

The Detroit Rose Society

Constitution & By-Laws

Constitution

ARTICLE I

Name, Affiliation & Incorporation

This organization will be known as the Detroit Rose Society and will be affiliated with the American Rose Society as a sustaining club. It will be incorporated as a non-profit educational organization under the laws of the State of Michigan.

ARTICLE II

Purpose

The primary purpose of the Society is to educate the general public and the members of the Society in the horticultural practices required to achieve the most benefit from growing all types of roses. This is to be accomplished by:

1. Promotion of the Rose, the National Floral Emblem.
2. Informative and interesting lectures, demonstrations, visual aids, etc., during the general meetings.
3. Garden clinics in which demonstrations by knowledgeable rosarians to cover the many facets of rose culture.
4. Increasing the general interest in the cultivation of the rose by inviting the public to all meetings, demonstrations, clinics, and rose shows.
5. Organizing exhibitions of roses at various times under the rules of the American Rose Society to improve the excellence of ~~the~~ rose culture through competition and to acquaint the public with the numerous varieties of roses and their practical use in landscaping the yard for beauty.
6. To encourage and support public rose planting for the pleasure of the general public.

ARTICLE III

Members

Section 1. All persons interested in the culture of the rose whether professional or amateur, will be eligible for membership.

Section 2. There will be three (3) classes of membership: Active, Life, and Honorary.

Section 3. The Active members of the Society will consist of all members in good standing and are entitled to one vote.

Section 4. Any person who has performed distinguished or special services for the Society may be elected to Honorary membership or Life Membership (if they are currently an Active member) by the Executive Board. Life Members may enjoy all the privileges of the Society. Honorary Members may enjoy all the privileges of the Society except voting or holding office. Both categories of membership are exempt from paying dues.

ARTICLE IV

New Members

New active members will be admitted to the Society under the following procedure:

1. The applicant must complete our application form and file it with the Treasurer, who, upon receipt of dues will add said applicant to the roster of the Society.
2. Upon payment of dues, the applicant becomes an active member of the Society.

ARTICLE V

Officers and Board

Section 1. The officers of the Society will consist of the following: President, Vice President, Second Vice-President, Recording Secretary, the Public Relations Officer and the Treasurer.

Section 2. The Executive Board will consist of all six (6) elected Officers and five (5) Trustees elected at large from the Active membership. In addition, the immediate past President and the editor of the *Rose Lore* (who shall serve as a Sixth Trustee) will be voting members of the Board.

Section 3. The Editor of the *Rose Lore* will be nominated by the President, approved by majority vote of the Executive board and will serve as a Trustee.

ARTICLE VI

Meetings

Section 1. General membership meetings are to be held at the time and place designated by the Executive Board. Meetings in June, July and August may be omitted. When a holiday conflicts the Board may designate special meeting dates.

Section 2. Election of new Officers and Trustees will take place at the last membership meeting of the calendar year.

Section 3. The last annual membership meeting of the calendar year will be the Annual Meeting at which time all Annual reports will be given.

Section 4. A minimum of two (2) Board meetings per year are to be held at the discretion of the President. Board meetings may also be called by any three (3) members of the Executive Board.

Section 5. Quorum

- a) All Active members present at any membership meeting will constitute a quorum. There will be no voting by proxy or absentee ballots.
- b) Seven (7) members of the Board will constitute a quorum at any meeting of the Executive Board.

Section 6. Emergency Provision

- a) In the event of an emergency, and the inability to call or hold an Emergency Board meeting, the President or the three (3) highest ranking, available Officers or Trustees may initiate a dialogue to confer and conduct necessary Society business.
- b) Every effort must be made to contact and poll all available members of the Board.
- c) All business transacted must be ratified by the board at the next board meeting.

ARTICLE VII

Amendments

This Constitution or By-Laws may be amended or revised at any meeting of the Society by an affirmative vote of two-thirds of the membership present provided the change has been approved by the Executive Board and read at the preceding General membership meeting of the Society.

By-laws

ARTICLE I

Elections

Section 1. Nominations

- a) To provide for the Election of Officers and Trustees, the President will, two months prior to the election, appoint a Nominating Committee consisting of (3) active members.
- b) The Nominating Committee will prepare a single slate of candidates for all offices for the coming year.
- c) Additional nominations from the floor for any office may be made by the membership immediately prior to the election.
- d) Any member wishing to make a nomination from the floor first must have contacted that nominee and received his/her permission.

Section 2. All Officers will be elected for a one year term.

Section 3. Trustees

- a) All Trustees will be elected for a three (3) year term with two (2) Trustees elected at each Annual Meeting,
- b) No Trustee will serve two consecutive terms except for the Editor of the *Rose Lore*.
- d) No Officer excepting the Treasurer will be elected to more than two (2) consecutive terms.

Section 4. No member may serve as an Officer and Trustee concurrently.

Section 5. No Board member shall be allowed to have more than one vote.

Section 6. A simple majority of all votes cast will constitute an election at a General membership meeting.

Section 7. The new Officers and Trustees elected at the last membership meeting of the calendar year will assume the duties of their respective office with the beginning of the new calendar year.

Section 8. Excluding the office of President, any vacancy occurring in office during the year will be filled by appointment of the Executive Board for the unexpired term.

ARTICLE II

Dues

Section 1. The Annual dues will be set by the Executive Board.

- a) Any proposed dues increase shall be published in the *Rose Lore* prior to the next General membership meeting of the Society.
- b) Approval of the dues increase must be by a simple majority of those present at the meeting.

Section 2. The fiscal year will coincide with the calendar year.

Section 3. Delinquent members whose dues are not paid by March 31st will be dropped from membership.

Section 4. Any person admitted to membership after September 1st will be deemed to be a paid member for the balance of the current year and the succeeding fiscal year.

ARTICLE III

Duties of Officers

Section 1. The Executive Board will be the governing body of the Society.

Section 2. The President will preside at all meetings. He will, with the approval of the Board, appoint all committees necessary and will be an Ex-officio member of all committees except the Audit Committee.

Section 3. The Vice-President will preside in the absence or disability of the President and is the Chairman of Programs. The Second Vice-President will assist the Vice-President in all duties, This includes arranging programs, entertainment, location, etc., for the betterment of the Detroit Rose Society.

Section 4. The Recording Secretary will keep a permanent record of all business (motions) conducted at meetings including meetings of the Executive Board, and will make ~~an annual~~ a report at the Annual meeting.

Section 5. The Public Relations Officer will actively oversee and promote all publicity relating to the Society.

Section 6. The Treasurer will collect all dues and will deposit all funds in the official depository as determined by the Board. He will pay all debts incurred by the Society with Society funds. The Treasurer will account for all receipts and disbursements and will make an annual report, which will be audited by three (3) members of an Auditing Committee immediately following the Annual meeting and which will be published in the *Rose Lore* by March 31^s. He will maintain a complete and up-to-date record of the names and addresses of all members.

Section 7. All Officers, Trustees, and other Appointees upon retiring from office shall deliver to their successor, all monies, accounts, record books, and any other property belonging to the Society.

ARTICLE IV

Authority to Disburse Funds

Section 1. The Treasurer will have the authority to disburse funds up to the amount of Seven Hundred Dollars (\$700.00) for a given item. Any amount above this figure must have the approval of the Board, plus a simple majority of the members present at a General membership meeting.

Section 2. In the event of the dissolution of the Detroit Rose Society, all assets of the Detroit Rose Society will revert to the American Rose Society.

ARTICLE V

Parliamentary Authority

Robert's Rules of Order Newly Revised will be the parliamentary authority in conducting all meetings of the Society.

Amended 2003