

**PURPOSE (MISSION) OF THE  
Chinle Cactus and Succulent Society  
CCSS**

The purpose of the CCSS is to promote knowledge, enjoyment, cultivation and conservation of cacti and other succulent plants among its members, other individuals and organizations throughout West-Central Colorado.

**BY-LAWS OF THE  
Chinle Cactus and Succulent Society  
CCSS**

The following By-laws are for the regulation and governance of the CCSS.

**Article I  
Name and Office of the Organization**

Sec. 1.01 Name

The organization shall be officially known as the Chinle Cactus and Succulent Society (CCSS).

Sec. 1.02 Offices

The CCSS may have one or more offices (mailing addresses) as determined by the Board of Directors.

**Article II  
Membership and Dues**

Sec. 2.01 Membership

Membership shall be available to those individuals and families that have paid the current annual dues to the CCSS.

Individual memberships include membership and voting rights for one member.

Family memberships include membership and voting rights for two members.

Student memberships include membership and voting rights for one high school or college student member.

Sec. 2.02 Voting Rights

Each member shall be entitled to one vote on each matter submitted to a vote of the members of the CCSS.

Sec. 2.03 Dues

Annual dues shall be paid no later than March 1st of each year.

The dues payments of new members joining the CCSS during the last quarter of a year will be applied to their membership dues of the following year.

Changes in annual dues of the CCSS shall be proposed by the Board of Directors and published in the newsletter prior to the meeting at which the vote is to be taken. Approval of any proposed changes to the annual dues requires a simple majority of the members present at the CCSS regular membership meeting immediately following publication in the newsletter.

Sec. 2.04 Member in Good Standing

A member in good standing is one who conforms to the By-laws of the CCSS, CCSS Policies, Procedures and Guidelines as adopted by the Board of Directors, and is not delinquent in payment of the annual dues.

Sec. 2.05 Nondiscrimination

CCSS programs are available to all without discrimination.

**Article III  
Meetings**

Sec. 3.01 Annual Meetings

The regular December Membership Meeting of the CCSS shall be considered the Annual Meeting for purposes of electing officers.

Sec. 3.02 Special Meetings

Special meetings of the general membership of the CCSS may be called by the President, the Board of Directors, or by at least twenty percent (20%) of the members in good standing.

Sec. 3.03 Meeting Notification

Written notice of all general membership meetings, special activities and field trips shall be contained in the CCSS newsletter or in other written communication. Such notification shall be sent to all members at least 7 days prior to the meeting or activity and shall contain details about the date, time, location, and general subject matter to be addressed.

Written notice of any special meeting shall be provided to the general membership of the CCSS at least 15 days prior to any such meeting. The notice shall contain details about the date, time, location, and general subject matter to be addressed.

Sec. 3.04 Quorum

A quorum at any meeting of the CCSS requiring a vote of the general membership shall consist of at least twenty percent (20%) of the members in good standing.

Sec. 3.05 Organization

The President shall normally preside over all meetings of the CCSS. In the President's absence, the chain of authority shall be: first, the Vice President; second, the Secretary; third, the Treasurer; fourth, the Member- at-Large; and fifth, a chairperson chosen at

the meeting. The Secretary or a designated substitute shall maintain a written record of all meetings.

#### **Article IV Officers**

Sec. 4.01 General

Officers of the CCSS shall be elected by the general membership and include: the President, Vice President, Secretary, Treasurer and Member-at-Large.

Sec. 4.02 President

The President shall preside at all meetings of the CCSS and shall be ex-officio member of all committees. The President shall provide liaison between the CCSS Board and the general membership and facilitate achieving the objectives of the CCSS Board. The President may appoint additional members to the Board of Directors as needed in conformance with Article V. The President also serves as the Immediate Past President following completion of his term of office.

Sec. 4.03 Vice President

The Vice President shall, in the absence of the President, perform all of the duties of the President. The Vice President shall assist the President and the Board as needed, during operations of the CCSS.

Sec. 4.04 Secretary

The Secretary shall act as the official secretary and recorder of all meetings and activities of the Society. The Secretary will also provide summaries of appropriate activities to the editors of the Society's Newsletter.

Sec. 4.05 Treasurer

The Treasurer shall be responsible for all funds and financial activities associated with the CCSS. In addition, the Treasurer will maintain a current membership listing. The Treasurer shall keep full and accurate records of all financial transactions and activities and shall make such records available to the Board as required.

Sec. 4.06 Member-at-Large

The Member-at-Large shall be responsible for maintaining liaison between and among the general CCSS membership and the CCSS Board. The Member-at-Large is the CCSS Affiliate Representative to the Cactus and Succulent Society of America. The Member-At-Large is the historian and archivist for the Society, and coordinates publicity and marketing activities for the Society.

**Article V**  
**Board of Directors**

Sec. 5.01 Membership

The CCSS Board shall include the five elected officers: President, Vice President, Secretary, Treasurer and Member-at-Large (Article IV Officers). In addition the following positions are included as members on the Board of Directors:

Sec. 5.02 Immediate Past President

The Immediate Past President shall assist the Board in maintaining continuity for the Society and perform other duties as assigned by the Board for the benefit of the Membership (Sec. 4.02).

Sec. 5.03 Program Coordinator

The Program Coordinator is appointed by the President and is responsible for scheduling and coordinating interesting and educational programs and activities for the CCSS.

Sec. 5.04 Newsletter Editor

The Newsletter Editor is appointed by the President and is responsible for preparing and distributing the CCSS Newsletter and meeting notifications on the frequency prescribed by the Society's Board of Directors.

Sec. 5.05 Garden Committee Coordinator

The Garden Committee Coordinator is appointed by the President and is responsible for maintaining the CCSS-sponsored gardens and liaison between CCSS and other entities associated with the gardens.

Sec. 5.06 Webmaster

The CCSS Webmaster is appointed by the President to manage the CCSS website and all operations connected thereto.

Sec. 5.07 Vacancies and Additions

The President may, in consultation with the Board of Directors of the CCSS, appoint a CCSS member in good standing to fill any vacancy (include officers) on the Board of Directors. In addition, the President, in consultation with the Board, may appoint up to three additional Board members.

Sec. 5.08 Meetings

The Board of Directors of the CCSS shall meet as often as necessary to ensure the smooth operation of the Society. Meetings shall normally be held at the call of the President, but may be called at the request of three or more members of the Board of Directors. All Board members shall be notified at least seven days in advance of all Board meetings. All Board of Director meetings shall be open to the general membership of CCSS.

Sec. 5.09 Quorum

A quorum at any Board of Directors meeting for the CCSS shall consist of a simple majority of Board members.

Sec. 5.10 Powers

The operations of the CCSS shall be managed by the Board of Directors. The Board of Directors shall have the following powers:

1. To make and change rules and procedures which are consistent with these By-laws for the routine operation and management of the Society.
2. To select an appropriate depository for the funds of the CCSS and who shall be authorized to conduct the necessary financial functions of the CCSS.
3. To delegate any powers of the Board of Directors as deemed appropriate.
4. To approve applicants to membership and to suspend members, subject to

Sec. 2.04

5. To make, alter and amend standards of conduct for members of the Society and for the governing procedures of the Board.

Sec. 5.11 Remuneration

Members of the Board of Directors shall not receive any salary or other compensation for their services as directors. The Board may, depending upon the availability of funds, authorize reimbursement of actual expenses incurred by individual members for activities directly related to the activities of the Society.

Sec. 5.12 Ethics

Ethical behavior is expected of all Board members.

## **Article VI**

### **Books**

Sec. 6.01 Records (Books)

The Secretary shall maintain a complete set of minutes of all board, special and regular membership meetings of the Society.

The Treasurer shall maintain a complete set of financial records and also maintain a current membership and mailing list for the Society.

## **Article VII**

### **Committees**

Sec. 7.01 Nominating Committee

Annually, in September, a nominating committee shall be appointed by the President of the CCSS. The nominating committee shall provide the Board of Directors with a list of one or more nominees for each position on the Board of Directors. Potential nominees must give their approval to the nominating committee prior to being listed as a candidate.

The Newsletter Editor will ensure the list of nominees is presented to the general membership in the Newsletter preceding the December general membership meeting.

Sec. 7.02 Garden Committee

The Garden Committee is responsible for coordinating all activities associated with maintaining the gardens that are supported and sponsored by the CCSS.

Sec. 7.03 Other Committees

Other committees and sub-committees may be appointed by the President as needed to facilitate activities of the CCSS.

### **Article VIII**

#### **Disposition of Assets upon Dissolution**

Sec. 8.01 Disposition of Assets

Upon dissolution of the CCSS, all property and assets remaining after the payment of all obligations will be given to a botanically-oriented non-profit organization such as the Colorado C&SS, the Cactus and Succulent Society of America, or as determined by the Board of Directors of the CCSS.

### **Article IX**

#### **Amendments**

Sec. 9.01 Amendments to the By-laws

Amendments to these By-laws may be proposed in writing at any meeting of the Board of Directors of the CCSS. The Board shall present the proposed amendment(s) in writing to the membership at least 30 days prior to a vote at a general or special membership meeting. Approval of any amendment to the By-laws shall require at least twenty percent (20%) of the members in good standing.

### **Article X**

#### **CCSS Policies, Procedures and Guidelines**

Sec. 10.01 CCSS Policies, Procedures and Guidelines

CCSS Policies, Procedures and Guidelines related to the day-to-day operation of the CCSS are contained in a separate document apart from these By-Laws, and is reviewed and amended by the Board of Directors as needed for the efficient operation of the CCSS.

### **Article XI**

#### **Effective Date**

Sec. 11.01 Effective Date

The effective date of these By-laws for the CCSS was February 5, 2009, amended December 12, 2013 and hereby further amended and approved by the Membership at the Regular CCSS meeting on June 14, 2018.