanding any other provision of this document, the organization shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170c2 of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution or upon abandonment of the Society, the assets of the Society shall be donated to the Louisiana State University Museum of Natural Science (LSUMNS) or its successor, or if unwilling or unable to accept such a donation, to such corporation(s), association (s), fund(s), foundation(s), having similar objects and purposes as this Society, as the Board of Directors may deem appropriate and may designate, subject to the order of a Court as provided by law; provided that none of such assets shall be donated to any organization other than one organized and operated exclusively for charitable (educational and scientific) purposes as presently set forth in Section 501 (c) (3) of the Internal Revenue Code of the United States.

Section 3. This Society shall be organized on a non-stock basis.

Section 4. No substantial part of the Society's activities shall consist of attempting to influence legislation, nor shall the Society participate in, or intervene in any political campaign on behalf of any candidate for public office; nor shall the Society participate in or support organizations or coalitions whose activities are contrary to this section, except within limits allowed by law.

Section 5. In order to achieve the above purposes and objectives, the Society may at any and all times borrow money, accept donations, own and encumber real estate as well as movable property, sue and be sued, contract, and in general do each and everything necessary that a nonprofit organization may do under the statutes of the State of Louisiana.

### **ARTICLE III - DURATION**

This Society shall exist in perpetuity, unless dissolved prior thereto.

#### **ARTICLE IV - REGISTERED OFFICE**

Section 1. The legal domicile of this Society shall be located at the 504 Whitebark Dr., Lafayette LA 70508

Section 2. The post office address of this nonprofit corporation is:

Louisiana Ornithological Society  
c/o Judith O'Neale  
504 Whitebark Dr  
Lafayette LA 70508

#### **ARTICLE V - AGENTS FOR SERVICE OF PROCESS**

The full names and post office addresses of the Society's agents are:

- (1) Judith O'Neale, 504 Whitebark Dr., Lafayette LA 70508
- (2) Joelle Finley, 6654 Argonne Blvd, New Orleans, LA 70124

#### **ARTICLE VI - MEMBERSHIP**

Section 1. Any person interested in the objects and purposes of the Society is eligible for membership upon payment of dues as outlined in the Bylaws.

Section 2. The membership of this Society shall consist of classes as provided for in the Bylaws.

#### **ARTICLE VII - BOARD OF DIRECTORS & OFFICERS**

Section 1. The direction, control and conduct of business of this Society shall be vested in a Board of Directors, which shall determine the policies of the Society. The Board shall include (a) the four (4) elective offices as provided for in the Bylaws; (b) three(3) members-at-large, who shall be selected, insofar as is possible and practical, from different regions of the state; and the immediate past-president.

Section 2. The Board may establish such Standing Committees as it deems appropriate and provided for in the Bylaws.

Section 3. Selection of the Board shall be provided for in the Bylaws.

#### **ARTICLE VIII - INCORPORATORS**

The name and address of the Incorporator are:

David B. Crider  
4644 Floynell Dr.  
Baton Rouge, LA 70809

**ARTICLE IX - DIRECTORS**

The initial directors of the Society are as follows:

J.V. Remsen, Jr. (Oct. 81 - Oct. 84)  
Lynn R. Hamilton (Oct. 82 - Oct. 85)  
Vera Lee Grubbs (Oct. 83 - Oct. 86)

Their mailing address is c/o LSU Museum of Natural Science, P O Drawer MU, University Station, Baton Rouge, LA 70893.

**ARTICLE X - AMENDMENTS**

These Articles may be amended by a two-thirds (2/3) vote of the members present at any legal meeting, or by a two-thirds (2/3) vote of members responding within ten (10) days to a mail ballot submitted to the entire membership. In the case of changes made at a legal meeting, notice of proposed changes must be sent to each member by the Secretary at least two (2) weeks prior to the meeting at which the vote is to take place.

This Amendment approved at the LOS Winter Meeting, January 28, 2017.

President

 1-28-17  
\_\_\_\_\_  
Steve Cardiff Date

Secretary

 1/28/17  
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Joelle Finley Date