

Platinum Coast Orchid Society

Adopted March 13, 2013
Supersedes All Previously Dated Bylaws

ARTICLE I

Name and Boundaries

Section 1

The organization is to be known as the Platinum Coast Orchid Society. Membership eligibility has no geographical limitations and is without regard to race, color, gender, or of national origin.

ARTICLE II

Purpose

Section 1

To form an organization with a common interest in the study, development, enjoyment and use of the orchidaceae.

Section 2

To advance the education and promote conservation and preservation of the orchidaceae.

Section 3

The organization is a not for profit corporation and shall have no paid officers, board members or employees.

ARTICLE III

Membership

Section 1

Any person in sympathy with the purpose and objectives of the organization and willing to abide by its rules shall be eligible for membership. However, persons who hold an elected or appointed office in another Orchid Society are not eligible to be elected or appointed to an office in this Society.

Section 2

Annual dues are due and payable January 1st and become delinquent February 15th. Delinquent members lose all voting rights until dues have been paid. A delinquent member failing to pay dues by March 1st shall be dropped from the membership roll. Annual dues for Junior members (16 years old and younger) shall

be one fifth of the established regular membership dues. Junior members have all privileges of regular members except those of voting and holding office.

Section 3

Any officer or member may be asked to resign his membership by a two-thirds vote of the members present at any regular meeting, providing a fifteen day notice in writing was given the membership and said officer or member.

Section 4

From time to time there are individuals who, although not members of the organization, contribute significantly to it in many and various ways. Procedures are hereby established to recognize such individuals for their service with honorary membership. Honorary members will enjoy all privileges, except holding office and voting. An individual to be considered for the honorary membership may be nominated by any member. Complete facts and information upon which the nomination is based must be submitted in writing to the Executive Board. The nomination can be submitted at any time. The Executive Board, at the next regularly scheduled meeting, following receipt of the nomination, will determine whether the nomination meets the criteria or not. If not, the individual making the nomination will be so advised by the President, in Executive Board Session. Those nominations considered by the Executive Board to meet the criteria shall be presented to the membership at large in regular session. The President will recommend unanimous approval and the presentation of the certificate will be made by the President to the recipient at a regular meeting, if possible. The certificate may be mailed to the recipient in those cases where it is not possible to make the presentation at a regular meeting.

ARTICLE IV

Meetings

Section 1

The regular meeting shall be held on the night voted on by the members. Meeting night cannot be permanently changed except by the

procedure set forth in Article IX. Temporary changes may be made as unusual circumstances dictate and time does not allow for membership approval. The Executive Board will make the determination.

Section 2

A special meeting of the Society may be called at any time by the President of the Executive Board, or by a written petition of seven or more members to the President of the Board, stating the purpose of the meeting.

Section 3

A quorum at a regular meeting of the organization shall be one-fourth of the membership. Amending the Articles of the Society also requires one-fourth the membership to be present. In both instances at least three officers must be present.

ARTICLE V

Organization

Section 1

The elected officers of the Society shall consist of a President, Vice-President, Secretary, Treasurer and four elected directors. The immediate Past President shall serve as a fifth director. The elected officers and the immediate Past President shall constitute the Executive Board of the Society.

Section 2

The Directors shall be members of the Society who do not hold another elective office. The term of office shall be for two years. To provide continuity, two Directors shall be elected on even-numbered years and two on odd-numbered. Whenever the immediate Past President is anticipated to be unavailable to serve as a Director, the Nominating Committee shall propose a candidate from the membership at large to serve for one year as a Director in his stead.

Section 3

The president, vice president, secretary, and treasurer shall not hold more than one elective position at any time. They cannot serve more than two consecutive one-year terms in any one specific office. After the lapse of one term, the member is eligible for election to the same office previously held. The second one year term for officers is not automatic; they must be re-elected.

Section 4

Regular election of officers shall be in November of each year. At the regular August meeting, a Nominating Committee of three members shall be elected by the members at large. The nominating committee shall present a list of one candidate for each office at the regular September meeting, it having first been ascertained that the candidates are qualified and willing to serve if elected.

At the regular November meeting, nominations may be made from the floor in addition to the names presented by the Nominating Committee. The election shall be by ballot and a simple majority shall elect.

The regular meeting in January shall be the annual meeting for installation of officers and for the reading of written reports of all officers and committee chairman for the closing year, at the discretion of the President.

Installation of officers shall be conducted, as appropriate, by an installing officer appointed by the President.

Section 5

Any elected officer who shall miss three consecutive board meetings or who shall miss six meetings in any twelve months, said absences not being excused, shall be declared by the Executive Board to be removed from office.

Section 6

All vacancies, other than the President, occurring on the Executive Board shall be filled for the remainder of the term by Executive Board appointment at any regular board meeting, provided there is a quorum present.

Section 7

An American Orchid Society (AOS) Representative will be appointed by the Executive Board. The Representative will serve without time limits and be replaced only on an as required basis. Each affiliated Society of AOS is responsible for appointing one individual to serve as this Representative. The individual appointed serves as liaison between the two societies and therefore should possess extensive knowledge of all functions of the Society. The individuals name is listed in the AOS Orchid Source Directory which is published biannually. The Representative will report to the Board of Directors as required on a timely basis. The

incumbent may serve simultaneously in other Officer or Board positions. Upon the termination of the Representative, either by resignation or termination for cause, a replacement will be appointed at the next regular meeting following the termination.

ARTICLE VI Committees

Section 1

There shall be the following Standing Committees. The Chairman shall be appointed by the President

Program Committee

Shall be responsible for all educational and social programs for the monthly meetings. This will include, but not be limited to, obtaining speakers and arranging for their lodging and meals as necessary.

Membership Committee

Shall be responsible for collecting membership dues and developing plans and programs relative to membership drives. Also, responsible for maintaining an up-to-date roster of members. Any member who desires that his or her email or home address not be listed in the roster may so indicate on the membership application.

Publicity Committee

Shall be responsible for publicizing activities of the Society. Requires co-ordination as necessary with the Program Committee and Show Chairman to ensure collective effort and preclude duplication.

Refreshments Committee

Shall be responsible for obtaining a member to provide refreshments for each month's meeting.

Library Committee

Shall be responsible for purchasing publications authorized by the Executive Board and storing and maintaining adequate records on all publications belonging to the Society. The Library Committee shall also be responsible for maintaining a record of the trophies belonging to the Society and the location of each.

Historical Committee

Shall be responsible for obtaining pictures of special events, collecting articles of

significance and maintaining a scrapbook. The Historian shall obtain and maintain all records of significance created by the Executive Board and/or the various committees. These records shall be screened each January and those records having no historical or further reference value destroyed.

Hospitality Committee

Shall maintain a guest book and introduce visitors at the Society meeting

Sunshine Committee

Shall be responsible for sending cards and flowers to members who are in the hospital. Also, responsible for sending flowers in the event of death of a member, their spouse or children.

Plant Forum Committee

Shall be responsible for conducting the plant forum at the monthly meetings.

Audit Committee

Shall consist of two members, appointed by the President each November, to audit the financial records of the Society and report findings at the February meeting.

Information Committee

Shall be responsible for obtaining material for and publishing the monthly Rhyzone

Section 2

The President may appoint other special committees as required. These committees shall be organized and disbanded at his discretion.

Section 3

The Show Coordinator shall be responsible for the coordination of all show functions.

ARTICLE VII

Duties of the Officers

Section 1

The President shall be the presiding officer for all meetings. He will serve as chairman of the Executive Board. He will assume all responsibilities pertaining to the society that may be assigned to the Executive Board and to the membership.

Section 2

The Vice President shall be directly responsible to the President. He will serve in the

capacity of the President on any occasion when the President may be absent. He shall assume the Presidency should the President permanently vacate the office for any reason. He will assume all responsibilities pertaining to the Society that may be assigned by the President or the Executive Board.

Section 3

The Secretary shall serve as secretary at all meetings of the membership, the Executive Board, and all other functions of the Society. He will take minutes and maintain records of all meetings. He may appoint as many persons to aid him as necessary with the approval of the President

Section 4

The Treasurer shall be responsible for accountability of monies paid or received by the Society or its functions. He will maintain complete records of financial transactions and report at each regular meeting of the membership all transactions of the preceding month. The Treasurer or the President will sign all checks.

Section 5

The Executive Board shall be responsible for and empowered to receive and hold funds and properties to include documents created in the name of and for the Society. The Board shall conduct business of the Society consistent with its purposes and these Articles. All transactions involving expenditures of Society funds in excess of two hundred dollars (\$200.00) shall require majority consent of the members present at a regular meeting with a quorum present. Show expenditures are not subject to the above restriction.

ARTICLE VIII

Awards

It is recognized that from time to time there will be members who deserve special recognition for the unusual dedication and extraordinary contribution to the Platinum Coast Orchid Society. Therefore, procedures are hereby established to recognize such individuals for the meritorious service.

Section 1

The award will be designated the Platinum Coast Orchid Society Outstanding Service Award. Presentations of this award will be made annually. It will be in the form of a plaque attractively and appropriately designed.

It may be given to an individual more than once but not for the same act or acts or period of time. It may be awarded posthumously.

Section 2

The award is intended to be a truly prestigious award that is not to be bestowed indiscriminately. Only those cases where an individual's contribution is without question of such magnitude to warrant the award will the award be made. Any member is eligible for the award.

Section 3

A member to be considered for the award must be nominated by another member. Any member may nominate another. The nomination must be in writing and submitted to the Executive Board with complete facts and information upon which the nomination is based. The nomination must be submitted not later than the September meeting of each year. The Executive Board will determine whether or not the nomination meets the criteria for the award. If not, the individual who submitted the nomination will be so advised by the President, in Executive Board session. The nominations, that the Executive Board deems meets the criteria for the award, shall be presented to the membership at large by the President, in regular session with recommendation for unanimous membership approval.

Section 4

The President will present the award to the recipient each January at the installation ceremony.

ARTICLE IX

Amendment

Section 1

The articles of the Society may be amended or repealed at any regular meeting of the Society by an affirmation vote, provided that one-fourth of the membership is present. Such amendment or proposal to repeal shall have first been submitted in writing to the members of the Society for their consideration.

ARTICLE X

Rules

Section 1

Roberts Rules of Order shall govern the proceedings at all meetings of the Society or of

the Executive Board when consistent with the provisions of the Bylaws.

Section 2

There shall be a list of Standing Rules of the Society, established under the provisions of this paragraph for those matters, which require annual review and are subject to frequent change. These rules will be reviewed by the Executive Board, installed each January, and revised as necessary and republished. These rules will be presented to the membership for approval at the regular February meeting of each year. Should there be need to make additions or changes to these rules during the year such changes shall be identified as Amendments and numbered beginning with Number 1.

Example: Amendment No. 1 to PCOS Standing Rules Dated February 01, 2009.

ARTICLE XI

Dissolution

Section 1

The corporation shall be dissolved after one year of inactivity. It may also be dissolved at any time by a two-thirds vote of the members in good standing. In the event of such dissolution all assets of the Society shall be reduced to cash with one hundred percent going to the American Orchid Society with, twenty five percent earmarked for the Florida North Central Judging Center