

By-laws
OF
CENTRAL FLORIDA BONSAI CLUB
(An Organization Not for Profit)
(Amended October 2017)

ARTICLE I
Name

The name of the organization is CENTRAL FLORIDA BONSAI CLUB (“CFBC”), (“CLUB”).

ARTICLE II
Purpose

The purpose of the club shall be to study the horticultural development of trees and shrubs as related to oriental bonsai; their origin and their place in our world, and to share ideas, thoughts, and knowledge with those interested in learning the art of bonsai to the mutual benefit of all.

ARTICLE III
Organization

Section 1. Administration. The club shall be governed by a Board of Directors which shall comprise a President, Vice President, Treasurer, Recording Secretary, and Corresponding Secretary.

Section 2. Policies. The Board of Directors will formulate policies, approve programs and take such action as is necessary for the good of the club within the scope of these By-laws

ARTICLE IV
Meetings

Section 1. Regular Meeting Place. The regular meeting place for the CFBC shall be established at the discretion of the Board of Directors.

Section 2. Date of Regular Meetings. The regular meeting date shall be scheduled at least once a month throughout the year.

Section 3. Notice of Meeting. Notice of the meeting, which shall include an agenda, shall be sent by electronic transmission to each Member listed in the membership book of the club to the electronic mail address shown therein (“Member of Record”) not less than 14 days prior to the meeting. In addition to electronic transmitting the notice of any meeting, the club shall provide a notice and agenda in the club’s website.

Section 4. Quorum. A quorum for the Club shall be one third of the membership, two of whom shall be officers. The shall be no quorum required for regular monthly meetings

Section 5. Presiding Officers. At each meeting of the Members, the president, or in his/her absence the vice president, shall preside and the secretary, or in his/her absence the recording secretary, shall be the secretary for the meeting.

Section 6. Annual General Meeting. The May meeting shall be designated as the Annual General Meeting

ARTICLE V
Officers

Section 1. Board of Directors. The Board of Directors shall be elected at the Annual General Meeting and consist of members in good standing. The officer board shall be comprised of not less than 3 officers and not more than 5 officers, such number to be determined by the Board of Directors from time to time. There shall be at all times a minimum of 3 officers. The president of the board cannot also assume the duties of treasurer.

Section 2. President. The President shall preside at all meetings; appoint chairpersons (from among the members) of such committees as are deemed necessary for the good of the club, with the approval of the Board of Directors. The President shall be a member ex-officio of all committees with the exception of the nominating committee. The president shall serve as the delegate to state and national conventions or shall appoint an alternate. The president shall share responsibility with the vice president for visiting artists. The President shall be one of 3 officers authorized to sign checks.

Section 3. Vice President. The Vice President shall serve as program chairperson, and shall assume the duties of the president in his/her absence. The Vice President shall share responsibility with the president for visiting artists. The vice president shall be responsible for coordinating programs and workshops and shall serve as chairperson of any committees established to accomplish this responsibility. The Vice President shall also serve as liaison with the Bonsai Society of Florida in coordinating logistics of visiting artist travel, lodging and meals associated with visits to the Central Florida Bonsai Club. The Vice President shall be one of 3 officers authorized to sign checks.

Section 4. Treasurer. The Treasurer shall collect and deposit all moneys in bank accounts or other places of deposit approved by the Board of Directors. The Treasurer shall pay all bills in accordance with procedures approved by the Board of Directors. The Treasurer is also responsible for completing the required financial reporting forms in a timely manner and making these forms available for the Board of Director's review. The Treasurer shall be one of 3 officers authorized to sign checks.

Section 5. Recording Secretary. The Recording Secretary shall keep minutes of all meetings and record of attendance in electronic. Attendance shall be recorded roll call or sign-in sheet. The Recording Secretary will provide the President with a copy of the minutes.

Section 6. Corresponding Secretary. The Corresponding Secretary shall have all names, physical addresses, email addresses and telephone numbers of all members, issue a monthly newsletter, and conduct all correspondence as directed by the President and/or the membership. The Corresponding Secretary shall furnish the president with a copy of all correspondence.

Section 7. Vacancies. The Board of Directors shall fill all vacancies occurring among the elected officers with the exception of the President. The Vice President shall fill the term of the President.

Section 8. Quorum. A quorum for the Board of Directors shall be a MAJORITY, one of whom must be the President or Vice President

Section 9. Term of Office. Unless otherwise provided herein, the term of each officer's service shall be one year and until his/her successor is duly elected and qualified,

ARTICLE VI
Committees

Section 1. Board of Directors .

- a. The Board of Directors serves as the planning committee and acts on behalf of the membership to transact the business of the Central Florida Bonsai Club; the planning committee establishes the program schedule.
- b. The Board of Directors may establish committees to assist with the administration and operation of the Central Florida Bonsai Club as appropriate. Standing committees shall be established as needed by the Board of Directors.
- c. Board Members serve a one year term.
- d. There shall be no limit as to number of year terms served.
- e. No Board Member shall receive any compensation other than approved expenses incurred during service to the club.
- f. The Board of Directors shall meet monthly, unless advised otherwise, and will hold said meetings preceding the regular monthly membership meeting.

Section 2. Nominating Committee. A nominating committee shall be established for the sole purpose of presiding over Board of Directors elections.

- a. The chairperson of the Nominating Committee shall be elected by the Board of Directors, and two members shall be elected by the membership. The nominating committee shall be formed annually at the March meeting for the purpose of selecting nominees for the elective offices of the Central Florida Bonsai Club.
- b. The slate of officers shall be presented at the April meeting.
- c. The officers will be elected at the Annual General Meeting held in May.
- d. Installation of new officers shall take place at the conclusion of business at the June meeting.

ARTICLE VII
Dues

- a. The fiscal year shall be from September 1 through August 31 of the following year.
- b. Changes in dues shall be recommended by the Board of Directors and approved by a majority of members present and voting at any regular meeting, provided that the notice of such a change has been given in writing prior to the meeting. Dues shall be considered delinquent on October 31. Members with dues in arrears shall be dropped from the membership rolls as of January 1st.
- c. New members joining after February 1st shall pay fifty percent (50%) of dues.

ARTICLE VIII
Club Responsibilities

- a. CFBC, as a member of the Bonsai Societies of Florida (BSF), shall actively participate in the organization's well-being by contributing reports of interesting projects and other material that may be deemed worthy of publishing in the BONSAI SOCIETIES OF FLORIDA MAGAZINE.
- b. CFBC, as a member of Bonsai Societies of Florida (BSF), shall subscribe to the purposes of this organization, as set forth in Article IV of their bylaws
- c. CFBC shall pay to Bonsai Societies of Florida dues as determined by the bylaws of BSF.

ARTICLE IX
Amendments

These bylaws may be amended at any regular meeting of the Club by a two-thirds vote of the members present and voting, provided that proposed amendment(s) has (have) been read at the previous regular meeting and provided that the notice of intention to amend has been given in writing prior to that meeting.

ARTICLE X
Procedures

Rules contained in Robert's Rules of Order (Revised) shall govern in all cases to which applicable and in which they are not inconsistent with the purpose of this organization.