



BYLAWS

ARTICLE I: NAME

The name of this nonprofit educational organization is Organization of Floral Art Designers (OFAD).

ARTICLE II: OBJECTIVES

The objectives of OFAD are:

Section 1. To encourage interest in all phases of floral art design.

Section 2. To share knowledge and study advanced floral art design.

Section 3. To promote floral design as an art form.

ARTICLE III: MEMBERSHIP & DUES

Section 1: Membership is open to anyone interested in the study of floral art who submits an application with annual dues for the current fiscal year. There shall be no pro-rating of membership dues.

Section 2. There shall be five classes of membership as defined in Standing Rules.

Section 3. All dues are payable based upon requirements stated in the Standing Rules.

ARTICLE IV: OFFICERS AND THEIR DUTIES

Section 1. Elected officers shall be President, Co-President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary, and Treasurer.

Section 2. All individual members of OFAD in good standing are eligible to serve as officers.

Section 3. The term of office shall be two years or until successors are elected or appointed.

a. No officer may serve more than two (2) consecutive terms in any one position with the exception of the Treasurer and 3rd Vice President.

b. Officers may be removed from office for cause by a majority vote of the Executive Committee if notice has been given or otherwise by a two-third vote of the Executive Committee.

Section 4. The term of office shall begin upon the close of the annual meeting at which the officers are elected.

Section 5. The President shall:

a. Be the Chief Executive officer and official representative of OFAD.

b. Preside at all meetings of the board of directors, the Executive Committee and the annual meeting.

c. Appoint a Parliamentarian.

d. Appoint all chairmen of committees as are deemed necessary except the Nominating Committee.

e. Serve as ex-officio member of all committees, except the Nominating Committee.

f. Perform all other duties pertaining to the office including the authority to represent the organization.

Section 6: The Co-President shall:

a. Perform the duties as assigned by the President.

b. Be chairman of the Workshops Committee.

Section 7: The 1st Vice President shall:

a. Perform the duties of the President in the absence of or at the request of the President.

b. Serve as chairman of Programs Committee.

Section 8: The 2nd Vice President shall:

- a. Perform duties as assigned by the President.
- b. Serve as Chairman of the Vendor Committee.
- c. Shall develop Corporate Sponsorships.

Section 9: The 3rd Vice President shall:

- a. Perform duties as assigned by the President.
- b. Serve as Chairman of Membership and Communications Committee.
 - i. Maintain membership data and coordinate with the Treasurer.
 - ii. Notify members of annual dues payable as stated in the Standing Rules.
 - iii. Email confirmations of dues and seminar registrations.
 - iv. Notify members of unpaid dues.
 - v. Oversee the OFAD website.
 - vi. Perform all other duties pertaining to the office or assigned by the President.

Section 10: The Secretary shall:

- a. Keep a full and complete record of the proceedings of the OFAD annual meeting and Executive Committee meetings.
- b. Maintain all original OFAD legal documents.
- c. Conduct the general correspondence of OFAD not assigned to other officers.
- d. Distribute copies of minutes to the appropriate recipients within 10 days of each meeting.
- e. Maintain a file of amendments to bylaws and standing rules.
- f. Perform such other duties as assigned by the President.

Section 11: The Treasurer shall:

- a. Receive all monies collected in the name of OFAD.
- b. Deposit all monies in the name of OFAD with a bank(s) authorized by the Executive Committee.
- c. File tax reports as required.
- d. Bank(s) account shall have two names on the account.
- e. Request payment of bills through OFAD as set forth within an approved budget or as authorized by the OFAD Executive Committee.
- f. Present a written financial report at each meeting.
- g. Keep itemized records of all transactions and receipts for not limited to post office box and storage.
- h. Serve as Chairman of the Budget Committee.

ARTICLE V. NOMINATIONS AND ELECTIONS

Section 1. A nominating committee shall consist of five (5) individual OFAD members to be elected at the annual meeting held in even-numbered years.

Section 2. The Nominating Committee shall present at the annual meeting in odd-numbered years a slate of candidates for the offices of President, Co-President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary, Treasurer. Additional nominations may be made from the floor, provided the consent of the nominee has been obtained.

Section 3. Election of officers shall be held at the annual meeting in odd-numbered years.

Section 4. Election of President, Co-President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary and Treasurer shall be by ballot unless there is but one candidate for each office, in which case the election may be held by voice vote.

Section 5. A majority of those present and voting shall elect. Proxy voting shall not be allowed.

Section 6. Officers and chairmen shall assume office immediately following the close of the annual meeting in odd-numbered years.

Section 7. Officers and committee chairs shall transfer to their successors all records pertaining to the office within thirty (30) days of the election.

ARTICLE VI. MEETINGS

Section 1. The annual meeting of the organization shall be held in conjunction with the OFAD Seminar unless otherwise scheduled.

Section 2. Only individuals who are members of OFAD are eligible to attend the Seminar and Meeting.

Section 3. Special meetings may be called by the President or Co-President.

Section 4. A quorum shall consist of 30% of those in attendance at the annual meeting.

Section 5. There shall be a wrap up meeting of the Executive Committee immediately following the Annual Seminar held at the same venue as the seminar.

Section 6. In an emergency, the Executive Committee by a two-thirds (2/3) vote may cancel an annual meeting or may change the place and date, including allowance for an electronic meeting.

Section 7. In the event of a National crisis, all business may be conducted at a meeting of the Executive Committee.

Section 8. Organizations which donate financially to OFAD shall not have voting privileges.

ARTICLE VII. EXECUTIVE COMMITTEE

Section 1. The executive committee shall consist of the elected OFAD officers and the Immediate past President(s).

Section 2. The Executive Committee shall be the governing body of OFAD and shall:

a. Transact routine business between each annual meeting.

b. At no time modify action taken by members at the Annual meeting.

Section 3. The President(s) shall preside at all meetings of the Executive Committee.

Section 4. A majority shall constitute a quorum.

Section 5. The committee shall meet at the call of the President for the purpose of transacting business between the annual meetings.

Section 6. The committee may share information or conduct business by telephone or video conference. Any action taken shall be announced and made a part of the minutes of the next executive committee meeting.

Section 7. The committee shall have the power to fill any vacancy by appointment until the next election.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. Composition of the OFAD Board of Directors shall be the Officers, Committee chairs and Immediate Past President(s).

Section 2. Special meetings may be held at the call of the President. Board members shall be notified of special meeting within two weeks prior to said meeting. Minutes of the special meeting shall be approved at the next regular meeting.

Section 3. The Committee may share information or conduct business by telephone or video conference.

ARTICLE IX. COMMITTEES

Section 1. There shall be such committees as are necessary for the operation of the organization.

Section 2. Ad Hoc Committees Chairmen may be appointed by the President or Co-President with the approval of the Executive Committee, i.e. including but not limited to Boutique, Gallery, Financial Review, Properties, Contract Development.

Section 3. The term of office for committee members shall correspond with that of the officers.

Section 4. Standing Committees are appointed by committee chairs and currently include the following:

- a. Workshop committee.
- b. Programs committee.
- c. Vendor committee.
- d. Corporate sponsorship committee.
- e. Membership and Communications committee.
- f. Budget committee.
- g. Bylaws committee.
- h. Contract review committee.
- i. Advertising and Marketing committee.

ARTICLE X. FINANCES

Section 1. The fiscal year shall be from July 1 through June 30.

Section 2. The Treasurer shall recommend to the Executive Committee increases to budget accounts or expenditures of money in excess of one hundred dollars (\$100) outside of budget before any action by the Executive Committee.

Section 3. No indebtedness shall be incurred on behalf of the organization by any OFAD member without authorization by the Executive Committee.

Section 4. No action shall be done which contemplates pecuniary gain or profit to any of the members of this organization.

Section 5. Accounts of the Treasurer shall be reviewed at least annually or whenever there is a new Treasurer by a Financial Review Committee comprised of three individual OFAD members appointed by the President.

ARTICLE XI. REQUIREMENTS TO BE EXEMPT AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE

ARTICLE XII. PARLIAMENTARY AUTHORITY

The rules contained in the most current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of OFAD in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and the Standing Rules of the OFAD or any special rules of order the OFAD may adopt.

ARTICLE XIII. AMENDMENTS

These Bylaws may be amended by the membership at the annual meeting of OFAD by a two-thirds (2/3) vote of those present and voting, provided that the proposed amendment(s) shall have been sent to each member at least thirty (30) days in advance.

1. Amendments may be proposed by any member prior to 90 days before the annual meeting.
2. Executive Committee will approve all proposed amendments prior to the vote of the membership.

ARTICLE XIV. DISSOLUTION

Upon dissolution of this organization, all assets remaining after debts have been satisfied shall be distributed to the California Community Colleges' System Horticulture and/or Floristry programs.

Approved October 2021

EXECUTIVE COMMITTEE

Co-Presidents: Steven Brown, AIFD; Lily Chan, AIFD

1st Vice President: Nancy Huseby; 2nd Vice President: Susi Gillum; 3rd Vice President: Brad Welles; Secretary: Corrie Ten-Have; Treasurer: Shane Looper, Immediate Past Presidents: Dolores Moffat, Susi Gillum