

CONSTITUTION OF THE NASHVILLE ROSE SOCIETY

(Revised January 18, 2026)

ARTICLE I: NAME AND PURPOSE

Section 1. The society, a non-profit, educational organization, shall be known as the Nashville Rose Society. The Nashville Rose Society is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, including the American Rose Society.

Section 2. The purpose of the society, in affiliation with The American Rose Society, shall be to encourage interest in the rose and to spread the love of the rose through educational programs.

ARTICLE II: MEMBERSHIP

Section 1. All persons who are interested in the rose shall be eligible for membership in the society.

Section 2. Annual dues shall be determined by the membership of the society.

Section 3. Each member in good standing shall be entitled to one vote on all matters brought before the general membership of the society.

ARTICLE III: OFFICERS

Section 1. The officers of the society shall be a president, a vice-president, a recording secretary, a corresponding secretary, and treasurer.

Section 2. The officers shall be elected by a majority of votes cast.

Section 3. The officers and at-large representative shall be elected yearly at the November meeting and installed at the December meeting.

Section 4. The Executive Committee of the society shall have limited authority to transact needful business of the society in order to expedite general meetings. The Executive Committee shall meet quarterly or as needed. If there are no objections by a member of the Executive Committee, business votes may be transacted by vote using in-person or virtual meetings, email or telephone votes. If any objection occurs, an Executive Committee meeting will be called or the vote may go to the general membership.

Section 5. The Executive Committee shall consist of the officers of the society; the immediate past President of the society; a past officer who shall serve as an at-large representative; the Chairman of the Consulting Rosarians; the Editor of the Newsletter; Associate Editor of the Newsletter, Publicity Chairperson, and the Rose Show Chairperson and Co-chairperson (Chairman of Judges), and the Membership Chairperson.

Section 6. The President(s), in cooperation with the Executive Committee, shall choose the chairpersons of other committees.

Section 7. The President(s) of the Nashville Rose Society shall appoint the Chairperson of the Consulting Rosarians.

ARTICLE IV: MEETINGS

Section 1. Regular meetings of the society shall be held and members notified of such meetings.

Section 2. Twenty members in good standing and two elected officers shall constitute a quorum at any regular meeting.

ARTICLE V: ETHICS

Section 1. The society shall not operate in any manner resulting in pecuniary profit or gain to its individual members.

Section 2. No member or group of members shall incur any indebtedness in the name of the society without permission of the President.

Section 3. The President shall appoint an Auditing Committee to audit the Society's books in January.

ARTICLE VI: AMENDMENT OF CONSTITUTION

Section 1. The constitution may be amended by a two-thirds majority vote of the society, (or a quorum), provided sixty (60) days advance notice of the proposed amendment has been given to the general membership, and the general membership has been notified of the meeting.

Section 2. Other regulations of the society shall be incorporated in the By-laws of the society. The By-laws may be amended by simple majority vote of the general membership at any meeting, provided prior notice of the proposed changes has been given to the general membership.

ARTICLE VII: PARLIAMENTARY AUTHORITY

In matters other than those specifically set forth in this constitution, the Nashville Rose Society shall be governed by *Modern Edition of Robert's Rules of Order*.

ARTICLE VIII: DISSOLUTION OF SOCIETY

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Approved July 1996,

Revised July 2, 2002,

Revised October 3, 2006, by vote of NRS Membership

Revised April 24, 2017

Revised January 18, 2026 - Approved March 1, 2026 by vote NRS Membership

BYLAWS OF THE NASHVILLE ROSE SOCIETY

(Revised January 18, 2026)

1. Officers Duties:

- The President or Co-Presidents shall preside at general meetings, at executive committee meetings, shall appoint committee chairpersons, and shall bear general responsibility for the Society.
- The Vice-president shall be prepared to accept the Presidency of the Nashville Rose Society for the following year. In addition, the Vice-president shall preside at general meetings in the absence of the President; shall plan the December holiday party; shall assist the President in determining programs for the monthly meetings; and shall assist the President in various ways as circumstances require.
- The Recording Secretary shall preside at meetings in absence of both President and Vice-president. In addition, the Recording Secretary shall keep minutes for the Executive Committee meetings and the general meetings of the Society.
- The Corresponding Secretary is responsible for maintaining all records associated with the Memorial Fund, notifying the American Rose Society of the new slate of officers annually, sending get-well and sympathy cards to members, and other duties of correspondence of the Society.
- The Treasurer shall keep the books of the Society, sign checks, prepare the books for the annual January audit and file an IRS tax return as required to maintain 501(c)(3) status.

2. Consulting Rosarians: The Consulting Rosarian designation is given by The American Rose Society in cooperation with the Nashville Rose Society to those rosarians who enrich our society through diligence, experience, and willingness to teach. Qualifications for this designation are set by The American Rose Society.

3. Committees: Regular committees of the Nashville Rose Society are Nominating, Publicity, Historical, Membership, Newsletter, and Rose Show. Other committees may be formed at the discretion of the President.

4. Committee Duties:

- The Nominating Committee shall be appointed by the President and shall present a slate of nominees for the coming year, usually in October.
- The Publicity Committee shall publicize meetings of the society with emphasis on major events such as the Rose Show and shall be responsible for placing the Nashville Rose Society before the public eye at every opportunity.
- The Membership Committee shall be present at least 45 minutes before general meetings, shall welcome guests, maintain a file of forms and handouts for the membership table, and encourage membership in the Society.
- The Newsletter Editor shall edit and publish a monthly newsletter and maintain the membership list of the Society.
- The Rose Show committee shall oversee all aspects of the Society's rose shows.

5. Dues: The annual dues of the Society shall be as voted upon by the general membership. On expiration of current membership, notification will be given by email. After three months of non-payment of dues, ex-member will be dropped from the mailing list and will not be able to vote or hold office in the society until annual dues are paid in full.

6. Meetings: Regular meetings of the Society shall be held monthly, as much as possible. Notice of meetings shall be given in the newsletter.

7. Funds:

- The Endowment Fund is a special fund invested to produce income for the NRS. It may be invaded only in special need and by vote of the general membership.

8. Rose Study Garden at Cheekwood: The Nashville Rose Society will be responsible for all maintenance associated with the Rose Study Garden at Cheekwood, in accordance with the agreement between Cheekwood and the NRS, dated March 25, 2015, and as long as the agreement is in effect. Each year, The President of NRS will appoint a Rose Study Garden Manager, who will direct and oversee maintenance activities at the Rose Study Garden and insure that it meets the standards of excellence of both Cheekwood and the NRS. The Rose Study Garden Manager can, in turn, form a committee of NRS members to assist him or her address the various maintenance needs of the Rose Study Garden over the course of the growing season or ask for volunteers on a task-by-task basis.

Approved on July 1, 1996

Revised on July 2, 2002 by NRS Membership

Revised on October 3, 2006 by NRS Membership

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