

# BY-LAWS OF THE BROMELIAD SOCIETY OF BROWARD COUNTY

## ARTICLE I NAME

The name of this society shall be "BROMELIAD SOCIETY OF BROWARD COUNTY, INC." This shall be a non-profit organization incorporated under Florida law.

## ARTICLE II OBJECTIVES

The objectives of this Society shall be two-fold:

1. To serve the mutual interests of its members by consistent endeavor to increase their knowledge of Bromeliads.
2. To promote wider public appreciation and knowledge of Bromeliads by participating in public displays and educational endeavors.

## ARTICLE III MEMBERSHIP

The membership of this Society shall be open to the public and consists of three kinds: Active, Honorary and Student.

1. **ACTIVE** members shall be persons whose interest in bromeliads promotes and supports the Society's activities. They are privileged to vote, hold office and receive Society publications.
2. **HONORARY** membership may be conferred on any person for outstanding interest or achievement in connection with bromeliads. Any ACTIVE member may submit the names of such persons in writing to the Executive Board for approval. The Board must then present the name to the Society at a regular meeting to be approved by a two-thirds majority of members present. HONORARY members shall be exempt from payment of dues and may vote or hold office and receive publications of the Society.
3. **STUDENT** members shall be a duly enrolled, full time student who wishes to obtain more knowledge of bromeliads. They must be participants in the Society's meetings and activities.

A quorum of The Board may revoke membership of any kind, at its discretion, for conduct inappropriate or damaging to the Society; such conduct may include, but is not limited to objectionable language and disruptive behavior.

**ARTICLE IV  
EXECUTIVE BOARD AND DUTIES**

1. The Executive Board, otherwise referred to as the Board, will consist of nine elected individuals who must have an Active or Honorary membership status in the Society. The Board will be elected by the general Active and Honorary membership by majority vote of the eligible voting membership physically present at the noticed election meeting.
2. Of the nine elected Board members, five will be officers of the Society. The officers will be the President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer. The five officers will each have Board voting privileges. The four remaining Board members will be three Directors-at-Large and the Immediate Past President. The three Directors-At-Large and the Immediate Past-President will also maintain Executive Board voting privileges
3. The President, Recording Secretary, and Treasurer will each serve a term of 2 years. The Vice President and Corresponding Secretary will serve a term of 1 year. Each Officer may serve two consecutive terms in the same office.
4. The duration of the term of office of each of the three Directors-at-Large will be for three years. In order to promote Board function, the election anniversary of the three Directors-at large will be individually staggered at sequential one year intervals.
5. The President, with the approval of the Executive Board, shall be empowered to fill all vacancies on the Board, excluding the past president position, with temporary appointments. These appointees shall serve until the next regular election. The Vice-President shall be invested with and perform the duties of the President in the absence of the President.
6. The Board will establish standing committees to promote the functions of the Society. These may include, but are not limited to Program, Publicity, Membership, Editor of the Scurf, Historian/Librarian, Special events, Refreshments, Show, Education and any other *ad hoc* committees deemed necessary by the President or recommended by the Board. The committee chairpersons will report directly to the Executive Board.
7. The Board shall be empowered to authorize the monthly expenditures of not more than \$500.00. Any expenditure over this amount must be authorized by a majority vote of the general membership at a general meeting. Preparation and payment of governmental mandated taxes and levies, and their associated costs, are excluded from this limit.
8. The President shall be invested with and be responsible for a monthly contingency fund of \$100.00 for on-going Society operations.
9. All Board of Director actions require a majority vote of a quorum of the Directors present In-person or by telephonic/electronic medium at a duly noticed meeting. Proxy votes are not permitted. A valid Board of Directors' quorum shall require no less than 50% of the Board positions that are occupied at the time of the meeting, but under no circumstances

shall be less than 50% of the minimum number of 5 positions. All Board actions require a simple majority of the voting quorum members unless specified otherwise within the By-Laws.

10. A quorum of the Executive Board, shall be empowered to fill all vacancies, except Immediate Past President, on the Board by majority vote. These appointees shall serve until the next regular yearly election.
11. Any Officer or Director may be removed from office at any time by a simple majority vote of the general active membership at a duly noticed general membership meeting where a quorum of the membership, as defined in Article VI, para 4, is present.

## **ARTICLE V DUES**

1. The fiscal year of the Society shall begin on January 1<sup>st</sup> and end on December 31<sup>st</sup>. Dues are payable on January 1<sup>st</sup>. After 30 days, a reminder will be sent to each delinquent member. After 60 days, a \$5.00 late fee will be charged. Any member whose dues are delinquent for 90 days shall be dropped from membership, following notification by the Society.
2. Honorary Members are not subject to dues and have the privilege to vote.
3. The annual dues shall be established by the Executive Board. Any annual increase in the dues in excess of 20% requires approval by the majority of the active membership prior to its implementation. .

## **ARTICLE VI MEETINGS**

1. The Regular meeting of the Society shall be held on the third Monday of each month at 7:00 PM, except when there is a conflict with Federal holidays or emergency reasons. Plant sales begin at 6:30 p.m. Permanent changes in dates and times must be approved by a majority of the Active membership.
2. Regular meetings of the Society may be temporarily advanced or postponed by a vote of the Society at previous meetings or by vote of the Executive Board in an emergency. In such cases, members shall be notified of the change as soon as possible.
3. Special meetings may be called at the discretion of the Executive Board or by a vote of the Society at a regular meeting. At least three days' notice must be given.
4. Fifteen members plus three Executive Board members shall constitute a quorum for Regular or Special meetings of the membership.

**ARTICLE VII  
NOMINATIONS & ELECTIONS**

1. A Nominating Committee which shall consist of three members of the Society who are not on the Executive Board, shall be selected by the Executive Board at their January meeting. The Nominating Committee's recommendations will be presented in writing to the Executive Board prior to verbally presenting it to the general members meeting for election at the March general members meeting.
2. At the March general members meeting, the Chair of the Nominating Committee will propose a slate of Officers and Directors-at-Large for vacant positions. The Chair of the Nominating Committee will also call for nominations from the floor. If there are no additional floor nominations, a call for acceptance of the slate will be made to be followed by a seconding motion to approve. If additional nominations are made and seconded, then those names will be included in the general vote. A quorum of the general active membership present will vote on the Director and Officer nomination(s) at this March meeting. Each available position will be decided based upon those individuals who receive the highest total number of votes for that positions. The membership will be able to cast an individual vote for each of the available positions.
3. The terms of new Executive Board Directors shall begin immediately after election at the March general membership meeting.

**ARTICLE VIII  
AMENDMENTS**

1. Amendments to the By-Laws may be voted on at any Regular meeting providing notice of such amendments has been given at the previous regular meeting. A copy of the current By-Laws and the proposed revisions will be provided to the members prior to the vote. A two-thirds affirmative vote of all members present shall be required to amend or add to the By-Laws at the following meeting.

**ARTICLE IX  
DECISION MAKING**

1. At the discretion of the Board, decisions by the Board can be solicited electronically if necessary between Board meetings. These must however be formally voted on and passed at the next Executive Board meeting.

**ARTICLE X  
PARLIAMENTARY AUTHORIZATION**

1. *Robert's Rules of Order Revised* shall govern the affairs of the Society in all cases in which they are applicable and in which they are not inconsistent with these By-Laws and Standing Rules.