

Constitution
and
By-Laws
Of
The Atlantic Coast Camellia Society

ARTICLE I — NAME

The name of the organization shall be known as The Atlantic Coast Camellia Society.

ARTICLE II— PURPOSE

The purpose of the Society shall be:

- 1 To stimulate and extend the appreciation of camellia cultures and to promote the science of camellia culture.
2. To bring together in friendship and fellowship those interested in camellias.
3. To undertake and carry on such other business, enterprises and pursuits incidental to the purposes of the society as herein expressed or as may from time to time seem desirable by the Executive Committee or the membership at large.

ARTICLE III – MEMBERSHIP

The Society shall consist of three classes of membership, two of which are open to any person who is interested in the culture of camellias. All members of the society in good standing shall be entitled to all privileges of the society including- the right to vote and hold office.

1. Charter Member — Any member who joined the Society prior to the end of the 1981 convention and is still in good standing. This class of membership is closed.
2. Annual Member — All members who joined after the 1981 convention and are in good standing.
3. Life Member — All members are eligible to become life members of the society by paying onetime dues equal to twenty times the dues in effect at the time of payment.

ARTICLE IV — GOVERNMENT

1. **OFFICERS:** The Officers of the Society shall consist of a President, a First Vice President, a Second Vice-President, a Secretary and a Treasurer.
2. **EXECUTIVE COMMITTEE:** The Executive Committee shall consist of the Officers, Historian, Journal Editor, Webmaster and the immediate Past President. The President shall be the chairman of the Executive Committee. A simple majority the members shall constitute a quorum.
3. **BOARD OF DIRECTORS:** The Board of Directors shall consist of the Executive Committee, the state directors, directors-at-large and all past presidents.

4. COMMITTEES: The President shall have the power to appoint any regular or special committees s/he deems necessary to advance the objectives of the society. Any member in good standing may serve on such committees. The president shall be a member of all committees.
5. Should any seat on the Executive Committee be unfilled for any reason, it shall be filled by the Board of Directors.

ARTICLE V — AMENDMENTS

The Board of Directors may propose amendments to the Constitution and By-Laws at any regular meeting. Copies of the proposed amendments must be submitted to all members of the Society at least fourteen (14) days prior to the annual meeting. Amendments must be approved by a two-thirds vote of members present in good standing at the annual meeting.

ARTICLE VI — MEETINGS

1. ANNUAL MEETING and CONVENTION: The annual meeting and convention of the Society shall be held in the fall of the year and from time to time may host the American Camellia Society fall meeting. The Secretary shall provide at least sixty days written notice of the annual meeting to all members of the society.
2. SPECIAL MEETING: Any special meetings will be held at the call of the President, or on written petition to the President signed by 25 or more members in good standing. All members shall be notified 14 days prior to the meeting and the purpose of the meeting. Twenty-five (25) members shall constitute a quorum.
3. EXECUTIVE COMMITTEE: The Executive Committee shall meet from time to time as adjourned or at the call of the President.
4. BOARD OF DIRECTORS: The Board of Directors shall meet once in the spring and again as part of the annual meeting and convention or as called by the President.
5. Roberts Rules of Order Revised shall govern the Society except in cases where they are not consistent with the Constitution and By-Laws.
6. Any action not covered by the Constitution and By-Laws shall be reconciled by the Executive Committee and its decision shall be final.

ARTICLE VII — ELECTION OF OFFICERS

1. The President shall appoint a Nominating Committee of at least three members in good standing not later than thirty days prior to the annual meeting. The nominating committee shall announce the slate of officers at the meeting... Nominations may be accepted for any office; from the floor. Voting may be by written ballot at the discretion of the presiding officer. Voting by proxy shall not be permitted.

2. TERMS OF OFFICE: All officers shall be elected for a term of two years.
3. Each state having fifteen or more members is entitled to two Directors. Each state having at least five and less than fifteen members is entitled to one Director. All states not entitled to a Director are entitled as a group to one Director-at-Large.
4. The retiring President shall become “President Emeritus”.

ARTICLE VIII— DUTIES

The President shall preside over all meetings of the Society and serve as chairman of the Executive Committee. He shall appoint the chairman of all committees.

1. The First Vice-President shall assume the duties of the President in his/her absence. S/He shall serve as the Convention Chairman and be responsible for all aspects of the convention including securing the hotel, meeting spaces and all provided meals.
2. The Second Vice President shall serve as the Program Chairman. His/Her duties include arranging the banquet speaker as well as the general education classes for the membership. This may from time to time include an ACS approved judge’s school.
3. The Secretary shall keep a record of all business proceedings of the Society and be responsible for all mailings to the Society.
4. The Treasurer shall collect all dues, have charge of all funds, and shall pay all duly authorized bills. S/He shall make a financial report at each general meeting and an annual report to the membership at the annual meeting.
5. The Executive Committee shall manage all the affairs of the Society. They shall fill all official vacancies, authorize all expenditures and interpret the Constitution and By-Laws and policies. They shall have the power to suspend or expel any member for cause and to reinstate any member so suspended or expelled. The Executive Committee shall not spend or obligate the Society for payment of monies in excess of the amount on hand in the treasury unless specifically authorized to do so by a vote of the entire membership

ARTICLE IX — NOT FOR PROFIT ORGANIZATION

The Society is incorporated and is not organized for pecuniary profit nor shall it have any power to issue any certificates of stock or declare dividends, and no part of its earnings shall inure to the benefit of any individual.

ARTICLE X — DISSOLUTION OF SOCIETY

Upon dissolution of the Society, the Executive Committee shall after paying or making provision for the payment of all the liabilities of the Society, dispose of all the assets of the Society exclusively for the purposes of the Society to such organizations organized and operated exclusively for the promotion of camellias and shall at the time qualify as exempt organizations under Section 501 (c)(3) or (5) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Executive Committee shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations specified above.

ARTICLE XI — I.R.S. COMPLAIANCE

Notwithstanding any other provision of these article this society will not carry on any other activities not permitted to be carried on by (a) organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United State Internal Revenue Law or (b) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any United States Internal Revenue Law.