



CONSTITUTION AND BYLAWS

**THE INTERNATIONAL PLANT
PROPAGATORS' SOCIETY, INC.
SOUTHERN REGION
OF NORTH AMERICA**

- Approved at the 46th Annual Business Meeting, Athens, GA, October 20, 2022

CONSTITUTION OF THE INTERNATIONAL PLANT PROPAGATORS' SOCIETY, SOUTHERN REGION OF NORTH AMERICA, INC.

Article 1 - Name

The name of this organization shall be the International Plant Propagators' Society, Southern Region of North America, Inc.

Article 2 - Objectives

The purposes of the IPPS Southern Region of North America (IPPS-SR) are to promote and encourage area, region, national, and international interest in research and education in plant propagation and production in all branches of the Horticulture/Green Industry through: a) the sponsorship of an Annual Meeting to provide a forum for research reporting, lectures, tours, and public discussion on plant propagation and production; b) dissemination of plant propagation and production knowledge through publications of the *IPPS Combined Proceedings*, IPPS web page, social media, and other publications of the Region; c) the development of mutual understanding among individuals and organizations concerned with the science and profession of plant propagation and production – as part of a global plant production knowledge network.

Article 3 - Membership

- A. Membership shall conform with the requirements specified in the constitution of the International Plant Propagators' Society, Inc.
- B. Membership shall be open to anyone who shares an interest in plant material, plant propagation, production and other areas of the Horticulture/ Green Industry - characterizing the Southern Region of the United States.
- C. The membership year is January 1 to December 31.

Article 4 - Officers

- A. The thirteen officers shall consist of the Executive Committee: President, First Vice-President, Second Vice-President, immediate Past-President, First-Year and Second-Year Directors, Secretary-Treasurer, Editor, Digital Communications Director, International Delegate, International Alternate Delegate. In years the IPPS-SR hosts the International tour, the President of the International also serves on the Executive Committee.

- B. The President, First Vice-President, Second Vice-President, First-Year and Second-Year Directors, shall be elected on by members of the Southern Region at the annual business meeting. They shall hold office for one year and shall not serve more than two terms.
- C. The International Delegate and International Alternate Delegates shall be elected on by members of the Southern Region at the annual business meeting of the Southern Region, and shall hold office for two years; International Delegates and Alternate Delegates shall not serve more than two terms. The President of the International shall be elected by members of the Southern Region at the annual business meeting, in years the IPPS-SR hosts the International meeting.
- D. The Secretary-Treasurer, Editor, and Digital Communications Director shall be appointed annually for a one-year term by the Executive Committee, who shall prescribe their duties.
- E. All officers shall serve without remuneration except the Secretary-Treasurer, Editor, and Digital Communications Director - each of whom shall receive remuneration for their services. The amount of the remuneration will be determined by the Executive Committee.

Article 5 - Executive Committee

- A. The Executive Committee shall consist of thirteen members as follows: President, First Vice-President, Second Vice-President, immediate past President, Secretary-Treasurer, Editor, four elected Directors, Digital Communications Director, International Delegate, and Alternate International Delegate. In years the IPPS-SR hosts the International, the International President is added.
- B. Seven members shall constitute a quorum in meetings of the executive committee.
- C. The Executive Committee shall be charged with the management and control of the affairs and property of the organization. The board approves the budget, delegating the Secretary-Treasurer to pay bills, make expenditures, and sign contracts within those guidelines. The Secretary-Treasurer sends monthly financial statements to the board for review.
- D. The Executive Committee shall have the authority to fill vacancies occurring in elective positions between meetings.
- E. The President shall serve as chairman and the Secretary-Treasurer shall be responsible for the secretarial needs of the Executive Committee. In the absence of the President, the First Vice-President shall preside. In the absence of both the President and the First Vice-President, the Second Vice-President shall preside. If all three should be absent, the Executive Committee shall elect a chairman from among the Executive Committee members present.

Article 6 - Committees

- A. Unless otherwise specified, the President shall appoint all necessary and authorized committees, subject to approval of the Executive Committee.

- B. The President shall serve as an ex-officio member of all committees except the Nominating Committee.
- C. The Nominating Committee shall consist of the three most recent past Presidents, chaired by the most senior past President. Following the Nominating Committee's report at the annual business meeting, floor nominations are in order and together with nominees submitted by the Nominating Committee will constitute the slate to be voted upon. Members of standing committees, other than the Executive, are appointed by selection following standard operating procedures (SOP) of the *IPPS-SR Operations Manual*, and not voted on.
- D. The Membership Communications Committee is made up of the previous "Membership Committee" and "Technical Communications Committee". The roles and responsibilities of the Membership Communications Committee include coordination of information for the monthly newsletter, social channels; coordinating specialty events at the annual meeting; communicating about current meeting planning, including speakers, tours and sponsorship; coordinating membership outreach programs – from retention of current members to recruitment of new members to solicitation of new members from the current year's meeting area.

The 8-person committee will be chaired by the Digital Communications Director who will set the monthly agenda. Other committee members include: the Secretary-Treasurer, International Alternate Delegate, 1st Vice-President, the two First-year Directors, one current local site committee member, and a member from the annual meeting location to occur the following year. Members are appointed by standard operating procedures (SOP) of the *IPPS-SR Operations Manual*, and not voted on.

- E. The Long-Range Site Committee shall consist of six members and will meet at the annual meeting to select a site up to four years in advance, with the approval of the membership at the annual business meeting. A new member shall be selected annually for a five-year term, and in the fourth year will serve as Local Site Committee chair, and in the fifth year as Long-Range Site Committee chair. The immediate past-President is a member of the committee. Members are appointed by standard operating procedures (SOP) of the *IPPS-SR Operations Manual*, and not voted on.
- F. Other standing committees include: the Sidney Meadows Award of Merit Selection Committee, Fellows of the IPPS-SR Selection Committee, International Award of Honor Selection Committee, Audit Committee, Finance Advisory Committee, Local Site Committee, Auction Committee, Sponsorship Committee, Education Endowment Committee, Necrology Committee, Program Committee, Resolutions Committee, Secretary/Editor/Digital Communications Director Review Committee, Charlie Parkerson Student Research Competition Committee, Dr. Vivian Munday Young Horticulture Work/Scholarship Committee, Early Career International Exchange Program Committee, and Margie Jenkins IPPS-SR

Industry Conference Scholarship Committee. The responsibilities and appointments to these committees are detailed in standard operating procedures (SOP) of the *IPPS-SR Operations Manual*.

Article 7 - Meetings

- A. The organization shall meet annually at a time and place designated by the Executive Committee.
- B. The First Vice-President shall serve as program chairman and is responsible for organizing the educational program at each annual meeting.
- C. The Executive Committee (EC) shall meet during the annual meeting of the organization. There is also a scheduled Post-Conference EC meeting at the annual meeting, a June Mid-Year EC meeting, and scheduled virtual meetings called by the President. Special meetings of the Executive Committee may be called by the President or upon petition of any three members of the Executive Committee. A two-week notice of such special meetings must be given by the Secretary.
- D. Robert's Rules of Order (Revised) shall govern the conduct at all meetings of the organization and of the Executive Committee.
- E. Voting by the Executive Committee is also permitted by written proxy, electronic communication, and via virtual meetings.

Article 8 – Revenue

- A. Dues, fees, and any special assessments shall conform with those set by the International Plant Propagators' Society, Inc.
- B. The Administrative year of the region shall commence with the adjournment of the annual business meeting of each year and shall conclude with the adjournment of the next succeeding annual business meeting. The fiscal year begins July 1 and ends June 30 of the following year.
- C. The Secretary-Treasurer shall be a custodian of all organizational funds, submit monthly financial reports to the Executive Committee, and his/her accounts will undergo annual review by the Audit Committee. After their review, the Audit Committee makes an annual recommendation to the Executive Committee (EC) if an external audit of the Sec-Tres accounts should be conducted; this is voted on by the EC.
- D. The Secretary-Treasurer, with the approval of the Executive Committee, shall prepare an annual operating budget.
- E. Any special assessment shall be subjected to approval by a majority vote of the members present and voting at the annual business meeting.
- F. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations operated

exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas or other appropriate tribunal of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 9 – Amendments

- A. This Constitution can be amended at any regular meeting by a 2/3rds (67%) vote of the members present and voting, provided such amendment is presented in writing to the members of the organization at least two months prior to the annual business meeting by the Secretary.
- B. No amendment to this Constitution shall be valid if such amendment conflicts in any way with the Constitution or Bylaws of the International Plant Propagators' Society, Inc. in the judgment of the Board of Directors of the International Plant Propagators' Society, Inc.

BYLAWS OF THE INTERNATIONAL PLANT PROPAGATORS' SOCIETY, SOUTHERN REGION OF NORTH AMERICA, INC.

Section 1 - Name

- A. The name of this organization shall be the International Plant Propagators' Society, Southern Region of North America, Inc. (IPPS-SR).
- B. These Bylaws constitute the code of rules adopted by the International Plant Propagators' Society, Southern Region of North America, Inc. for the regulation and management of its affairs. For purposes of uniformity and clarification with respect to the International Plant Propagators' Society, Inc., the Board of Directors shall be composed of the Executive Committee hereinafter described.

Section 2 - Purposes

This corporation shall have the purposes or powers as stated in the Articles of Incorporation and such powers as are now and may be granted hereinafter by law. The purposes of the IPPS Southern Region are to promote and encourage area, region, national, and international interest in research and education in plant propagation and production in all its branches of Horticulture/ Green Industry through: a) the sponsorship of an Annual Meeting to provide a forum for research reporting, lectures, tours, and public discussion on plant propagation and production; b) dissemination of plant propagation and production knowledge through publications of the *IPPS Combined Proceedings*, IPPS web page, social media, and other publications of the Region; c) the development of mutual understanding among individuals and organizations concerned with the science and profession of plant propagation and production.

Section 3 - Place of Business

The principal place of business of this corporation shall be with the Secretary-Treasurer of this Southern Region.

Section 4 - Registered Office

The location of the registered office is 4661 Crystal Drive, Columbia, SC 29206

Section 5 - Membership

- A. Membership shall conform with the requirements specified in the Constitution of the International Plant Propagators' Society, Inc.
- B. Membership shall be open to anyone who shares an active interest in plant material, plant propagation, production and other areas of Horticulture/ Green Industry - characterizing the Southern Region of the United States.

- C. Classes of Membership (with Benefits). Members shall be divided into classes as follows: Active Members and Complementary Student Members.

C.1 - Active Members. Any person engaged in the propagation and production of plants and/or in teaching and research related to plant propagation, production, and all branches of the Green Industry. Active members can be commercial or non-commercial. Privileges of Active Membership shall include electronic access of the *IPPS Combined Proceedings* and other regularly distributed digital publications as decided by the Executive Committee; the right-to-vote and hold elective office; to serve on Committees; to be eligible for election as a Fellow of the Region; and to receive other privileges as designated by the Executive Committee. The annual dues are set by the International and IPPS-SR.

C.2 – Complementary Student Members. To enable 2-year and 4-year students of higher education, graduate students, and military veterans to gain exposure to the Green Industry, IPPS, and the profession of plant propagation and production. Privileges of Student Membership shall include electronic access of the *IPPS Combined Proceedings* and other regularly distributed digital publications, as decided by the Executive Committee. There are discount rates for students and veterans attending the annual meeting, and conference scholarships for qualified individuals.

Students are required to fill out a form that includes their background and professional interests, current status of academic enrollment, and contact information of their academic advisor. Military veterans should include their background and professional interests. Complementary Student Membership expires after two-years, but both matriculating students and military veterans can reapply. Individuals are encouraged to become Active IPPS-SR Members during their professional career.

Section 6 - Officers

- A. The officers shall consist of the Executive Committee: President, First Vice-President, Second Vice-President, immediate Past-President, two First-Year and Second-Year Directors, Secretary-Treasurer, Editor, Digital Communications Director, International Delegate, International Alternate Delegate, and President of the International, in years the IPPS-SR hosts the International.
- B. The President, First Vice-President, Second Vice-President, two First-Year and Second-Year Directors, shall be elected at the annual meeting by members of the Southern Region present at the annual business meeting. They shall hold office for one year and shall not serve more than two terms.
- C. The International Delegate and International Alternate Delegates are voted on by members of the Southern Region present at the annual meeting, and shall hold office for two years. International Delegates and Alternate Delegates shall not serve more than two terms. The President of the International will be voted on by

members of the Southern Region at the annual business meeting, in years the IPPS-SR hosts the International.

- D. The Secretary-Treasurer, Editor, and Digital Communications Director shall be appointed annually for a one-year term by the Executive Committee, who shall prescribe their duties.
- E. All officers shall serve without remuneration except the Secretary Treasurer, Editor, and Digital Communications Director - each of whom shall receive remuneration for their services. The amount of the remuneration will be determined by the Executive Committee.

Section 7 - Executive Committee

- A. The Board of Directors (Executive Committee) shall consist of thirteen members as follows: President, First Vice-President, Second Vice-President, immediate past President, Secretary-Treasurer, Editor, four elected Directors, Digital Communications Director, International Delegate, and Alternate International Delegate. In years the IPPS-SR hosts the International, the International President is added.
- B. Responsibilities of the Directors include: attend Executive Committee meetings; attend Annual Meeting Business meetings; provide a conduit for input to the Executive Committee from the general membership; provide guidance for policy decisions of the Executive Committee; coordinate with those in charge of the Annual Meeting and assist where help would be beneficial - at the Registration desk, as welcomers, in the meeting room, etc. (encouraging members to return to the meeting room in a timely fashion is always helpful); serve on special projects or committees when requested by the officers. Further details can be found in standard operating procedures (SOP) of the *IPPS-SR Operations Manual*.
- C. Seven members shall constitute a quorum in meetings of the executive committee.
- D. The Executive Committee shall be charged with the management and control of the affairs and property of the organization. The board approves the budget, delegating the Secretary-Treasurer to pay bills, make expenditures, and sign contracts within those guidelines. The Secretary-Treasurer sends monthly financial statements to the board for review.
- E. The Executive Committee shall have the authority to fill vacancies occurring in elective positions between meetings. This may be done by mail, telephone or an electronic ballot when necessary.
- F. The President shall serve as chairman and the Secretary-Treasurer shall be responsible for the secretarial needs of the Executive Committee. In the absence of the President, the First Vice-President shall preside. In the absence of both the President and the First Vice-President, the Second Vice-President shall preside. If all three should be absent, the Executive Committee shall elect a chairman from among the Executive Committee members present.

Section 8 - Committees

- A. Unless otherwise specified, the President shall appoint all special and authorized committees, subject to the approval of the Executive Committee. There are currently 20 standing committees.
- B. The President shall serve as an ex officio member of all committees except the Nominating Committee.
- C. The Nominating Committee shall consist of the three most recent past Presidents, chaired by the most senior Past President.
- D. The Nominating Committee annually submits a slate of nominees for President, First Vice-President, Second Vice-President, two 1- year Directors, two 2-year Directors, International and Alternate International Delegates, and International President during years the IPPS-SR hosts the International meeting. At the business meeting, following the recommended slate, open nominations from the floor are in order and together with the nominees of the Committee will constitute the slate to be voted upon. All nominees are then voted on at the annual business meeting.

The Nominating Committee also appoints additional standing committee members, as approved by the Executive Committee, following standard operating procedures (SOP) of the *IPPS-SR Operations Manual*; these additional committee members are not voted on.

- E. The Membership Communications Committee is made up of the previous “Membership Committee” and “Technical Communications Committee”. The roles and responsibilities of the Membership Communications Committee include coordination of information for the monthly newsletter, social channels; coordinating specialty events at the annual meeting; communicating about current meeting planning, including speakers, tours and sponsorship; coordinating membership outreach programs – from retention of current members to recruitment of new members to solicitation of new members from the current year’s meeting area.

The 8-person committee will be chaired by the Digital Communications Director who will set the monthly agenda. Other committee members include: the Secretary-Treasurer, International Alternate Delegate, 1st Vice-President, two First-year Directors, one current local site committee member, and a member from the annual meeting location to occur the following year. Members are appointed by standard operating procedures (SOP) of the *IPPS-SR Operations Manual*, and not voted on.

- F. The Long-Range Site Committee shall consist of six members and will meet at the annual meeting to select a site up to four years in advance, with the approval of the membership at the annual business meeting. A new member shall be selected annually for a five-year term, and in the fourth year will serve as local site committee chair, and in the fifth year as Long-Range Site Committee

chairman. The immediate past-President is a member of the committee. Members are appointed by standard operating procedures (SOP) of the *IPPS-SR Operations Manual*, and not voted on.

- G. The other seventeen standing committees include: the Sidney Meadows Award of Merit Selection Committee, Fellows of the IPPS-SR Selection Committee, International Award of Honor Selection Committee, Audit Committee, Finance Advisory Committee, Local Site Committee, Auction Committee, Sponsorship Committee, Education Endowment Committee, Necrology Committee, Program Committee, Resolutions Committee, Secretary/Editor/Digital Communications Director Review Committee, Charlie Parkerson Student Research Competition Committee, Dr. Vivian Munday Young Horticulture Work/Scholarship Committee, Early Career International Exchange Program Committee, and Margie Jenkins IPPS-SR Industry Conference Scholarship Committee. The responsibilities and appointments to these committees are detailed in standard operating procedures (SOP) of the *IPPS-SR Operations Manual*.
- H. Prior to each annual meeting, the President shall appoint one member to a Resolutions Committee.

Section 9 - Meetings

- A. The organization shall meet annually at a time and place designated by the Executive Committee from the site approved by the membership upon recommendation of the Long-Range Site Committee. Time and place of the meeting shall be recommended to the Executive Committee by the Local Site Committee Chairman for the year at that site.
- B. The First Vice-President shall serve as program chairman and is responsible for organizing an educational program for the annual meeting.
- C. The Executive Committee (EC) shall meet annually during the annual meeting of the organization. There is also a scheduled Post-Conference EC meeting at the annual meeting, a June Mid-Year EC meeting, and scheduled virtual meetings called by the President. Special meetings of the Executive Committee may be called by the President or upon petition of any three members of the Executive Committee. A two-week notice of such special meetings must be given by the Secretary.
- D. Robert's Rules of Order (Revised) shall govern the conduct of all meetings of the organization and of the Executive Committee.
- E. Voting by the Executive Committee is permitted by written proxy, electronic communication, conference calls, and via virtual meetings.

Section 10 - Revenue

- A. Dues, fees, and any special assessments shall conform with those set by the International Plant Propagators' Society, Inc.
- B. The Administrative Year of the Region shall commence with the adjournment of

the Annual Business Meeting of each year and shall conclude with the adjournment of the next succeeding Annual Business Meeting. The fiscal year begins July 1 and ends June 30, of the following year.

- C. The Secretary-Treasurer shall be a custodian of all organizational funds, submit monthly financial reports to the Executive Committee, and his/her accounts will undergo annual review by the Audit Committee. After their review, the Audit Committee makes an annual recommendation to the Executive Committee (EC) if an external audit of the Sec-Tres accounts should be conducted; this is voted on by the EC. The Audit Committee is composed of the Past President, President, and International Delegate. The Past President shall serve as chairperson.
- D. The Secretary-Treasurer shall prepare an annual operating budget and financial report for the approval of the Executive Committee. Digital copies shall be available to the membership prior to the annual business meeting, and hard copies distributed at the annual business meeting for review.
- E. Any special assessment shall be subjected to approval by a majority vote of members present and voting at the annual business meeting.
- F. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas or other appropriate tribunal of the County in which the principal office if the corporation is then located, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 11 - Amendments

- A. These bylaws can be amended at any annual business meeting by a 2/3rds (67%) vote of the members present and voting, provided such amendment is presented in writing to the members of the organization at least two months prior to the meeting by the Secretary-Treasurer.
- B. No amendment to these bylaws shall be valid if such amendment conflicts in any way with the Constitution or Bylaws of the International Plant Propagators' Society, Inc. in the judgment of the Board of Directors of the International Plant Propagators' Society, Inc.
- C. In all other respects, this corporation adopts the Bylaws of the International Plant Propagators' Society, Inc. and such Bylaws will remain in effect for the corporation until specifically amended as provided hereunder.