

BYLAWS AND STANDING RULES OF THE
FLORIDA COUNCIL OF BROMELIAD SOCIETIES, INC.

ARTICLE I

Name

The name of this organization shall be the Florida Council of Bromeliad Societies, Inc., hereinafter referred to as the Council.

ARTICLE II

Objective

- A. The objective of the Council shall be to serve bromeliad enthusiasts by:
1. Furnishing bromeliad information in periodical form, articles, lectures, electronic means, and other means to Member Societies and the public.
 2. Sponsoring state-wide bromeliad conferences such as the **Bromeliad Extravaganza**[®], hereinafter referred to as the Extravaganza.
 3. Compiling and maintaining educational programs and materials for Member Societies, their members and the public.
 4. Unifying bromeliad societies of Florida so that they may act as a single body in achieving goals established by the Council.
 5. Other such measures as the Council may from time to time deem appropriate.
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ARTICLE III

Membership

- A. The Council shall be composed of Florida bromeliad societies, hereinafter Member Societies, that comply with the following requirements:
1. To be eligible to become a Member Society, a Florida bromeliad society must have a minimum of ten (10) members and must submit a copy of the society's bylaws to the Council for approval.

2. Application to become a Member Society constitutes approval and acceptance of the Council's Bylaws by the applicant.
3. Application shall be made to the Secretary of the Council.
4. Admission to the Council shall be granted by a majority vote of those present and voting at the next regular meeting following application.
5. Dues for the current year must be paid upon admission to the Council and annually thereafter in accordance with Article IV.
6. All Member Societies are expected to maintain good attendance at meetings. A Member Society that misses four consecutive meetings (even if dues are current) will have its membership in the Council revoked. After the third missed meeting, the Council Chairman will put the society on notice by contacting, in writing, the Member Society's president.
7. If there are compelling reasons for the removal of a Member Society from the Council, such removal shall require a two thirds (2/3) vote of all Member Societies.

ARTICLE IV

Dues

- A. Dues shall be \$100 per Member Society annually.
- B. The Treasurer shall send an invoice to each Member once annually in January.
- C. Dues shall be paid no later than March 31 for each year.
- D. Failure to pay dues by March 31 shall result in automatic suspension. A suspended Member Society may be reinstated by payment of all outstanding dues and approval by a majority vote of those present and voting at the next regular meeting following payment of all outstanding dues.
- E. Additional dues do not accrue during a period of suspension.

ARTICLE V

Representation

- A. Each Member Society shall be entitled to elect or appoint from its membership two (2) Representatives to the Council. In the event that a Representative is unable to attend a Council meeting, an alternate appointed by the Member Society may attend the Council meeting. Each Representative or alternate shall have full voting rights.

- B. If there are compelling reasons for the removal of a Representative or alternate from a Council meeting, such removal shall require a two thirds (2/3) vote of those present and voting at the meeting.
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ARTICLE VI

Officers

- A. Officers of the Council shall be Chairman, Vice Chairman, Secretary and Treasurer. Rotating offices of the Council shall be Chairman, Vice Chairman and Secretary. The Treasurer can be a permanently elected officer of the Council. When the Treasurer is not a Representative this office shall be non-voting.
- B. Officer positions shall be determined on a rotating basis with the rotation schedule to be established from time to time by the Council. In any given year a Representative of the Member Society that is first, second and third in the rotation shall hold respectively the offices of Chairman, Vice Chairman and Secretary. In the following year the Member Society whose Representative held the Chair shall move to the bottom of the rotation schedule and all other Member Societies shall move up one place in the rotation.
- C. All new Member Societies shall enter the rotation for officers at the bottom of the rotation schedule in the initial year of their membership.
- D. All outgoing officers shall deliver to their successors all records and materials relative to their office at the opening of the first regular meeting of the year.
- E. In the event of a vacancy among the officers, the Member Society at the lowest point of the rotation who meets the following qualifications shall fill the office for the remainder of the year. Such replacement officer must have attended Council meetings prior to the last rotation of officers. If no Representative meets this qualification, the Council shall elect from among the Representatives the individual best suited to the office in question. This contingency will not alter the normal rotation schedule.
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ARTICLE VII

Duties of Officers

- A. The Chairman shall preside at meetings, appoint committee chairmen as provided for in the Bylaws, act for the Council when not in session, carry on

correspondence for the Council and perform other duties as may be directed by the Council.

- B. The Chairman shall appoint a chairman for the all Standing committees, and other such committees as the Council shall deem necessary (See Standing Rule Number 6 for list of Standing Committees).
- C. The Chairman shall be ex-officio member of all committees.
- D. The Chairman shall appoint a Parliamentarian who shall direct, when necessary, proper parliamentary procedure during meetings.
- E. The Chairman shall email notification to all FCBS Representatives, Officers, Committee Members, and BSI Officers from Florida, of meeting date, time and location at least ten (10) calendar days prior to the meeting. The outgoing Chairman will arrange the February meeting for the incoming Chairman and pass the gavel at that meeting. The Chairman shall be reimbursed for any expenses accrued while arranging meetings.
- F. A Representative from the Member Society hosting the Extravaganza, hereinafter the Host Society, shall be the coordinator with the responsibility for keeping Council rules and procedures relating to conferences up to date, and for providing such data to host societies.
- G. The Vice Chairman shall be acting Chairman when the Chairman is not in attendance at meetings.
- H. The Secretary shall keep all minutes, books, papers, and records of the Council.
- I. The Treasurer shall be responsible for all funds of the Council ([see Standing Rule Number 7](#)); shall give and receive receipts for funds received and disbursed; shall deposit such funds in a recognized depository; and shall keep accurate accounts so that any member of the Council may, at any time, have full access thereto.
- J. The Chairman shall appoint a Representative from a Member Society to maintain a Roster of all Member Societies and their active members. In the event that the Chairman is unable to appoint a Representative to maintain the roster, the Secretary shall maintain the roster.

ARTICLE VIII

Voting

- A. Each Member Society shall have two votes on any question before the Council, such votes being cast by the Representatives of the Member Society.
- B. The Chairman or Acting Chairman shall make the final decision in the case of a deadlock.

- C. One Representative present from a majority of the Member Societies constitutes a quorum and, except as otherwise provided herein, a majority vote of the Representatives present and voting may decide a question.
 - D. The Chairman shall notify all Representatives of any informal vote by phone or email. Any informal vote by phone or email, must be carried by a majority of the Member Societies. The Chairman must email the details of any such informal vote to all Representatives within forty-eight (48) hours of completing the vote.
 - E. The Representatives of the Council shall be empowered by the Member Societies to conduct any and all business of the Council and shall have complete control over the affairs and funds of the Council by this authority.
 - F. There shall be no proxy or absentee votes cast at any meeting of the Council. Only Representatives in attendance at a regular or special meeting, or participating in any special or emergency meeting by phone, conference call, video conferencing, email or other electronic methods may cast a vote.
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ARTICLE IX

Meetings

- A. Regular meetings of the Council shall be held on the fourth Saturday of February, June & October.
- B. Meetings will be hosted on a rotating basis by Member Societies. Rotation will follow a regular progression set by the Council. The Member Society hosting the meeting must make every effort to hold meetings on the dates scheduled in Section A. Any deviation must be approved by the Council at the meeting just prior to the altered date or location.
- C. The Chairman may make a change to a regularly scheduled meeting date, or call special or emergency meetings when deemed necessary and in the best interest of the Council. The Chairman shall email notification to all FCBS Representatives, Officers, Committee Members, and BSI Officers from Florida, of any meeting at least ten (10) calendar days prior to the meeting. Said notice shall contain the meeting date, time, agenda and location, if any. Special or emergency meetings may be conducted via phone conference call, video conferencing, or other electronic methods. Article VIII shall be applicable to any special or emergency meetings.

ARTICLE X

Extravaganza

- A. The Council shall sponsor an Extravaganza once every two years. The Council shall select a Host Society for the Extravaganza by June of the year preceding the Extravaganza.
 - B. The Council shall establish rules and procedures limited to the general management of the Extravaganza (for example, sales, banquet, auction, seminars). These rules and procedures are set forth in Standing Rule 6.
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ARTICLE XI

Governing Rules

The Bylaws and Standing Rules of the Council shall govern all proceedings. If any question arises as to procedure Robert's Rules of Order (newest revised edition) shall govern.

ARTICLE XII

Amendment and Suspension of Bylaws

- A. Any proposal to amend these Bylaws shall be submitted to the Chairman in writing at least sixty (60) days prior to the next regular meeting. A copy of the proposed amendment shall be emailed by the Chairman to each Representative at least thirty (30) days prior to the meeting at which the amendment will be considered. A two thirds (2/3) vote of the Representatives present and voting shall be required to approve the proposed amendment to the Bylaws.
 - B. In the event of an emergency requiring amendment of these Bylaws, with the recommendation of the Parliamentarian and a 2/3 majority vote of the Representatives, these Bylaws may be amended. This procedure waives notice as required in Article XII, Section A.
 - C. The foregoing bylaws may be suspended with a three-fourths (3/4) vote of the Representatives present and voting.
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ARTICLE XIII

Sunset Clause

In the event the active membership of the Council should ever decrease to three Member Societies, the Council shall be dissolved at once. Upon dissolution the council shall first pay or provide for the payment of all liabilities of the Council; all remaining assets shall be divided into equal shares among the Member Societies in existence at the time of dissolution. The Member Societies that are eligible to receive tax exempt distributions shall receive their share outright, those societies in existence at the time of dissolution that are not eligible to receive tax exempt distributions shall appoint a bromeliad related entity or Member Society that is eligible to receive tax exempt distributions to receive their share. All funds must be used by the recipient of said funds for the promotion of bromeliad related purposes.

No articles follow Article XIII of these bylaws.

Standing Rules

1. The society hosting the Extravaganza for the following year should be determined at the June Florida Council meeting preceding the Extravaganza. The Council Vice-Chairman will have the duty of coordinating the date of the Extravaganza with Member Societies' bromeliad shows and sales to ensure there is no conflict with other shows, sales or the World Bromeliad Conference. (April 12, 2008)
2. The following is to be placed on the FCBS website:
Where usage of a photo is not permitted by copyright law, permission must be obtained from the copyright holder. Commercial use of any photo on this website is strictly prohibited.
(June 23, 2018)
3. The Council shall send an annual donation to Bromeliad Society International (BSI) for use by BSI in support of the BSI Scholar's Program. The amount of the annual donation shall be determined by the Council in February of each year and shall be paid to BSI in a single payment after the amount is determined by the Council. (October 12, 2013)
4. The Standing Committees as appointed by the Chairman are:
 - A. Web Master
 - B. Publications/Newsletter Editor
 - C. Publications/Newsletter Assistant Editor
 - D. Educational Committee
 - E. Parliamentarian
 - F. The Al Muzzell Memorial Weevil Fund Committee
 - G. Other committees as necessary

5. Any expenditure in excess of \$100.00 must have prior approval of a majority of the Representatives present and voting on the expenditure.

6. Extravaganza

A. Rules and procedures governing management of the Extravaganza:

1. The Member Society hosting the Extravaganza, hereinafter the Host Society shall be set by the Council at least one (1) year in advance and no Member Society shall host two (2) Extravaganzas in succession. Exceptions shall require a suspension of this provision by a three-fourths (3/4) vote of the Representatives present and voting.
2. Actual operation of all sales during the Extravaganza shall be subject to rules set up by the Host Society.
3. The Host Society will include in its sales rules the following notice: The unauthorized use of photographs from the Council's website is strictly prohibited. When permission from the author of such a photograph has been granted, the original photograph must be used and not the one posted from the Council site. (October 11, 2008)
4. Plant sale rules shall apply to all vendors equally.
5. All profits from the sale of plants, except the rare plant auction, shall go to the Host Society.
6. Printing, envelopes and postage expenses for the Extravaganza invitational letter shall be paid by the Council.
7. Banquet, housing and travel expense shall be the responsibility of the individuals attending the Extravaganza.

B. Rare Plant Auction:

1. Each Member Society shall contribute a minimum of five (5) rare (or semi-rare) plants or bromeliad-related items for the auction. (April 12, 2008)
2. The Host Society is responsible for providing the physical space for the auction. Physical arrangements for assembling and staging the plants prior to the auction will be the responsibility of the Chairman with the assistance of the Host Society. (April 12, 2008)
3. All proceeds from the Rare Plant Auction shall be made payable to and collected by the Council. The Council Chairman and Treasurer shall be in charge of all finances of the auction and the Host Society shall co-ordinate and work closely with them and their designees in all appropriate aspects of planning and operation. (April 12, 2008)
4. The Council will keep detailed records of the auction.

7. At the February Council meeting, an Auditor shall be appointed by the Chairman from the Representatives to review the financial transactions of the previous year. Due to the fact that the Representatives are spread throughout the state, one person to audit the books should suffice. An Auditor will be appointed by the Chairman any time there is a change in the office of treasurer, whether or not that vacancy occurs at the end of the year.

A special audit may be requested for any purpose deemed necessary by a majority vote of Member Societies. The request for an audit must be made 30 days prior to a regular Council meeting, in writing, so that the Chairman can notify all Representatives and they can be prepared to vote on the request. The request should state the purpose of and reason for the audit. Such a request should be made by a Representative and passed on to the Council for its consideration. For a special audit, Representatives will determine if one Auditor will be sufficient or if a committee, not to exceed three Representatives, will be required.

Any discrepancies found by the auditor first will be reported to the Treasurer and the Chairman within ten days of the finding, providing the opportunity for the issue to be resolved. A report by the Auditor will be made to the Council at the next scheduled Council meeting. (January 14, 2006)

8. It is the intent of the Al Muzzell Memorial Weevil Committee that, at whatever time the weevil project is deemed by the Committee to be terminated, the remaining earmarked funds in the Al Muzzell Memorial Weevil Fund should revert to the Council's general fund. (January 14, 2006)
9. In the interest of providing program resources for Member Societies and at the request of Nat DeLeon, the following Standing Rule was passed at the regular quarterly meeting, July 14, 2007.
Representatives will provide information about the guest speakers at their last four regular society meetings at each council meeting. The editor of the newsletter will contact each society once annually in December to obtain a complete listing of speakers for the prior 12 months and publish a list of speakers once annually in the first newsletter of each year. Representatives will provide the name and topic and are encouraged to include comments or descriptions about the program. (July 14, 2007, Amended February 25, 2017).
10. Florida Council Speaker Reimbursement Program encourages Member Societies to attract out of state speakers for local meetings (in which two or more societies are participating) or at state events, i.e., seminars, symposiums or the Extravaganza. This program stimulates clubs to attract speaker talent not normally available to Member Societies because of financial burden.
 - A. Upon written application and approval by a majority vote of the Representatives present and voting at a regular Council meeting, the Council will reimburse the following expenses: airfare, lodging,

federally accepted mileage and meals, and event registration incurred by a Member Society in securing an out of state speaker.

- B. There is no limit to the number out of state speakers cost reimbursements the Council will approve in a single year, for an event or for a Member Society.
 - C. The Member Society hosting the event must submit a proposed itemized request at least one week prior to a regularly scheduled Council meeting to the Council Chairman and Treasurer.
 - D. The event must be a minimum of one-month after the Council meeting when the reimbursement is considered.
 - E. Council representatives may consider a maximum of \$1000 reimbursement per event and will consider distance traveled, topic and quality of the speakers.
 - F. Decisions for reimbursement are at the sole discretion of the Council's voting representatives present at the meeting when reimbursement is requested. A majority vote of the Representatives present and voting at the meeting is required for approval of the reimbursement request.
 - G. The Member Society must submit proof of funds expended on behalf of the out of state speaker within 30 days of the event to receive reimbursement from the Council.
(July 12, 2014)
11. The Council has partnered with Dr. Teresa Cooper and others in conducting research and supporting funding to fight *Metamasius callizona* (known as the "evil weevil"), which is devastating Florida's native bromeliads as well as private and commercial collections. Dr. Cooper, or another scientist authorized by the Al Muzzell Memorial Weevil Fund Committee, is permitted to apply for grants under Florida Council Bromeliad Societies, Inc.'s non-profit 501(c)3 status. The Al Muzzell Memorial Weevil Fund Committee is responsible for coordinating grant applications and processing necessary paperwork with Dr. Cooper, another scientist authorized by the Al Muzzell Memorial Weevil Fund Committee or their designee.
(June 25, 2016).