

CONSTITUTION OF THE TIDEWATER CAMELLIA CLUB (09/30/21 Version)

Article I – Name

The name of the club shall be THE TIDEWATER CAMELLIA CLUB.

Article II – Purpose

The purpose of the TIDEWATER CAMELLIA CLUB shall be to enhance the beauty of our community by promoting an interest in the cultivation, growth and displaying of camellias. This may be accomplished through a variety of efforts, including joint ventures and projects with other horticultural groups, local schools, and community agencies, and offering learning opportunities and scholarships to local students. Members will be encouraged through their leadership and example to help educate the community in the area of their individual expertise and knowledge.

Article III – Membership and Dues

Membership of the club shall be open to any person. There shall be three categories of membership:

- a) Individual membership for which annual dues shall be determined by membership vote.
- b) Family membership for which the annual dues shall be determined by membership vote. There shall be no restriction as to what constitutes a family, but a family shall be counted in club records as if it were two individuals and may vote as such at any meeting.
- c) Honorary membership shall be open to any individual who is voted deserving of the honor by a 2/3 majority of the club members voting at any special or general meeting. Honorary members shall pay no dues.
- d) If actions of any member are deemed inappropriate or detrimental to the club and its stated purpose, a cause for removal of a member from the club may be brought before the Executive committee by any member in good standing. The affected member shall be offered a reasonable opportunity to argue against removal. In consultation with club leadership, the Executive committee shall determine if the cause is warranted and a simple majority vote by the Executive committee will either support or deny said cause for a member to be removed from the club. The vote is final with no appeal available.

Article IV – Officers

- a) The officers of the club shall consist of the president, vice-president, secretary, and treasurer. The Executive Committee shall consist of the four above officers and one at-large club member to be appointed by the officers.
- b) If members of the Executive committee, club leadership or the membership have reason to believe an officer has acted inappropriately or in a manner detrimental to the club and its stated purpose, a cause for removal may be brought forward to the Executive committee. The Executive committee will present said cause before the membership at the next General Meeting. The affected officer shall be offered a reasonable opportunity to argue against removal before a vote is taken. If a super majority (70% of the members present) vote for removal is

obtained, the officer shall be immediately removed. The result of the vote is final with no appeal available.

Article V – Committees

The president, with the advice and consent of the executive committee, may establish committees, both standing and temporary, for the smooth execution of the club's purpose and business. Each of the committees shall have a committee chairperson and it will be the responsibility of each committee chairperson to appoint committee members to help carry out the duties of that committee.

Article VI – Vacancies and Special Committees

The president with the approval of the other officers shall fill all vacancies of officers and/or committee chairpersons. The president, with the approval of the other officers, may appoint special committee chairpersons for a designated period of time, including, the committees listed in the bylaws.

Article VII – Election of Officers and Committee Chairpersons

The officers of the club, i.e. the president, vice-president, secretary, and treasurer, shall be elected by a majority vote of the members at the last regularly scheduled meeting as scheduled by the Executive Committee. The nominating committee shall present the nominees and there shall be a call for nominations from the floor. The chairperson of each committee shall be appointed by the incoming president with the approval of the other incoming officers before the first general meeting following the election. The new officers will begin their term of office on June 1st following the election. Each retiring officer and committee chairperson shall turn over to his or her successor all property, records and information relating to that office on or before June 1st.

Article VIII – Meetings

- a) Regular meetings shall be held each month at a place and time to be announced to all members at least one week before the date of the meetings as scheduled by the Executive Committee.
- b) Elections shall be held during the April meeting and shall be announced to all members at least two weeks before the date of the meeting. The announcement shall include the name of members nominated for election as president, vice-president, secretary and treasurer by the nominating committee. At this meeting other members present at the meeting may be nominated for those positions and a vote will be held as described in Article VII.
- c) Special meetings shall be called by the president or by a majority vote of the officers of the club or by written petition signed by fifteen members and shall be held at a time and place to be announced to all members at least one week before the date of the meeting. The purpose of the special meeting must be included in the announcement.
- d) Executive committee meetings may be called by the president or by a majority vote of the officers of the club and shall be held at a time and place to be announced to all officers at least two days before the date of the meeting.

Article IX – Dissolution

Although the period of duration for the club is expected to be perpetual, if for any reason it is to be dissolved or otherwise terminated, no part of the club assets (cash, CD's, physical property etc) shall be distributed to or used to inure to the benefit of any officers or members of the club. Upon dissolution, any and all liabilities will be satisfied and the remaining assets will be distributed by the Executive officers to and only to a 501(c)(3) garden club, the American Camellia Society or other similar organization with purposes and objectives consistent with those of the club.

Article IX – Bylaws

The club By-Laws may be amended by a simple majority vote of the quorum at a duly called meeting.

Article X – Amendments to the Constitution

Amendments to the constitution may be proposed by the officers of the club or by written petition signed by fifteen members. The membership must be notified at least 30 days prior to the meeting at which all proposed amendments to the constitution will be presented. The constitution may be amended by a 2/3 vote of the members voting at a general or special meeting provided that all members are notified that a vote to amend the constitution will be held at that meeting and that any member who wishes to study the proposed changes before the meeting is given that opportunity.

Article XI – Parliamentary Authority

The rules contained in Robert's Rules of Order shall govern at all meetings of the club except where they are inconsistent with this constitution.

This constitution, upon approval, supersedes all previously published club constitutions.

Revised _____ Signature of President _____

By-Laws Of The Tidewater Camellia Club
(09/30/21 Version)

Definitions

Member – a person who has paid his or her dues or an Honorary member as defined in Article III of the Constitution of the Tidewater Camellia Club.

Adult – a club member 18 year of age or older.

Quorum – a group of at least fifteen (15) club members.

Dues

Dues shall be set by a vote of the membership as described in Article III of the Constitution of the Tidewater Camellia Club.

Duties of the Officers

The President Shall:

- a) Schedule and Preside at all regular and executive committee meetings of the club.
- b) Call special and executive committee meetings as necessary.
- c) Appoint committee chairpersons with the approval of the other officers.
- d) Appoint special committee chairpersons with the approval of the other officers. (e.g. nomination committee, audit committee, by-law committee, etc.)
- e) Be an ex-officio member of all club committees.
- f) Be responsible for other club activities not delegated to other officers or committee chairpersons.
- g) Appoint a special or temporary chairperson to preside over meetings to facilitate parliamentary procedure or objectivity.
- h) Be the official club spokesperson unless otherwise delegated by the president and/or the Executive committee

The Vice-President shall:

- a) Preside at any general, special or executive committee meeting if the president is absent.
- b) Temporarily assume the responsibilities of the president, secretary or the treasurer when he or she is absent or otherwise unable to act in their elected capacity.
- c) Set a program and reserve an appropriate venue for all general meetings. Any program speaker honorarium or transportation expenses will require approval by a 2/3 majority of the executive committee officers prior to confirming said speaker.
- d) Introduce the speaker and present him or her with an appropriate gift.

The Secretary shall:

- a) Keep minutes at all regular, special and executive committee meetings. Present minutes of all meetings to the participants for review in a timely manner.
- b) Deal with all official club correspondence not handled by another officer.
- c) Keep the minutes which shall be passed down from secretary to secretary from year to year, and be made available for viewing by the members as requested.
- d) Shall log and keep attendance records for all General Meetings.

The Treasurer shall:

- a) Collect all dues and other funds received by the club.
- b) Pay all bills owed by the club.
- c) Record all transactions in a financial ledger that shall be open for inspection by the officers of the club as requested.
- d) Inform members when their dues need to be paid.
- e) Report the club's financial status at all general and special meetings.
- f) Coordinate with the Membership committee for the collection and documentation of annual dues.

The At Large member shall:

- a) Be appointed by the club officers
- b) Attend Executive committee/leadership meetings
- c) Serve as a liaison to the general membership
- d) Assist the Executive officers and/or Committee chairs with their duties
- e) Have the same voting power as the Executive committee members

Duties of the Chairpersons

Individual Chairpersons are responsible for the publicity of their committee activities. Insofar as the Camellia Festival and Show are very important annual events, each officer and committee chair shall assist the Club Show chair in whatever ways are required to ensure success.

The Chairperson of the Membership Committee shall:

- a) Seek out and contact any potential new members.
- b) Distribute a club brochure to new and/or potential members.
- c) Introduce new members at a general or special meeting at which they are present.
- d) Maintain a list of club members, their addresses, phone numbers and e-mail addresses.
- e) Ensure new members and visitors are welcomed to club activities.
- f) Coordinate with the club Treasurer to track and document collection of annual dues.
- g) Coordinate with the Nomination committee for potential officer and committee chair selections

The Chairpersons of the Club Shows shall:

- a) Appoint members of the committee including an Assistant Show Chairperson.
- b) Oversee publicity for the show.
- c) Generate and distribute literature associated with the show.
- d) Get judges for the show.
- e) Get volunteer staff to run the show.
- f) Register the show and results with ACS if appropriate.

The Chairperson of the Communications Committee shall:

- a) Maintain the club's internet sites with input from the club's officers and committee chairpersons.
- b) Communicate club meeting announcements and activities to the membership via internet, email, or other appropriate methods.
- c) Communicate club activities to the public via internet, email, newspaper, magazine or other media as appropriate.
- d) Monitor, distribute and maintain the club's email account as appropriate.
- e) Assist with communications for other club committee chairpersons as required.

The Chairperson of the Nominating Committee shall:

- a) Be responsible for appointing members of this committee whose job it is to interview people who are capable and willing to serve as officers of the club.
- b) Present to the membership, at the April general meeting, a list of potential officers to be reviewed by the membership in accordance with Article VII of the club constitution.

- c) Coordinate with the Membership committee to identify and present potential officers and committee chairs.

The Chairperson of the Sunshine Committee shall:

- a) Send get well notes to sick or injured members.
- b) Send cards in the event of the death of a member, member's spouse or a member's child.

The Chairperson of the Social Committee shall:

- a) Plan and organize all club social functions including but not limited to covered dish suppers.
- b) Arrange to provide refreshments at monthly meetings.
- c) Oversee a reimbursement that may be paid to the committee chairperson or other members for refreshment expenses. (Note: not to exceed \$20 per regular monthly meeting unless pre-approved by the President.)

The Club Historian shall:

- a) Be the custodian of official records of the club to include but not be limited to press clippings, flyers, maps, brochures, photography, etc.
- b) Sign up as a library administrator of the collection and become familiar with and update those items as required.

Note: The above are the by-laws of the TIDEWATER CAMELLIA CLUB Constitution and may be changed by a quorum simple majority vote of the members at a general meeting with due notice to address situations as they arise.

These by-laws, upon approval, supersede all previously published club by-laws.

Revised _____ Signature of President _____