

Black River Audubon Society

2024-2028 Strategic Plan

Adopted January 2024



“Birding since 1958”

Executive Summary

Established in 1958, members of Black River Audubon Society (BRAS) are committed to protecting birds and other wildlife while preserving their ecosystems and natural environment in our community. We are a membership organization dedicated to protecting our environment through conservation, education, and advocacy. We have monthly speakers from September to May, as well as monthly field trips to birding hotspots across the state. We engage in conservation through our bird programs, such as our bluebirds and purple martins, and through the preservation of local natural habitats. We advocate for laws and policies that are favorable to our mission.

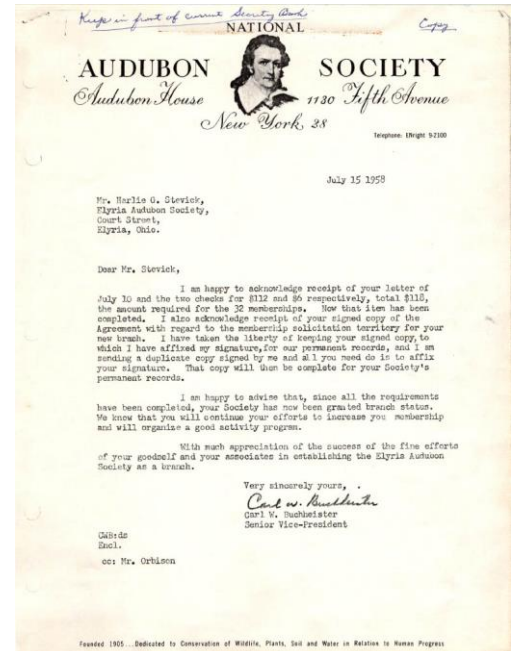
Black River Audubon began on July 10, 1958, when Harlie Stevick, Executive Director of the Elyria YMCA, sent a check for \$118, a signed Branch Agreement, and a proposed roster of thirty-two members to the National Audubon Society. On July 15, 1958, he received the cosigned agreement from National Audubon granting branch status to the "Elyria Audubon Society." The original officers included Harlie Stevick as president, Elizabeth Yodor as vice-president, Elaine Dirrim as secretary and Jack Smith as treasurer.

The name was changed in 1970 to Black River Audubon Society and now includes all of Lorain County and the Black River Watershed Area in Medina County. Our membership has grown to over 550 participants as perhaps birdwatching has never been more popular.

Mission Statement: The mission of the Black River Audubon Society is to promote conservation and restoration of ecosystems, focusing on birds and other wildlife, through advocacy, education, conservation, land acquisition, field trips and programs for the benefit of all people today and tomorrow.

Vision Statement: A Lorain County and surrounding area that values and engages in the protection and conservation of local ecosystems from Lake Erie and the Black River watershed to urban and rural areas which enables birds and other wildlife to thrive in their natural habitat.

Organizational Structure: Black River Audubon is run by a 12-member Board of Directors elected annually by the membership at the December meeting. Board members serve three-



year terms. The Board of Directors annually elect officers at its January Board Meeting, consisting of a President, Vice president, Treasurer and Secretary. Board members meet six times a year—with its annual meeting in December.

Board members and volunteers work through committees, as defined in the by-laws and as necessary.

The By-laws of Black River Audubon Society can be found in the Appendix and on the Black River Audubon Society website.

Purpose and Objectives

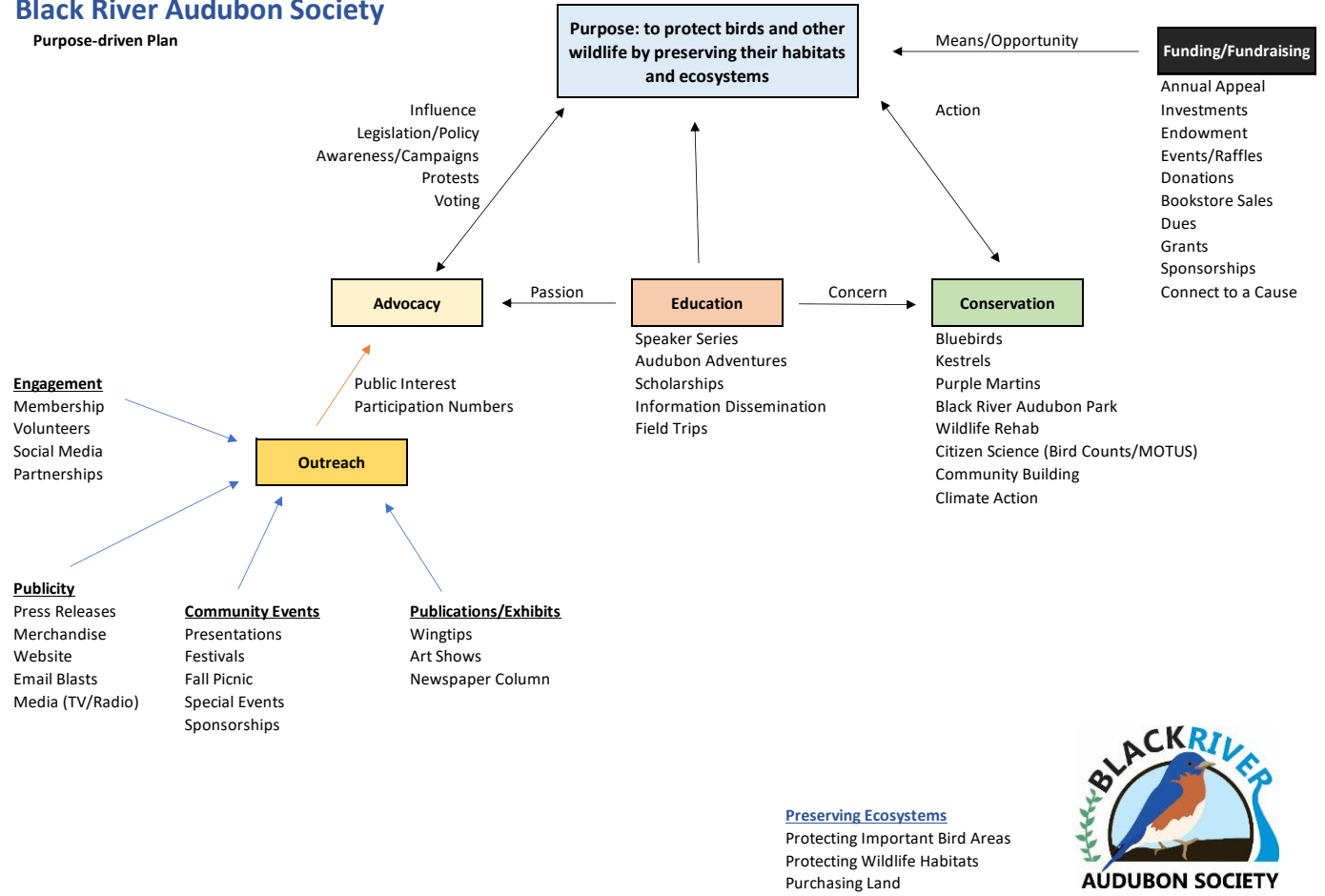
The purpose and objectives of Black River Audubon society shall be to engage exclusively in any such educational, scientific, literary, historical, and charitable pursuits as are set forth in its Certificate of Incorporation. Some of these general purposes are:

1. To stimulate through **education**, public recognition of the value of and need for protecting wild birds and other animals, plants, soil, and water, as well as the interdependence of these several natural resources.
2. To study and **conduct research** with relation to the scientific facts, knowledge of which is essential to the formation of sound policies in the field of conservation.
3. To foster recognition of the need for the preservation of such environmental conditions as ample food, water, and shelter, on the maintenance of which animals and plants depend for survival.
4. To advance the preservation of an adequate stock of native animals and plants, so that no species may become threatened with **extinction** or extirpation.
5. To promote the protection and preservation of natural resources, including the encouragement, establishment, and maintenance of natural sanctuaries.
6. To publish and distribute documents as a means of **disseminating information** about the subjects mentioned above or related matters.
7. To hold meetings, lectures, and exhibitions, and to develop and maintain a library in the interest of the conservation of natural resources.
8. To establish and maintain such educational projects as nature trails, exhibits, tours, and camps.
9. To cooperate, as occasion prompts, with national and state conservation agencies, and with private associations devoted to the interests of conservation and to education in the field of natural resources.

Purpose Plan

Black River Audubon Society

Purpose-driven Plan



“If your life’s work can be accomplished in your lifetime, you’re not thinking big enough.” – Wes Jackson



MISSION-DRIVEN DESIGN IS A CATALYST FOR CAUSE COMMUNICATIONS
THE CAUSE MANIFESTO

Be Strategic. We will create and follow a road map that aligns our communications with the goals of our strategic plan.

Be Focused. We will focus our communication on one cause, one mission, and one purpose; and we will share our purpose with one voice.

Be Meaningful. We will ensure that our values and actions align with the reasons that motivate our followers and stakeholders to believe in our cause.

Be Insightful. We will embrace data as a means of sharing greater insight into the outcomes of our mission, and understanding of our cause.

Be Inspiring. We will share stories that speak to the mind and appeal to the heart; these stories will communicate how our cause inspires us, and our advocates, to action.

Be Engaging. As in a conversation, we will listen as often as we speak, in order to learn what the community and our stakeholders expect of us.

Be Social. We will be ambassadors for our cause, and recognize that every interaction is an opportunity to build relationships.

Be Grateful. We will express our gratitude to our supporters, remembering that their gifts are meaningful, and their generosity makes a difference.

Be Trustworthy. We will seek accountability and transparency, acting and speaking in a manner consistent with our values, character, and culture.

Be Positive. We will choose our words well, for they will motivate people to follow, donate, advocate, and believe in our cause.

Be Powerful. We will believe our cause is meaningful, and act in the belief that it has the power to change the world.

Be Courageous. We will dream big dreams, and have the courage to change and adapt in order to make our vision a reality.

DESIGN WITH PURPOSE | COMMUNICATE WITH CLARITY™

Five-year Strategic Goals 2024-2028

SWOT Analysis

Strengths:

- BRAS has operated continuously since 1958.
- The organization is financially stable through the foreseeable future thanks to the financial planning of some of its founders, who created investment accounts and endowments for the organization.
- A stable membership base of over 500 combined locally and nationally.
- Growing name recognition in the community
- Partnerships with organizations such as Lorain County Metro Parks, Lorain County Community College, Western Reserve Land Conservancy, Lorain County Public Libraries
- Location on Lake Erie and the Black River, which encompasses Important Bird Areas.

Weaknesses:

- Black River Audubon is managed exclusively by volunteers and has no paid staff, and is as such subject to the time, dedication, and availability of board members.
- The annual budget is sufficient at present for board operations but lacks the ability to fund capital projects or the purchase of land for conservation.
- Lack of event revenue. Black River Audubon events are not sponsored and do not receive any revenue for advertising.
- Absence of volunteer coordinator.
- Committee work is often performed by a single person.

Opportunities:

- Generally, BRAS is well financed for the future; money raised in present does not need to be saved for future operational expenses.
- Since the pandemic of 2020, there has been a revitalization of nature programming, including bird watching.
- Sponsorship of nature-related events and community leadership organizations to increase local awareness.
- There are local and national grants that may be available to fund or inspire local programs.
- Become more involved in youth programs, such as Young Birders, Girl Scouts, Boy Scouts, Boys and Girls Clubs of Lorain County and 4-H.

Threats:

- Lack of participation from young teens and adults; a lack of racial and ethnic diversity.
- Controversy over the name Audubon regarding John J. Audubon's human rights issues.
- Succession in the Bluebird Program. Currently managed at a very dedicated level and would be difficult to replace.

PESTEL Analysis

Political: Local commitment to economic development—both business and housing. Unfavorable state government regarding science and nature.

Economic: Agricultural community and many struggling urban areas. Median household income is lower than 20 years ago with Lorain having a poverty rate of over 20%.

Sociological: Urban areas and minorities are lacking representation in the birding community and dedication to conservation. Potential connection to health benefits with hospitals and health departments.

Technological: Increasing technologies for both the enjoyment of bird watching and also research and data collection. Includes technology like Merlin, eBird, and MOTUS.

Environmental: The detrimental effect of climate change on many bird populations. Plastic pollution, pesticides and fertilizers, habitat loss and other environmental issues harmful to birds and other wildlife.

Legal: Changing state and national laws related to habitat protection, climate change, protection of eco-systems and preservation of natural resources.



Strategic Priorities

Through strategic planning, Black River Audubon Society seeks to set the course for the next five years. In looking to the future, Black River Audubon is at a crossroads. Non-profit organizations fall along the spectrum from a hobby club to a community member. In the recent past Black River Audubon has operated more toward the hobby club side of the spectrum, like a historical society or stamp club, in which its activities were primarily directed to members.

However, the mission and purpose of Black River Audubon suggests greater community involvement. The purpose “to study and conduct research” and “establish and maintain such educational projects as nature trails, exhibits, tours, and camps,” suggest significant engagement, as does the mission to “promote conservation . . . for birds and other wildlife.”

It is imperative that the governing body support and engage in the collective effort to fulfill the strategic priorities of the organization.

The National Audubon Society has at the same time created a five-year strategic plan, known as their “Flight Plan” for 2024-2028. They have identified several goals and metrics as their focus.

- Habitat Conservation
- Natural Climate Solutions
- Policy
- Community Building

Strategic priorities will be set as goals, administered through defined strategies and the outcomes measured by the board of directors.

Black River Audubon Society has identified the following strategic priorities.

- Habitat Conservation
- Community Building
- Native Plants
- Education

Conservation

Conservation programs have always been a priority of Black River Audubon, most notably its Bluebird program, and we have also worked with kestrels, wood ducks and purple martins. We maintain Black River Audubon Park, a small pocket park in downtown Elyria, which includes a pollinator garden.

Another traditional activity that has stood the test of time is the citizen-scientist Christmas Bird Count. The first Christmas Bird Count, both a conservation and educational activity, was held almost 50 years ago on Dec. 29, 1958. An area 15 miles in diameter was covered by 12 participants who identified 3,900 birds in 37 species. Since then, at least one has been held every year, and two Christmas Bird Counts have been conducted recently, one in the Elyria/Lorain area and the other in Wellington and southern Lorain County.” The 1960 census even warranted a story in the newspaper.



Birds and other wildlife are subject to a number of environmental, predatory and human threats which should be addressed through advocacy.

Climate Change	Cats	Window Strikes	Plastic Pollution	Loss of Habitat
Affects birds both directly and indirectly as distribution of birds closely associated with temperatures (USDA). Audubon Report on Climate Change	Domestic cats is the #1 direct, human caused threat to the birds in U.S. and Canada. In the U.S. outdoor cats kill approx. 2.4 billion birds every year (ABC)	Another billion birds die every year from window strikes, with over 50% fatal. City lights attract and disorient birds.	Plastic pollution can build up in the bodies of seabirds. Chemicals from plastic ended up in the birds' liver and fatty tissues	Damage and destruction of natural habitats for farms, suburbs and cities. Bird populations will decline as human populations expand (ABC)

Goal: Preserve Important Bird Areas from destruction and development.

- A. Strategy: Monitor designated areas to be aware of potential concerns. Work to preserve at risk areas through all reasonable means, including negotiation, demonstration, and purchase.
- B. Measurable: No important bird areas are compromised.

Goal: Increase the presence of native plants Lorain County

- A. Strategy: Promote and advocate for the use of native plants as a benefit for birds and other wildlife.
- B. Strategy: Provide information to the community about the advantages of native plants and which plants are most suitable for our environment.
- C. Measurable: Engaging in native plant sales and giveaway events.

Goal: Strengthen partnerships with organizations like the Metroparks and Western Reserve Land Conservancy to preserve Important Bird Areas and natural habitats.

- A. Strategy: Coordinate areas of interest and provide administrative and financial support in the endeavor of protecting land.
- B. Measurable: Increase in partnerships and agreement that result in the preservation of Important Bird Areas and natural habitats.

Goal: Support Community Building by reducing the number of window strikes.

- A. Strategy: Identify through research potential buildings in Lorain County subject to a significant number of bird collisions.
- B. Strategy: Promote and advocate window protection from bird collisions in Lorain County residential homes.
- C. Measurables: In conjunction with Black River Audubon, commercial, government and college building that are protected from future bird strikes.
- D. Measurables: Sell or provide 50 sets of Feather Friendly window tape to homes in Lorain County.

Advocacy & Outreach

Like the effort to protect Lorain Ohio's Cromwell Park in 2023, advocacy has been an important aspect of Black River Audubon Society. Previous advocacy efforts have concentrated on campaigns to protect important natural environments, resources, and legislation including King Woods in Lorain, Sheldon Marsh, the Western Lake Erie Basin Congressional Act, the Great Lakes Compact, the federal bill to clean up the Great Lakes, and advocacy for the protection and restoration of wetland areas.

“Let passion be our fuel. If not us, then who; if not now, then when?”
– Marshall Johnson, Chief Conservation Officer, National Audubon

Maybe one of our most remarkable achievements of longevity is our newsletter, which has been printed continuously since 1958. It has been described as the heart of all operations of Black River Audubon. The monthly publication, September through May, called 'Wingtips,' includes news and notices of all programs, field trips, educational events and advocacy issues. For 25

years, from 1958 through 1983, naturalist Perry Johnson was the editor.

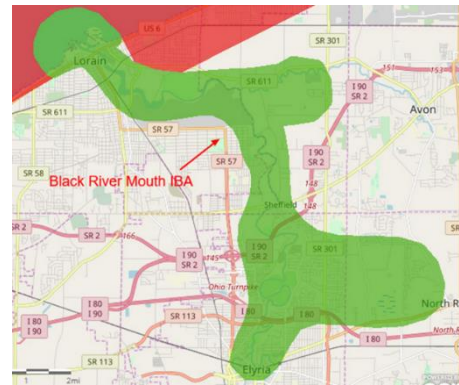


The website was the longtime work of Dave Bragg and Arlene Lengyel. During the pandemic, we took the opportunity to build a new website with modern technology, including online sales for memberships and a nature bookstore. Of course, social media rules the day, so we also maintain Facebook, Twitter and YouTube accounts. We have over

1.9 thousand followers on Facebook and over 850 have registered to receive our emails. On our YouTube channel, many previous programs can be viewed.

Goal: Increase community awareness of Black River Audubon and its mission and purpose through outreach events.

- A. Strategy: Set up tables/booths at community events, such as fairs and festivals, to engage with community members, distribute conservation-related literature, offer books and merchandise for sale.
- B. Strategy: Offer a Speaker's Bureau to the community to provide bird and nature-related presentations.
- C. Measurable: Attend at least two significant community events per year.
- D. Measurable: Make 8 presentations per year to community organizations such as libraries, living facilities and social organizations.



Goal: Increase the membership base of Black River Audubon as a vehicle to influence the mission and purpose.

- A. Strategy: Engage in an annual membership drive and promote memberships through other outreach opportunities.
- B. Measurable: Increase the number of members by 2% each year as determined by the number of members on December 31 of each year.

Goal: Increase community impact through the development of local and regional partnerships

- A. Strategy: Develop relationships through sponsorships, meetings, invitations to events, advertisements, and community presentations.
- B. Measurable: Five significant partnerships in five years.

Goal: Create a signature event for Northeast Ohio, such as birding festival, annual meeting, or expansion of the outstanding speaker event

- A. Strategy: Determine the best and most feasible signature event to be held annually by Black River Audubon.
- B. Measurable: Have an event in place within two years.

Education

Education is a cornerstone of our effort, and we engage in a multifaceted approach.

Instrumental leaders of our educational program over the years were college professors Carol



Leininger and Martin Ackermann. From 1990 until 2020, through the leadership of Dick Lee, Black River Audubon worked with public and private school teachers in providing the Audubon Adventures series for children in 3rd through 5th grade classes. One year, 165 classes participated and perhaps as many as 10,000 students have taken part in the program over his 30 years.

We also offer scholarships to Audubon Camp at Hog Island in Maine, in which we pay tuition and travel expenses for teens and adults to attend a weeklong camp. And new this year, we will be offering a \$1,000 scholarship to a Lorain County Community College graduate to continue his or her studies in the earth sciences. We are well known for our speaker series, which is presented nine times a year with local experts in meeting rooms provided by Lorain County Metroparks. Speakers included naturalists, researchers, biologists, and environmentalists. It is a chance to learn about everything from birds and plants to moths and beetles. Once a year, a national speaker is invited to be our “Jack Smith Outstanding Speaker.”

Every third Saturday, we lead a field trip to top birding spots in Northeast Ohio, which are open to anyone. No educational activity is more important than the monthly field trips to forests, meadowlands, wetlands, streams, and lakes. There is not a better way to experience nature

than to spend some time in it. Recently, we have started to offer trips outside of Ohio, such as Minnesota in search of the great grey owl.

Goal: Engage teens and youth in birding and conservation

- A. Strategy: Expand Audubon Adventures into additional classrooms and schools through outreach and relationship building.
- B. Strategy: Create or partner with a local organization to develop or support a birding camp for children and teens.
- C. Measurable: Increase the number of students receiving Audubon Adventures by 10 percent and the number of school districts to three.
- D. Measurable: A viable youth program of 25 youths over five years who participate in the program.

Goal: Offer birding education locally to the community.

- A. Strategy: Engage the community in birding by offering or partnering on a comprehensive birding class to educate about birdwatching, conservation, ethics and safety.
- B. Measurable: A comprehensive birding and conservation course in Lorain County within three years.

Administrative and Financial

Until a couple of years ago, Black River Audubon had not engaged in any fundraising for many years. The organization relied on investment incomes and endowment proceeds to fund operations, and those operations were limited to the income provided by those accounts. Recently the organization has engaged in modest fundraising, such as an annual appeal, raffles, proceeds from sales in the nature store and local grant funding. In 2023, Black River Audubon joined the fall crowd-sourcing event, Connect with a Cause, through the Community Foundation of Lorain County.

Black River Audubon expenditures are focused on three areas: conservation, advocacy, and education. A small percentage is spent on administrative and fundraising expenses. It has settled in over the last couple of years with a budget of \$35,000-\$40,000. While investment and endowment provide stable operating revenue, the organization does not have money to purchase at risk natural habitat.

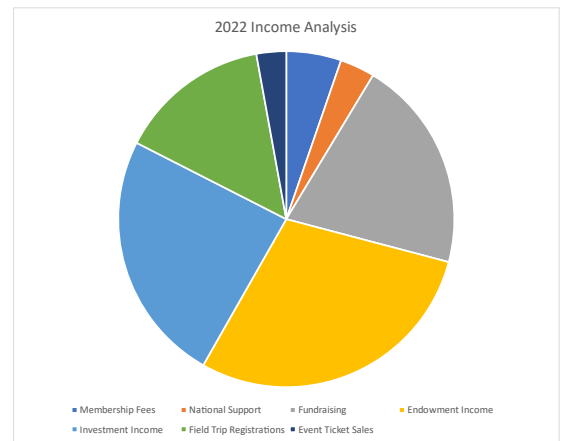
A future endowment may provide additional administrative opportunities. A \$100,000 budget would allow for up to 25% or \$25,000 for administration and fundraising, and provide the opportunity to hire a part-time executive director. An executive director would provide continuity within the organization. Board members are volunteers. They may quit at any time

without personal consequence whereas as an executive director has a financial and professional consequence to maintain his or her responsibilities. The board of directors would hire the executive director, set the budget and strategic priorities, and evaluate performance. Most nonprofit organizations, including many Audubon chapters, are organized in this manner. The board is still subject to board expectations, including volunteering, fundraising, and serving on committees.

An executive director committed to 10 hours a week at \$25/hour would have a financial impact of \$12,000 plus payroll taxes for an approximate cost of \$14,000. As such, revenue should reach a minimum of \$100,000 before hiring an executive director.

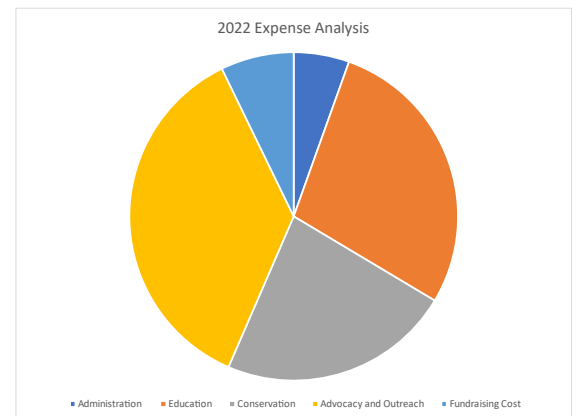
Revenue 2022

Membership Fees	\$2,158.41
National Support	\$1,368.00
Fundraising	\$8,356.20
Endowment Income	\$11,833.80
Investment Income	\$9,907.74
Field Trip Registrations	\$5,972.24
Event Ticket Sales	\$1,168.00
Total	\$40,814.39



Expenses 2022

Administration	\$1,971.77
Education	\$10,135.49
Conservation	\$8,267.03
Advocacy and Outreach	\$13,091.60
Fundraising Cost	\$2,595.40
Total	\$36,061.29



Funding limits the amount of programming available and subjects each activity to the principle of opportunity costs.

Goal: Hire at least a part-time Executive Director to handle the day-to-day operations of the organization, execute the strategic plan set forth by the board of directors, and provide long-term continuity for the organization in the community.

- A. Strategy: Form an executive committee to assess the feasibility and cost of hiring a part-time executive director to handle the administrative and strategic duties of the organization.
- B. Strategy: If the employment of an executive director is determined to be feasible, the executive committee shall write a job description, set the terms of compensation and employment, interview potential candidates, and make a hiring recommendation to the board.
- C. Measurable: Hire an executive director at the discretion of the executive committee and with the approval of the board within one year.

Goal: Increase revenue through advertisements, sponsorships, incentive donations, grants.

- A. Strategy: Determine advertisement and sponsorship opportunities for local businesses, governments and organizations.
- B. Measurable: Increase 10% annually

Outreach Highlight



In January 2023, Black River Audubon Society hosted Greg Miller to share his experiences during his big year and provide a behind the scenes look at the movie “The Big Year.”

Through a partnership with Lorain County Metroparks, a sold-out crowd watched the movie narrated by Miller.

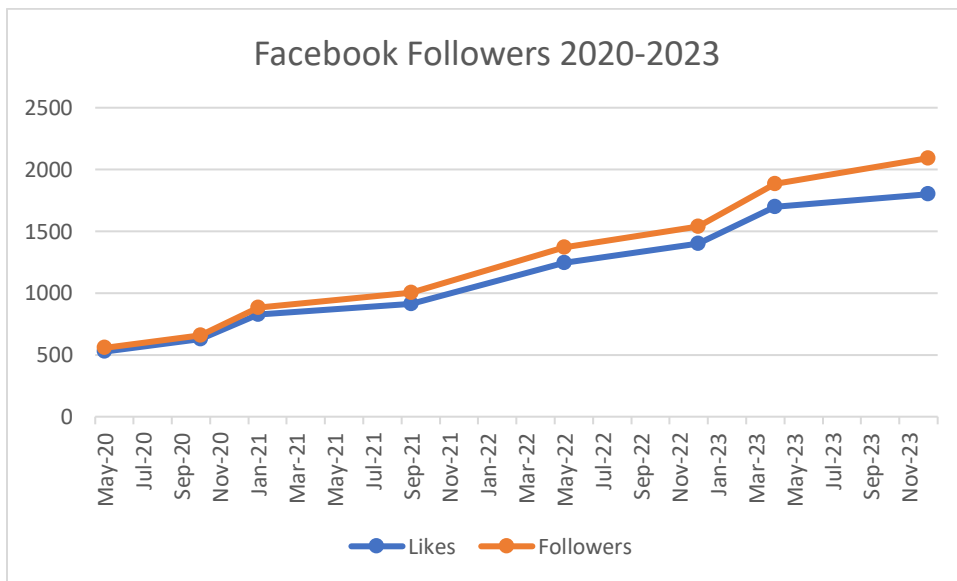
Black River Audubon Membership & Social Media Data

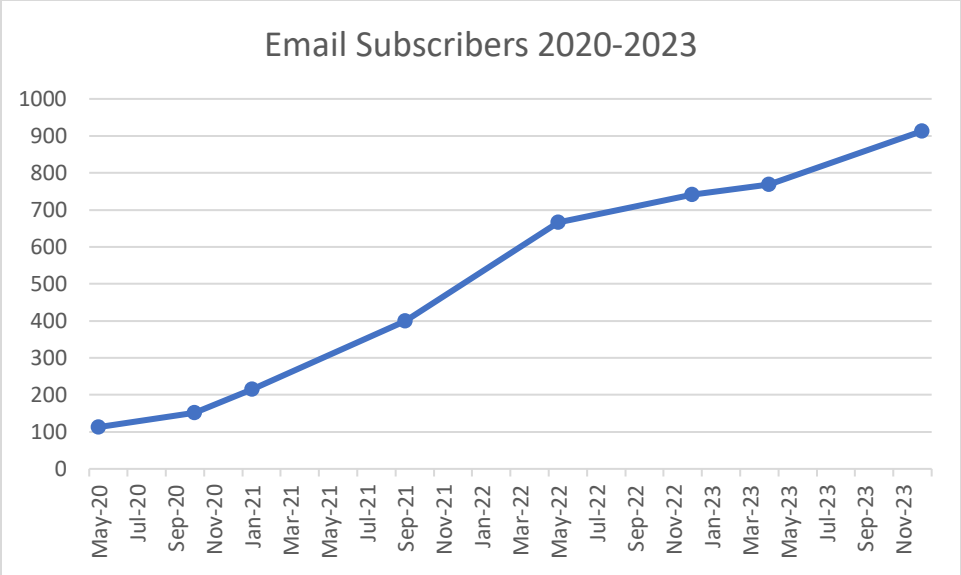
Members by Location (as of May 2023)

Elyria	203
Lorain	155
Amherst	65
North Ridgeville	58
Oberlin	47
Avon Lake	46
Cleveland	45
Avon	40
Vermilion	33
Grafton	32

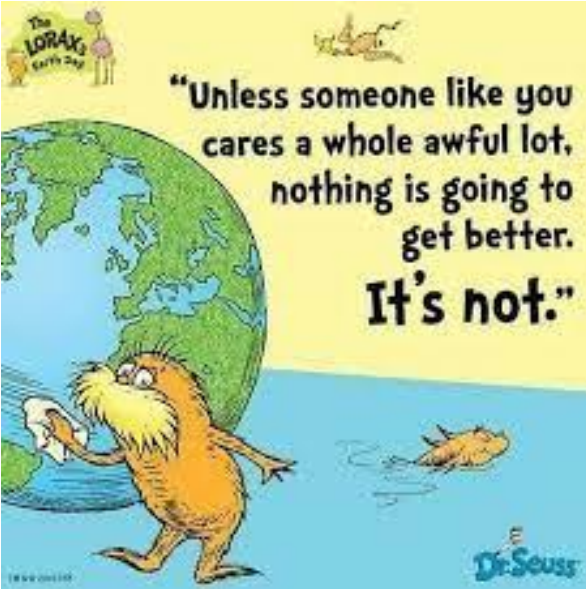
Facebook followers by Gender

Men	36.90%
Women	63.10%





It takes each of us, together.



Appendix

Economic & Health Benefits of Birding and Bird Watching

A 2016 U.S. Fish & Wildlife Service report on “Birding in the United States: A Demographic and Economic Analysis” found that there are 45 million birdwatchers in the United States, with a total industry economic output of over \$45 billion.

Regional Impact. “It’s no surprise really but birders have a direct impact on the economy. It has been estimated that birders spend more than \$45 billion a year on travel and equipment alone. The ripple effect can be felt across communities where birding is particularly popular or where large festivals take place. In a recent study of the Maumee Bay area in Ohio, it was estimated that their annual birding festival, the Biggest Week in American Birding, along with other birding activity generates more than \$26.4 million in economic activity. Birding benefits go beyond economic impact though. The simple act of being outdoors and walking improves physical health as well as a growing body of evidence of mental health benefits. A recent study showed having more birds to hear and see helps lower rates of anxiety, depression and stress. Birding can be said to be good for the community and good for the individual.” (Elliot Nelson, Michigan Sea Grant)

Volunteers

Black River Audubon is currently an “all-volunteer” organization, dependent upon volunteers on each level, from the board of directors to bluebird monitors.

Community Partnerships

- Lorain County Metroparks
- Western Reserve Land Conservancy
- Lorain County Community College
- Lorain County Public Libraries
- Surfrider Foundation
- Elyria Parks & Recreation
- Wild ones

Retail Partners

- Feather Friendly
- Quick Reference Publishing
- AdventureKEEN
- Ohio Sea Grant and Stone Laboratory
- Threadless

Funding Partners

- Ohio Ornithological Society
- Community Foundation of Lorain County
- Ross Environment Foundation
- National Audubon Society

Black River Audubon Rehabilitation Support

- Lorain County Metro Park Raptor Center
- Medina Raptor Center
- Back to the Wilds
- Lake Erie Nature and Science Center

Black River Audubon Research Support

- Motus—Automated radio telemetry used to track hundreds of individuals of numerous species of birds, bats, and insects
- MoSI—A collaborative, international network of bird monitoring stations across the northern Neotropics that bolsters conservation efforts.

Important Bird Areas in Chapter Region

- Black River Mouth
- Black River-West Branch
- Cleveland Lakefront
- Lake Erie Central Basin
- Vermilion River

Lorain County Birding Hotspots

- Lorain Impoundment Lakeside Landing
- Sandy Ridge Reservation
- Lorain Harbor Fishing Pier
- Lakeview Park
- Margaret Peak Nature Preserve
- Wellington Reservation
- Carlisle Reservation
- Crook St. Wetlands
- Carlisle Reservation, Equestrian Center
- Vermilion River Reservation, Bacon Woods
- Wellington Upground Reservoir
- Columbia Reservation

Black River Audubon Society

Constitution and By-laws

Article I: Name

This organization shall be known as the Black River Audubon Society (hereinafter called the SOCIETY).

Article II: Purpose

Section 1. The purpose and objectives of this SOCIETY shall be to engage exclusively in any such educational, scientific, literary, historical, and charitable pursuits as are set forth in its Certificate of Incorporation, if any, and/or are the purposes and objectives of the National Audubon Society, Inc., (hereinafter called NATIONAL SOCIETY), of which this SOCIETY shall function as a Chapter, and said purposes and objectives shall conform to the provisions of Section 501(c)(3) of the Internal Revenue Code.

Some of these general purposes are:

- To stimulate through education, public recognition of the value of and need for protecting wild birds and other animals, plants, soil, and water, as well as the interdependence of these several natural resources.
- To study and conduct research with relation to the scientific facts, knowledge of which is essential to the formation of sound policies in the field of conservation.
- To foster recognition of the need for the preservation of such environmental conditions as ample food, water, and cover, on the maintenance of which animals and plants depend for survival.
- To advance the preservation of an adequate stock of native animals and plants, so that no species may become threatened with extinction.
- To promote the protection and preservation of natural resources, including the encouragement, establishment, and maintenance of natural sanctuaries.
- To publish and distribute documents as a means of disseminating information about the subjects mentioned above or related matters.
- To hold meetings, lectures, and exhibitions, and to develop and maintain a library in the interest of the conservation of natural resources.
- To establish and maintain such educational projects as nature trails, exhibits, tours, and camps.
- To encourage the organization of branches and other affiliated groups in sympathy with these stated aims.
- To cooperate, as occasion prompts, with national and state conservation agencies, and with private associations devoted to the interests of conservation and education in the field of natural resources.

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 shareholder or individual. The property, assets, and net income of this SOCIETY are irrevocably dedicated to charitable 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 shareholder or individual.

ARTICLE III: Dissolution

Upon the dissolution, or upon abandonment, the assets of this SOCIETY remaining after payment of, or provision for, all debts and liabilities of this society, shall be donated to NATIONAL SOCIETY or its successor or, if unwilling or unable to accept this donation, to such corporation or corporations, association or associations, fund or funds, or foundation or foundations having similar objects and purposes as this SOCIETY, as the Board of Directors of the SOCIETY 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 one or more of the purposes presently set forth in section 501 (c) (3) of the Internal Revenue Code.

BY-LAWS

ARTICLE I: Membership

Section 1. Any person interested in the mission of this SOCIETY is eligible to apply for membership.

Section 2. The Board of Directors shall determine membership classes and dues conforming to National Society specifications. Alternatively, Chapter membership, without rights and privileges of the National Society, can be obtained by payment of local dues.

Section 3. Membership dues are payable at the time of application.

Section 4. A member in default of dues for six months shall be dropped from the membership rolls.

ARTICLE II: Meetings

Section 1. The Board of Directors shall schedule the regular meetings of members. No fewer than six meetings shall be scheduled annually.

ARTICLE III: Board of Directors

Section 1. The control and conduct of the property, policies and business of the SOCIETY shall be vested in the Board of Directors, all of whom shall be members in good standing.

Section 2. The Board of Directors shall consist of twelve (12) members, four of whom shall be elected each year by a majority of the members present at the Annual December meeting of the SOCIETY. The term of office of each member shall commence on January 1 and shall be for three (3) years.

Section 3. The Board of Directors shall elect a member to fill a vacancy on the Board until the next regular election, when the membership shall elect a member to fill the unexpired term. If a Director is absent from three (3) consecutive meetings of the Board without excuse, the office shall be deemed vacant.

Section 4. Resignation. Each Board member shall have the right to resign at any time upon written notice thereof to the Secretary, President, or the Executive Director. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof, and the acceptance of such resignation shall not be necessary to make it effective.

Section 5. The Board of Directors shall meet six or more times a year. Written notice of these meetings shall be sent to each member of the Board. Half of the current members plus one shall constitute a quorum for the transaction of business at any Directors meeting. A member unable to attend a Board meeting may grant in writing his or her proxy to another member of the SOCIETY.

Section 6. The President may call Special meetings of the Board. Alternatively, upon request of a majority of the Board, the Secretary may call Special meetings of the Board. Written notice of Special meetings must be given to each Board member at least three (3) days prior to the meeting.

ARTICLE IV: Officers

Section 1. The officers of the SOCIETY shall be President, Vice President, Secretary, and Treasurer. They shall be chosen by the Board of Directors from its membership after the January Meeting of the SOCIETY and prior to February 1 of each year and shall hold office for one year or until their successors are elected. The Vice President shall become President if the office of President is vacated. The Board of Directors shall fill any other vacancy among the officers.

Section 2. Whenever possible, the President shall preside at all meetings of the Board of Directors and at all meetings of the SOCIETY. He or she shall direct and administer the affairs of the SOCIETY as its executive head, and shall supervise all phases of its work, subject to the instructions and approval of the Board. He or she shall appoint all committees. The President shall be a member ex-officio of all committees other than the Financial Review and Nominating Committees.

Section 3. The Vice President shall assist the President in his or her duties. In the absence of the President, the Vice President, and in his or her absence the Treasurer shall perform the duties of President.

Section 4. The Secretary shall:

1. Keep a record of all the proceedings of the SOCIETY and Board of Directors.
2. Report the proceedings of the Board of Directors to the SOCIETY.
3. Attend to the correspondence of the SOCIETY.
4. Publish a list of officers and committee chairpersons, including addresses and telephone numbers, for the members.
5. Fulfill and ship sales of merchandise to customers.
6. Setup and care for the information table and sale of any merchandise at Program Meetings.

Section 5. The Treasurer shall have custody of the SOCIETY'S funds and securities and shall deposit them in the name of the SOCIETY in such depositories as may be designated by the Board of Directors. The Treasurer shall disperse the funds of the SOCIETY as ordered by the Board. Whenever directed by the Board of Directors, the Treasurer shall render an account of the financial condition of the SOCIETY and of all of his or her financial transactions, The Treasurer shall submit a report of the financial condition of the SOCIETY at each regular meeting and file all applicable state and federal financial reporting.

Ordinarily the Treasurer shall sign checks and drafts of the SOCIETY. With the approval of the board the treasurer will select an individual to be an Assistant Treasurer. During periods of extended absence of the Treasurer due to travel or illness the Assistant Treasurer will be responsible for issuing checks, making deposits, and keeping the bookkeeping software current with all electronic and physical transactions. This will include checking account ACH transactions, credit card transactions and all other SOCIETY-related transactions. The Assistant Treasurer will also be responsible for reporting at board meetings in the absence of the Treasurer.

The President should be able to issue checks should neither the Treasurer nor Assistant Treasurer be available.

Section 6. It shall be the duty of each officer and standing committee chairperson to establish and maintain a portfolio or file to aid the succeeding officer or chairperson.

ARTICLE V: Executive Director

Section 1. The Board of Directors may hire an Executive Director who shall serve at the will of the Board. The Executive Director shall direct the day-to-day business of the SOCIETY. The Executive Director leads and manages a non-profit organization, overseeing operations, finances, programs, staff, and volunteers. They drive strategic planning, fundraising, and stakeholder relationships to achieve the organization's mission and goals. The Executive Director shall be an ad-hoc member of all committees.

The Executive Director shall report at regular Board meetings as requested by the President or the Board. The President shall prepare the annual report for submission to the National Society.

Section 2. The Board of Directors provides oversight and guidance to the executive director and the nonprofit's other staff members. The board sets the terms and compensation of the Executive Director. The board ensures that the organization stays aligned with its mission and values in addition to complying with all federal and state laws.

Section 3. The Executive Director may be hired at any meeting of the Board of Directors by a majority vote and shall serve until removed by the Board of Directors upon an affirmative vote of three-quarters (3/4) of the members present at any meeting of the Board of Directors. Such removal may be with or without cause. Nothing herein shall confer any compensation or other rights on any Executive Director, who shall remain an employee terminable at will, as provided in this Section.

Section 4. All Executive Director compensation and benefits shall be paid from the unrestricted Jack F Smith Memorial Fund #3, Black River Audubon Endowment Fund held by the Community Foundation of Lorain County. No membership dues or donations shall be used to compensate the Executive Director.

ARTICLE VI: Financial Review Committee

Section 1. The Board of Directors shall appoint annually a Financial Review Committee, consisting of one member of the Board, two members of the SOCIETY and the Treasurer. The Financial Review Committee shall report at the March meeting upon the scope, character, and accuracy of the Treasurer's records for the financial year ending December 31.

ARTICLE VII: Nominating Committee

Section 1. The Board of Directors shall annually elect, prior to the SOCIETY's November meeting, a nominating committee to consist of three (3) members of the SOCIETY. The names of Nominating-Committee members shall be announced at the SOCIETY's November meeting.

Section 2. The Nominating Committee shall nominate candidates for membership on the Board of Directors and announce them at the Annual December meeting of the SOCIETY. Additional nominations may be made from the floor.

Section 3. This Committee shall:

1. Inform potential candidates as to their responsibilities, including that the officers and standing committee chairpersons are elected or appointed from the Board.
2. Endeavor to obtain a good cross section of the membership, focusing on diversity, equity and inclusion.

ARTICLE VIII. Standing Committees

Section 1. The President shall annually appoint members as Chairpersons of the following committees:

Membership	Program	Conservation
Advocacy & Outreach	Field Trips	Social
Publicity	Education	Fundraising
Wingtips		

Upon request of the Chairperson of a committee, the President shall appoint additional committee members. Board members are expected to serve on at least one standing committee.

Section 2. The Membership Committee Chairperson shall maintain close contact with the Membership Department of the NATIONAL SOCIETY. He or she shall keep the SOCIETY's membership records, prepare mailing labels for the newsletter and annual appeal, conduct membership campaigns to enroll new members, welcome new members, and endeavor to retain those members delinquent in the payment of dues. To welcome guests and new members at social functions, he or she should coordinate with the Social Chairperson.

Section 3. The Program Committee Chairperson shall make all plans and arrangements for the regular meeting, except for matters relating to SOCIETY business that may be transacted at such meetings. The Program Committee Chairperson shall make arrangements for lectures, discussions, and such other events as may promote interest in and appreciation of the mission of the SOCIETY. He or she shall distribute program information to those committees responsible for promoting events.

Section 4. The Conservation Committee Chairperson shall carry out the conservation policy and projects approved by the Board. He or shall prepare for review conservation projects, plans and budget. Study and conduct scientific research which is essential to the formation of sound policies in the field of conservation.

Section 5. The Advocacy & Outreach Committee Chairperson shall keep informed on local, state, and national government policies and actions affecting the natural environment and conservation of natural resources. He or she shall advocate the mission of the board within the community, conducting campaigns to increase the awareness of issues that impact birds and wildlife.

Section 5. The Field Trip Committee Chairperson shall plan, organize, promote, and arrange for the proper conduct of field trips. He or she shall track participation of all trips for annual reporting and share the results of the trips, including photos, with the membership through the website, email blasts, social media and Wingtips.

Section 6. It shall be the duty of the Social Committee Chairperson to plan and conduct the social aspects of the functions, including refreshments.

Section 7. It shall be the duty of the Publicity Committee Chairperson to publicize through "Wing Tips," Chapter website, newspaper, radio, and other publicity media, the purposes, activities, and programs of the SOCIETY.

Section 8. It shall be the duty of the Education Committee Chairperson to plan and carry out educational projects concerning bird and nature study in cooperation with the schools and other organizations in the Black River Audubon Society area, including programs such as talks, demonstrations, and exhibits. The Education Committee Chairperson shall also be responsible for publicizing educational programs and scholarships. He or she shall appoint annually a committee of no less than three members to select the Scholarship recipients for the year.

Section 9. It shall be the duty of the Fundraising Committee Chairperson to secure funding for the organization through annual appeals, fundraising events, grants, donations, and merchandise sales. The Fundraising Committee shall also be responsible for seeking bequests of money and land.

Section 10. The Wingtips Chairperson shall be responsible for editing and publishing the SOCIETY's newsletter and preparing it for distribution to the SOCIETY's membership.

ARTICLE IX: Commitments

Section 1. This SOCIETY shall not enter into any commitments binding upon the NATIONAL SOCIETY without written authorization by the NATIONAL SOCIETY, nor shall the NATIONAL SOCIETY, without written authorization by this SOCIETY, enter into any commitments binding upon this SOCIETY.

ARTICLE X: Discontinuance

Section 1. This SOCIETY may terminate its status as a Chapter of the NATIONAL SOCIETY upon sixty (60) days notice in writing to the NATIONAL SOCIETY. The NATIONAL SOCIETY may terminate the status of this SOCIETY as a Chapter of the NATIONAL SOCIETY upon sixty (60) days notice, in writing, to this SOCIETY.

ARTICLE XI: Amendments

Section 1. The Constitution and Bylaws of this SOCIETY may be amended by a two-thirds vote of the members present at any regular meeting, provided notice of such amendments is mailed to each member at least fifteen (15) days prior to the meeting.

Revision History

Organized in 1958

Constitution adopted: Oct. 25, 1965

First revision: Nov. 15, 1969

Second revision: Sept. 1970

Third revision: Jan. 1979

Fourth revision: Nov. 3, 1987

Fifth revision: Nov. 1, 2005

Sixth revision: Pending Membership Approval

Policy on Diversity, Inclusivity and Equity

Black River Audubon Society is committed to a diverse, inclusive, and equitable environment where all board members, volunteers, and members feel respected and valued regardless of gender, age, race, ethnicity, national origin, sexual orientation or identity, disability, education, or any other bias.

We're committed to being nondiscriminatory and providing equal opportunities for volunteering, and advancement in all areas of our work.

We respect the value that diverse life experiences bring to our board and leadership, and we strive to listen to their views and give them value.

We're committed to modeling diversity, inclusion, and equity and maintaining fair and equal treatment for all.

Our board's philosophy on our goals to provide informed leadership for diversity, inclusion, and equity include:

- We will strive to see diversity, inclusion, and equity in connection with our vision and mission for the benefit of those we serve.
- We aim to recognize and address inequities in our policies, programs, and services.
- We promise to investigate underlying assumptions that interfere with our diversity policy.
- We commit to advocating for systemic inequities that impact our work at the board level and address it according to this policy and in accordance with our mission.
- We will dedicate our time and resources to expanding greater diversity within our board and leadership positions.
- We commit to leading with respect and tolerance, and we encourage all employees and volunteers to express this in their work within our organization.

Black River Audubon Society agrees to abide by the following action items to promote diversity, inclusion, and equity in our work:

- We will create new learning opportunities and we strive for cultural competency throughout our organization.
- We will take action to improve diversity, inclusion, and equity in our board and leadership positions.
- We will identify resources for our underrepresented constituents by networking with other organizations that are also committed to efforts for diversity, inclusion, and equity.
- We will develop internal resources that demonstrate our commitment to diversity, inclusion, and equity and present them to our members and members of our community.
- We will develop a system to create awareness, and address biases during our board and leadership recruiting and evaluating processes.

Black River Audubon Society Conflict of Interest Policy

The standard of behavior at the Black River Audubon Society is that all staff, volunteers, and board members scrupulously avoid conflicts of interest between the interests of Black River Audubon on one hand, and personal, professional, and business interests on the other. This includes avoiding potential and actual conflicts of interest, as well as perceptions of conflicts of interest.

I understand that the purposes of this policy are to protect the integrity of Black River Audubon's decision-making process, to enable our constituencies to have confidence in our integrity, and to protect the integrity and reputations of volunteers, staff, and board members. Upon or before election, hiring, or appointment, I will make a full, written disclosure of interests, relationships, and holdings that could potentially result in a conflict of interest. This written disclosure will be kept on file, and I will update it as appropriate.

In the course of meetings or activities, I will disclose any interests in a transaction or decision where I (including my business or other nonprofit affiliations), my family, and/or my significant other, employer, or close associates will receive a benefit or gain. After disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

I understand that this policy is meant to supplement good judgment, and I will respect its spirit as well as its wording.

Black River Audubon Society Board Member Expectations

(adopted from Philanthropy Daily and others)

1. Make a personal contribution.

Board members should make a financial contribution of meaningful size at the beginning of every year. Sometimes this expectation is communicated as a “give or get” minimum. This can range from just \$100 to over a million dollars. And sometimes exceptions are carved out for board members who bring other, special skills to the table. But in any case, expectations in this department should be clear.

2. Share networks and open doors.

Board members should be willing to share their list of contacts, helping you to identify new friends for your organization. Besides other givers, board members should also help link staff leaders with others in the community or sector and be proactive about promoting your organization in appropriate ways in conversations with friends, colleagues, and potential donors.

3. Be a good advocate.

Board members should talk about your organization with anyone who is interested, sharing their passion. They should be able to invite them for a tour, to an event, or even to go out for coffee with the executive director. Be responsible for one relationship building activity per month.

4. Invite others to contribute.

Board members should ask people to make a contribution through an appeal letter, to the annual fund, or to a specific event or program. Board members can help make a minimum of ten “asks” per year by signing annual fund letters to their friends and bringing people to your special events.

5. Say thank you.

Board members should be willing to make calls and send thank you letters to your top donors. They should also thank donors in-person whenever possible and appropriate.

6. Actively participate in all meetings.

Board members should not only be expected to attend meetings, but they should contribute to the discussion. Lend their expertise. That’s why they were asked to join the board in the first place. Definite, specific expectations should be set regarding board meeting attendance. The bylaws should provide for automatic removal of board members who fail to meet these requirements.

7. Attend major organizational events.

Board members should be committed to attending the organization’s most important events, especially fundraisers, and they should generally be open to helping host smaller events at their homes or clubs, hotels, restaurants, etc.

8. Serve on and occasionally lead board committees.

The most common board committees are (1) the executive committee, consisting of board officers; (2) the development committee, charged with working with the organization's leadership to help raise money; (3) the nominations committee, charged with identifying and recruiting new board members; and (4) other area committees, often including finance, programs, and operations. All board members should expect to serve on at least one of these committees.

9. Provide fiduciary oversight.

What this entails varies by organization, but generally boards are expected to at least review and approve operating budgets, perform regular performance and salary reviews for the organization's CEO, and review investment decisions. It is a good idea to have a lawyer prepare and distribute a simple document summarizing what is expected of board members here.