

PREAMBLE TO THE CONSTITUTION AND BY-LAWS
OF THE SOUTH JERSEY ORCHID SOCIETY

The growing of orchids can be an enriching and enjoyable hobby to many people, however, the lack of latest information, or for some, just the lack of knowledge of growing orchids prevents them from full enjoyment of the orchid. The South Jersey Orchid Society has been formed to disseminate the latest information in the area of growing, culturing and hybridizing the orchid, therefore increasing the enjoyment and success in producing an orchid for all to appreciate.

Our Society shall be open to all and we will endeavor to provide programs and information to all levels of interest. We especially pledge ourselves to the aid and development of the beginner and novice.

CONSTITUTION AND BY-LAWS OF
THE SOUTH JERSEY ORCHID SOCIETY

Article I **Name**

Section 1. This organization shall be known as The South Jersey Orchid Society.

Article II **Object**

Section 1. It shall have for its' object, the promotion of all interests in the owning, growing and enjoyment of orchids.

Article III **Membership**

Section 1. Membership in this organization shall be open to all who subscribe to the stated objective.

Section 2. Applications for membership shall be presented at a regular meeting of the Society and any objection to such applicant on the part of any member may be filed in writing with the Secretary within ten days. Any objections shall be reviewed and investigated by the Board of Trustees who will present their findings and recommendations at the next regular meeting of the Society, whereupon a vote of the membership will be cast and their decision shall be final.

Section 3. Membership shall be classified as Regular, Life and Honorary.

A. Regular Members pay annual dues and are eligible to vote and to hold office.

B. Life Members pay a single fee for lifetime membership, pay no annual dues, vote and are eligible to hold office.

C. Honorary Members pay no dues, cannot vote and cannot hold office. Honorary Members may be elected by a majority vote of a quorum of the Trustees from persons distinguished in the orchid world, or from persons who have rendered outstanding service to the Society. Honorary memberships are for the duration of the life of the person so honored unless can-celled by subsequent action of the Board.

Section 4. Any membership may be cancelled at any time by vote of a majority of a quorum of the Trustees, after proper investigation and hearing.

Section 5. All members in good standing at the adoption of this Constitution shall be designated as Charter Members.

Article IV **Dues**

- Section 1. The annual dues for regular members shall be \$7.50 per person and \$2.50 per person for each additional from the same immediate family.
- Section 2. Any regular member may become a life member upon payment of a single fee of \$100.00 and shall be exempt from the payment of all dues thereafter.
- Section 3. Annual dues are payable on the first day of September for the ensuing year. No dues paid are refundable except by action of the Board of Trustees.
- Section 4. Any regular membership shall be terminated if dues are sixty days in arrears, but the member may be reinstated upon payment of accrued dues. Resignation obviates further accrual of dues.

Article V **Meetings**

- Section 1. The regular meeting of this organization shall be held on the third Sunday of each month at two o'clock in the afternoon.
- Section 2. All meetings shall be conducted under "Robert's Rules of Order, Revised" or as amended herein.
- Section 3. Special meetings shall be called by the President or on the individual written request of at least ten members. Only such business as stated in the call shall be considered. Notice of the special meeting, containing the business to be transacted at such meeting, shall be mailed to every member at least five days before the scheduled date of the special meeting.
- Section 4. An official meeting cannot be conducted unless a quorum is present. Twenty five percent of the members including three executive officers shall constitute a quorum.

Article VI **Officers**

Section 1. The officers of the South Jersey Orchid Society shall consist of President, Vice President, Secretary and Treasurer. All officers shall be ex-officio Trustees, and shall be elected annually by the members.

Article VII **President**

Section 1. It shall be the duty of the President to preside at all meetings of the Society and of the Trustees, to see that the By-Laws are enforced, observe strict order and decide all questions of order, and to call such meetings as are herein provided to be called by him, and to have general supervision over the affairs of the Society.

Section 2. The President shall, with the Secretary, sign all written contracts and obligations, unless otherwise provided by special vote of the Trustees and no contract shall be valid and binding on the Society unless so signed.

Section 3. The President shall deliver a State of Affairs re-port to the membership at each May meeting. A written copy of this report shall be given to the Trustees and the Secretary for inclusion in the permanent records.

Section 4. At the expiration of his term of office, the President shall deliver all Society property in his possession to his successor. No President may serve more than two consecutive elected terms.

Article VIII **Vice President**

Section 1. In the absence or disability of the President, his duties shall be performed by the Vice President. When so presiding, the Vice President shall be invested with the same powers as the President.

Section 2. At the expiration of his term of office the Vice President shall deliver all Society property in his possession to his successor. No Vice President may serve more than two consecutive elected terms.

Article IX

Secretary

- Section 1. The Secretary shall conduct the correspondence of the Society and shall keep copies of same. He shall keep a true record of all meetings of the Society and of the Trustees.
- Section 2. The Secretary shall prepare the agenda for the Trustees' meetings and shall send a copy to each Trustee with the notice of the meeting and the minutes of the prior Trustee meeting.
- Section 3. The Secretary shall keep a record of all members of the Society with their last known address. He shall give notice of all meetings in accordance with these By-Laws and shall give notice to each person of his election to office or membership in the Society.
- Section 4. The Secretary shall have general charge of the records and other general books of the Society. He shall keep and display the original copy of the Constitution and By-laws of this Society at every meeting. He shall perform such clerical duties as the Society may from time to time direct.
- Section 5. At the expiration of his term of office, the Secretary shall deliver all Society property in his possession to his successor.

Article X

Treasurer

- Section 1. The Treasurer shall collect all dues and receive all monies belonging to the Society and shall disburse same under direction of the Trustees, or any committee empowered by the Trustees to pay obligations of the Society. No disbursements shall be made without the presentation of a properly authorized voucher.
- Section 2. The Treasurer shall immediately notify the Secretary of any changes in the membership status coming under his jurisdiction.
- Section 3. The Treasurer shall deposit the funds of the Society in the name of the Society, in such bank or banks as may be designated from time to time by the Trustees. He shall submit a statement of his accounts at each meeting. His books and accounts shall at all reasonable times be open to inspection by any Trustee and by the auditor.
- Section 4. The treasurer shall prepare a written report annually to be submitted at the May meeting for approval. Said approved report to be given to the Secretary for inclusion in the permanent records. His accounts for the preceding calendar year shall be audited by an auditor designated by the Trustees as soon as practicable after January 1.
- Section 5. The Treasurer shall prepare and file all returns and reports required by governmental bodies

Section 6. At the expiration of his term of office the Treasurer shall deliver all Society property in his possession to his successor.

Article XI **Trustees**

Section 1. The number of Trustees who shall constitute the whole board shall be eight: the President, Vice President, Secretary, Treasurer, the immediate Past President and three Trustees, one of whom shall be elected each year for a three year term and shall meet monthly.

Section 2. The Trustees shall have general charge and direction of the affairs and business of the Society, the care and management of the Society's funds and other property with power to dispose of them as may best serve the interests of the Society.

Section 3. Five Trustees shall constitute a quorum.

Section 4. Any officer or any Trustee may be removed at any time by a majority vote of the remaining Trustees at any meeting of such Trustees if, in their judgment, such officer or Trustee, either by illness or any other cause, shall not have adequately attended his duties.

Section 5. All vacancies among the officers and Trustees of the Society shall be filled by the Trustees at their next meeting after such vacancy shall have occurred, to fill the unexpired term of such officer or Trustee.

Article XII **Committees**

Section 1. The Trustees shall appoint such committees as may be necessary to the proper conduct of this Society and may delegate to such committees any of their powers.

Section 2. Such committees shall furnish the President a written report upon the completion of their assignment, or in the case of standing committees, at the end of the fiscal year. Said reports will then be given to the Secretary for inclusion in the permanent records.

Article XIII **Nominations and Elections**

Section 1. A nominating committee consisting of three members shall be appointed by the Board of Trustees at the January meeting. This committee shall nominate a President, Vice President, Treasurer, Secretary, and one Trustee for the ensuing fiscal year beginning June 1.

- Section 2. The committee shall submit their nominations in writing to the Secretary two weeks before the April meeting at which the nominations will be presented to the membership. This list will be made available to any member of the Society upon request.
- Section 3. The nominations of the committee shall be presented to the membership at the April meeting, following which nominations may be made from the floor.
- Section 4. Election of officers and Trustees shall be by ballot cast in person by the members in good standing present or by acclamation if so moved and carried at the May meeting.
- Section 5. No person shall be voted on for any such office or Trusteeship or elected thereto at such meeting, unless nominated as aforesaid; provided, however, that if any person nominated by the nominating committee shall be unable or refuse to serve a substitute nomination may be made at the May meeting.

Article XIV **Change of By-Laws**

- Section 1. The Constitution and By-Laws may be altered or amended at any time provided that such alteration or amendment shall be presented in writing at one meeting and passed upon at a subsequent meeting by a majority vote of the members in good standing; and further provided that such amendment is not in conflict with the character of the incorporation.

Article XV **Repealer**

- Section 1. When this Constitution and By-Laws have been adopted by the Society, they shall take effect immediately.

Passed and adopted this 21st day of January 1979

AMENDMENT 81-1

Article IV, Sections 1 and 2 are amended by the following:

Individual, Family Membership and Life Membership dues will be set once yearly, if necessary, by the Board of Trustees in the form of a "Trustees' Ruling".

AMENDMENT 81-2

Article VII, Section 2 is amended to read as follows:

All contracts and obligations, written or oral, must be approved by the Trustees. Written contracts and obligations must be signed by the President and the Secretary, and no contract shall be valid and binding on the Society unless so signed.

AMENDMENT 81-3

Article VII, Section 4, sentence number two is amended to read as follows:

No President may serve more than two consecutive elected terms.

AMENDMENT 81-4

Article IX, Section 6, is amended with the addition of the following:

No Secretary may serve more than five consecutive elected terms.

AMENDMENT 81-5

Article IX, Section 7, is amended with the addition of the following:

No Treasurer may serve more the five consecutive elected terms.

AMENDMENT 81-6

Article XI, Section 5, is amended to read as follows:

All vacancies among the officers and Trustees of the Society shall be filled by appointment by the Trustees. Such appointments will be for the remainder of the unexpired term and should be made within ninety-two days of the position being declared vacant.

AMENDMENT 81-7

Article IX, Section 4, sentence number one is amended to read as follows:

The Secretary shall have general charge of the records and other general books of the Society.

AMENDMENT 81-8

Article XII, Section 3, is amended with the addition of the following:

All Society properties shall be accounted for and returned to the Trustees at the completion of the committee's responsibilities.

AMENDMENT 81-9

Article V, Section 1, is amended to read as follows:

The general meeting of this organization shall be held once each month from September through June.

AMENDMENT 81-10

The Constitution and By-Laws of the South Jersey Orchid Society is amended with the addition of the following Article.

Article XVI **Dissolution of Society**

- Section 1. In the event the Society disbands, all properties will be sold for market value.
- Section 2. Funds realized from the sale of properties and the monies remaining in the Society's bank accounts will be used to settle any valid claims against the Society.
- Section 3. All funds remaining after the payment of valid claims will be donated to the American Orchid Society with the following designations:
- A. Fifty percent for the Selby Identification Fund
 - B. Fifty percent for the A.O.S. Color Fund.

AMENDMENT 81-11

Article V, Section 4, sentence number two is amended to read as follows:

Twenty-five percent of the members including three Trustees shall constitute a quorum.

AMENDMENT 81-12

Article XIII, Section 1, sentence number two is amended to read as follows:

This committee shall nominate a President, Vice President, Treasurer, Secretary and one Trustee for the ensuing fiscal year beginning July 1.

AMENDMENT 81-13

Article X, Section 4, sentence number one is amended to read as follows:

The Treasurer shall prepare an annual financial statement for the preceding fiscal year to be submitted at the September general meeting for acceptance.

AMENDMENT 81-14

RULE, July 27, 1982 A, will be substituted for Article X, Section 4, sentence number three of the Constitution and By-Laws.

This RULE reads:

The financial books of the South Jersey Orchid Society shall be audited annually at the close of the fiscal year.