

# AMERICAN ROSE SOCIETY

## STANDING RULES

*Below are the Standing Rules of the American Rose Society approved by the Board of Directors as of August 2021.*

### **1. Electronic Voting by the Board of Directors**

In the event that the Executive Committee decides to put an issue before the Board of Directors, the Executive Director will email all board members notice at least two (2) weeks before the meeting date. The email will include information regarding the topic to be discussed and a virtual meeting invitation. All virtual meeting agenda items/ recommendations will follow the same format/forms as used in standard meetings.

Board members will debate the issue and make any motion amendments during the virtual meeting. At the conclusion of the discussion, Board members will vote. The Executive Director will tally the votes and announce the results. Results tabulation will include Yes, No, and No Response. The Executive Director will retain discussion and voting results as minutes of the conduct of business.

*Approved by the Board of Directors via E-vote June 30, 2021 (Ad Hoc Committee of the Non-Quorum of the Board, June 2021 at Shreveport, Louisiana)*

### **2. Prizes and Awards Committee**

- a. The chairman of the Prizes and Awards Committee will be appointed by the incoming ARS President, subject to Board of Director approval, and will serve a 3-year term.
- b. Committee members will be appointed by each of the 4 incoming Regional Directors.
- c. Committee members will serve a term of 6 years.
- d. Transition committee members previously appointed from Regions 1, 3, 5, 7 and 9 will fulfill their 6 year appointments terminating in 2024. Establishes the committee to become 8 members in 2024 with 50% of the committee changing every 3 years.
- e. Committee members are limited to two terms (3 years each). Should a situation arise whereby more than 6 years may occur, for example a past committee member is subsequently elected as Regional Director, the Regional Director will appoint a new committee member in their place.

*Approved by the Board of Directors on August 27, 2020*

### **3. Local Society and Affiliated Societies – Voting**

Any local rose society or affiliated horticulture club whose dues are current and in good standing with the American Rose Society is entitled to one vote in each national election or item put before the membership for a vote.

*Approved by the Board of Directors on April 21, 2012, at Tyler TX*

### **4. American Rose Society Privacy Policy**

**Section 1** - Only authorized ARS staff will have access to membership information for any purpose, except as required by law. Membership information will be available to ARS Officers, members of the Board of Directors, and Committee chairs only after they sign the ARS Privacy Policy. All ARS members on the Do Not Contact list will be excluded from any sharing of information. ARS will never sell membership information for any purpose.

**Section 2** - Mass emails by Officers, Directors, and committees of the Board to all members of ARS are official documents. These documents will be vetted by official vote of an ARS committee and will be distributed by ARS staff following approval by the Executive Committee or Board of Directors.

**Section 3** - Names of all ARS officers, Members of the Board of Directors, Committee Chairman, Horticulture and Arrangements Judges and Consulting Rosarians will be available on the ARS website. Contact with these individuals will be available via email links, without the actual display of their contact information.

*Approved by the Board of Directors via E-vote June 30, 2021 (Ad Hoc Committee of the Non-Quorum of the Board, June 2021 at Shreveport, Louisiana)*

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### **5. Location of American Rose Society Stand-Alone Board Meetings**

Anytime the Board of Directors does not meet at a National Convention, it will meet at such location as may be determined by the Executive Committee. Any such meeting may be conducted in person or electronically, or a combination of the two.

*Approved by the Executive Committee on June 17, 2020*

### **6. Resolution of tie votes for positions elected by the Board of Directors**

**Section 1** - If two candidates receive the same number of votes and there are more than two candidates, a runoff election between the top two candidates shall be held.

**Section 2** - If any election in which there are only two candidates results in a tie vote, and if all voting members of the Board are not present and voting, a runoff election by electronic ballot shall be held.

**Section 3** - If any election in which there are only two candidates results in a tie vote, all voting members of the Board having cast a ballot, the tie shall be resolved by a coin toss performed by the Executive Director in the presence of witnesses, either in the presence of the candidates or while all parties are on a conference call. The winner of the coin toss shall be declared elected to the position.

*Approved by the Board of Directors on May 3, 2018, at Jacksonville FL*

### **7. Procedures for the Tally Committee for Triennial Elections Conducted by a Third Party**

The Executive Director shall instruct the firm conducting the election on behalf of the Society to separately send reports of the election results to the Executive Director and each member of the Tally Committee. If the Tally Committee finds the reports to the Committee and the Executive Director to be in order and in agreement, the Committee shall provide certification of the results to the Executive Director, who shall proceed as directed in Article XVI, Section 5, of the Bylaws of the American Rose Society.

*Approved by the Board of Directors on October 25, 2018, at San Diego CA*

### **8. Electronic Meetings of the Board of Directors**

In the event the Executive Committee shall determine as a consequence of the COVID-19 pandemic or other emergency that an in-person meeting of the Board of Directors shall not be practicable or advisable, the Executive Committee may give notice of and order that the meeting may be conducted by electronic means using GoToMeeting, Zoom or such other electronic meeting software as may be available for such purposes.

*Approved by the Executive Committee on June 17, 2020*

### **9. Electronic District Meetings**

In the event a District Director shall determine as a consequence of the COVID-19 pandemic or other emergency that an in-person meeting of a governing body of a District shall not be practicable or advisable, the District Director may give notice of and order that the meeting may be conducted by electronic means using GoToMeeting, Zoom or such other electronic meeting software as may be available for such purposes. Any District Bylaw consistent with this Rule is automatically approved.

*Approved by the Executive Committee on June 17, 2020*