

BYLAWS
LADIES AUXILIARY OF
THE FLORIDA SOCIETY OF THE SONS OF THE AMERICAN REVOLUTION

Organized: 05 Oct 1998

Chartered NFP: 30 Jul 1999

ARTICLE I: NAME

The name of this organization shall be the Ladies Auxiliary of the Florida Society Sons of the American Revolution, hereafter called the **Auxiliary** as stated in Article I, Section 7 of the Florida Society of the Sons of the American Revolution (FLSSAR) Bylaws (as revised May 2024).

Ladies Auxiliary (LAFLSSAR)

Women who are related to an SAR of the FLSSAR shall be assisted by the FLSSAR to establish and join a separate, autonomous organization to be known as the LADIES AUXILIARY, FLORIDA SOCIETY, SONS OF THE AMERICAN REVOLUTION (LAFLSSAR), which shall organize and operate under its own Bylaws and Charter with its stated purpose to assist, support, and further the objectives of the FLSSAR. No member, or members, of the LAFLSSAR shall have any authority to speak for the FLSSAR, nor to obligate the FLSSAR in any way unless specifically authorized by the FLSSAR, by the [Board of Managers] BOM, or [FLSSAR] Annual Meeting of the members.

ARTICLE II: OBJECTS

The objects of this Auxiliary shall be to promote the objectives of the Florida Society of the Sons of the American Revolution.

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| Section 1 | To maintain a nonprofit association of women interested in the objectives and activities of the Florida Society of the Sons of the American Revolution, hereafter called FLSSAR. |
| Section 2 | To stimulate greater interest in and to support the FLSSAR. |
| Section 3 | To assist the FLSSAR in the promotion of membership and in furthering the objectives and patriotic activities of the Society, as listed in the Articles of Incorporation and Bylaws of the FLSSAR. |
| Section 4 | To provide educational activities for the families and other interested members of the FLSSAR. |

ARTICLE III: INSIGNIA

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| Section 1 | This organization shall have a common oval shaped seal with the words Ladies Auxiliary Florida Society Sons of the American Revolution in a counterclockwise outer band, and a right facing blue silhouette portrait of Abigail Adams on a white field in the center. |
| Section 2 | The said Insignia shall be used, as approved, by the Membership e.g. letterhead, stationery and pins. |

ARTICLE IV: ELIGIBILITY

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| Section 1 | Eligibility for membership in the Auxiliary shall include those who subscribe to the objects and patriotic activities of the FLSSAR and the Auxiliary. |
| Section 2 | A woman may join the Auxiliary by completion of the membership form and payment of dues. She shall receive all rights and privileges of the Auxiliary and will be eligible to hold office. |

ARTICLE V: BOARD OF DIRECTORS

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| Section 1 | The Board of Directors of the Auxiliary shall consist of elected, and appointed committee chairmen as provided by Article V; Section 4. |
| Section 2 | The Officers of the Auxiliary shall be President, Vice President, Chaplain, Secretary, Treasurer, Registrar/Membership Coordinator and Historian. |

- Section 3 Election of Officers shall be by majority vote, at the Annual Meeting. Their term of office shall begin at the close of the Annual Meeting at which they are installed. All officers shall hold offices for one (1) year or until their successors are elected. No member shall hold the same office for more than three (3) consecutive terms. A member who has served more than half a term in any office shall be considered to have served a full term.
- Section 4 The Board of Directors may authorize the President to appoint one or more committees or coordinators. The chairman of each committee (except Nominating) and each coordinator shall be a member of the Board for the current term of the Board or until the committee or coordinator is discharged by the Board, whichever occurs first.
- Section 5 A member of the Board of Directors may be removed by two-thirds vote of the Board Members present, the member involved not being included in the vote.
- Section 6 In case of a vacancy in the office of President, the Vice President shall become the President. Vacancies in other offices shall be filled, by appointment, by the Board until the next Annual Meeting. Vacancies of appointed members of the Board shall be filled by appointment of the President. A vacancy shall occur upon death, resignation, removal or absence from three (3) consecutive meetings of the Board of Directors without satisfactory explanation.
- Section 7 The Board of Directors shall have authority to transact the business of the Auxiliary between meetings and such other business as may be referred to the Board by the Auxiliary members.
- Section 8 Any member except the President may be elected to, and concurrently hold, more than one, but not more than two, of the offices listed in this Article or positions listed in Article VIII: Committees and Coordinators.

ARTICLE VI: DUTIES OF THE ELECTED OFFICERS

- Section 1 The Officers shall perform the duties prescribed by these Bylaws, and the Bylaws of the FLSSAR and the NSSAR and such other duties as shall be authorized by the Auxiliary.
- Section 2 The President shall preside at all meetings of the Auxiliary and the Board. She shall be the chief executive officer and direct the affairs of the Auxiliary in accordance with the wishes of the Membership and the Board of Directors. She shall appoint all committees, with the concurrence of the Board of Directors, except the Nominating Committee, and be an ex-officio member of all committees except the Nominating Committee. She may make additional appointments as necessary, including but not limited to a Parliamentarian and Corresponding Secretary.
- Section 3 The Vice President shall, in the absence of the President, perform the duties pertaining to that office. She shall serve as Administrative Assistant to the President and coordinate the program for Membership meetings. She shall coordinate fundraising activities.
- Section 4 The Chaplain shall conduct such religious services as occasion may require. She shall communicate whenever possible with members who are ill or in distress.
- Section 5 The Secretary shall record and distribute minutes of all meetings of the Auxiliary and the Board of Directors. She shall provide copies of the minutes to the SAR Liaison. She shall keep a current copy of the Bylaws and the Membership roster. She shall keep on file all Activity Reports. She shall send notice of Membership meetings to Active members at least 30 days in advance. The Secretary shall conduct general correspondence of the Auxiliary that is not otherwise proper to other officers or committees.
- Section 6 The Treasurer shall serve as the principal financial officer of the Auxiliary. She shall serve as Chairman of the Budget and Finance Committee. She shall ensure adherence to all adopted Financial Standing Rules of the Auxiliary. She shall collect and receive all monies due the Auxiliary. The funds shall be deposited in a financial institution designated by the Board. She shall pay budgeted bills and shall keep full and accurate records of receipts and disbursements. She will submit financial reports for each meeting of the Auxiliary and the Board of Directors. She shall prepare tax exemption forms or other forms, returns and reports required by Federal, State, or local laws to retain the Auxiliary status of a nonprofit organization. She shall send notices of annual dues to membership. She shall coordinate with the Registrar to keep the Roster current. At least annually

following the close of the fiscal year, she shall submit all relevant records and documentation for examination by the Financial Review Committee.

- Section 7 The Registrar/Membership Coordinator shall process all applications for Membership as directed by the Board. She shall present new members with a copy of the current Bylaws. She shall receive all Membership information changes and coordinate with the treasurer to maintain a current record of the Membership of the Auxiliary. She shall ensure that updated Membership rosters are provided to the Board of Directors and National Ladies Auxiliary. She shall coordinate Membership recruitment and retention efforts.
- Section 8 The Historian shall be the custodian of historical, biographical and electronic records of the Auxiliary. She shall annually compile a record (including electronic files) of activities and business of the Auxiliary. She shall submit Auxiliary activities to the FLSSAR Auxiliary website.

ARTICLE VII: MEETINGS

- Section 1 Two (2) General Membership meetings per year shall be held for the Membership, spring and fall, to coincide with the Board of Manager (BOM) meetings of the FLSSAR. Six (6) Active Members shall constitute a quorum. The Annual Meeting shall be the spring meeting for the election of officers. Notices of Membership meetings shall be sent to all Active members at least thirty (30) days in advance
- Section 2 In some situations where in-person gathering is not possible, the Board may authorize a virtual platform for General Membership, Board and other Committee meetings. Voting is permitted as long as all participants can be heard. All votes shall be taken by a roll call unless there is a motion for unanimous consent or a ballot vote. Each Member is responsible for their virtual connection; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented their full participation in the meeting.
- Section 3 Special Membership meetings may be called by the President or a Board Member and shall be approved by the Board of Directors.
- Section 4 The Board of Directors shall meet at least twice during the year. The first meeting shall be held immediately following the adjournment of the Annual Meeting, for the purpose of organization, appointment of committee chairmen and the transaction of business. Four (4) members of the Board shall constitute a quorum. Virtual meetings may be held as necessary.

ARTICLE VIII: COMMITTEES AND COORDINATORS

- Section 1 Budget and Finance shall be a standing committee responsible for preparing and recommending the Annual Budget and review of proposed amendments to financial Standing Rules prior to Board action.
- Section 2 Financial Review Committee shall be authorized by the Board of Directors and appointed by the President to conduct a review of the Auxiliary financial records and documentation at least annually to ensure compliance with established Standing Rules and generally recognized financial practices.
- Section 3 A Nominating Committee of three (3) Active Members shall be elected by the Auxiliary at the Fall Membership meeting and consist of one (1) past president and two (2) members. It shall be the duty of this committee to identify, recruit, and nominate a slate of qualified candidates from the Active Membership, whose consent to serve has been obtained, for each office to be filled at the Annual Meeting. The Nominating Committee shall report their slate of candidates to the membership at least thirty (30) days prior to the Annual Meeting. Additional nominations may be made from the floor, provided the consent of the nominee shall have been obtained prior to the nomination.
- Section 4 The President may appoint an Active Member to serve as the liaison for the FLSSAR Education Outreach Committee's annual Youth and History recognition awards, and serve as the Coordinator of the certificates and financial awards sponsored by the Auxiliary.

- Section 5 Committee Chairs shall serve as members of the Board of Directors in accordance with Article V: Board of Directors.
- Section 6 Committee chairs and Coordinators shall be appointed by the President for her term of office.

ARTICLE IX: DUES AND MEMBERSHIP

- Section 1 The Annual dues shall be determined by the Board of Directors. Annual dues shall correspond to the Auxiliary Fiscal Year, be payable on or before the first (1st) of December and are delinquent after the first (1st) of February.
- Section 2 Annually, on or before the Fall Membership meeting, the Treasurer will send notice of dues to the membership.
- Section 3 An Active Member is a member up to date on annual dues. She shall receive Meeting Minutes and other notices, be eligible to serve in all elected or appointed positions, and enjoy all rights and privileges of Membership. Active Members are considered members of the National Ladies Auxiliary of the Sons of the American Revolution (NLASAR) without additional payment of dues.
- Section 4 A member who is delinquent in dues payment shall be considered Inactive and shall only receive dues notices. Inactive members will be retained on the membership dues notice distribution list up to three (3) years after dues have not been paid.

ARTICLE X: FINANCES

- Section 1 The Fiscal Year of the Auxiliary shall be from January 1st to December 31st of each year to coincide with that of the FLSSAR.
- Section 2 An Annual Budget for each Fiscal Year shall be prepared by the Budget and Finance Committee, in accordance with Article VIII – Committees and Coordinators, Section 1, shall be subject to review and approval of the Board, and presented to the membership for adoption at the Fall meeting. The proposed budget shall be distributed to the Membership at least thirty (30) days prior to the meeting.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Newly Revised shall govern the Auxiliary in all cases in which they are not inconsistent with the Bylaws of the Auxiliary, FLSSAR, NSSAR or the State of Florida.

ARTICLE XII: AMENDMENT OF BYLAWS

- Section 1 These Bylaws may be amended at any regular meeting of the Auxiliary by a vote of two-thirds of the Active Members present, provided that notice of the proposed amendment shall have presented or mailed to each Active Member thirty (30) days prior to the meeting. The amendment shall become effective upon the adjournment of the meeting at which it is adopted.
- Section 2 Bylaws may be amended to reflect adjustments in technical matters of form when no change of substance or intent is proposed. These changes shall be approved by the Board. The revised form shall be distributed to Membership and all relevant postings upon adoption.

ARTICLE XIII: DISSOLUTION

- Section 1 In the event that it becomes necessary to disband or dissolve the Auxiliary, all assets will become the property of the FLSSAR.
- Section 2 All lawful debts of the Auxiliary will be paid.
- Section 3 Any property loaned to the Auxiliary will be returned to the donor whenever possible. A resolution shall be adopted designating any remaining historical documents and/or artifacts will be given to the FLSSAR.
- Section 4 After payment of debts, monies remaining in the Auxiliary treasury will be given to the FLSSAR.
- Section 5 Official minutes of the Auxiliary and all other records will be sent to the FLSSAR President and Secretary, and become the property of the FLSSAR.

- Section 6 Original applications held by the Auxiliary will be destroyed.
- Section 7 The Auxiliary Insignia and pins owned by the Auxiliary will be sent to the FLSSAR.

Adopted: 05 October 1998
Mildred Wilson, President, Cocoa, FL
Jean Buchanan, Parliamentarian

Amended: 24 April 1999
Mildred Wilson, President, Ft. Lauderdale, FL
Barbara Makant, Parliamentarian

Amended: 10 May 2002
Patricia Wallin, President, Panama City, FL
Elizabeth “Beth” Schaffer, Parliamentarian

Amended: 04 October 2014
Debbie McMurry, President, Osprey, FL

Amended: 19 May 2018
Ellie Folk, President, Brookville, FL

Amended: 12 June 2020
Anne McGuire, President, Cape Coral, FL

Amended: 01 October 2021
Delores Wolff, President, Cutler Bay, FL

Amended: 06 December 2024
Debi Allen, President, Port Charlotte, FL

Amended: 15 May 2026
Becky Washler, President, Pensacola, FL