



American Rose Society
Starting a New Local Society
Information Packet

Welcome to the World of Roses!



Checklist of Forms for Starting A New Rose Society

1. Complete Application Form with a list of Officers
2. Submit EIN Number information to the American Rose Society
 - To Apply for a EIN Number see link below:
<https://sa.www4.irs.gov/modiein/individual/index.jsp>
3. Submit Bylaws
 - Sample bylaws are included in this document
4. Optional-Purchase our Affordable Liability Insurance
 - Information & Form included in this document
5. Mail Documents and Payment To:

American Rose Society
P.O. Box 30000
Shreveport, LA 71130-0030



**AMERICAN ROSE SOCIETY APPLICATION FOR
CHAPTER and AFFILIATED CLUBS**

Please check the classification for which your group is applying:

Chapter Club
\$35.00 annual dues enclosed

Affiliated Club
\$70.00 annual dues enclosed

Full official name of organization: _____

Date of founding: _____ How often are officers elected? _____

What month are your officers elected? _____

If you have a regular meeting place give full address: _____

Do you publish a bulletin? No Yes Title: _____

Is membership limited in anyway? No Yes If so, how? _____

What is your total club membership now? _____

How many individuals are ARS members? _____

How many families hold at least one regular ARS membership? _____

Please enclose a complete roster of your total club membership including officers as it stands presently.

Important addresses needed for ARS files:

PRESIDENT:

Name: _____

Address: _____

City: _____

State & Zip: _____

Phone: _____

Email: _____

TREASURER:

Name: _____

Address: _____

City: _____

State & Zip: _____

Phone: _____

Email: _____



CHAPTER AND AFFILIATED SOCIETIES

GUIDELINES FOR CHAPTER AND AFFILIATED SOCIETIES

- Local groups must follow American Rose Society rules and regulations and not jeopardize the ARS tax status.
- Membership must be open to all to join.
- Societies must have democratic elections of officers and directors.
- Chapters and affiliates have one year to come into compliance with the above rules. (Exceptions to the above guidelines must be approved by the ARS Board of Directors or tax counsel, whichever would be appropriate.)

WHAT IS A CHAPTER SOCIETY?

Any rose society may hold a Chapter Membership in the American Rose Society upon payment of the status dues, provided that at least one member of each family or household represented in the society is a full ARS member. Chapter Society dues are \$35 per year.

WHAT IS AN AFFILIATED SOCIETY?

Any rose society not eligible for a Chapter membership, upon payment of the status dues, may become an Affiliated Society. Many members, but not all of them, of these local societies are ARS members. The majority of local rose societies enjoy affiliate status. Affiliated Society dues are \$70 per year.

- A Chapter or Affiliate in Good Standing is one in which all dues are current and the ARS policies are not violated. Regulations in addition to those listed above are stipulated in other specific areas of interest, e.g. rose show rules and regulations.
- The American Rose Society is chartered as a non-profit corporation under the laws of the State of Louisiana.
- The American Rose Society is operated exclusively for educational purposes within the parameters of Section 501(c)(3) of the Internal Revenue Code. Local societies shall not engage in activities which would invalidate or threaten to invalidate the ARS status as an exempt organization under the above-stated IRS Code.

IRS FILING REQUIREMENT FOR LOCAL SOCIETIES

by Robert B. Martin Jr.

*Certified Specialist in Taxation Law, The State Bar of California,
Board of Legal Specialization, Email: petrose@aol.com*

The American Rose Society is not qualified to offer tax advice for individuals or local rose societies. You should consult with your tax professional for advice regarding your responsibilities.

The American Rose Society is recognized by the Internal Revenue Service as an educational organization exempt from Federal income taxation under the Internal Revenue Code. Contributions to the ARS are tax deductible under Section 170(c)(2). A local rose society affiliated with the ARS is also eligible for recognition as a tax-exempt educational organization under a “group exemption” procedure. Under this procedure, the ARS submits copies of the organizational documents of affiliated local societies to the IRS, which rules on their eligibility. Contributions to local rose societies that have been recognized as eligible are also tax deductible.

Tax-exempt organizations with gross receipts normally in excess of \$50,000 are required to file an annual return on either Form 990 or Form 990-EZ. Most small tax-exempt organizations with gross receipts that are normally \$50,000 or less, including local rose societies recognized as tax-exempt, are required to electronically file Form 990-N, also known as the e-Postcard, with the IRS annually. The e-Postcard is due every year by the 15th day of the fifth month after the close of the organization’s “tax year.” Most local rose societies do not even have a “tax year” of which they are aware, in which case it is safe to assume that the tax period is the calendar year and ends on December 31.

If your local society does not file its e-Postcard on time, the IRS will send a reminder notice. There is no penalty assessment for late filing the e-Postcard, but an organization that fails to file required e-Postcards (or information returns – Forms 990 or 990-EZ) for three consecutive years will automatically lose its tax- exempt status. The revocation of the organization’s tax-exempt status will not take place until the filing due date of the third year.

The e-Postcard requires eight items of basic information about your local society:

1. Employer identification number (EIN), also known as a Taxpayer Identification Number (TIN). (Societies that do not have a separate TIN may apply by calling ARS Headquarters.)
2. Tax year (Typically the calendar year).
3. Legal name and mailing address.
4. Any other names the organization uses.
5. Name and address of a principal officer.
6. Web site address if the organization has one.
7. Confirmation that the organization’s annual gross receipts are \$50,000 or less.
8. If applicable, a statement that the organization has terminated or is terminating.

Use this link to file the e-Postcard:

www.irs.gov/charities-non-profits/annual-electronic-filing-requirement-for-small-exempt-organizations-form-990-n-e-postcard

TWO MODELS OF BYLAWS FOR LOCAL ROSE SOCIETIES

Below are two versions of suggested bylaws for local societies. One version is simpler and adaptable for smaller societies; the other for larger and more complex local rose societies. The Job Descriptions attempt to encompass various tasks that might be assigned to the traditional roles assumed by members in the course of the management of the society's annual operations.

THE SIMPLER VERSION: MINIMALIST BYLAWS MODEL

Bylaws of the _____ Rose Society
An affiliate of the American Rose Society
(Date of Adoption) (Date of Last Amendment)

Article I—Name

Section 1. The name of the organization shall be _____ (hereinafter referred to as 'The Society.')

Section 2. The Society shall be affiliated with the American Rose Society (ARS), a corporation organized under the laws of the state of Louisiana on July 1, 1975.

Article II—Objectives

Section 1. The objectives of The Society are to promote and encourage amateur and professional rose horticulture; to promote the rose as a symbol of beauty and friendship; to encourage our members and the general public in growing the National Floral Emblem; and, to educate both our members and the community at large as to the care of the rose.

Section 2. The Society shall operate on a non-profit basis and shall not operate in any manner resulting in financial profit or gain for its individual members.

Article III—Membership

Section 1. All persons interested in growing roses shall be eligible for membership in The Society.

Section 2. A single payment of dues shall enable all adult members of a single household (residents at one address) to be listed as full members of The Society, with all rights and privileges.

Section 3. Membership dues shall be established by a simple majority of the members present and voting at any scheduled meeting.

Section 4. The fiscal year of The Society shall be from January 1st to December 31st. Dues shall be due and payable on or before January 1st of each year. Members whose dues have not been received by April 1st shall be dropped from the membership rolls.

Section 5. Dues of new members joining after October 1st shall cover the remainder of the current fiscal year plus the next fiscal year.

Section 6. Honorary Members--Honorary Memberships may be granted on the basis of distinguished services to The Society by a two-thirds vote of the Board of Directors. These

may be granted for either a specified term or for life. Honorary members are exempt from dues and assessments for the duration of their honorary membership, but retain the right to vote and to run for office within The Society.

Section 7. Youth Memberships: Youth memberships may be offered to persons under the age of 18 to encourage multi-generational participation in rose horticulture.

Article IV—Officers

Section 1. The officers of The Society shall be a President, a Vice-president, a Secretary and a Treasurer. The officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by The Society.

Section 2. The President shall preside at all meetings of The Society and of the Board of Directors. The president shall appoint Standing Committee Chairs with the consent of the Board of Directors and be a member ex-officio of all committees except the Nominations Committee. The President shall call meetings of the Board of Directors as indicated by these Bylaws.

Section 3. The Vice-President shall preside at meetings of The Society and the Board of Directors, in the absence of the President and assume the duties of the President if the office becomes vacant.

Section 4. The Secretary shall keep records of all meetings of The Society and of the Board of Directors and record all votes. The Secretary shall maintain a correct list of members and officers of The Society as well as copies of the Bylaws and standing rules.

Section 5. The Treasurer shall receive all monies due The Society and disburse monies as directed by The Society or the Board of Directors. At the end of the fiscal year, the Treasurer shall present the financial records of The Society for audit to an Audit Committee appointed by the President.

Section 6. The officers shall be elected by ballot unless there is but one nominee per office when elections may be by voice vote. Officers elected shall serve for the term of 1 year or until their successors are elected. The term of office begins on January 1st.

Section 7. No members shall serve more than 3 consecutive terms in the same office except for the Treasurer who may serve 6 consecutive terms.

Section 8. In case of a vacancy in the office of President, the Vice-president shall automatically become President and the vacancy occurs in the office of Vice President. All other vacancies in office shall be filled by the Board of Directors.

Article V—Meetings

Section 1. The regular meetings of The Society shall be held on the _____ (e.g. fourth Wednesday, second Thursday) of every month except (indicate months in which meetings will not be held).

Section 2. The regular meetings in _____ (name the month, usually November) shall be known as the annual meeting and shall be for the purpose of electing officers.

Section 3. Special meetings may be called by the President or by any two members of the Board of Directors or by a written request from any 20 members of The Society. The purpose of

the special meeting shall be stated in the announcement. Except in cases of emergency, at least seven days' notice must be given.

Section 4. At least (a number) members of The Society in good standing shall constitute a quorum.

Article VI—Board of Directors

Section 1. The current officers, the Immediate Past President and four Members at Large elected by The Society shall constitute the Board of Directors. Should a vacancy occur in the office of the Immediate Past President for any reason, an additional Member-at-Large shall be elected. All other vacancies shall be filled as recommended by the Board.

Section 2. A quorum of the Board of Directors shall be five.

Section 3. The Board of Directors shall have the power to transact business in a manner beneficial to the efficient administration of the purposes of The Society. These powers include, but are not limited to: preparation and adoption of the budget, adopting rules and regulations for the governance of The Society and general supervisory duties over committees. The Board of Directors shall be subject to the orders of The Society and none of its acts shall conflict with actions taken by The Society.

Section 4. The Board of Directors shall meet upon the call of the President or upon the request of five members of the Board of Directors.

Article VII: - Committees

Section 1. The Standing Committees of The Society shall be Programs, Membership and Hospitality.

Section 2. Others committees include, but are not limited to Publicity, Rose Show Chair or any other functional or operational position or activity. The scope and authority of these committees will be specified in the Standing Rules or in the creation of these Committees by the Board of Directors. The President is a member ex-officio of all committees except the Nominations Committee. The Treasurer may not be a member of the Audit Committee. Otherwise, all Board members are both eligible and encouraged to serve as committee chairs or members.

Section 3: A Nominating Committee of three society members shall be announced at a meeting two months before the election of officers. A Chair for this committee shall be appointed by the President; the other two members shall be chosen by the Nominations Chair from among the general membership of The Society. The Committee shall prepare a slate of candidates for office for the ensuing calendar year. This slate shall be presented to the Membership at the meeting preceding the election of officers. Members of the Nominating Committee members are eligible for election to office. Nominations may also be made at the meeting in which elections are held by members of The Society.

Article VIII—Parliamentary Authority

Section 1. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern The Society in all cases to which they are applicable and in which they are consistent with these Bylaws or any Standing Rules adopted by The Society.

Article IX—Dissolution

Section 1. In the event of the dissolution of The Society, all debts shall be paid.

Section 2. Any remaining monies in the treasury shall be disbursed to the American Rose Society or any other eligible and appropriate 501(c)(3) organizations.

Section 3. The Board of Directors shall determine the appropriate recipient as a standing rule. This rule shall be reviewed every five years.

Article X—Amendment of Bylaws

These Bylaws may be amended or repealed by the affirmative vote of two-thirds of those present and voting at a regular membership meeting or a special meeting provided that the amendments have been submitted at the previous regular meeting.

Standing Rules:

Order of Business, the order in which agenda items are considered may be adopted as separate documents. Adopting them as separate documents permits suspension or change without amending the Bylaws. The order of business may be suspended in order to accommodate speakers to start the main program before the consideration of the business of The Society.

Order of Business might include:

- a. Call to Order
- b. President's welcome
- c. Introduction of guests or new members
- d. Program**
- e. Roll call
- f. Minutes
- g. Financial Report
- h. Correspondence not requiring action
- i. Officers' Reports
- j. Board of Director Reports
- k. Standing Committee Reports
- l. Special Committee Reports
- m. Special Orders
- n. Unfinished Business and General Orders
- o. New business
- p. Announcements
- q. Adjournment

**Generally, the order of business should permit a guest speaker or presenter to precede the consideration of routine business matters such as a roll call, reading of the minutes or committee

reports. As a matter of courtesy and respect for the speaker, these items might be delayed until later in the meeting. No more than ten or fifteen minutes of welcome to guests or new members should delay the start of the program. (*See Section IV*)

THE MORE COMPLEX VERSION: SUITABLE FOR LARGER SOCIETIES

**BYLAWS of the _____Rose Society
Organized in _____ Adopted _____**

Article I—Organization Name and Affiliation

Section 1. This Organization shall be known as the _____Rose Society, hereinafter known as ‘The Society.’

Section 2. The Society shall be affiliated with the American Rose Society (ARS).

Article II—Mission and Purpose of the Organization

Section 1. The Mission of The Society is to encourage its members and the public-at-large to grow beautiful roses.

Section 2. The Purpose of The Society is: To educate its members and the public in the most up-to-date horticultural methods of rose-growing.

- To promote the rose as a symbol of love, peace, beauty and friendship and encourage rose gardening as an enjoyable hobby.
- To honor the rose as the floral emblem of our country by sharing roses within the community.
- To support the American Rose Society (ARS) in its work as a Conservation, Preservation, and Research organization dedicated to roses.
- To encourage membership in the ARS as the leading plant society dedicated to rose horticulture and its purpose—to aid amateur, expert and hobbyists in growing good roses.

Article III—Membership

Section 1. All persons interested in growing roses shall be eligible for membership.

Section 2. Members shall be required to pay dues as directed by Article X, Sections 1-4.

Section 3. A person may be elected as an Honorary Member of the society by vote of the Board of Directors.

Article IV—Executive Committee, Board Members and Board of Directors

Section 1. The Officers of The Society shall be a President, First Vice President, Second Vice President, Third Vice President, Secretary and Treasurer.

Section 2. The Officers of The Society are encouraged to be members of the American Rose Society. To that end, The Society will purchase memberships in the American Rose Society for the President and Vice Presidents.

Section 3. The Executive Committee shall be made up of all Officers of The Society.

Section 4. The Board of Directors of The Society shall be composed of the Executive Committee and the following Board members: the Past President of The Society and two Standing Committee Chairs (such as the Publications Editor and the Prizes and Awards Chair). All shall have voting privileges.

Section 5. In the event of a District or National Convention, the chair of the event shall serve on the Board without voting privileges, unless said chair is already a member of the Board. If the event requires service longer than the term of the Executive Committee of The Society, the chair and committee shall serve until completion of the event.

Article V. Duties of the Executive Committee, Board Members and Board of Directors

Section 1. Executive Committee

The **President** shall preside at all regular and board meetings of The Society; shall preside at all special meetings of The Society; shall set the date and preside at the January Board Retreat (*see Article VIII-Meetings*); shall be responsible for appointing regular and standing committee chairs and submitting a list of these chairs to the Board of Directors at the January Board Retreat; shall appoint all committees not otherwise provided for in the Bylaws; shall appoint the Nominating Committee Chair by the September meeting; shall be an ex-Officio member of all committees, except the Nominating Committee; and, shall coordinate the work of The Society.

The **First Vice President** shall preside at meetings in the absence of the President and shall aid the President in his/her duties when called upon; shall be responsible for the meeting place of The Society, except for the January Board Retreat; shall be responsible for regular meeting programs and speakers and for organizing special events/programs approved by the Board; shall obtain and coordinate with the Publications Editor all lists of national and district officers/committee, as well as national, district and other local meetings and events for inclusion in the society yearbook; shall act as Parliamentarian of The Society.

The **Second Vice President** shall preside at meetings in the absence of the President and First Vice President; shall be the Membership Chair; shall coordinate a yearly membership event with the First Vice President; shall be in charge of providing hospitality and name tags at all meetings of The Society; shall furnish membership forms at public functions of The Society; shall contact unpaid members to renew membership in The Society by February 1.

The **Third Vice President** shall be the Rose Show Chair of The Society and work with the Board of Directors on the location of the Show; shall organize a rose show committee for submission to the Board at the January Board Retreat; shall inform ARS Headquarters of The Society's rose show date in accordance with ARS publication schedules; shall order all supplies for the show committee in conjunction with the needs of the various committees; shall furnish a list of all rose show winners to ARS Head-quarters, the District Bulletin editor, "Rose Exhibitor's Forum" editor and the Society Publicity Chair for publication in the local newspaper.

The **Secretary** shall be in charge of all Executive, Board and regular or special meeting minutes of The Society; shall be responsible for all correspondence of The Society; shall record

attendance at meetings of The Society.

The **Treasurer** shall be the Finance Chair of The Society; receive and account for all funds of The Society; pay all bills, keep funds of deposit in a local bank approved by the Board of Directors; shall prepare year-end financial reports and yearly budget reports for the Board which shall be presented at the January Board Retreat; shall maintain appropriate records to support and verify financial transactions; shall be responsible for monthly meeting financial reports to the membership; shall be in charge of initiating necessary ways and means projects; shall act as cashier at all money-raising projects; shall obtain advertising for the yearbook and rose show schedule; shall be responsible for registration duties at national or district events held by The Society; shall keep accurate membership records of The Society.

Section 2. Board Members

- Duties of the Past President: The immediate Past President shall act as The Society liaison to the American Rose Society (ARS) and to the (insert name) District to which The Society belongs.
- Duties of the slated members of the Board: The two Standing Committee Chairs slated shall, in addition to their duties, assist the Executive Committee with the work of The Society.

Section 3. Board of Directors

- The Board of Directors shall be charged with planning the affairs of The Society.
- The Executive Committee shall be empowered to transact the ordinary business of the Society, except a dues change, which shall be determined by the Board of Directors with approval by the membership.
- No action or project may be undertaken on behalf of The Society without approval by the Executive Committee.

Article VI—Nominating, Standing and Special Committees

Section 1. Nominating Committee--The Nominating Committee shall consist of three Society members: a Chair appointed by the President from the Board of Directors and two members selected from the membership. This committee shall be appointed before or at the September meeting of The Society. The Nominating Committee shall present a slate of one candidate for each Officer and Board position and be in charge of any ballots or balloting process required in the voting procedure. The slate of Officers and Board members shall be published by or presented at the October meeting. The slate shall be voted on at the November meeting or at the discretion of the Board of Directors. Nominations may also be made from the floor.

Section 2. Standing (Permanent) Committees shall be named by the Board of Directors.

Section 3. Standing Committee Chairs shall be appointed by the President.

Section 4. Standing Committees of The Society shall be: (List Society Standing Committees)

Section 5. Special or Ad hoc Committees of The Society shall be designated by the Board of Directors, e.g. Bylaws.

Article VII—Terms, Vacancies and Expirations

Section 1. The terms of all Officers and Board members shall be for one year, beginning immediately

after installation; however, the past treasurer shall be responsible for finance and budget reports for the year ending December 31.

Section 2. The terms of all Committee Chairs shall expire upon installation of new Officers and Board members, except that of a Convention Chairs, whose term expires upon completion of the event.

Section 3. A vacancy on the Board of Directors shall be filled by a majority vote of the remaining Board of Directors, with the following exception:

- The office of the incoming or new President, if vacated, shall be filled by the First vice President. The Board of Directors will then fill the vacated office of the First Vice President. Should the immediate Past President be unable to serve on the Board or is slated as an officer, a vacancy shall be declared and the President shall appoint a Society member to the position.

Section 4. A vacancy for a Committee Chair or Convention Chair shall be filled by the President.

Article VIII—Meetings

Section 1. Society Meetings--Regular meeting dates shall be set by the Board of Directors and published in the yearbook and monthly newsletter of The Society.

Section 2. Board of Directors Meetings--The January Board Retreat shall be the Board of Directors yearly planning meeting. The time, date and place of the Retreat shall be set by the President and the agenda shall be mailed or emailed by the President or Secretary to each Officer and Board member one week before the Retreat. Officers and Board members are responsible for informing the President of their agenda items. This meeting shall be open to the membership for voicing concerns or ideas by contacting the president and a time shall be set aside to discuss the issues(s). The Retreat will then be closed to all but the Board of Directors to facilitate the business of The Society.

Section 3. Special Board of Directors Meetings--Special Board of Directors meetings may be called by the President or a majority of the Board of Directors.

Section 4. Executive Committee and Board Meetings--Executive Committee and Board Meetings may be called by the President at his/her discretion.

Section 5. Annual Banquet Meeting--The December meeting shall be an annual Awards and Installation Banquet at which Officers and Board members are installed and service and special awards are presented.

Article IX—Voting and Quorums

Section 1. All motions require a majority of the active members present at the meeting for adoption.

Section 2. Voting shall be by ballot if more than the number of slated or nominated candidates exists for an office. Voting may be by viva voce (voice vote) if the number of candidates does not exceed those slated or nominated.

Section 3. A quorum for any regular meeting shall consist of those active members present.

Section 4. A quorum for any Executive Committee meeting shall consists of four members.

Section 5. A quorum for any meeting of the Board of Directors shall consist of five members.

Article X—Dues

Section 1. Society dues shall be set by the Board of directors and submitted to the membership for approval by vote. Notification of the dues change shall be presented by the October meeting for a vote at the November meeting.

Section 2. Dues for new members shall be prorated on a semi-annual basis. July 1 marks mid- year.

Section 3. Dues (except for new members) shall be considered delinquent if not paid by February 1 of each year.

Section 4. Member(s) failing to pay dues by February 1 shall be removed from the membership roll, unless otherwise specified by the Board of Directors.

Article XI—Conventions, Shows and Exhibits

Section 1. All Conventions shall be under the direction of the Board of Directors and the Convention Chair, appointed by the President.

Section 2. All Rose Shows shall be under the direction of the Board of Directors and the third Vice President.

Article XII—Amendments

Section 1. The Bylaws of The Society may be amended at any regular meeting, provided that notice has been given to the membership at a prior meeting or through publication in The Society's newsletter.

Section 2. A vote of two-thirds (2/3) of the active members present at a meeting is needed for amending the Bylaws.

Article XIII—Dissolution of the Society

Section 1. In the event of the dissolution of The Society, all debts shall be retired.

Section 2. Remaining monies in the treasury shall be disbursed to the American Rose Society or any other eligible 501(c)(3) organizations.

Article XIV—Parliamentary Authority

Section 1. *Robert's Rules of Order Newly Revised* a modern edition, shall be the parliamentary authority of all matters of procedure.

Section 2. Where *Robert's Rules of Order Newly Revised* conflict with those of the Bylaws of The Society, the latter shall prevail.



Sign up for our **FREE** e-newsletter all about **GROWING ROSES!**

NAME _____ EMAIL _____

NAME _____ EMAIL _____

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