

SACRAMENTO CACTUS and SUCCULENT SOCIETY

Founded March 1960

CONSTITUTION

Adopted – April 25, 1960

Revised – August 22, 1983

Revised – November 22, 1999

Revised – October 24, 2011

Revised – March 01, 2016

ARTICLE I: NAME

The name of this Society shall be **Sacramento Cactus and Succulent Society**, a non-profit organization and herein known as the Society ('Society').

ARTICLE II: PURPOSE

Section 1. The purpose of this Society is to promote interest in the conservation and study of Cacti and the Other Succulents, to encourage horticultural and scientific study of them and to assist in educational activities to spread the interest in Cacti and the Other Succulents.

Section 2. This Society is not organized, nor shall it be operated for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to the members thereof or to any individuals. The property, assets, profits or

net income of this Society are irrevocably dedicated to educational, scientific, literary and charitable purposes and no part of the profits or net income of the Society shall inure to the benefit of any director, officer, or member thereof or to any private individual.

Notwithstanding the foregoing members, including officers and directors, that provide services for the Society may be reimbursed at the same rate as be made to others who render services to the Society, as shall be determined appropriate by the Board of Directors or established in the budget and recorded in regular meeting minutes and/or the financial records of the Society. Upon the dissolution or winding up of this Society, the assets of this Society remaining after payment of, or provision for payment of, all debts and liabilities of this Society shall be distributed to a non-profit corporation, qualified for exemption from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954 as now in effect or subsequently amended.

ARTICLE III: MEMBERSHIP

All persons interested in Cacti and the Other Succulents shall be eligible for membership in the Society. There shall be two classes of membership: individual (one vote) and family (two votes). All elections shall be by voice or show of hands of the membership present at regularly scheduled meetings.

ARTICLE IV: DUES

Dues shall be revised annually by the Board; said recommendations shall be published in the newsletter. Dues shall be fixed by the membership, upon recommendations by the Board of Directors. Dues shall become payable as of November and shall be delinquent December 31.

ARTICLE V: OFFICERS AND GOVERNMENT

The Officers of this Society shall be a President, a Vice-President, a Secretary, a Treasurer, three elected Directors plus the immediate Past President who shall serve as a Director. These Officers shall constitute the Board of Directors of the Society. They shall be empowered to act for the Society in any emergency.

BY-LAWS

ARTICLE 1: DUTIES OF OFFICERS

Section 1. It shall be the duty of the President to preside at all general, Board and Executive Board meetings of the Society and perform all duties usually pertaining to said office. He/She shall be empowered to appoint such standing and special committees as occasion may demand. Upon completion of his/her term of office as President, he/she shall automatically serve as Director.

Section 2. In the absence or disability of the President, the Vice-President shall perform all the duties of the President. In the absence of both, any officer or director shall call the meeting to order and preside until the election of a chairman pro-tem, which shall be the first order of business.

Section 3. The Secretary shall keep and record the minutes of all proceedings. He/She shall perform all such other duties as this office may require. In the absence of the Secretary, any Officer or Director shall take the minutes.

Section 4. The Treasurer shall receive and keep an accurate record of all dues and other funds of the Society and pay out such funds only upon properly recorded motion. All expenditures and receipts shall be reported at the next regular meeting of the Society and he/she shall make a

complete annual report of receipts and disbursements. The books shall be audited at the end of the fiscal year.

Section 5. The general supervision and control of the affairs of this Society and the execution of its purposes shall be vested in the Board of Directors.

ARTICLE 2: ELECTION OF OFFICERS

Section 1. All Officers and three Directors shall be elected for a term of one year at the November meeting of the Society and shall assume office at the close of that meeting for the following calendar year.

Section 2. Upon resignation of any officer or if the office becomes vacant for any other reason, the President shall appoint some member to fill the office temporarily and order the Newsletter Editor to send notice of a special election to be held at the next regular meeting, when the vacancy shall be filled.

Section 3. After three successive absences from regular meetings without excuse, an office shall be declared vacant and shall be filled as provided in Section 2.

ARTICLE 3: MEETINGS

Section 1. There shall be a regular meeting of the Society on the fourth Monday of each month, except December. In the event an alternate date must be established, it shall be published in the newsletter of the Society for the month preceding the month in which the change shall occur.

Section 2. Five members shall constitute a quorum within the Board of Directors. Reasonable notification of any Board meeting, including an emergency Board meeting must be given all Board members. Board meetings shall be open to all members except for Executive Board meetings. Reasonable notification of any Executive Board meetings must be given to all board members; attendance at Executive Board meetings is limited to the Board of Directors.

ARTICLE 4: AMENDMENTS

An amendment of the Constitution or By-Laws shall require a two-thirds vote of the membership present at a regularly scheduled general meeting. At the next succeeding meeting after such motion for change has been made and after a copy of the amendment has appeared in

the newsletter, a vote will be taken on the change or amendment.

ARTICLE 5: BUDGET AND EXPENDITURES

Section 1. Each year, the Board of Directors shall present a budget for the upcoming year to the membership by publishing it in the Society newsletter. At the next regular meeting, the treasurer shall express his views on the adequacy of the budget in light of funds on hand and anticipated revenues for the coming year. After discussion, the President shall call for a vote on the proposed budget. A majority vote of those present shall be required for approval of the budget.

Section 2. At the beginning of each year the Board of Directors shall establish the budget for meeting programs and other special events; including customary speaker honoraria and reimbursement for mileage, travel and other incidental expenses. Budget for plants that will be prizes in drawings at the regular meetings will also be established and may be provided by the planned speaker or other member. The annual plant show and sale shall also be budgeted. The Treasurer may reimburse expenses not to exceed \$150.00 if required for the operation of the

Society and included within the budget; however, any non-budgeted expense that exceeds \$150.00 shall require advance approval of the Board of Directors. For any non-budgeted expense of \$500.00 or more, approval is required by a majority of the members present at a regularly scheduled meeting. Any member may request to view the financial records of the Society which shall be made available at any reasonable time for inspection.

Section 3. The President and Treasurer shall file any required financial statements or other documents required of non-profit associations by the California Secretary of State's office or any taxing authorities and shall advise the Society each year upon completion of required filings.

ARTICLE 6: ROBERT'S RULES OF ORDER Robert's Rules of Order shall be used to cover any provision not incorporated herein.