

TUCSON HERPETOLOGICAL SOCIETY

The Tucson Herpetological Society is dedicated to conservation, education, and research focused on the amphibians and reptiles of Arizona and México.

CONSTITUTION

(Approved by Tucson Herpetological Society Board of Directors, 30 January 2007, revised December 2024, revised July 2026.)

Article I.

Name

Section 01

The name of this organization is “Tucson Herpetological Society”, hereafter referred to as the “Society”.

Article II.

Purpose

Section 01

To promote the discovery and dissemination of knowledge focused on the biology of amphibians and reptiles in general and specifically the herpetofauna of the Sonoran Desert in Arizona and México.

Section 02

To encourage conservation of wildlife and wildlife habitats with emphasis on amphibians and reptiles.

Section 03

To promote public awareness and appreciation of amphibians and reptiles through education including but not limited to group presentations and meetings, school visits, field trips, etc.

Section 04

To facilitate fellowship among persons who share a common interest in herpetology.

Article III.

Policy

It shall be the policy of the Society:

Section 01

To expect that all members will conduct their herpetological activities in accordance with all applicable local, state, and federal laws and regulations especially concerning amphibians and reptiles.

Section 02

Live animals are strongly discouraged at Society meetings. Live animals at meetings must be approved by the President or Program Chair prior to any specific meeting or conference. THS prohibits the sale of animals at THS functions. No wild-caught animal(s) shall be offered for sale or trade at any Society function.

Section 03

That all advertisements or notices in official Society publications such as the Sonoran Herpetologist, website, and electronic communications including emails and social media, shall conform to all applicable local, state, and federal laws and regulations.

Section 04

To promote and encourage adherence by Society members to lawful, responsible, and humane practices of collection and treatment of live animals.

Article IV. Bylaws

The Society shall establish bylaws concerning the organization and procedures to be followed.

Article V. General Prohibitions

Notwithstanding any provision of this Constitution or the Bylaws that might be susceptible to a contrary interpretation:

- Section 01 The Society shall be organized and incorporated as a 501(c)(3) and operated exclusively for scientific and educational purposes.
- Section 02 No part of the net earnings of the Society shall or may under any circumstance inure (i.e. take effect) to the benefit of any board member with the exceptions of Board approved honoraria and compensation for expenses incurred on Society business.
- Section 03 No substantial part of the activities of the Society shall consist of distributing propaganda or otherwise attempting to influence legislation.
- Section 04 The Society shall not participate in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).
- Section 05 The Society shall not be organized or operated for profit.
- Section 06 The Society shall not:
- (a) lend any part of its income or corpus, without the receipt of adequate security and a reasonable rate of interest;
 - (b) pay any compensation, in excess of a reasonable allowance for salaries or other compensation for allowable services actually rendered;
 - (c) make any part of its services available on a preferential basis;
 - (d) make any purchase of securities or any other property for more than adequate consideration in money or money's worth from;
 - (e) sell any securities or other property for less than adequate consideration in money or money's worth; or
 - (f) engage in any other transactions that result in a substantial diversion of its income or corpus to any officer, member of the Board of Directors, or substantial contributor to the organization.
 - (g) The prohibitions contained in this Section do not mean to imply that the Society may make such loans, payments, or sales to our purchases from anyone else unless such authority be given or implied by other provisions of this Constitution or Bylaws.

Article VI. Distribution on Dissolution

- Section 01 Upon dissolution of the Society, the Board of Directors shall distribute the assets and accrued income to one or more organizations as determined by the Board. This organization or these organizations shall meet the limitations prescribed in Sections 01 to 06 inclusive of Article V.

BYLAWS

Article I. Members

- Section 01 Membership shall be open to all persons who support the Society's purposes, and who shall make application to the Society and pay the appropriate dues.
- Section 02 The Board of Directors shall have the right to terminate the membership of an existing member for cause.
- Section 03 The Tucson Herpetological Society does not discriminate against any person on the basis of gender, sexual orientation, marital status, creed, religion, race, color, national origin, age, economic status, disability, organizational affiliation, or any other physical, social, or economic factor.

Article II. The Officers and Directors at Large of the Board

- Section 01 The Board shall consist of the current elected officers, the Immediate Past President if available, and a minimum of four Directors at Large.
- Section 02 The elected Officers shall be President, Vice President, Secretary, and Treasurer.
- Section 03 The Directors at Large shall be appointed by the current Board.
- Section 04 No one individual may hold two or more elective offices concurrently.
- Section 05 The terms of office for the President, Vice President, Secretary and Treasurer shall be for one year. Ideally, terms for the Directors at Large shall be two years unless the Board agrees to a different term. The Immediate Past President, if available, shall hold office for the duration of the term of the incumbent President.
- Section 06 Officers and Directors at Large may serve additional terms.
- Section 07 The duties of the elected officers shall be as follows:
- (a) The President shall preside at meetings of the Society and its Board of Directors; shall be nominal head of the Society; and shall rule on questions of procedure that may arise. The President shall appoint the Editor of the Society Newsletter, the Program Chair, and standing and ad hoc committees with the concurrence of the Board.
- (b) The Vice President shall fulfill the duties of the President when the President is absent and shall assume the Presidency should that office become vacant during a term.
- (c) The Secretary shall maintain the records of the Society and its Board of Directors, including minutes of all general and Board meetings; shall notify the membership of the Society of pertinent business; and shall be responsible for all general correspondence of the Society.
- (d) The Treasurer shall keep records and accounts of the Society including all monies received and disbursed; shall oversee collection of the dues and maintain the membership roster; and shall be responsible for all financial reports required by the business of the Society including but not limited to the annual Corporation and Tax filings.

- (e) The Officers and Directors at Large shall serve as members of the Board.
- (f) The Officers and Directors at Large shall take on specific tasks as required by the Society as appropriate.
- Section 08 The duties of the Directors at Large shall be as follows:
 - (a) Support the Society and the Officers thereof in maintaining fiscal responsibility. Approve the annual budget. Participate in Board meetings.
 - (b) Support as feasible the activities of the Society, accepting tasks as needed to accomplish Society goals, objectives and projects.
- Section 09 All records and implements of office shall be turned over by any officer to their successor immediately subsequent to the latter's assumption of the office.
- Section 10 The Editor of the Society Newsletter/Journal, the Sonoran Herpetologist, shall be responsible for all phases of its publication. The Sonoran Herpetologist is the principal mechanism for written communication to the membership and shall include reference to all formal communications of the Society and its Board, usually by reference to the website on which those are located. The Sonoran Herpetologist shall include, as space permits, professional papers and other items consonant with the stated objectives of the Society. The Editor shall, ideally, also serve as a Director at Large of the Society.
- Section 11 The Program Chair shall be responsible for developing and executing programs for the Member Meetings. The Member Meetings are the primary output of the Society and serve to inform members and non-members about interesting and important elements of herpetology. The Program Chair shall oversee selection of appropriate locations, locate and engage speakers, prepare materials to be published on the website and through other media, host the meetings and any pre meeting dinners, and consult with the board on selection of speakers. The Program Chair shall, ideally, be a Director at Large of the Society.
- Section 12 The Board shall be empowered to oversee the affairs of the Society and assure that they are well managed.
- Section 13 The Board shall fill any vacancy occurring among the officers or Directors at Large, except that of President, by an appointment for the unexpired term.
- Section 14 The Board shall be specifically responsible for the publications of the Society and shall set such policy as is needed to coordinate the contents of the various media so as to further the stated objectives of the Society.

Article III.

Election of Officers:

- Section 01 The President shall appoint three members of the Society to serve as a nominating committee, except that not more than one member of the Board of Directors may be appointed to the committee in any one year. The Chair of the Nominating Committee shall be designated by the President.
- Section 02 The Nominating Committee shall present a slate of at least one candidate for each office to be filled. The slate must be emailed to members, placed on

the website and, if possible, published in the Sonoran Herpetologist 30 days prior to the annual business meeting at which the election shall take place as determined by the Board. Additional nominations may be made by Society members by submitting the nominations to the Nominating Committee three weeks prior to the annual business meeting.

- Section 03 The Nominating Committee, or a member of the Society proposing a nominee, shall obtain the consent of the candidate to serve if elected.
- Section 04 The Slate of Nominations shall be presented and voted on by members present at the annual business meeting, to be scheduled by the Board no later than 60 days prior to the date.
- Section 05 In a situation in which the Society is unable to hold a public meeting the President will define an appropriate way to hold this election.
- Section 06 Election results shall be communicated to the membership by the Secretary via the website, by email, and in the next issue of the Sonoran Herpetologist.
- Section 07 The Secretary shall inform the elected candidates of the election results. Newly elected persons will take office on the first of January of the year following the election.

Article IV. Member Meetings

- Section 01 The Society shall hold general meetings for presentations on subjects of interest, at a time and place set by the Board of Directors. These presentations may be monthly or fewer as feasible but ideally shall be posted annually in January for the year. Exceptions may be made in case of emergency but normally talks shall be posted as soon as possible.
- Section 02 The annual business meeting shall be held in November, its main purpose being to elect officers for the following year.
- Section 03 The membership shall be informed in writing of the time and place of the annual business meeting not later than 60 days prior to the opening of the meeting (expected to be the November general meeting).
- Section 04 A majority of members present at the annual business meeting and voting shall be necessary to elect the new Officers.
- Section 05 Special meetings may be called by a vote of a majority of the Board of Directors. The time and place of such special meetings must be announced to the membership by email, posted on the website, and/or in writing at least two weeks prior to the meeting.
- Section 06 All meetings shall be conducted using Robert's Rules of Order as a guideline.

Article V. Meetings of the Board of Directors

- Section 01 The Board of Directors shall meet quarterly, ideally in the months of January, April, July, and October. Dates for the current year shall be set and announced in January.

- Section 02 Any meeting of the Board of Directors shall be open to attendance by interested members of the Society unless the Board moves for Executive Session. Any meeting of the Board of Directors must be announced to the membership by email, posted on the website, and/or in writing at least two weeks prior to the meeting.
- Section 03 A simple majority (50% plus 1) of members of the Board of Directors shall constitute a quorum.
- Section 04 A majority of those present and voting shall be necessary to pass any motion.
- Section 05 The meeting shall be conducted using Robert's Rules of Order as a guideline.
- Section 06 Special meetings of the Board of Directors may be called by the President or by a majority of the Board.
- Section 07 Email Voting: While any member in good standing can initiate an email discussion amongst the Board of Directors, only the President or a person they designate may call for a motion or solicit a formal vote via this medium.
- Section 08 Amendments may be made at any time, or times, to the Constitution or the Bylaws by a two-thirds vote of the entire Board of Directors in person or electronically.
- Section 09 Any adopted amendment shall become an integral part of the Constitution or Bylaws, and the Secretary shall be instructed to add them to copies of the Constitution or Bylaws and to distribute the amended Constitution and Bylaws to the members of the Board of Directors and post them to the website.

Article VI. Dues

- Section 01 The Board of Directors shall establish such dues as are compatible with the financial status of the Society.
- Section 02 A membership in arrears for payment of dues shall be considered lapsed until payment is made.

Article VII. Fiscal Year

- Section 01 The fiscal year of the Society shall be from January 1 through December 31 of the same year

Article VIII. Formation of Affiliate Chapters to the Society

- Section 01 The Society may establish Chapters under the following conditions:
- (a) Those petitioning the Society to form an affiliate Chapter must be members of Society in good standing.
 - (b) Petitioners must submit to the Board of Directors, a plan of organization and a written Constitution and Bylaws.
 - (c) The Constitution and Bylaws must conform to the goals and philosophy of the Society, and may include others as well, including a process whereby the Chapter may gain its independence.

- Section 02 The formation of the affiliate Chapter, its name and its Constitution and Bylaws shall be approved by the Board.
- Section 03 The Board can dissolve the Chapter at any time.
- Section 04 If the Chapter is dissolved or withdraws from the Society, it must relinquish its use of the Society's name and logo as directed by the Board.

These bylaws supersede any previous bylaws. (dated 13 July 2026)