

# **By-Laws of the Denver Orchid Society**

(Revised March, 2015)

## **I. Meetings**

- A. Regular meetings shall be held the second Tuesday of each month except July and August, or when supplanted by a special meeting. A “summer event” may be scheduled during the July/August break.
- B. The Annual Meeting shall always be the December meeting.
- C. Special meetings shall be held at such times and places as designated in the Secretary’s notice of meetings and may be informal in nature.
- D. The agenda of a regular meeting may be as follows:
  - 1. Call to order
  - 2. Introduction of guests and new members
  - 3. President’s Report
  - 4. Committee Reports
  - 5. Show and Tell
  - 6. Program
  - 7. Plant Opportunity & AOS & Orchid Digest if available
  - 8. Adjournment and refreshments
- E. Every member is entitled and encouraged to bring guests to regular meetings, but not the Annual Meeting, excepting spouse or escort. Guests shall not participate in voting or discussion of the Society’s business, or attend more than two meetings in any one-year unless they have applied for membership in the Society. Guests may participate in the plant opportunity drawing.

## **II. Dues**

- A. Dues for active members shall be twenty dollars (\$25) per year. Joint active membership for two members of the same household shall be thirty dollars (\$35) per year.
- B. Dues shall not be prorated for part of the year for new members. The dues of members accepted after September 1, shall cover the balance of the current year and all the next fiscal year.
- C. Spouses and significant others of Honorary members shall pay annually the difference between individual and dual membership rates as listed in Section II, Part A.

## **III. Committees**

- A. The President shall ensure the efficient operation of the Society by recruiting and appointing members to chair or oversee various programs, activities and needs of the Society and/or to represent the Society to our affiliated organizations. Notwithstanding this provision, the Board of Trustees shall be able to create such committees, for such duties, as the Board deems just and appropriate. This power shall be invoked at such times and under such circumstances as the Board sees fit to promote the objectives of the Society.
- B. The Vice-President may organize a Program Committee to assist in the long-range planning of the programs for the Society’s regular meetings, which they shall chair.
- C. The Show Planning Committee is responsible for the Society’s most public, high profile events and must include members who are capable of and/or interested in organizing and following through on the myriad details involved in producing successful orchid shows. The show chair should be appointed well in advance. When possible, the previous chair(s) should serve on the committee. Committee members may volunteer or be recruited by the President or show chair. The show chair shall act as liaison with representatives at the show site, judging center, regional

societies and vendors, and will file appropriate applications in a timely manner with affiliated organization for sanctioning and trophies. Show committee members may be assigned by the chair to oversee such details as plant sales, staging chair, hospitality, judging chair, pre-show party, trophies and ribbons, the DOS display, plant registration, promotion and public relations, clean-up, etc.

- D. The Finance Committee shall have the Treasurer as the chair and a Financial Advisor, appointed by the President, as vice-chair. This committee shall be responsible for timely filing of all tax returns and other financial documents. The Society's annual budget shall be determined by the Board of Trustees at a January meeting each year, based on preliminary work by the Finance Committee. Each year the Treasurer's financial records should be reviewed by the Financial Advisor prior to the completion of the financial statement presented at the Annual Meeting.

#### **IV. Government**

- A. The Board of Trustees shall serve as the Nominating Committee. Any board member may submit to the board the names of eligible Society members who have agreed to serve on the board. Three names shall be placed in nomination at the Annual Meeting.
- B. Vacancies on the board shall be filled at the board meeting next following the occurrence of the vacancy.
- C. If an officer is unable to serve or complete their term, the Board of Trustees shall fill the vacancy from among the non-officer members of the board.
- D. Board approved changes to the By-Laws shall be published and distributed to each member of the Society.

#### **V. President.** The President shall:

- A. Preside at all functions and act as administrative head of the Society.
- B. Sign checks for the Society in the absence of the Treasurer or in an emergency.
- C. Perform such other duties as the Board of Trustees shall direct.

#### **VI. Vice-President.** The Vice-President shall:

- A. Perform any and all functions reserved to the President in their absence.
- B. Assist the President in administration of Society and board affairs.
- C. Serve as Chairman of the Program Committee. Be responsible for obtaining monthly opportunity plants.
- D. Perform such other duties as the Board of Trustees shall direct.

#### **VII. Treasurer.** The Treasurer shall:

- A. Collect and be responsible for the safekeeping of all funds of the Society.
- B. Keep an accurate and up-to-date record of all monies due, collected and distributed.
- C. Pay all bills contracted and disbursed.
- D. Serve as Chairman of the Finance Committee.
- E. Furnish a written financial report to the Board of Trustees at each meeting.
- F. Furnish the newsletter editor periodic brief financial summaries for inclusion in *Orchid News from the Rockies*, preferably after the orchid shows.
- G. Perform such other duties as the Board of Trustees shall direct.

#### **VIII. Secretary.** The Secretary shall:

- A. Keep accurate and complete minutes of all Board of Trustees' meetings and record same at the annual Meeting and at regular society meetings when voting or Society business of historical record occurs.

- B. Conduct official correspondence of the Society and Board of Trustees.
- C. Provide *Orchid News from the Rockies* editor with brief summaries of appropriate information from DOS board meetings.
- D. Promptly send to AOS, ODC and DBG the roster of our new officers.
- E. Poll the board members to affirm the acceptance of new DOS members prior to the regular meeting following the publication of their applications in *Orchid News from the Rockies*.
- F. Perform such other duties as the Board of Trustees shall direct.

## **IX. General**

- A. New memberships in the Society shall be transmitted to the Membership Chair and published in *Orchid News from the Rockies*.
- B. The Board of Trustees shall publish an annual Directory of Members. This directory shall also contain the Constitution, By-Laws and a list of the officers, board members and committees.
- C. The fiscal period of the Society shall be 1 January to 31 December.
- D. The signature of the Treasurer, President or Vice-President shall be authorized to sign checks of the Society.
- E. The Board of Trustees shall see that the records of the Secretary and Treasurer and membership records are maintained in an accurate, continuing fashion.
- F. The Board of Trustees shall assure that an issue of *Orchid News from the Rockies* is published prior to each regular meeting of the Society.
- G. Regular meetings of the Board of Trustees shall not be held following regular meetings of the Society.
- H. Denver Orchid Society members and prospective members are expected to display good sportsmanship and conduct themselves in an honest, courteous and ethical manner.
- I. It is the responsibility of the DOS Board of Trustees to follow, uphold and enforce these by-laws.

## **Standing Rules**

(revised September, 2000)

### **I. Capital Reserve Account**

In addition to the Society's operating accounts (checking and savings), the board may establish a Capital Reserve Account into which it may vote to put, from time to time, such surplus monies as it considers will not be needed in the foreseeable future. The money in the Capital Reserve Account shall be conservatively invested, and the income this account generates may be transferred annually into one of the Society's operating accounts. Neither the board nor any officer of the Society shall have the power to spend or commit to be spent in the future any part of the principal in the Capital Reserve Account. These monies may be withdrawn or committed only by vote of the Society's membership under the following conditions:

- A. Any proposal for the withdrawal shall be published in the two (2) issues of *Orchid News from the Rockies* immediately preceding the regular membership meeting at which the matter will be voted on. The proposal shall give specific information on the amount of money proposed to be withdrawn and the purpose(s) of the withdrawal. Absentee ballots shall be provided in the two issues of *Orchid News from the Rockies* so that members who are not sure they will be able to attend the meeting may cast a vote by mail.

- B. After discussion of the proposal at such a meeting, the matter will be put to a vote and shall be decided by a two-thirds (2/3) vote of those Denver Orchid Society members both present and represented by absentee ballot.

II. “Approved by the Board of Trustees” in the Constitution Article III, Section 2 shall mean a two-thirds (2/3) vote.

**Amendments to the By Laws**

Date	Change	Approval	Comments