

CONSTITUTION AND BYLAWS

GENESEE REGION ORCHID SOCIETY INC.

Revised Mar 2009

Affiliate of the American Orchid Society and
the Orchid Digest Corporation

ARTICLE 1 - NAME

The name of this Society shall be The Genesee Region Orchid Society Inc.

ARTICLE 2 - OBJECT

The object of the Society shall be to stimulate interest in orchids and educate members and the public in their culture, improvement, use and conservation.

ARTICLE 3 - OFFICERS AND DUTIES

Section 1 — Elected officers of the Society shall be President, Executive Vice President, Program Vice President, Secretary, Treasurer, and Member at Large.

Section 2 — The Executive Board shall consist of the elected officers and the most recent past President who is still a member of the Society.

Section 3 –

(a) **President**: The President shall have general supervision over all affairs of the Society. The President shall preside at the regular meetings of the Society, and at the Executive Board meetings. The President shall appoint all committee chairpersons, not otherwise designated in the Bylaws, and shall be a member *ex officio* of all committees except the Nominating Committee. The President shall sign or authorize another officer to sign all legal contracts. The President shall also be authorized to sign checks in the absence of the Treasurer.

(b) **Executive Vice President**: In the absence or disability of the President, the Executive Vice President shall perform the Presidential duties. The Executive Vice President shall supervise the preparation of meeting facilities and hospitality arrangements for the Society's meetings.

(c) **Program Vice President**: The Program Vice President shall plan and/or arrange the programs for each monthly meeting. These may include lectures, demonstrations, auctions, panel discussions and other similar activities. The Program Vice President shall determine the speaker's intention to sell or not to sell plants and shall publish that information with the meeting notice.

(d) **Secretary**: The Secretary shall keep a written record of all business transacted at meetings of the Society and of the Executive Board. The Secretary shall submit minutes of all meetings in a timely fashion for publication in the newsletter for membership approval. The Secretary shall prepare correspondence requested by members of the Executive Board. The Secretary shall maintain a written inventory of all property of the Society and its location.

(e) **Treasurer**: The Treasurer shall be custodian of the *funds* of the Society, shall receive all dues and other monies due it, shall sign checks and disburse funds as authorized by the

(Footer not a part of the bylaws)

Society or by the Executive Board, keep a correct account of all monies received and expended, and shall give a financial report to the members at each regular meeting. The Treasurer shall maintain a list of members in good standing and submit the list for publication in the newsletter each September for the October issue.

f) **Member at Large:** The Member at Large shall attend Executive Board meetings, chair the Nominating Committee, and chair the Auditing Committee.

Section 4 — Method of election: All officers shall be elected by the membership at the Annual Meeting. If there is but one name for each office, the Secretary may be empowered to cast one ballot for the nominees as presented.

Section 5 — All terms of office shall be for one year and shall begin at the conclusion of the Annual Meeting. No member shall hold the same office for more than two consecutive terms.

Section 6 — The Nominating Committee shall consist of three members: The Member at Large and two others appointed by the President at the March meeting. It shall present a slate of nominees at the April meeting. Additional nominations may be made from the floor at the May meeting prior to the election.

Section 7 — The Member at Large shall be nominated from the floor and elected by the membership at the May meeting.

ARTICLE 4 - MEMBERSHIP

Section 1 — Membership shall be open to those interested in the object of the Society. Each individual holding a single or joint membership, who has paid his or her dues, shall be a member in good standing and eligible to vote.

Section 2 — The amount of Dues shall be determined by a vote of the members and shall be payable on or before the Annual Meeting in May.

Section 3 — New members who join in March or later shall have their membership extended through the following membership year.

Section 4 — A return by mail membership form shall be published in the April and/or May newsletter. Membership forms shall be available at all meetings and public functions.

Section 5 — Life membership or honorary membership may be awarded by majority vote to those individuals the Society wishes to recognize.

ARTICLE 5 - MEETINGS

Section 1 — Regular meetings shall be held on the first Monday following the first Sunday of the month when practicable September through May. There shall be a minimum of six (6) business meetings including the Annual meeting.

Section 2 — The Executive Board will meet prior to the first regular meeting of the year to prepare a proposed calendar and budget and make other necessary plans. The Executive Board shall meet on other occasions at the call of the President.

Section 3 — The Annual Meeting shall be held in May for the election and installation of officers, the receipt of reports, approval of charitable donations, and other business as may arise.

Section 4 — A quorum shall consist of twenty percent of the number of members at the time of the September meeting and no business shall be conducted unless a quorum is present.

ARTICLE 6 – SALES AT MEETINGS

Section 1 — The only items that may be sold at meetings are orchid plants and orchid-growing supplies. Other orchid-related items (e.g. shirts with the society's logo) may be sold if they are approved by the executive board.

Section 2 — Other than the speaker, only members may offer items for sale.

(Footer not a part of the bylaws)

Section 3 — It is understood that the sale is strictly a transaction between the member and the buyer. The society is not a party.

Section 4 — If the speaker, whether a member or not, has plants or supplies for sale, then there shall be no other sales at the meeting.

Section 5 — Except for members who are the speaker, all members will submit 15% of their sales revenue to the society.

ARTICLE 7 - FINANCES

Section 1 — Committee chairpersons anticipating expenses greater than the amount budgeted shall submit a request to the President for approval.

Section 2 — The newly appointed Auditing Committee shall receive the Society's financial records for auditing purposes by July 1. The audit is to be completed by July 15, at which time the report shall be presented to the new President, and the new Treasurer will receive the books and a copy of the report.

ARTICLE 8 - STANDING COMMITTEES

Standing Committees shall be the Nominating Committee and Auditing Committee. Other Committees may be formed as the President and Executive Board shall deem necessary to carry out the object and purpose of the Society.

ARTICLE 9 - PARLIAMENTARY AUTHORITY

The Society shall be governed by Robert's Rules of Order, Revised, on all points not specified in these Bylaws.

ARTICLE 10 - AMENDMENTS

Proposed amendments to these Bylaws must be published in the newsletter and be presented to the members at a regular meeting to be voted on at the next meeting. A two-thirds vote of those present shall be required for adoption.

ARTICLE 11 - DISSOLUTION

In case of the dissolution of the Society, any unexpended funds shall be given to the American Orchid Society, 16700 AOS Lane, Delray Beach, FL 22446-4351. Disposition of any books, equipment and other inventory items, or proceeds from their sale, shall be donated to either the AOS or another tax-exempt organization determined by the current Executive Board.

Change Log (Not a part of the Bylaws)

Mar 2, 2009. Admendments to sections 3-3-(c) and the addition of article 6 was approved. These changes concerned Sales of Plants at Meetings