

The Saw Mill River Audubon Society
Minutes of a Regular Meeting
of the Board of Directors and the
Chairmen of Standing Committees.

A regular meeting of the Board of Directors and Chairmen of Standing Committees of the Society was held in accordance with Article III» Section 2 of the Constitution and By-Laws on Thursday evening, March 3, 1955 at the home of Mr. and Mrs. Lewis H. Bowen, Spring Road, Chappaqua, N.Y.

The President called the meeting to order. Present were Miss Cypher, Mrs. Laire, Mrs. Overocker, Mrs. Weinland, Miss Smith and Messrs. Aikman, Bowen, Cutting, Fennell, Malone, Perkin and Van deBoe.

The Secretary read the minutes of the previous meeting, which were accented as read. In the absence of Mrs. Zwiefel the President submitted the Treasurer's report, showing a balance on hand of \$253.10, which report was accepted.

The President then outlined the principal item of new business, which was consideration of three proposed amendments to the Constitution and By-Laws, as outlined in a notice sent to all Directors **on** February 16, 1955,

These amendments were as follows:

(see next two pages)

AMENDMENTS TO THE CONSTITUTION AND BY-LAWS TO
BE VOTED UPON AT THE MEETING OF THE BOARD OF
DIRECTORS, MARCH 3, 1955

Section 1 of Article III, as amended:

Section 1. The control and conduct of the property and "business of the Society, and the authority to determine its policies, shall "be vested in the Board of Directors, which shall "be composed of the officers of the Society and twelve other persons, all of whoa shall he members in good standing. The Directors (other than the Directors who are officers) shall be classified in respect of the time for which they shall severally hold office into three classes. At the annual meeting of the members of the Society to be held in the year 1955, and in each year thereafter, the successors to the Directors of the class whose term of office will expire in that year shall be elected to hold office for the term of three years, so that the term of office of one class of Directors shall expire in each year. Directors shall be elected by a majority vote of the members present in person or by proxy at the annual members meeting, including any adjournment thereof, and shall hold office until their respective successors are elected. Any vacancy in any class of Directors arising from any cause shall be filled by a majority vote of the remaining Directors then in office, though less than a quorum, and each Director so elected by such vote shall hold office until the next annual election of Directors, and until his successor shall have been elected. If any Director shall fail to attend three consecutive meetings of the Board without adequate cause; his office may be deemed vacant by a majority vote of the Directors present at any meeting,

First sentence of Section 1 of Article IV, as amended:

The officers of the Society shall be a President, a Chairman of the Board of Directors, a Vice-president, a Recording Secretary, & Corresponding Secretary and a Treasurer.

Section 2 of Article IV as amended:

Section 2. The President shall preside at meetings of the Board of Directors. In the absence or at the request of the President; the Chairman of the Board of Directors shall preside at any such meeting. The President shall also preside at annual and special meetings of the Society.

He shall direct and administer the affairs of the Society as its executive head, and shall supervise all phases of its work, subject to instructions of the Board. He shall appoint all committees, and be a member ex-officio thereof, except the Nominating and Auditing Committees, which shall be appointed by the Board of Directors.

Section 5 of Article IV, as amended:

Section 3. The Chairman of the Board of Directors shall assist the President as the latter may from time to time direct, and shall perform such duties as the latter may from time to time be assigned to him by the President of the Board.

Section 5 of Article IV as amended:

Section 5 (a). The Recording Secretary shall attend, or cause a deputy to attend, all meetings of the Board of Directors and the annual members' meetings, and shall keep a record of the proceedings of the Society, of the Board of Directors and of all committees, and shall perform such other duties as may from time to time be assigned to him by the President and the Board.

(b) The Corresponding Secretary shall, as directed by the President and the Board of Directors send notices of meetings of members, of the Board of Directors and of Chairman of standing Committees; shall conduct and preserve all correspondence relating to the Society and perform such other duties as may from time to time be assigned to him by the President and the Board.

4.

After discussion and upon motion duly made and seconded, it was

RESOLVED that amendments as herein set forth be approved by the Board of Directors and be incorporated in the Constitution and By-Laws as of this date.

The next matter considered was the Annual Meeting for the purpose of electing officers and Directors. In accordance with the Constitution and By-Laws the date was set for Wednesday, April 20, 1955, the place to be the cafeteria of the Horace Greeley High School in Chappaqua. Committee chairmen were asked to submit reports of their activities in writing at the April meeting of the Board of Directors.

Details of the March members' meeting at Briarcliff were discussed and approved.

For the final Screen Tour of the Reason on April 23rd. it was decided to send a letter with four tickets to all Society members, who have not purchased season tickets. Postal card notices will be mailed to the other members and to our reserve mailing list.

Mr. Perkin reported that a contract for three tours in 1955 and 1956 had been sent to the Rational Society for approval and that we had indicated a preference for Cruickshank, Hermes, Orians and Maslowsky.

In the absence of Mr. Burger there was no report from the Conservation Committee. Mr. Bowen reported that a letter had been prepared soliciting donations to our Scholarship Fund. Because our supply of letterheads is low, upon motion duly made and seconded it was

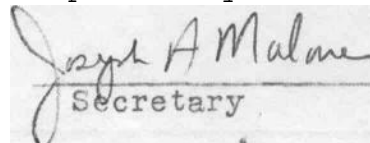
5.

RESOLVED that we order 1,000 letterheads, 500 to "be on mimeograph paper, and 1,000 envelopes and that the Treasurer be instructed to pay the invoice for same, when presented.

Mrs. Overocker reported for the Education committee and reports were also made by the Chairmen of the Nature Trails, Membership and Field Trip Committees and by the Librarian.

There being no further business the meeting adjourned with a vote of thanks to Mr. and Mrs. Bowen for their hospitality.

Respectfully submitted,


Secretary

SAW MILL RIVER AUDUBON SOCIETY

TREASURERS REPORT

March 3, 1955

January 31, 1955 - February 28, 1955

CASH: Chappaqua National Bank - January 31, 1955		
General Fund	305.73	
Scholarship Fund	4.44	310.17

CASH INCOME

NAS Memberships	12.00	
Bulletin	5.00	
Mrs. Hansen:		
-Sale of Bird Houses Net Profit	8.00	
-Sale of Audubon Material	9.00	
Screen Tour Ticket Sales	5.40	39.40
		349.57

CASH DISBURSEMENTS

Donation: Garden club, Birdhouses	8.00	
NAS Material (Mrs. Hansen)	36.00	
General Expenses	9.87	
Bulletin Expenses	32.00	
Meetings	30.60	116.47
	Cash on hand	222.10
	(Chappaqua National Bank)	
	Mrs. Hansen	11.00

ASSETS

Accounts receivable - Bulletin Ads	7.50	
Prepaid Expenses Bulletin Jan. 31, 55	11.55	
Bulletin #8 Feb. Expense	3.82	7.70
	248.30	

LIABILITES

Accounts Payable reserve	
Lecture Fee (May)	50.00
NAS Screen Tour	175.00
225.00	

Balance	23.30
1 st year surplus	44.95
	26.09
Less Scholarship Fu	4.44
Deficit May 54 to Feb 55	21.65

TREASURERS REPORT
 March 3, 1955
 FINANCIAL STATEMENT
 Feb 28, 1954, to Feb 28, 1955

CONTINUED

Disbursements carried forward . . .	872.28	
Bird Houses: March and April 1954 . . .	13.30	
Junior Audubon Club Expense . . .	33.98	
Donations to Garden club (Bird Houses)	8.00	
Scholarships	219.00	
1. Audubon Material	87.30	
Total Disbursements . . .		1233.86
Cash on Hand; Chappaqua National Bank		
General Fund		217.66
Scholarship Fund		4.44
Cash held by Mrs. Hansen . . .		11.00
		1466.96

Footnotes:

1. Audubon Material 87.30
 Inventory
 31 items @ 60c 18.60
 Reduce cost of sales to 68.70
 Making a net profit on sale of material of 44.30

2. Society commitments:
 ½ Screen Tour profits to NAS
 ¼ Screen Tour profits to Mianus Gorge

REPORT BEFORE AUDIT

SAW MILL RIVER AUDUBON SOCIETY

CONDENSATION OF FINANCIAL STATEMENT

Feb. 28, 1954 to Feb. 28, 1955

For Publication in Bulletin #9

Balance Feb.28, 1954 61.92

INCOME

Memberships {%}.....\$270.85
Audubon Mat. Sales.....113.00
Bird Houses, Sales.....28.00
Bulletin Ads.....102.50
Screen Tour Tickets.....720.19
Donations.....170.50
TOTAL 1,405.04
1,466.96

DISBURSEMENTS

Meetings.....\$90.51
Screen Tour.....520.41
Bulletin.....159.32
Mailings.....24.70
General Exp.....77.34
Bird Houses.....13.30
Jr. Audubon Club.....33.98
Donations.....8.00
Scholarships.....219.00
Audubon Material.....37.30
TOTAL \$1,233.^6

Cash On Hand-Chap. Nat. Bank
General Fund 217.66
Scholarship Fund 4.44
Cash on hand, Members 11.00
\$1,466.96

96 Sarles Lane
Pleasantville, N.Y.

March 10, 1955

Carl W. Buchheister, Vice President
National Audubon Society
1130 Fifth Avenue
New York, N.Y.

Dear Carl;

At the meeting of the Board of Directors of the Saw Mill River Audubon Society held on March 3, 1955, the By-Laws of the Society were amended to increase the number of directors from 10 to 12 and to classify the directors in respect of the time for which they shall severally hold office into the three classes so that at the 1955 Annual Meeting of members, to be held on April 20, 1955, 4 directors will be elected for a term of one year, 4 for a term of two years, and 4 for a term of three years, and commencing with the members' Annual Meeting in 1956, 4 directors will be elected each year. We feel that that system of electing directors will insure greater stability and continuity for the Society.

Other amendments adopted created the office of the Chairman of the Board of directors and abolished the office of Secretary, and created in lieu thereof, the offices of Recording Secretary and Corresponding Secretary.

Since the amendments were rather extensive, I have had the Constitution and By-laws retyped with amendments to March 3, 1955, and I am enclosing for your records a copy of the amended Constitution and By-laws.

At your convenience, I would appreciate it if you would have sent to me the form of report of newly elected officers and directors so that we may file it with you after the Annual Meeting on April 20.

Our membership continues to grow and the Secretary tells me that we now have over 180 members. Both for the good of the Society and because I have served as President for two years, I am giving up that office as of the next annual meeting. I have persuaded

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Carl V. Buchheister, Vice President

March 10, 1955

Mr. Lewis H. Bowen, who has served so successfully as Chairman of our Publicity Committee, Editor of our Bulletin and as a director of our Society, to stand for President and I trust that he will be elected to that office.

With best regards to you and Mrs. Buchheister, I am,

Sincerely,

Enclosure.

WILLIAM G FENNELL

bc: Lewis H. Bowen
26 Spring Road
Chappaqua, N.Y.

Joseph A. Malone
Stella Court Apt.
290 Manville Road
Pleasantville, N.Y.