

**EIGHTH DRAFT BYLAWS FOR A NEW ENTITY, TENTATIVELY CALLED
“TORONTO AFRICAN VIOLET AND GESNERIAD SOCIETY”**

**Bylaws of Toronto African Violet and Gesneriad Society
Adopted <date>**

ARTICLE I – Name, Affiliation and Purpose

Section 1. The name of this organization is Toronto African Violet and Gesneriad Society (“TAVGS”), a chapter of The Gesneriad Society, Inc. and an Affiliate of the African Violet Societies of Canada and America (“TGS, AVSC and AVSA”).

Section 2. The purpose of the Society is to afford a convenient and beneficial association of persons interested in the gesneriad family and the African violet and to stimulate widespread interest in the propagation and culture of gesneriads and African violets.

Section 3. The Society shall be and exist as a non-profit organization.

ARTICLE II – Membership and Dues

Section 1. Membership

1. All persons who support the purpose of the society are eligible for membership.
2. It is recommended that all officers of the Society be members of TGS, AVSC and AVSA.
3. The Society itself must be a member in good standing of TGS, AVSC and AVSA.
4. The Executive Board may revoke the membership of any member of the Society for just cause.

Section 2. Dues

1. Annual dues (from January to December) are recommended by the Executive Board and voted upon by the members at a subsequent Society meeting. Notice of a proposed change in dues must be announced in advance.
2. After two months a member whose dues are in arrears is no longer considered a member of the Society.
3. Individual membership – an individual member shall be entitled to vote in person at any membership meeting.

4. Family membership – a family membership shall be entitled to two votes when two members are present at any membership meeting, but shall receive only one copy of the newsletter.
5. Lifetime membership - shall be available to any member at the rate of 15 times the annual dues as approved by the membership on the recommendation of the Executive Board and payable once.
6. Honorary members – can be for a single year or for life and may be elected by the membership at any general meeting, on the recommendation of the Executive Board.

ARTICLE III – Officers

Section 1. The elected officers are the President, First Vice-President, Second Vice-President, Secretary, Treasurer and four Directors. The Past President shall act as a Director.

Section 2. Nominations for elected Officers of the Society shall be held at the October meeting of the Society year. Officers will be elected at the biennial business meeting in November to serve two years, starting the following January.

Section 3. No office is to be held for more than three consecutive terms, with the exception of the Treasurer, however if there are no new nominations for an officer's position after the three consecutive terms, then the current officer can be re-nominated with the agreement of the membership.

Section 4. Outgoing officers must deliver all office-related records and materials to their successors at the next scheduled meeting.

Section 5 The President of the Chapter and at least one of the following officeholders must be members in good standing of The Gesneriad Society: a Vice President, Secretary and Treasurer.

ARTICLE IV – Duties of Officers

Section 1. President

1. The President presides at Executive Board meetings, performs all duties that pertain to the office, and serves as an *ex officio* member of all committees.
2. The President appoints the chairs of all standing and special committees.
3. The President is responsible for submitting a report to TGS, AVSC and AVSA each January that includes the name and addresses of the Society's officers, the number of members, and any amendments to the Society bylaws approved during the previous year.

Section 2. First Vice President

The First Vice-President performs all the duties of the President in his/her absence.

Section 3. Second Vice President

In the absence of both the President and the First Vice-President, the Second Vice-President acts as the President.

Section 4. Secretary

The Secretary is responsible for preparing, ensuring approval by the membership, and maintaining the record of minutes of all Society and Executive Board meetings.

Section 6. Treasurer

The Treasurer is the custodian of the Society's funds – paying all bills, collecting dues and submitting financial status reports to the membership and Executive Board. Nomination of up to three signing officers will be approved by the Executive Board. Wherever possible it is recommended that they be members of the Executive Board.

Section 7. Directors

The four Directors serve as advisors to and may perform special duties assigned by the President or members of the Executive Board.

ARTICLE V – Executive Board

Section 1. The Executive Board consists of the Society's officers, directors, and committee chairs.

Section 2. The Executive Board shall have control of and be responsible for the management of the affairs and property of the Society. It considers all business and may make recommendations to be voted upon by the members at a meeting.

Section 3. The Executive Board fills any vacancies in elected offices that may occur between elections

Section 4. The Executive Board meets at the discretion of the President, the request of three members of the Board, or five members of the Society. Five members of the Board are a quorum.

ARTICLE VI – Meetings

Section 1. At least six Society business meetings are held annually. The meetings will address the culture of both African Violets and Gesneriads even-handedly.

Section 2. A quorum consists of one third of the members.

Section 3. A special Society meeting may be called at the request of a majority of the Executive Board or five members of the Society.

Section 4. An annual business meeting will be held each November. At every such meeting reports from officers and committee chairs will be provided. Every second year the annual meeting will also include the election of new officers.

Section 5. Proxy votes by email or in writing may be allowed for matters of sufficient import, as decided by the Executive Board.

Section 6. Any member may sell plants or plant related materials during any Society event. Space will vary based on availability. Twenty-percent of all sales will be paid to the Society.

ARTICLE VII – Nominations and Elections

Section 1. A Nominating Committee comprised of the Past President and two members is chosen by the Past President and approved by the membership at the September meeting.

Section 2. All nominations should be finalized in October for elections to occur in November.

ARTICLE VIII – Standing Committee

Section 1. Duties and Responsibilities of Committee Chairs.

1. *Membership Chair* – collects and records payments of dues, gives proceeds to the Treasurer, notifies members whose dues are in arrears, and prepares and maintains the membership list.
2. *Newsletter Editor* – prepares and distributes ten issues of the newsletter each year to members.
3. *Webmaster/Webmistress* – maintains and updates information on the website.
4. *Little (or mini) Show Chair* – provides the entry cards for judging, appoints judge(s) and clerk(s), provides the results of each little show to the Newsletter Editor, maintains records, and announces the yearly winner(s).
5. *Hospitality Chair* – solicits contributions and purchases supplies for refreshments at meetings and other events as needed.

ARTICLE IX – Rules of Order

The latest edition of *Robert's Rules of Order Newly Revised* governs all Society proceedings to which they are applicable.

ARTICLE X – Amendments

The bylaws may be amended by a two-thirds vote of members, including proxy votes, at any regular or special meeting. A proposed amendment to the bylaws is presented to the Executive Board, which must send a copy to each member of the Society at least two weeks before any final action or vote occurs.

ARTICLE XI – Non-discrimination

The officers and board members of the Society will not permit any restrictions or limitations whatsoever based upon race, colour, creed, gender, national origin, or employment status in the conduct of the Society's affairs.

ARTICLE XII – Dissolution

In the event that the Society is dissolved, all assets at the time of dissolution will be donated at the discretion of current members to The Gesneriad Society, Inc.; the African Violet Society of Canada or the African Violet Society of America.