

The Bromeliad Society International, Inc Bylaws and Standing Rules



Revised June 2009

The Bromeliad Society, (Inc.) International Bylaws and standing rules were originally adopted by majority vote of the Board of Directors at its annual meeting in Houston, Texas on June 5, 1990

BYLAWS OF THE BROMELIAD SOCIETY INTERNATIONAL, INCORPORATED

ARTICLE I

NAME

This not-for-profit corporation shall be known as The Bromeliad Society, International (the society, BSI, or the corporation).

ARTICLE II

PURPOSES

The purposes of this society are to promote and maintain public and scientific interest in the research, development, preservation, and distribution of bromeliads, both natural and hybrid, throughout the world, and to promote fellowship.

ARTICLE III

MEMBERSHIP

A. **Eligibility.** Any person, institution or organization interested in furthering the purposes of the society is eligible to become a member.

B. **Classes of membership.**

1. There shall be eight classes of members, as defined in Standing Rule 1, entitled to vote and to receive the ***Journal*** upon payment of the prescribed dues. A surviving spouse of a life member must maintain their own membership to continue receiving members' benefits.

The classes are:

- a) Individual
- b) Dual
- c) Fellowship
- d) Life
- e) Honorary trustee
- f) Affiliated society
- g) Institutional
- h) Commercial

C. **Dues.** The Board of Directors shall determine the dues of each class of voting members. Dues are payable annually on the anniversary date of membership and are non-refundable. Subscription to the ***Journal*** shall begin with the issue following payment of dues or election to the classification of honorary trustee.

ARTICLE IV

OFFICERS AND DIRECTORS

A. **Officers.**

1. **Enumeration.** The officers of this society shall be the president, the immediate past president, the vice-president, the editor, the web master, the membership secretary, the secretary, and the treasurer. They shall be elected by a majority vote of the Board of Directors (the board) at its annual meeting or as provided otherwise.

2. **Eligibility requirements.** Each candidate for office shall be a member in good standing of BSI and agree to remain in good standing during tenure if elected. Candidates for the offices of president and vice-president shall have served at least one term as director.

3. **Nomination and election.**

a) The chairman of the Nominations Committee shall ascertain the individual membership status of the candidates from the membership secretary and make the nominations to the board 30 days before the annual meeting of the board. Any director may nominate from the floor at that meeting.

b) Elections shall be by ballot. If there is only one nominee for an office, a voice vote shall suffice.

4. **Terms of office.**

a) The president and vice-president shall serve three years or until their successors are elected. Their tenures shall begin at the conclusion of the meeting at which elected. Neither may serve more than two terms in those offices.

b) The immediate past president shall serve for a one-year term.

c) Other officers shall serve two year terms or until relieved by the board of their duties either at their own request or by the board for cause.

5. **Orderly transition.** The outgoing officer who shall also help the incoming officer to assume his/her duties shall complete work in progress.

6. **Accountability.** No officer shall be relieved of accountability until he/she has returned all property, including records and funds with which entrusted, to the president or his/her representative.

7. **Vacancies in office.**

a) **Presidency.** The vice-president shall complete the unexpired term. Should the vice-president be unable to assume the presidency, the duties shall devolve on the most senior officer or director in terms of membership in the society, or of service on the board, as determined jointly by the membership secretary and the secretary, subject to confirmation by the board at the earliest possible date.

b) **Other offices.** The president shall appoint a voting member to complete the unexpired term.

8. **Duties of officers.** See Standing Rule 3.

B. Directors.

1. **Proportional representation.**

a) **Geographical regions.** Described in Annex 1, are established for the purpose of providing representation of the membership. The board shall determine the composition of the regions. Changes may be made provided that notice is sent to all affiliated societies in the affected region(s) at least 30 days before the effective date of change.

b) Calculation of representation: Each region shall be entitled to elect director(s) on the basis of one for each five percent of BSI members residing in that region. The calculation shall be made by the membership secretary using membership rolls as of the first day of September of the year preceding any election, provided however that each region shall be entitled to be represented by at least one director

2. Eligibility: A nominee for the office of director shall:

a) Have been a member in good standing for a minimum of three consecutive years immediately before being nominated, be a member when nominated, and agree to remain a member in good standing during his/her tenure.

b) Be a resident of the region for which nominated.

c) Not have served two consecutive terms as a director immediately preceding the proposed nomination.

d) Agree to:

(i) Perform the duties of director listed in paragraph 6 below:

(ii) Attend all annual board meetings at his or her own expense unless excused by the board (this requirement does not apply to nominees of regions outside of the United States);

(iii) Provide the nominator with autobiographical information listed in Standing Rule 4.

3. Nomination procedures. See Standing Rule 4.

4. Election procedures. See Standing Rule 5

5. Term of office: Each director's term shall begin immediately following the annual meeting and shall last for three years. Directors shall serve for no more than two consecutive terms.

6. Duties:

a) Serves on the Board of Directors:

b) Supports the purposes of the society and decisions of the board

c) Acts as liaison between the affiliated societies in his/her Region and the chairman of the Affiliated Societies Committee;

(i) Helps in the affiliation process:

(ii) Keeps affiliate in his/her region informed on society matters:

d) Works to increase membership:

e) Performs such other duties as the president or board may request.

7. **Attendance at meetings.**
 a) Attendance at annual meetings is required unless excused by the president. If a director fails to attend two consecutive annual meetings without being excused, the president shall declare the office vacant.
 b) A director who vacates his office by failing to attend meetings shall be ineligible for reelection for a period of three years.
8. **Vacancies.** If a vacancy occurs, the president shall name a member from that same region to serve the remainder of the term
- C. **Resignations.** Any officer or director may resign at any time upon giving written notice to the President who shall forward this with recommendations to the board. The board shall accept such resignations subject to the accountability provisions described in section A, par. 6 above.

ARTICLE V

THE BOARD OF DIRECTORS

- A. **Composition.** The board shall consist of the officers and directors of the society.
- B. **General provisions.**
 1. The board is the governing body of the society. It has ultimate control of all assets and affairs of the society and of the formulation of its policies and programs, subject to the Articles of Re-Incorporation and these bylaws.
 2. The board shall transact the affairs of the society in accordance with current applicable regulations governing Not-for-Profit Corporations and shall not take any action or carry out any activity not permitted to be taken or to be carried on by a corporation exempt under Section 501 c (3) of the Internal Revenue Code.
- C. **Duties.**
 1. Establishes policy.
 2. Initiates programs to promote the purposes of the society.
 3. Elects the officers and chairmen of Standing Committees and removes them for cause.
 4. Oversees the management and function of the standing committees.
 5. Approves the annual financial report and adopts the annual budget.
 6. Establishes and changes the composition of regions.
 7. Confirms presidential appointments to fill vacancies on the board in accordance with procedures described in Article IV above.
 8. Authorizes the appointment of such agents or employees as may be deemed necessary and authorizes their dismissal.
 9. Amends these bylaws as provided in Article XV.
 10. Reports its activities to the annual general meeting by means of its approved minutes. The minutes, the financial report, and the budget shall be published in the **Journal** in an expeditious manner.
 11. Designates officer(s) or person(s) to sign on behalf of the Society all checks, notes, acceptances, bills of exchange, and audits for the payment of moneys.
 12. Removes directors from office in accordance with pertinent Codes and Rules, these bylaws and Robert's Rules of Order.

ARTICLE VI

COMMITTEES

A. Standing Committees

1. **Chairmen of standing committees.**

a) **Eligibility.** Candidates for the chairmanships of the standing committees shall be voting members when nominated and agree to remain voting members during their tenures.

b) **Nomination and election.** The Nominations Committee shall, in coordination with the membership secretary,

(i) Present a slate to the board at the annual meeting. Nominations may be made from the floor.

(ii) Election shall be by majority vote.

c) **Terms of office.** Each chairman shall serve for one year. Tenure shall begin at the close of the meeting at which elected.

d) **Vacancies.** The president shall, with the consent of the other officers, appoint a voting member to fill any committee chairmanship that may become vacant during the normal two-year term.

2. **Duties.** The duties of the individual chairmen, the functions of the standing committees and the relationship of the Bromeliad Identification Center (BIC) with the society are stated and described in Standing Rule 6.

B. Special committees. The special committees shall include:

1. **The Nominations Committee.**

a) The board shall elect a voting member of the society to chair the committee. Every effort shall be made solicit nominations from all regions. (2000 minutes X. 4.)

b) The president shall appoint at least four other voting members annually from the several regions on a rotating basis to serve on the committee subject to board confirmation.

c) The Committee shall:

(i) Solicit nominations for the office of director and prepare the ballots in accordance with the provisions of Standing Rules 4 and 5:

ii) Nominate officers and standing committee chairmen to the board 30 days before the annual meeting.

2. **Other committees** as required.

ARTICLE VII MEETINGS

A. Annual general. The annual meeting of the members shall be held:

1 During world conference years at the time and place of that conference.

2 During non-world conference years at a time and place determined by the president.

3 The call to the meeting, stating the place, date, and time, shall be announced by the president in *The Journal* not less than 120 days before the meeting date.

4 Any proposed business requiring a vote shall be submitted in writing to the president not less than 60 days before the meeting, or as provided otherwise in these bylaws, or by a two-thirds vote of the board.

5 The quorum shall be the number of voting members present.

6 Proxy voting is authorized.

B. Special general.

1. A special general meeting of the members for any lawful purpose may be called by the president, by the board, or by five percent of the voting members in accordance with procedures described in Standing Rule 11.

2. No business other than the subject of the special meeting may be transacted.

3. The quorum shall be the number of voting members present.
4. Proxy voting is authorized.

C. Annual meeting of the Board of Directors.

1. The annual meeting of the board shall be held immediately after the annual general meeting and at the same place to conduct such lawful business as may be brought to its attention.
2. The president shall prepare and deliver the agenda to each board member at least 30 days before the meeting date. Late changes to the agenda may be developed by the president in the form of addendums and may be presented at the board meeting.
3. A quorum shall consist of a majority of the members present.

D. Special meetings of the board. Provision for special meetings and the conduct of those meetings are described in Standing Rule 11. These meetings shall include meetings in person, by electronic mail (e-mail), by postal mail, or by telephone.

ARTICLE VIII
HONORARY TRUSTEES

A. Definition. The classification of honorary trustee is established to recognize individuals whose distinguished contributions have advanced the purposes of the society. Honorary trustees shall serve without duty, liability, or responsibility. They shall receive the ***Journal*** and be exempt from paying dues.

B. Method of selection. Any voting member may present nominations to the President along with a written list of the candidates' qualifications without divulging the nomination to the nominee. The President along, with the officers, shall comprise a Selection Committee. That committee shall report its recommendations to the board. A favorable secret ballot vote by three-fourths of the board members present shall be required to elect such nominees. If any steps of the procedure are violated, the nominee will not be accepted at that time.

C. Notification and records. The president shall notify the individuals of their election, inform them of their privileges, and provide them with a certificate attesting to their election. The secretary shall maintain a separate and permanent record of all such elections and pertinent correspondence.

ARTICLE IX
PUBLICATIONS

The Society shall publish the ***Journal of the Bromeliad Society*** and other publications pertaining to the purposes of the society as approved by the board in accordance with policy stated in Standing Rule 7.

ARTICLE X
WORLD BROMELIAD CONFERENCE

A. The society shall encourage the convening of World Bromeliad Conferences to promote horticultural excellence, education, the exchange of ideas, and fellowship. World Bromeliad Conferences shall promote the policies and purposes of the society. They shall include a standard bromeliad show as defined in the ***Handbook for Judges, Exhibitors, and Affiliates.***

B. The vice-president shall serve as liaison between the BSI and the World Bromeliad Conference Chair.

ARTICLE XI
FISCAL YEAR

The fiscal year shall end on December 31.

ARTICLE XII
SEAL

The seal shall be as originally described by Victoria Padilla in *The Bromeliad Society Bulletin* vol. 1, no. 1. and subsequently revised to reflect the international aspect of the society.

ARTICLE XIII
PARLIAMENTARY AUTHORITY

Robert's Rules of Order (revised) shall govern except where modified by these bylaws and any special rules that may be adopted.

ARTICLE XIV
ANNEXES AND STANDING RULES

These bylaws may be expanded by the adoption of annexes and standing rules defined as follows:

- A. **Annexes.** Detailed information not pertaining to basic procedures or instructions may be placed in an annex, which has the force of bylaw. The provisions of Article XV, A concerning amendments apply.
- B. **Standing rules.** Such rules contain only such decisions as may be adopted without previous notice by a majority vote at any business meeting [as provided in RR 67]. They will record decisions other than policy matters.

ARTICLE XV
AMENDMENTS

- A. **Bylaws.** The board at any regular or special meeting may, by a two-thirds vote of the members voting, amend these bylaws provided that a copy of the proposed change(s) have been mailed to each board member at least 60 days before the meeting date.
- B. **Standing rules.** The board may adopt or change standing rules without previous notice by a majority vote at any regular meeting.

ARTICLE XVI
DISPOSITION OF ASSETS

In the event of the dissolution of this Corporation, all of the assets shall be distributed by the board to some other nonprofit organization(s) qualified under Section 501c (3) of the Internal Revenue Code, devoted exclusively to purposes closely related to the purposes of this Corporation.

Distribution: One (1) copy to each officer and director, each chairman of standing committees, each president of affiliated societies; 1 copy permanent files. Voting members may request single copies from the secretary at cost.

STANDING RULE 1. CLASSES OF MEMBERSHIP

The following definitions amplify the provisions of Art. III of the bylaws concerning membership classes

- 1. **Memberships.**
 - a) **Benefits of individual membership.** These benefits apply to all with the exception of (iv), which shall only apply to 1. b) (i), (ii), (iii), and (v)
 - (i) One subscription to *The Journal*.

- ii) One vote each at annual general and special general meetings provided that the membership is current at least 30 days before those elections.
 - (iii) One vote each for director(s) nominated from his or her respective region.
 - iv) Eligibility to serve as an officer, director, or committee chairman provided that other conditions are met.
- b) **Definition of memberships.**
- (i) **Individual.** One person who pays the prescribed annual dues.
 - (ii) **Dual.** Two individuals living at one address who pay the prescribed annual dues. Each is entitled to one vote, but only one Journal shall be delivered to this address.
 - (iii) **Fellowship.** An individual person who pays such additional dues as the board may prescribe in support of the cost of color illustrations in *The Journal*. In addition to the benefits listed above, a fellowship member receives one copy of the cultural handbook.
 - (iv) **Life.** Individuals, but not affiliated societies, who make the one-time payment of such sum as the board may direct.
 - (v) **Honorary Trustee.** (See Art. VIII).
 - (vi) **Affiliated society.** (See Standing Rule 2 for affiliation procedures). Affiliated societies receive one subscription to *The Journal* and one copy of the cultural handbook.
 - (vii) **Institutional.** Any organization, other than a commercial enterprise, such as public and private academic and research establishments and their libraries. Dues shall be as the board may prescribe. Institutional members receive one subscription to *The Journal* and one copy of the cultural handbook.
 - (viii) **Commercial.** Any business organization directly or indirectly involved with promoting bromeliads. Dues shall be as the board may prescribe. Commercial members receive one subscription to *The Journal* and one copy of the cultural handbook.

STANDING RULE 2. AFFILIATION WITH THE BROMELIAD SOCIETY, INTERNATIONAL, Inc

1. **The conditions of affiliation are:**
 - a) To accept the provisions of the BSI bylaws.
 - b) To support the decisions of the Board of Directors.
 - c) To encourage membership in the BSI and to require the local officers to be members.
 - d) To pay dues at the prescribed rate and to keep the membership secretary informed of the names and addresses of the local officers annually.

2. **The procedure for applying for affiliation status follows:**
 - a) Address a letter to the chairman of the Affiliated Societies Committee containing:
 - (i) The names, addresses, and telephone numbers of the officers of the applicant society.
 - (ii) A copy of the bylaws of the applicant.
 - (iii) A statement of acceptance of the conditions stated above in par. 1.
 - (iv) Payment of dues at the affiliated society rate.
 - (v) The address to which *The Journal* is to be mailed on a regular basis. The librarian of the applicant society is the preferred addressee.
 - (vi) The signatures of five members of the applicant society, who are also voting members of the BSI.
 - b) The chairman of the Affiliated Societies Committee on receipt of the application shall:
 - (i) Review the application without delay to insure that the conditions stated above have been met
 - (ii) Forward the completed application for provisional acceptance to the membership secretary and, at the same time
 - (iii) Recommend affiliation status to the president for approval by the Board of Directors at the next annual meeting.
 - c) The membership secretary shall, subject to any necessary clarification of data, enroll the applicant society and begin *The Journal* subscription.

- d) The president shall recommend affiliation status of the applicant society to the board at the next annual meeting.
- 3. Affiliation shall continue subject to active compliance with the conditions stated in par. 1.
- 4. Affiliation may be canceled by a two-thirds vote of the board on the recommendation of:
 - a) The Affiliated Societies Committee chairman if the affiliate is found to fail to meet the conditions stated in par. 1 a-d, and, after having been given notice of such failure does not demonstrate compliance or:
 - b) The membership secretary if the affiliate fails to pay its dues after a suitable reminder has been mailed and dues remain in arrears for a period of 6 months following such notice.
- 5. Reinstatement shall require a two-thirds vote by the board on recommendation of the affiliated societies committee chairman.

STANDING RULE 3. DUTIES OF THE OFFICERS.

1. General.

- a) The duties of the officers shall be such as implied by their respective titles and as specified below.
- b) All officers shall submit annual, written reports as follows:
 - (i) Budget requirements and financial accounting to the treasurer 90 days before the annual meetings or by 15 February.
 - (ii) An account of activities to the president at least 45 days before the annual meetings.
- c) All officers shall forward promptly all moneys received to the treasurer with such accounting as he/she may require.

2. The president shall:

- a) Preside at all meetings and have general charge of the business and affairs of the society;
- b) Oversee the work of all committees and serve as ex-officio member of all except the Nominations Committee.
- c) Oversee the transfer of property, records, and funds entrusted to officers and committee chairmen to their successors.
- d) With the secretary:
 - (i) Sign contracts and obligations of the society approved by the Board of Directors except as otherwise provided by decision of the board;
 - (ii) Maintain joint accounts with the treasurer in the name of the society in financial institutions where deposits and securities are kept.
- e) Appoint the Nominations Committee with the approval of the board (Art. VI B.) and the chairmen of other special committees;
- f) Comply with election procedures explained in Standing Rule 5.
- g) Prepare agenda for all meetings and deliver the agenda for the annual general meeting and the annual board meeting to each officer and director at least 30 days before the meetings.
- h) Welcome newly elected officers, directors, and committee chairmen and provides each one with a copy of the bylaws and other pertinent information.
- i) Perform other duties as may be required.

3. The immediate past president shall:

- a. Guide the president and officers regarding past decisions.
- b. Be available to answer questions regarding Society historical events.
- c. Perform other duties as may be required

4. The vice president shall

- a. Preside at all meetings in the absence of the President
- b. Assist in World Conference duties or where appropriate.
- c. Encourage affiliated societies and members to take part in the World Conferences and to provide newsletter-advertising space

- d. Authorize up to six **Journal** pages for text and specific advertising during the twelve months preceding the World Conference and to require payment for other advertising space at the prescribed rate.
5. **The editor shall**
- a) Have editorial supervision over all society publications.
 - b) Have charge of the **Journal** and carry out the policies of the Board with respect to that publication.
 - c) Review all invoices for **Journal** production and mailing and certify them to the treasurer for payment;
 - d) Maintain the society library including a bound set of the **Bulletin/Journal**.
 - e) Establish advertising rates.
 - f) Make contracts required for **Journal** production and distribution.
 - g) Receive an allowance for travel and vehicle operation in the amount decided by the board.
6. **The web master shall:**
- a) Work with the BSI Board and Committee Chairpersons to help establish the direction for use and content of the BSI Web Page.
 - b) Maintain the BSI web page to present a projection of the BSI as a Society while keeping in mind that the page should be showy enough to be pleasing but simple enough for readers with older, slower computer equipment
 - c) Maintain the registration of the BSI.ORG domain name.
 - d) Periodically update information contained on the web page (Membership information, Seed list, events, and Affiliates list, World Conference, photos, links to other web pages of interest to bromeliad growers).
 - e) Maintain an electronic method of forwarding messages to specific groups within the BSI--e.g. Board members, committee chairpersons, round robins.
 - f) Maintain other information in a format that can be retrieved by e-mail or similar format, by members/board of directors. E.g. by-laws, email addresses of board, directors and committee chairpersons.
 - g) Be sensitive to personal information (membership roster) and copyrights (photographs, articles) must be recognized when posting on the web. Doubtful items (roster) should be cleared through the BSI President or BSI Board of Directors prior to posting.
7. **The membership secretary shall:**
- a) Promote membership in the society in accordance with policies established by the board.
 - b) Maintain membership records.
 - c) Compute and announce annually for nomination purposes the number of openings for directors for each region
 - d) Provide the teller with a certified list of the names and addresses of all voting members corrected to the date that ballots for the election of directors are issued
 - e) Provide mailing labels as specified by the Board.
 - f) Report annually on the status of the membership.
 - g) Publish a directory of BSI membership at the direction of the Board of Directors which shall list:
 - i) All BSI members alphabetically with addresses;
 - ii) Regional listings of BSI members by name alone.
 - iii) All BSI affiliates with addresses;
 - iv) All BSI judges
 - h) Receive an allowance for travel and vehicle operation in the amount decided by the board.
8. **The secretary shall:**
- a) Maintain the permanent file of the society including the articles of incorporation, other

- b) essential documents affecting the society, and documents of archival interest;
- b) With the president, cosign all contracts made in the name of the society except in cases where the authority is delegated.
- c) Maintain the file of all contracts and provides a copy of each to the treasurer.
- d) Attend all meetings and prepare minutes of the proceedings in the manner described in ***Robert's Rules of Order***, latest edition;
- e) Submit a draft of all minutes to each member of the board for corrections and additions within 30 days after each meeting except as the board may otherwise direct, and request response within 45 days after each meeting; (C, 3 1999)
- f) Amend the drafts of the minutes to incorporate changes proposed by the individual board members and return the amended minutes within 15 days (60 days after each meeting) to the president and to the other board members. The president shall then make approval of those minutes an item of the next agenda.
- g) Maintain the minutes in permanent form.
- h) Translate board decisions of a directive nature into standing rules and recommend their adoption to the board annually.
- i) Engage in correspondence of a general nature and direct correspondence specifically relating to the functions of other officers and committees to those officers or committee chairmen.

9. **The treasurer shall:**

- a) Have the care and custody of all funds and securities of the society that may come into his/her hands, submit all records for annual audit and submit an annual financial statement and proposed budget to all of the board members not less than 30 days before the annual meeting.
- b) Insure that all accounts are held jointly with the president in financial institutions of the treasurer's choosing.
- c) Keep current, written records of all deposits and securities and moneys received and paid out and present them for annual audit.
- d) Maintain designated accounts in a clearly identifiable manner. These shall include:
 - (i) Life membership payments to be placed in a separate interest bearing account with interest to be paid annually into the general account;
 - (ii) Bromeliad Identification Center funds to be placed in a separate interest-bearing account and not commingled with BSI funds but to be paid to the BIC director on his or her request. Interest earned by this account shall be credited to the BIC account.
- e) Require written and substantiated justification before paying any bills or claims.
- f) Maintain copies of all contracts entered into in the name of the society.
- g) On completion of the annual audit and not less than 30 days before the annual meetings, submit the audited financial report and budget to the board.
- h) File reports with the Internal Revenue Service and other tax agencies as required;
- i) Complete the transfer of all records and funds pertaining to his office within 60 days following the election of a new treasurer in compliance with Art. IV A. 4 and 5 concerning orderly transition and accountability.

STANDING RULE 4. PROCEDURES FOR NOMINATING DIRECTORS

1. **The Nominations Committee chairman shall:**

- a) Obtain from the membership secretary the number of openings for directors for the next election year.
- b) Publish the call for nominations for directors in the November/December issue of the ***Journal***.
- c) Solicit nominations for directors before March 1 annually from the presidents of the affiliated societies in the regions concerned;

- d) Verify membership eligibility of nominees with the membership secretary.
- 2. **Who may nominate.** Any voting member of the society who resides in a region for which there is an opening may nominate a candidate for that opening.
- 3. **Who may be nominated.** Any voting member of the society who resides in a region for which there is an opening and who meets the qualifications stated in bylaws Article IV B 2.
- 4. **Procedure for nominating:**
 - a) Obtain the consent of the prospective candidate and verify compliance with the qualification criteria;
 - b) Mail nominations to the chairman of the Nominations Committee between January 1 and March 18 inclusive of the election year. Telephone nominations will be accepted through March 15 but must be confirmed in writing within fifteen days.
 - c) Supply with each nomination the full name, address and telephone number of the nominee, the position for which the nomination is being made, local society affiliation if any, and a brief autobiography of the nominee.

STANDING RULE 5. PROCEDURES FOR ELECTING DIRECTORS

- 1 The president shall:
 - a) Appoint a disinterested voting member to be the teller for each election and he/she shall, in turn, appoint at least four assistants.
 - b) Inform the chairman of the Nominations Committee of the teller's name and address.
- 2. The chairman of the Nominations Committee shall:
 - a) Prepare the ballot and the return envelope with the teller's name and address and forward that material to the editor in time to be printed and distributed with the May-June issue of the ***Journal***;
 - b) Include voting and handling instructions as follow with the ballot:
 - i) Voting members may vote only for the nominee or nominees of the region in which they reside.
 - ii) Insert the marked ballot in the envelope provided, sign the envelope and mail it to the teller in time to be received not later than September the first of the current year.
 - c) When there is only one qualified nominee, recommend to the president that he declare that nominee elected.
- 3. The membership secretary shall furnish to the teller a certified list of the names and addresses of all voting members current as of the date on which the ballots were issued.
- 4. The teller and assistants shall count the ballots and send a certified copy of the results before September 15 to the president [see ***Robert's Rules***, 1990 ed., section 44]. A plurality vote shall elect.
- 5. The president shall announce the election results including the name(s) of any nominee(s) for uncontested directorships (as in paragraph 2 c) above) in the next available issue of the ***Journal***, and shall notify the candidates of the results.
- 6. The secretary shall enter the teller's report in the minutes.
- 7. Tied votes shall be resolved by the Nominations Committee chairman who shall poll the board members by mail and report the name of the winner to the president. The president shall then act in compliance with par. 5, above.

STANDING RULE 6. STANDING COMMITTEES.

- 1. Bylaws Article VI, section A specifies how the chairmen are elected, and states the duties of the president with respect to those committees.
- 2. The Standing Committees shall be:
 - a) Affiliated Shows
 - b) Affiliated Societies
 - c) Archives and Historical
 - d) BSI World Headquarters
 - e) Bromeliad Research Grant

- f) Conservation
- g) Cultivar Registration
- h) Finance and Audit
- i) Judges Certification
- j) Publications Sales
- k) Seed Bank
- l) Slide Library

3. **The chairmen shall:**

- a) Appoint committee members from among the voting members of the society.
- b) Conduct the business of their committees.
- c) Submit annual, written reports as follows:
 - (1) Budget requirements and financial accounting to the treasurer 90 days before the annual meetings, or by 15 February
 - (2) Report of activities to the president at least 45 days before the annual meetings;
- k) Forward all receipts promptly to the treasurer with such accounting as he/she may require.

4. The functions of the standing committees shall include the following:

- a) **Affiliate Shows**
 - (1) Encourage affiliated societies to sponsor bromeliad shows to be organized in compliance with the latest edition of the ***Handbook for Judges, Exhibitors, and Affiliates***.
 - (2) Review a draft show schedules for compliance with the ***Handbook*** and negotiate necessary changes with the originator.
 - (3) Notify the originator when the show schedule approved, provide show data reports and judges forms to the affiliate;
 - (4) Provide BSI show materials at prices approved by the Board, keep related records, and arrange for replenishment of stock.
 - (5) Maintain completed show data report files for record and reporting purposes.
 - (6) Coordinate activities with the Judges Certification Committee chairman and district registrars.
- b) **Affiliated Societies.**
 - (1) Recruit bromeliad groups to become affiliated with the BSI;
 - (2) Take part in the affiliation process described in Standing Rule 2.
 - (3) Serve as liaison between the affiliates and the BSI with the assistance of the directors.
 - (4) Solicit articles from the affiliated societies regarding their activities and edit them for possible inclusion in the ***Journal***.
- c) **Archive and Historical Committee**
 This committee was established by decision of the Board of Directors in 2000. It is to gather, catalog and store any and all accrued archival material, material of historical interest to the Society and other paraphernalia in association with the World Bromeliad Society.
 - (1) Assist in the coordination and development of the BSI World headquarters.
 - (2) Recommend to the Board any action required in furthering the preservation of said materials, such as transference to CDROM delicate paper documents or photo's.
 - (3) Oversee the collection by allowing controlled access upon reasonable request.
- d) **Bromeliad Research Grant Committee.**
 This committee was established by decision of the Board in 1986 with the provision that funding for research and for the intern fund for the Bromeliad Identification Center be included

in the annual budget of the society.

- (1) Notify potential candidates of fund availability and solicit applications;
- (2) Evaluate research grant proposals.
- (3) Coordinate Bromeliad Identification Center intern selection with the director, BIC.
- (4) Promote and administer the Victoria Padilla Memorial Bromeliad Research Endowment Fund in addition to such other resources that may be available;
- (5) Request the treasurer to pay approved grants.
- (6) Require successful candidates to prepare research reports, review the reports for adequacy, forward approved manuscripts to the editor for possible publication.

e) **Conservation.** The statement of conservation goals and the code of conduct for growers and collectors prepared by the committee (Journal 30:207-209) were endorsed by the Board in 1987 minutes, par. 16.

- (1) Advocate the conservation of bromeliads in nature and their habitats.
- (2) Establish and monitor the effectiveness of a code of ethics defining the behavior of growers and collectors that may affect the well-being of wild populations of bromeliads;
- (3) Represent the society in conservation matters.

f) **Cultivar Registration.**

- (1) Register bromeliad Cultivar names in accordance with procedures approved by the Board of Directors.
- (2) Publish lists of cultivars from time to time.
- (3) Maintain records of cultivars to establish as a minimum:
 - (i) Name of originator and date of registry;
 - (ii) Names of Cultivar and parents to include botanical names;
 - (iii) Distinctive characters.

g) **Finance and Audit.** Examine and analyze the treasurer's annual financial report and reports findings to the board 30 days before the annual meetings.

h) **Judges Certification.** The functions of the Judges Certification Committee are:

- (1) Maintain the Judges records and the Judges roster, which is published and provided by this committee.
- (2) Determine the requirements for the certification of BSI Judges and Judging school instructors.
- (3) Coordinate and publish dates and information concerning any up-coming Judging schools and symposiums
- (4) Responsibility, in conjunction with the Affiliate Shows Committee, for the revision of the ***Handbook for Judges, Exhibitors and Affiliates.***
- (5) Revisions of the ***Handbook for Judges, Exhibitors and Affiliates*** will not be published without the approval of the Board of Directors.
- (6) Provide information to the editor of the BSI ***Journal*** for publication.

i) **Publications Sales.**

- (1) Receive all publications and related property of the society intended by the board for sale and provide secure storage for those materials.
- (2) With the concurrence of the president and the treasurer, set the prices of materials administered by this committee
- (3) Fill orders and maintains an inventory.

j) **Seed Fund**

- (1) Acquire fresh bromeliad seed from donations and exchange and provide suitable

- storage for it;
- (2) Publish a periodic list of available seeds to mail to inquirers who provide prepaid envelopes.
- (3) Fill orders promptly, maintain inventory and record of transactions.

k) Media Library.

- (1) Develop audio/visual programs for sale or rent by affiliated societies and current BSI members.
- (2) With the concurrence of the board, set rental rates and fines for late returns;
- (3) Fill orders promptly, maintain inventory, and record transactions.
- (4) Maintain property in good order.
- (5) Coordinate library activities with the Judges Certification and other committees for support of training and recruiting activities.
- (6) Publish a periodical list of available programs to mail to inquirers who provide prepaid envelopes.

l) Bromeliad Identification Center. The identity of the Bromeliad Identification Center (BIC), its functions and financial support are described here for record purposes.

- (1) BIC was established in 1978 as a function of the Marie Selby Botanical Gardens (MSBG), Sarasota, Florida. The director of BIC is a full-time employee of the MSBG.
- (2) The purpose of BIC is to fulfill the need for accurate and reasonably rapid identification of bromeliad species.
- (3) MSBG supplies the physical facilities of BIC, the part-time services of the BIC director (one-third of his time and salary).
- (4) BIC financial support, in addition to that provided by MSBG, comes from gifts, grants, and other contributions from individuals, organizations, and special benefit activities.
- (5) Property purchased by the BIC director with funds appropriated by the BSI for a specific purpose is clearly identified as BSI property and distinct from that purchased with funds from other sources.

In recognition of these conditions and to promote a close relationship with MSBG and BIC the board does:

- i) Authorize the treasurer to accept contributions to BIC, to deposit and account for them, and to pay them to the BIC director on his request. Such funds may not be commingled with BSI funds.
- ii) Provide annual funding, to the extent practicable, in coordination with the BIC director and the chairman of the Research Grant Committee, for training interns in bromeliad research.
- iii) Encourage the BSI director to coordinate the recruiting and training of interns in bromeliad research with the chairman of the Research Grants Committee, to review and forward reports prepared by the interns to the editor for possible publication.
- iv) Request the BIC director to provide bromeliad specimen identification service for the society members at minimum fee;
- v) Request the BIC director to provide an annual report of his activities and financial status 30 days before the annual board meeting to the president.

STANDING RULE 7. PUBLICATION POLICY.

1. **The Journal** is the official publication of the society. It disseminates all official business matters including the digest of the minutes of the annual Board meeting, the treasurer's report, directories, calls for nominations, and election results in addition to contributed education and research information.
2. Because the **Journal** has a limited fund of original material, it needs to be able to reprint from

any appropriate sources including the newsletters of affiliated societies without having to compete with other BSI publications.

3. The ***Affiliates Newsletter*** is the informal means of spreading information quickly to the affiliates when there is a need, but it may not, as a matter of economic necessity, assume any of the functions of the ***Journal***.

STANDING RULE 8 QUANTITIES OF *JOURNAL* ISSUES PRINTED.

The editor is authorized to adjust the total number of copies of each issue of the ***Journal*** on the basis of membership count plus 12 percent.

STANDING RULE 9. *JOURNAL* PRICES.

The editor is authorized to set the prices of complete volumes of the ***Bulletin*** and ***Journal*** and separate copies of each at not less than current prices plus current postal costs, except as may be provided otherwise.

STANDING RULE 10.

THE VICTORIA PADILLA MEMORIAL BROMELIAD RESEARCH ENDOWMENT FUND.

1. This endowment fund is established in memory of Victoria Padilla, secretary and editor of the BSI for 31 years. It shall be administered by the treasurer who shall make dividends available to the chairman of the Research Grant Committee to promote bromeliad research of such nature as may be determined to be useful by that committee subject to existing restrictions.
2. The fund shall be supported by contributions and by an annual appropriation by the board in addition to the amount normally appropriated for the Mulford B. Foster Bromeliad Identification Center internship. All other donations or appropriations for bromeliad research shall be credited to this fund.
3. The president shall acknowledge receipt of such donations and shall notify the editor who shall make special mention of them in the next available issue of the ***Journal***.
4. The chairman of the Research Grant Committee shall recommend annually the amount to be appropriated for this fund.

STANDING RULE 11. SPECIAL MEETINGS.

Article VII of the bylaws authorizes special meetings of the membership and of the Board of Directors. Procedures governing such meetings are described here.

1. **Special general.**
 - a) The president or five percent of the voting members may call a special general meeting as stated in Article VII B.1.
 - b) The president shall publish the call to a special meeting in ***The Journal*** or by mail notice not less than 10 or more than 90 days before the meeting date. The call shall state the place, date, and time of the meeting, and the nature of the business to be transacted. Mail notices shall be addressed to members in care of their home society insofar as possible in the interest of economy.
2. **Special meetings of the Board of Directors.**
 - a) **Meetings in person.**
 - (i) The president may call a special meeting of the members in person after giving reasonable written notice of the time, place, and purpose.
 - (ii) Board members may ask the president to call a special meeting of the

members in person provided that at least one-third of the members sign such a request. The president shall, within one week of receiving that request give written notice of the time, place, and purpose.

(iii) A quorum shall be a majority of the members.

(iv) The secretary shall record the minutes without delay and the president shall carry out the decisions of the meeting quickly.

b) Meeting conducted by mail. Motions may be made and acted on by mail in accordance with the following procedures when the subject matter must be considered before the next annual meeting and when the physical presence of the members is not essential.

(i) Motions of this nature shall be made in writing. They shall be signed by at least two directors and be presented to the president.

(ii) The president shall dispatch mail ballots not more than seven days after receiving the correctly executed motion(s).

(iii) Directors shall respond within 60 days by mailing their ballot(s) to the secretary; provided however that no response shall be returned earlier than 45 days after the president mails the ballot;

(iv) The vote on the ballot(s) may be yes, no, or postpone for possible consideration at the next annual meeting. A vote to postpone shall be signed by at least six directors; otherwise a majority vote of the returned ballots shall prevail;

v) The secretary shall notify the president of the results of the vote, and the president shall take immediate action to carry out the decision.

c) Meeting by telephone. In an emergency, the president and two directors, or five directors by themselves on written application to the president, may initiate a telephone meeting in accordance with the following procedures:

(i) The secretary, when directed by the president to do so, shall telephone each board member, explain the nature of the emergency, the proposed action, and request each one to state his/her decision, which may be yes or no; Provision shall be made to record such transactions.

(ii) The secretary shall then telephone the results to the president

(iii) The directors shall confirm their votes in writing to the secretary who shall record them in the minutes and notify the president of the results

(iv) If time permits, the president shall wait until he receives the results of the written confirmation to carry out the decision. Otherwise, he shall proceed as soon as notified of the results of the telephone ballot.

d) Meeting by Electronic Media. The president and two directors, or five directors by themselves on written applications (may be facsimile {fax}, electronic mail {e-mail}, or regular mail) to the president, may initiate an electronic media meeting of the Board of Directors using the following procedures.

(i) Electronic Media may be any form such as fax, telephone, Internet, electronic mail or regular mail with follow up by telephone, but is not limited to these forms.

(ii) The secretary, when directed by the president to do so, shall contact each board member, sending the exact text of the proposal if possible to each board member. If the issue is simple, the secretary may elect to contact board members who do not have electronic connection via telephone to explain the nature of the proposal and action requested. The secretary shall request each board member respond electronically if possible with his/her decision which may be yes, no or table. Provisions shall be made to record such initial results.

(iii) The secretary shall notify the president immediately of the initial results via any means, with follow up in some permanent form (electronic mail, fax or

- regular mail).
- (iv) The directors shall confirm their votes in some permanent form (electronic mail, fax or regular mail) to the secretary, who shall record the results in the minutes and notify the president of the confirmed results. In the event the initial results and confirmed results do not match, the secretary shall take action to contact the board members whose votes mismatched to resolve the discrepancy before reporting the vote to the president.
 - (v) The president may elect to wait for the confirmed results if the vote is close, or carry out the action on the initial results if the outcome is certain.

STANDING RULE 12. DUES SCHEDULE.

1. The annual dues schedule shall be as follows:

	United States Address	International Address
a) Individual, including societies and institutions	\$ 40.00	\$45.00
b) Dual US	\$ 40.00	\$45.00
c) Affiliated Society	\$ 25.00	\$30.00
d) Institutional (libraries, botanical gardens, Unaffiliated societies)	\$ 45.00	\$50.00
e) Commercial	\$ 60.00	\$65.00
f) Life	\$ 900.00	\$900.00

2. Additional charges:

Domestic first class	\$ 5.00
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STANDING RULE 13. MEMORIAL AND GENERAL SUPPORT FUND

1. Memorial donations and other gifts are invited to provide support for the activities of the society. These may include gifts to help pay the cost of color illustrations in the *Journal* or for other unspecified purposes. The treasurer shall administer such gifts.
2. The president shall acknowledge receipt of such gifts and shall notify the editor who shall make special mention of them in the next available issue of the Journal.

ANNEX 1: DEFINITION OF GEOGRAPHIC REGIONS.

The society is organized into eleven geographical regions for the purpose of proportional representation as stated in Article IV B.

The regions are:

1. **Australia.**
2. **California.**
3. **Central States:** Arkansas, Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Oklahoma, Ohio, South Dakota, and Wisconsin.
4. **Florida.**
5. **International.** This region includes all areas other than Australia and the United States.
6. **Louisiana.**
7. **Northeast:** Connecticut, Delaware, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont; the District of Columbia; Puerto Rico; all United States territories and possessions in the Atlantic and Caribbean Areas.
8. **South:** Alabama, Georgia, Kentucky, Maryland, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and West Virginia.
9. **Texas.**

10. West: Alaska, Arizona, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington, Wyoming; all United States territories, possessions, and trust territories in the Pacific area.

11. New Zealand