

**BY-LAWS**  
**of**  
**RHODE ISLAND ROSE SOCIETY**  
**(Revised March 16, 2002)**

**Article I: Membership**

- Section 1: Section 1: Candidates for membership shall be of adult age (over 18 years of age); however, minors are welcome to meetings and events of this society provided they are accompanied by adult members. Application for membership shall be submitted to the Membership Chair.
- Section 2: Membership shall be revoked for just cause, other than non-payment of dues, by a vote of a simple majority of the General Membership in the presence of a quorum.

**Article 2: Dues**

- Section 1: The amount of membership dues shall be established by an affirmative vote of a simple majority of the Governing Board.
- Section 2: A single payment of dues shall entitle a husband and wife or other “double membership” (two [2] individuals residing under the same household) to be listed in Society documents as they so desire.
- Section 3: The annual dues are payable on the first day in the anniversary month in which member originally joined.
- Section 4: Section 4: Should dues remain in arrears sixty (60) days from due date, a member will no longer be considered a member in good standing and the member’s name shall be stricken from the roll.

**ARTICLE 3: Voting**

- Section 1: Any member must have been a member in good standing for the prior thirty (30) days to be entitled to vote.
- Section 2: A member may cast one (1) vote on any question placed before a Regular and/or Special meeting of this Society. No household shall have more than two (2) votes and no individual shall have more than one (1) vote.
- Section 3: Should a member abstain from voting on a question placed before a Regular and/or Special Meeting, the member will not be counted as part of the roll with regard to that particular question.

## **ARTICLE 4: Officers**

Section 1: Section 1: The officers of this Society shall be a President, Vice-President, Immediate Past President, Executive Secretary, Recording Secretary, Treasurer, and five Directors.

## **ARTICLE 5: Election of Officers**

- Section 1: The President, Vice President, Executive Secretary, Recording Secretary, and Treasurer shall each be elected to one (1) year terms.
- Section 2: A President shall not serve more than two (2) consecutive terms.
- Section 3: Section 3: Directors shall be elected to a three (3) year term. No Director shall serve more than two (2) consecutive three (3) year terms.
- Section 4: Section 4: The Nominating Committee shall present a slate of officers at the meeting prior to the election meeting. Nominations may also be made from the floor for any office at the election meeting. Votes taken for contested offices shall be by secret ballot.
- Section 5: No person and no office shall have more than one vote, regardless of the number of offices a person holds and the number of persons sharing an office.

## **ARTICLE 6: Duties of Officers**

- Section 1: Section 1: The President shall conduct all Society Regular and Special Meetings and the meetings of the Governing Board. The President may call Special Meetings of the Governing Board at any time and may call Special Meetings of the whole Society with the approval of the Governing Board. The President shall be an ex-officio member of all committees, except the Nominating Committee and shall appoint all committees not otherwise provided for in the By-Laws. The President shall, by November 1, appoint a Nominating Committee Chair who will appoint two (2) additional members to serve as a Nominating Committee. This committee shall serve until the Annual Meeting. Should a vacancy occur in the position of Vice-President, Executive Secretary, Recording Secretary, Treasurer or Director, the President shall appoint a member to fill the unexpired portion of the term.
- Section 2: Section 2: The Vice-President shall preside when the President is absent or otherwise unable to act. When a vacancy exists in the Presidency, the Vice-President shall complete the unexpired term without prejudice of term limitation of the Presidency.
- Section 3: The Executive Secretary shall keep written records of the Governing Board Meetings and attend to all correspondence of the Society.
- Section 4: The Recording Secretary shall keep written records of the Regular and/or Special Meetings.

Section 5: Section 5: The Treasurer shall receive and account for all funds of this Society, paying all authorized bills. The Treasurer shall present a proposed budget at the fall board meeting. The board will adopt a balanced budget at this meeting.

Section 6: Section 6: The Immediate Past President shall have served a complete term as President and shall help to provide continuity of the Society's regular operations and contribute to the workings of the Governing Board as a whole.

### **ARTICLE 7: Removal of Officers**

Section 1: An Officer shall be removed from office by a vote of three-fourths (3/4) of the Governing Board and two-thirds (2/3) of the voting Members present at a Regular or Special Meeting provided that notice of such proposed removal will have been mailed to each member in good standing at least thirty (30) days before the Meeting at which the proposed removal is to be voted.

### **ARTICLE 8: Meetings**

Section 1: Regular Meetings shall be held on the second Saturday of each month at a location designated by the Governing Board.

Section 2: When the second Saturday of a month is a legal holiday, an alternate date may be selected by a simple majority vote of the Governing Board.

Section 3: Special Meetings may be called at any time by the President. However, no vote may be taken without a quorum. A Special Meeting may also be called upon the written request to the President of fifteen (15) members.

Section 4: Section 4: There shall be a minimum of four (4) meetings of the Governing Board each year, one of which shall approve an annual budget. All members of the Governing Board must be notified of all meetings at least fourteen (14) days in advance. A special Governing Board meeting may be called by a majority of the Board members. Any member in good standing may attend meetings of the Governing Board, but only members of the Governing Board may vote at these meetings.

### **ARTICLE 9: Quorum**

Section 1: Section 1: A quorum for any Regular and/or Special Meeting shall consist of at least fifteen (15) members, in good standing.

Section 2: Section 2: A quorum for any meeting of the Governing Board shall exist when no less than a majority of its members are present.

### **ARTICLE 10: Committees**

- Section 1: The Governing Board will be comprised of all elected officers and directors, immediate past president, and committee chairs. It shall have general direction of the Society and have the power to transact all ordinary business not reserved to the whole Society.
- Section 2: The Standing Committees of the Society shall be Program, Rules, Membership, Finance and Audit, Rose Garden, Social, Hospitality, Rose Show, Consulting Rosarian, Publication, Fund Raising, Publicity, Library, and Webmaster.
- Section 3: Section 3: All Committees shall stay within their approved budget. Further, any expenditure greater than fifty dollars (\$50.00) above approved budget of any committee shall require approval in advance by the Governing Board.

### **ARTICLE 11: Amendments**

- Section 1: Section 1: A proposed amendment shall first be approved by the Governing Board and a copy thereof, indicating approval, shall be mailed to each member at least thirty (30) days before a Regular or Special Meeting at which the proposed amendment is to be considered. The proposed amendment shall be considered approved by a two-thirds affirmative vote of Society members present and in good standing, provided a quorum is present, and shall take effect upon passage.

### **ARTICLE 12: Parliamentary Authority**

- Section 1: The most current "Robert's Rule of Order, Revised" shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with the By-Laws.

### **ARTICLE 13: Order of Business**

The following shall be the Order of Business for Regular Meetings of the Society:

1. President calls Meeting to Order.
2. Minutes of the Previous Meeting are read.
3. Treasurer's Report is read.
4. New Members are introduced from the floor.
5. Committees reports are read.
7. Unfinished business is resumed
8. New business is introduced.
9. Meeting is adjourned.

*Amendments to By-Laws approved by RIRS Governing Board Jan. 20, 2002; approved by membership March 16, 2002*

By-Laws Committee: Tony Silva, Chair  
Angelina Chute, Michael Chute, Patsy Cunningham, Bob Forand