THE FLORIDA SOCIETY OF THE SONS OF THE AMERICAN REVOLUTION

By-Laws
MAY 2026

PREFACE

The first edition of the FLSSAR Handbook was published 2006. Subsequent editions were issued as policies were updated. Eventually, the size of the Handbook grew so that it was divided into three volumes.

Governing Documents are issued annually after the Annual Meeting if changes to the Articles of Incorporation or Bylaws are approved.

This volume could not have been realized without the assistance of the FLSSAR Charter and Bylaws Committee under whose purview the FLSSAR Articles of Incorporation (Charter) and Bylaws fall.

The contents of these Governing Documents have been reviewed by the FLSSAR Executive Committee and are approved as official policy of the Florida Society Sons of the American Revolution.

Changes or updates to the Articles of Incorporation and Bylaws found in this volume must be processed in accordance with the amendment process outlined in those documents.

Col. Patrick J Niemann, CHAIRMAN……. Clearwater Chapter
Danny R Hooper…… Clearwater Chapter
William Arthur Abbott……..……. Naples Chapter
Earl Scott Bushnell……..…… Lake-Sumter Chapter
Charles McKinley……..…… St. Lucie River Chapter

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ARTICLES OF INCORPORATION

State of Florida

Department of State

I, Richard (Dick) Stone, Secretary of State of the State of Florida, Do Hereby Certify That the following is a true and correct copy of

Certificate of Incorporation

of

THE FLORIDA SOCIETY OF THE SONS OF THE AMERICAN REVOLUTION, INC.

a corporation not for-profit organized and existing under the Laws of the State of Florida, filed on the 9th day of March, A.D. 1972, as shown by the records of this office.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 9th day of March, A.D. 1972.

Richard (Dick) Stone

Secretary of State

ARTICLES OF INCORPORATION
OF

THE FLORIDA SOCIETY
OF THE
SONS OF THE AMERICAN REVOLUTION, INC.

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation not for profit under the laws of the State of Florida under and pursuant to the following articles of incorporation:

FILED
03 JAN 9 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. - NAME

The name of the corporation shall be:

THE FLORIDA SOCIETY
OF THE
SONS OF THE AMERICAN REVOLUTION, INC.

The corporation is a chartered entity of The National Society of the Sons of the American Revolution, a corporation by special act of the Congress of the United States, June 9, 1906 (Public Law No. 214, 34 Stat. Chapt. 3065, page 227), as amended.

ARTICLE II. – OBJECTS

(A) The objects of this corporation are declared to be patriotic, historical, and educational, and shall include those intended or designed to perpetuate the memory of those patriots who, by their services or sacrifices during the war of the American Revolution, achieved the independence of the American people; to unite and promote fellowship among their descendants; to inspire them and the community at large with a more profound reverence for the principles of the government founded by our forefathers; to encourage historical research in relation to the American Revolution; to acquire and preserve the records of the individual services of the patriots of the war, as well as documents, relics, and landmarks; to mark the scenes of the Revolution by appropriate memorials; to celebrate the anniversaries of the prominent events of the war and of the Revolutionary period; to foster true patriotism; to maintain and extend the institutions of American freedom, and to carry out the purposes expressed in the preamble of the Constitution of our country and the injunctions of Washington in his farewell address to the American people.

(B) The corporation also shall have and may exercise all the powers conferred by the Laws of the State of Florida relating to corporations not for profit, it being expressly provided that the enumeration of the objects, powers or purposes hereinabove specified shall not be held to limit or restrict in any manner the objects,

powers and purposes of the corporation, and none of the clauses contained in this Article shall be in anywise limited or restricted by reference to the terms of any other clauses, objects, powers or purposes set forth in this Article, or any other Article hereof, but that the objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE III. - ELIGIBILITY FORMEMBERSHIP

Any man shall be eligible to membership in this corporation who, being of the age of eighteen years or over, and a citizen of good repute in the community, is the lineal descendant of an ancestor who was at all times unfailing in loyalty to, and rendered active service in the cause of American Independence, either as an officer, soldier, seaman, marine, militiaman, or minuteman, in the armed forces of the Continental Congress, or of anyone of the several Colonies or States; or as a Signer of the Declaration of Independence, or as a member of a Committee of Safety or Correspondence; or as a member of any Continental, Provincial, or Colonial Congress or Legislature; or as a recognized patriot who performed actual service by overt acts of resistance to the authority of Great Britain; provided, however, that no person advocating the overthrow of the Government of the United States by use of force or violence shall be eligible for membership in the corporation.

ARTICLE IV. - TERM

This corporation shall have perpetual existence.

ARTICLE V.

The names and residences of the subscribers are as follows:

Carl K. Hoffmann, 745 Majorca, Coral Gables, Florida 33134;

Clarence Sheftall, Jr., 7270 San Carlos Road,
Jacksonville, Florida 32217;

Richard H. Thompson, Jr., 1311 Brightwaters Boulevard,
St. Petersburg, Florida 33704

ARTICLE VI. - OFFICERS AND MANAGENT

(A) The affairs of this corporation shall be managed by a Board of Ma n g e- ment selected in such manner as the By-Laws of this corporation shall provide.

(B) The officers of the corporation who shall administer its affairs and carryon its regular business subject and pursuant to the authority of the Board of Management shall include a:

President
Senior Vice President
One or more Regional Vice Presidents
Secretary
Treasurer Recording
Secretary Registrar
Chancellor
Chaplain
Genealogist
Historian,

and such other and additional offices as shall be established from time to time by action of the Board of Management, all to be elected from among the membership in such manner as the By-Laws of the corporation shall provide.

(C) Except as herein otherwise specifically provided, the decision of the Board of Management in all corporation matters shall be final, subject only to appeal to the membership at the annual meeting. The Board of Management shall have control over all officers and committees, and for good cause may declare any office vacant.

ARTICLE VII. - ANNUAL MEETING

The annual meeting of the corporation for the election of officers and for the transaction of business shall be held during the month of April or the month of May, the date and place of the meeting to be selected by the President of the corporation upon the advice of the Board of Management.

ARTICLE VIII. - BY-LAWS

The corporation shall adopt By-Laws not inconsistent with these Articles of Incorporation or with the Constitution and By-Laws of The National Society of the Sons of the American Revolution, and embodying additional provisions for the government of this corporation. By-Laws shall include provisions whereby they may be repealed or amended from time to time.

ARTICLE IX. - AMENDMENTS

These Articles of Incorporation may be amended by a 2/3rds vote of the members present and voting at any annual meeting of the corporation provided the proposed amendment has been submitted-in writing to the Board of Management at a regular meeting thereof at least 45 days prior to the annual meeting. The Board of Management shall make its report approving or disapproving the proposed amendment at the annual meeting. The President shall cause notice of any proposed amendment which is favorably recommended by the Board of Management to be mailed to all Chapter Presidents and Secretaries at least 30 days prior to the annual meeting.

ARTICLE X.

The post office address of the corporation and of its Resident Agent in the State of Florida, Richard H. Thompson, Jr., shall be 1311 Brightwaters Boulevard, St. Petersburg, Florida, 33704. The Board of Management may from time to time move the office to any other address in the State of Florida and may change the Resident Agent giving due notice thereof as provided by the statutes of the State of Florida.

ARTICLE XI.

The names and post office addresses of the members of the first Board of Management, who , subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office until the first annual meeting of the members of the corporation or until their successors are elected and have qualified, are as follows:

Carl K. Hoffmann, 745 Majorca, Coral Gables, Florida 33134;

Clarence Sheftall, Jr., 7270 San Carlos Road,
Jacksonville, Florida 32217;

Richard; H. Thompson, Jr., 1311 Brightwaters Boulevard,
St. Petersburg, Florida 33704

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators have hereunto set our hands and seals for the purpose of forming this corporation not for profit under the laws of the State of Florida, and we hereby made, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

Carl K. Hoffmann

Clarence Sheftall, Jr.

Richard H. Thompson, Jr.

STATE OF FLORIDA
COUNTY OF DADE

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Carl K. Hoffmann known to me to be one of the incorporators described in the foregoing Articles of Incorporation, and a natural person competent to contract and he acknowledged to me his free and voluntary execution of the same.

Witness my hand and official seal this 16th day of February, 1972.

Notary Public, State of Florida

Florida

(Notary Seal)

Commission
Expires

Notary Public State of Florida at Large My Commission Expires April 27, 1973 By and Thru Fred W. Diestelhorst

STATE OF FLORIDA

COUNTY OF DUVAL

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Clarence Sheftall, Jr. known to me to be one of the incorporators described in the foregoing Articles of Incorporation, and a natural person competent to contract and he acknowledged to me his free and voluntary execution of the same.

Witness my hand and official seal this 19th day of February. 1972.

Notary Public, State of Florida
My Commission Expires:
Notary Public, State of Florida at Large
My Commission Expires April 17, 1975
Bonded by American Fire & Casualty Co.

(Notary Seal)

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Richard H. Thompson, Jr. known to me to be one of the incorporators described in the foregoing Articles of Incorporation, and a natural person competent to contract and he acknowledged to me his free and voluntary execution of the same.

Witness my hand and official seal this 11th day of February, 1972.

Notary Public, State of Florida
My Commission Expires:

Notary Public State of Florida at Large
My Commission Expires Aug. 8, 1975.

(Notary Seal)

BYLAWS

OF THE FLORIDA SOCIETY SONS OF THE
AMERICAN REVOLUTION

ARTICLE I THE SOCIETY

Section 1 Objectives

The Florida Society of the Sons of the American Revolution, hereinafter referred to as the FLSSAR, is a chartered entity of the National Society of the Sons of the American Revolution, hereinafter referred to as the NSSAR. The FLSSAR is a not-for-profit 501 c. (3) corporation organized and existing under the laws of the State of Florida under the terms of a Certificate of Incorporation issued on March 9, 1972 by the Secretary of State of the State of Florida.

Section 2 Chapters and Regions

The FLSSAR is organized into chapters, to each of which the FLSSAR has issued a charter that assigns to it the exclusive local jurisdiction over a designated territory. The state is also divided into geographic regions, the boundaries of which are designated by the BOM, and usually so drawn that each encompasses several chapters. Each Region is represented by a Regional Vice President.

Section 3 Members

The FLSSAR is made up of members in good standing of the NSSAR, each of whom shall have been admitted to membership in the FLSSAR, and each of whom is a member in good standing of the FLSSAR. A Member in Good Standing is a person who has been admitted to membership in the NSSAR and the FLSSAR, who is not now in arrears in payment of his dues, and whose membership is not now suspended or terminated under the provisions of the NSSAR.

a. Normally members of the FLSSAR will hold membership in one of the FLSSAR Chapters.

b. Members may request and be designated as Members at Large. These members may attend BOM meetings but may not vote as members of the BOM unless they qualify for membership under the provisions of ARTICLE II, Section 1, of these Bylaws. Members at Large shall pay an additional fee in the amount of the FLSSAR current dues. This is in addition to regular NSSAR and FLSSAR yearly dues.

c. Members may request to transfer from one FLSSAR chapter to another by submitting a written request to the FLSSAR Secretary, who will coordinate the transfer with the current and new chapters.

Section 4 Annual Meeting

The FLSSAR shall hold an Annual Meeting each year on a date in the month of April or May to be designated by the President, and at a place to be selected by him. In no event shall the date of the Annual Meeting be later than fifteen days prior to the opening date of the Annual Congress of the NSSAR. A quorum of an Annual Meeting of the FLSSAR shall consist of twenty members in good standing. During the Annual Meeting, the membership present shall elect a Nominating Committee in accordance with Article III, Section 2 (Nomination and Election of Officers) of these by-laws. Electronic meetings according to requirements in the most recent edition of *Robert's Rules of Order* are permitted.

Section 5 Special Meeting

a. BOM
   1. The President may call Special Meetings of the BOM. Notice of all meetings of the BOM, except that which may follow the Annual Meeting, shall be communicated to all members of the BOM at least 30 days prior to the date set for such meeting.
   2. The President shall set the date and place for all Special Meetings of the BOM.
   3. A quorum for a Special Meeting shall be twenty members of the BOM in good standing.
   4. A quorum for the Transaction of Business and a majority vote of those in attendance at any meeting will be required for the BOM to take action except as otherwise provided.

b. FLSSAR
   1. A Special Meeting of the FLSSAR shall be called by the President with not less than ten days prior notice to all members of the FLSSAR upon the request, by mail or e-mail, of at least three fourths of the members of the BOM.

   2. A quorum for the Special Meeting of the FLSSAR shall consist of twenty members of the FLSSAR in good standing. A quorum for the Transaction of

Business and a majority vote of those FLSSAR members in attendance at any meeting will be required for the BOM to take action except as otherwise provided.

c. Electronic Meetings

Electronic meetings according to requirements in the most recent edition of *Robert's Rules of Order* are permitted.

Section 6 Notice

Notice shall mean by electronic means, postal service, or publication in the Florida Patriot for every action requiring notice in these Governing Documents.

Section 7 Ladies Auxiliary (LAFLSSAR)

Women who are related to an SAR member 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 BOM, or Annual Meeting of the members.

ARTICLE II THE BOARD OF MANAGEMENT

Section 1 Membership

The membership of the BOM shall include only persons who are members in good standing of the FLSSAR, and who are listed in at least one of the following categories:

a. Persons who are lifetime members of the BOM by virtue of being a past President of the FLSSAR, a recipient of the Patriot Medal, or an incumbent or past elected officer of the NSSAR.
b. Persons who are members of the BOM by virtue of being, and while being, an elected officer of the FLSSAR; appointed incumbent FLSSAR Committee Chairman; an incumbent National Trustee from Florida; an incumbent Chapter President; and the most recent Past President of a chapter, i.e., the person who preceded an incumbent Chapter President in office; if a chapter has no recent Past President it shall name another of its members to serve on the BOM;
c. Persons who have been appointed by chapters having more than forty members on the basis of one additional member of the BOM for each forty chapter members or fraction thereof more than the first forty, the term of office of such additional members of the

BOM to be coterminous with that of the Chapter President incumbent at the time of their appointment to the BOM.

A member of the BOM who is unable to attend a meeting may name, in writing, another member of the FLSSAR to attend and act in his stead; provided, however, that no person may have more than one vote. Members of the FLSSAR who are not members of the BOM may attend and participate in debate but may not vote. Visiting dignitaries, especially those from other State Societies or from the National Society, may attend and may be invited to address the meeting but may not participate in debate or vote.

Section 2 Powers

The BOM shall have the following powers and duties:

a. Exercise management and control over the affairs of the FLSSAR;
b. Create and staff additional offices and committees as needed;
c. Approve, and authorize adjustments in, the FLSSAR budget;
d. Admit new chapters;
e. Fix fees from applicants, dues from members, and raise funds by other means to meet the financial needs of the FLSSAR;
f. Fill vacancies which may occur in any office, to serve until the next Annual Meeting of the FLSSAR except as otherwise provided in ARTICLE III, Section 8, of these bylaws;
g. Approve contracts which are signed by the President or other Compatriot the BOM authorizes for the purchase of services and materials, and to establish policies and procedures regarding reimbursement for expenses incurred in carrying on the business of the FLSSAR; and
h. Adopt and enforce rules and procedures which shall not be inconsistent with the Articles of Incorporation of the FLSSAR, these bylaws, or the Constitution and Bylaws of the NSSAR.

Section 3 Meetings

The BOM shall hold at least two regular meetings in the one year time period commencing at the end of the Annual Meeting. One meeting will occur on the day before, or on the date fixed for the opening of the Annual Meeting of the State Society, to be known as the Spring Meeting. The number of, and dates for, additional meetings to be held in the subsequent one year time period will be determined by the BOM at the meeting held closest to November 1.

A meeting may also be held immediately after the adjournment of the Annual Meeting if so announced by the President-elect. Notice of all meetings of the BOM, except that which may follow the Annual Meeting, shall be communicated to all members of the BOM at least 30 days prior to the date set for such meeting.

Electronic meetings according to requirements in the most recent edition of *Robert's Rules of Order* are permitted.

Section 4 Quorum

A Quorum of a Regular Meeting of the FLSSAR BOM shall consist of at least fifteen (15) members of the BOM. A quorum for the transaction of business and a majority vote of those in attendance at any meeting will be required for the BOM to take action, except as otherwise provided in ARTICLE VII, Section 3, of these bylaws.

ARTICLE III OFFICERS

Section 1 Titles

The officers of the FLSSAR, who shall be members in good standing, who shall be elected at the Annual Meeting, and who shall serve upon their installation and until their successors assume office, shall be a President, Senior Vice-President, Regional Vice-President for each Region as from time to time may be established, Secretary, Treasurer, Recording Secretary, Registrar, Chancellor, Chaplain, Genealogist, Editor, Historian, Member-at-Large of the Executive Committee, and Sergeant-at-Arms. A Parliamentarian and Webmaster shall be appointed by the incumbent president.

Section 2 Nomination and Election of Officers

A. Nominations

(1) Nominating Committee

(a) Election of Members. During the Annual Meeting, after the election of officers, the President-Elect shall nominate, and the membership present shall elect, a Nominating Committee composed of five members who shall have not served on a prior Nominating Committee of the FLSSAR during the preceding two years, and whose term of office shall continue until the adjournment of the next Annual Meeting of the FLSSAR. Prior to the call for nominations, the Secretary shall inform the membership present of the names of persons who served on a Nominating Committee during either of the prior two years. If more than five persons are nominated, each member shall vote for five of the persons nominated, on ballot forms provided by the Secretary. In the case of a tie vote that would prevent the naming of five clear winners, a runoff election shall be held between those unsuccessful candidates who, had they received one more vote on the first ballot, would have been a clear winner. If the committee is elected by acclamation, voting will not be necessary. The members of the Nominating

Committee shall elect their own chairman. The Senior Vice-President shall not serve as a member of the Nominating Committee.

(b) Duties. The Committee shall canvass the FLSSAR to solicit suggestions as to the members who are qualified and willing to serve in, and shall name at least one candidate for, each office that is to be filled by election by the FLSSAR at its next Annual Meeting. The Chairman, or other committee member designated by him, shall announce at least 60 days prior to the Annual Meeting, the names of the persons chosen by the Committee to be the nominees for the respective offices, and shall thereupon deliver a copy of the committee report to the Secretary who shall publish it in such a manner and at such time as to assure that every member of the FLSSAR is given at least thirty days advance information as to the names of persons whom the Committee will nominate for the respective offices for the following year. At the next Annual Meeting of the FLSSAR the Chairman, or other committee member designated by him, shall place in nomination the names of the respective candidates proposed by the Committee to be officers of the FLSSAR for the following year, and he shall thereupon deliver a copy of the committee report to the Recording Secretary.

(2) Nominations from the Floor

Any member of the FLSSAR is entitled to nominate from the floor of any Annual Meeting, or any meeting of the BOM, any other member of the FLSSAR for any office of the Society that is to be filled by election by either of these bodies.

B. Qualifications of Nominees

(1) The Nominating Committee, or FLSSAR member who makes a nomination for an elective office of the FLSSAR, shall have ascertained before making a nomination that the person to be nominated is a member in good standing and has stated in writing that he is willing to serve in that office. Furthermore, each nominee, for the office of President and Senior Vice President, shall indicate their willingness and advise the Nominating Committee of any hindrance that might prevent them from attending all BOM meetings during the term of their elected office and to physically reside in the State of Florida for no less than six months during each year the office is held. In order to be eligible for the office of President or Senior Vice President, the compatriot must have completed at least one term or year in an elective office of the FLSSAR or as Florida's National Trustee prior to assuming the office of President or Senior Vice President.

(2) Nominations not part of the committee slate must be made from the floor at the appropriate point in the meeting. The proposed candidate need not be present. If a proposed candidate is not in attendance, the nominator must present a signed statement from the nominee acknowledging that he agrees to serve if elected.

C. Election

Elections will be held at the Annual Meeting by those physically in attendance. Election for an office for which only one person has been nominated shall be by voice vote upon a motion to elect by acclamation.

Election for an office for which there are two or more candidates, shall be by secret ballot, supervised by Tellers appointed by the President. Election shall be by majority vote of those present and voting. If after one balloting no candidate has a majority, all candidates but the two who received the greatest plurality shall be dropped and a vote taken for the two remaining candidates, with the candidate receiving a majority being declared the winner. If there is a tie vote, balloting shall continue until a winner is determined. The results of each balloting shall be communicated by the Tellers to the President who shall announce the vote count and the name of the winner when one is obtained.

Section 3 Additional Offices

The FLSSAR at any Annual Meeting, or at the BOM at any regular of special meeting, may create additional offices as in their judgment may be required, and may designate the person or persons to occupy the same until the next Annual Meeting of the FLSSAR.

Section 4 National Trustee and Alternate

The BOM shall annually select individuals for nomination for National Trustee and Alternate National Trustee in accordance with the requirements of the bylaws of the NSSAR.

Section 5 NSSAR Vice President General South Atlantic District Nominee

Once each four year period, the FLSSAR shall nominate a qualified member of the FLSSAR to the Annual South Atlantic District Meeting to be the nominee to the NSSAR for Vice President General of the South Atlantic District. Qualifications required for nomination to this office are that the individual is a member in good standing of the FLSSAR and NSSAR. Any qualified member of the FLSSAR may seek the nomination for NSSAR Vice President General South Atlantic District in accordance with the bylaws of the NSSAR.
Election to the office of NSSAR Vice President General South Atlantic District shall be made by the delegates at the National Congress.

Section 6 Holding Multiple Offices

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 Section 1 of this ARTICLE. The currently elected President will not hold or chair any FLSSAR committee other than the Executive Committee.

Section 7 Endorsement of Candidates for National Office

Candidates who have declared for election to General Offices in the National Society may appear before the Board of Management for the purpose of seeking the endorsement of the Florida Society.

Section 8 Vacancies

If any elected officer shall be unable to serve his full term because of a death, resignation, or disability or other cause, there shall be an appointment by the President for the unexpired portion of the term, subject to confirmation by the Executive Committee (by phone conversation, e-mail or letter, with formal confirmation at the next scheduled BOM per Article II – Section 2.F)

ARTICLE IV DUTIES OF OFFICERS

Section 1 President

The President shall preside at meetings of the FLSSAR and of the Board of Management. He shall also perform such duties as ordinarily pertain to that office, including, without limitation, the submission of timely and pertinent information respecting the affairs of the FLSSAR to the membership thereof in whatever manner and at whatever intervals he shall deem appropriate. The President may authorize and award certificates for service to the FLSSAR to FLSSAR members, nonmembers, organization or activities. He should attend the NSSAR Annual Congress and Leadership Meetings, the Annual Meeting of the South Atlantic District, Commemorative Ceremonies, such as Revolutionary War Battles and he should attend as many of the Society's Chapter meetings as possible during his term of office.

Section 2 Senior Vice President

If the President is absent, the Senior Vice-President shall preside at meetings of the FLSSAR and of the BOM. He shall succeed to the President's office in the case of resignation, death, or disability of the President, and he shall perform such duties as ordinarily pertain to that office and are assigned to him by the President or by the BOM.

Section 3 Regional Vice President

The Executive Committee, with the advice and consent of the BOM, shall determine the number of Regional Vice-Presidents necessary for the proper and efficient function of the FLSSAR and shall determine the boundaries of the various regions within which the Regional Vice-Presidents shall function. Each Regional Vice-President shall render assistance to the chapters within his region, survey and suggest locations for new chapters, promote membership in the FLSSAR, perform such other duties as requested by the President and/or the BOM, and shall visit each chapter in his region at least once each year.

Section 4 Secretary

The Secretary shall conduct membership and correspondence functions and shall perform such duties as ordinarily pertain to the office of Secretary. Maintenance of files herein described should include provisions for a back-up process, such as a Cloud back-up service. The Secretary shall:

a. Maintain the file of Approved SAR Record Copies; and, when received from the NSSAR, obtain the signature of the President on, and himself sign, the Certificate of Membership and forward it on to the new member's Chapter.
b. Prepare and send all reports required by the NSSAR, including the annual reports together with the annual dues when due.
c. Maintain files of annual chapter reports of membership; and maintain lists of present and former elected officers, members of the BOM, members of committees, and recipients of medals and awards.
d. Maintain records of membership including mailing addresses, on a current basis, and prepare, or cause to be prepared, mailing lists, or address labels as needed for the dispatch of correspondence, minutes of meetings, notices, and THE FLORIDA PATRIOT magazine.
e. Prepare and dispatch meeting notices, newsletters, and reports to members, compose and dispatch special correspondence for the FLSSAR or the BOM; and send copies of resolutions or news releases to the media, public officials, or other outside persons or agencies.
f. Order and maintain stocks of stationery and other consumables, purchase stamps and arrange bulk mailing permits for correspondence, and THE FLORIDA PATRIOT magazine, and submit vouchers for payment of expenses incurred thereby.
g. Sign documents for official certification; sign checks as authorized; arrange for bonding of officers as directed by the BOM; and maintain the archives of original records of the FLSSAR; including all corporate contracts and resolutions that are currently valid.
h. Record and distribute to the members of the Executive Committee the minutes of all Executive Committee meetings in a timely manner.

Section 5 Recording Secretary

The Recording Secretary shall record, or cause to be recorded, and shall preserve, the minutes of the BOM and of annual Meetings of the FLSSAR. He shall send copies of the minutes of meetings to the Secretary for reproduction and distribution, shall record the additions and corrections made and the date of the final approval, and forward the corrected and approved original of such minutes to the Secretary for preservation in the archives of the Society, and for the preparation and dissemination of copies to the membership.

Section 6 Treasurer

The Treasurer shall serve as the principal financial officer of the FLSSAR. He shall:

a. Serve as Chairman of the Finance Committee, establish procedures to assure that expenditures confirm to approved budget allocations, that they are vouchered, and that they are proper expenses of the FLSSAR, and shall receive, maintain custody of all accounting records, make all disbursements, and report periodically on the status and trends of all funds of the FLSSAR except the Endowment Trust Fund and the Operating Budget Trust Fund.
b. Reimburse officers and members upon submission of vouchers for travel or other expenses incurred as a consequence of requested or special duties as approved or directed by the BOM or as required by these bylaws.
c. Disburse funds as vouchered by the Editor or the Secretary for services or materials received by the FLSSAR under contract as authorized by these bylaws.
d. Prepare tax exemption forms or other forms, returns and reports required by Federal, State, or local laws.
e. Maintain current signature cards for depositories as necessary.
f. Establish and monitor procedures for annual reporting of the inventory, sales, and replenishment of medals, jewelry, insignia, and other non-consumable items purchased from NSSAR for resale to chapters or members.
g. Maintain a record of the name, location, and custodian of, and custody receipts for, items of furniture, office equipment, flags, amplifying and/or recording equipment, and other such property items owned by the FLSSAR.

Section 7 Registrar

The Registrar shall review and approve when proper, all applications and proofs of eligibility for membership, and forward to the NSSAR with admission fees as required for final approval.

Section 8 Chancellor

The Chancellor shall be the legal advisor of the officers and BOM on matters affecting or pertaining to the FLSSAR.

Section 9 Chaplain

The Chaplain, if present, shall open and close all meetings of the FLSSAR with the usual and proper services for such occasions.

Section 10 Genealogist

The Genealogist shall assist chapter genealogists in preparing prospects for membership in the FLSSAR. He shall write and publish such materials as will in his opinion be helpful in meeting the requirements for membership in the Society. He shall assist the Registrar when called upon to do so.

Section 11 Historian

The Historian shall maintain a running history of the FLSSAR and do such historical research as may be assigned to him from time to time by the President or by the BOM.

Section 12 Sergeant-at-Arms

The Sergeant-at-Arms shall assist in preserving order as the President may direct. He shall handle the physical arrangements within the meeting hall, including seeing that the furnishing, sound amplifier, lighting, flags, decorations, regalia, and the like, are present, adequate, and in proper order. He shall maintain custody of the paraphernalia and other physical assets belonging to the FLSSAR other than office equipment and supplies used by the Secretary, and shall maintain them in a proper state of repair, deliver them, and install them in, the meeting place as necessary for the conduct of meetings of the FLSSAR or of the BOM.

Section 13 Editor

The Editor is to prepare a publication Quarterly unless otherwise ordered by the Board of Managers and to distribute it to all Regular and Emeritus Members of the state Society in such manner and style as appropriate to the office.

Section 14 Webmaster

The FLSSAR webmaster will oversee the maintenance and updating of the FLSSAR website.

Section 15 Member-at-Large Executive Committee

The Member-at-Large is elected annually and serves as a member of the Executive Committee. The Member-at-Large (MAL) represents the general membership on issues of interest or concern, particularly those that arise outside of the standing committee structure.

ARTICLE V COMMITTEES

Section 1 Executive Committee

There shall be an Executive Committee which shall consist of the following members: The President, who shall serve as Chairman; The Senior Vice-President, who shall serve as Vice-Chairman; The Immediate Past President of the FLSSAR; The Secretary, who shall serve as Secretary of the Committee; The Treasurer, who shall serve as the fiscal advisor; and a Member-at-Large, who shall be elected by the FLSSAR at its Annual Meeting.

Three members shall constitute a quorum. The Executive Committee shall have the power to conduct its business by mail, email, by electronic means, or telephone in lieu of convening in formal session; provided however, that each member of the Committee shall confirm by e-mail or hardcopy letter to the Secretary, each vote he has given by telephone. A report shall be made by the Chairman and/or Secretary at each meeting of the BOM detailing all actions taken by the Executive Committee since its last report to the BOM. During intervals between meetings of the BOM, the members of the Committee shall have the duty to meet on call of the Chairman and to act for the Board of Management ad interim on any matter that the Chairman deems to be of such urgency and importance that the action must be taken before the next regularly-scheduled meeting of the BOM. The committee shall also serve as a council to advise the President on planning and operational matters about which he deems the counsel of the Committee to be needed or helpful. The Committee shall also serve as a council to advise the President and the National Trustee on National NSSAR issues that the FLSSAR members have interest in to present to the National Trustee meetings.

Section 2 Financial Review Committee

The President shall appoint, and name the Chairman of, a Financial Review Committee of not less than three nor more than five members of the FLSSAR. This committee shall conduct, or cause to be conducted, an annual independent internal review with specific guidelines of the financial books and records of the FLSSAR for the preceding fiscal year. The report of such Financial Review Committee shall be presented to the BOM for approval prior to the Annual Meeting of the FLSSAR.

Section 3 Patriot Medal Committee

The President shall appoint, and name the Chairman of, the Patriot Medal Committee, to consist of five members of the FLSSAR, each of whom has previously been awarded the Patriot Medal. The term of office of the members of the Committee shall be coterminous with that of the President who appoints them. This statutory committee shall have the exclusive power and duty to act for the FLSSAR to designate the recipients of the FLSSAR to whom the Patriot Medal will be awarded by the FLSSAR. Presentation of the Patriot Medal shall be made

at the final session of the Annual Meeting of the FLSSAR, by the Chairman of the Committee or by another person designated by him to do so.

Nominations of persons to be considered by the Committee for the Patriot Medal may be made by any member of the FLSSAR. Such nomination should include a statement detailing the qualifications of the nominee for such consideration, and must be sent to the Chairman of the Committee at or before January 31st of each year.

It is the duty of this Committee to assure that the medal is properly engraved and a framed certificate attesting to the award are on hand at or before the scheduled time of the presentation ceremony. The Chairman of the Committee shall furnish annually to the Secretary a list of persons to whom the Patriot Medal has been awarded by this committee so that the annals of the FLSSAR may record the names of all holders of the Patriot Medal as being life members of the BOM.

Section 4 Medals and Awards Committee

The President shall appoint, and name the Chairman of, the Medals and Awards Committee, to consist of five members of the FLSSAR whose term of office shall be coterminous with that of the President who appoints them. This statutory committee shall have the exclusive power and duty to act for the FLSSAR to:

a. Designate the persons, groups, or organizations to whom medals (other than the Patriot Medal), plaques, prizes, decorations, trophies, certificates, gifts, honoraria, or other awards, except as provided for in these bylaws are to be given by, and in the name of, the FLSSAR.
b. Arrange for medals, Plaques, and the like to be suitably engraved; for certificates and the like to be suitably inscribed and signed as determined by the Chairman and the maker of the request; and for the items that are to be awarded to be on hand at or before the scheduled time of the presentation ceremony. The Chairman or person making any requests for plaques and/or certificates shall decide when framing is necessary.
c. Designate the person who will present the medal or award and inform the President of the name of the presenter.
d. Furnish to the Secretary, at the time of the Annual Meeting, a list of all medals and awards that have been given out by this committee during the year of its tenure, so that the names of all holders thereof may be permanently recorded in the annals of the FLSSAR.
e. Provide advice and guidance to the Chapters regarding medals and awards proposed to be given by the Chapters and request that all chapters report all medals and awards presented during the past year to the Chairman of the Committee and to the Secretary.

Nominations of persons to be considered by this committee for awards may be made to the committee by any member of the FLSSAR; such a nomination should include a statement

detailing the qualifications of the nominee for such consideration, and should be sent to the Chairman of the committee.

Section 5 Finance Committee

The Finance Committee shall consist of the Treasurer, who shall be the Chairman, and two other members who shall be appointed by the President, and whose term of office shall be coterminous with that of the President who appoints them. This statutory committee shall exercise management supervision over all FLSSAR finances except those of the Endowment Trust Fund and the Operating Budget Trust Fund.

Section 6 Other Committees

Other committees, not listed in these bylaws, may become necessary or useful; or the need to modify the duties of, or eliminate, an existing committee may arise. In such case, the desired change shall be proposed for consideration by the President, the BOM, or any member of the FLSSAR, as appropriate. A proposal for a new Statutory or Standing committee or for the modification of an existing Statutory or Standing committee shall include a proposed draft of a new or revised charter that states the name, duties, structure, powers, method of appointment, and term of office of its members, and shall propose whether it shall be given the status statutory or standing.

Committees are described as follows:

a. A Statutory Committee has the following characteristics:
   (1) Statutory Committees are established by, and their charters are set forth in, the By-laws (see Sections 1-5 above).
   (2) Statutory Committees perform functions and have powers as stated in the By-laws.
   (3) Statutory Committees remain in existence permanently, from year to year.
   (4) Members of Statutory Committees are appointed by the officer identified in their Bylaws and their terms are concurrent with that of the appointing officer unless otherwise stated in the Bylaws.

b. A Standing Committee has the following characteristics:
   (1) Standing Committees are established, chartered, and empowered by action of the Board of Management.
   (2) Standing Committee charters may be amended or revoked by action of the Board of Management.
   (3) Standing Committees perform functions. They remain in existence as long as their charters remain in effect.

(4) Standing Committee charters designate the class of business for which the Standing Committees' charters have cognizance, and they grant authority to conduct business.
(5) Members of Standing Committees are appointed by the officer identified in their charters. Members of Standing Committees serve for a term as stated in their charters.

c. A Special (sometimes called Ad Hoc committee) has the following characteristics:
(1) A Special or Ad Hoc Committee is established, structured, chartered, and empowered by action of the President or of the Board of Management.
(2) A Special or Ad Hoc Committee performs the task or tasks specified in that action.
(3) A Special or Ad Hoc Committee remains in existence, and its members continue to serve, until the tasks shall have been completed, a report submitted and accepted, and the committee is discharge.

Changes may be made to Special or Ad Hoc Committee assignments by the empowering authority.
Special or Ad Hoc Committees may be transformed into Standing Committees by the Board of Management.

ARTICLE VI FINANCIAL MATTERS

Section 1 Reimbursements

No officer shall receive any compensation from the FLSSAR solely by virtue of his office, *except as authorized by the BOM*. The BOM shall have the authority to approve, either by general resolution or by specific action, the payment of expenses reasonably incurred by any officer or member in the performance of requested or special duties. Such reimbursement may include, without limitation, such items as postage, stationary, automobile or other travel expenses, meals, lodging, telephone calls, etc. Any such reimbursement shall be only on the basis of a proper voucher or expense account itemizing such expenses. Any expenditures not confirming to these bylaws will be considered and treated as personal expense of the person so making the expenditure.

Section 2 Expenses of the Secretary

The Secretary may be granted an allowance, in an amount approved by the BOM, to cover the expenses of his office, including, but not limited to, the following:

a. Rental of office space and office machines.
b. Telephone, postage, stationary, and other consumables.
c. Clerical and professional services as may be required from time to time to handle the office details in order that the affairs of the FLSSAR may be conducted in an efficient

manner, such services to be procured under contract from firms or from persons acting as independent contractors, such contracts to state in detail the nature, extent, and cost, of the services to be provided; provided, however, that each contract shall be approved in advance by the BOM together with a grant of authority to the Secretary to act as the agent of the FLSSAR in signing and enforcing the contract.

Section 3 Fidelity Bond

The BOM shall maintain in effect a fidelity bond providing coverage in favor of the FLSSAR in such amount as shall be deemed to be reasonable and prudent in order to protect the FLSSAR from pecuniary loss. The persons or officers to be named in such insurance coverage shall be those as determined from time to time by the BOM or by the Executive Committee.

Section 4 Fiscal Year

The fiscal year of the FLSSAR shall be the calendar year.

Section 5 Budget

The Finance Committee shall prepare an annual budget in which are listed the categories and accounts of anticipated income and the funding authorized for the various items of expected expenses, and shall submit it to the BOM at the meeting closest to, but not after, December 31st of each year. The annual budget shall represent the expected income and outlays for the twelve-month period beginning on January 1 following its approval by the BOM. The Finance Committee shall have the power to effect transfers between, or adjustments in, amounts allocated in the budget by the BOM to the respective budget categories or line items; provided, however, that the amounts involved in such changes do not exceed ten percent of the amount originally approved by the BOM for any line item that will be affected by the change. The Committee shall have the duty to obtain approval of the Executive Committee before effecting changes of more than ten percent but not more than twenty five percent, and of the BOM for changes greater than twenty five percent, of the original allocation for any line item that would be affected by the change.

Section 6 Emeritus Program

The Emeritus Program of the FLSSAR recognizes compatriots for long membership and financial support to the Society and also provides relief to certain compatriots in need or distress.

a. Emeritus I. All FLSSAR members who have paid dues to the NSSAR for fifty years shall be Emeritus Members of the NSSAR in accordance with the NSSAR Bylaws. All FLSSAR Members who are Emeritus Members of the NSSAR may request to become exempt from NSSAR dues in accordance with NSSAR Bylaws. Those exempt from

National dues are Emeritus I Members. The FLSSAR may request Emeritus I Status for any FLSSAR Member who is an Emeritus Member of the NSSAR.

b. Emeritus II. All FLSSAR Members who have paid a total of forty (40) cumulative years of NSSAR annual dues shall be Emeritus members of the FLSSAR and their respective FLSSAR Chapters. All Emeritus Members of the FLSSAR may request to become exempt from FLSSAR and Chapter dues. The member, or his Chapter, shall request exemption from dues based on his Emeritus Status. The Chapter shall approve exemption from Chapter dues and the request will be forwarded to the FLSSAR Executive Committee which shall approve exemption of state dues for the FLSSAR. Those Emeritus members of the FLSSAR approved to be exempt from further State and Chapter dues are Emeritus II members.

c. Emeritus III. At times a member of the FLSSAR may become in need or distress. A Chapter may forgive the dues of a compatriot and request the FLSSAR to forgive dues. This is a temporary measure and such relief is for one year only. The FLSSAR Executive Committee approves the relief from dues for the FLSSAR. Those granted this relief from dues are designated Emeritus III members. Emeritus III status must be requested on a yearly basis. Names of Emeritus III members will be kept confidential.

Section 7 Dissolution

Upon Dissolution of the Florida Society, and after payment of just debts and liabilities, all remaining assets shall be distributed to organizations enjoying an exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or successor provisions, with preference given to the National Society of the Sons of the American Revolution.

ARTICLE VII CHAPTERS

1. STATUS: The Chapter is the principal subordinate element of the FLSSAR. It constitutes and shall serve as the primary link between the individual members of the Chapter and the FLSSAR and NSSAR.

2. PURPOSE: The Chapter shall endeavor to promote the purposes of the FLSSAR, growth for FLSSAR's membership, and public awareness and support for its objectives, and shall do so in a manner that will reflect credit upon it.

3. FORMATION: A minimum of 15 members resident in the territory encompassed thereby shall be necessary for the formation and issuance of a charter to a local Chapter, with at least 10 being primary members of the new chapter and located in the area where the new chapter intends to hold meetings. An application for the formation of a new Chapter shall be submitted to the New Chapter Development Committee for additional coordination before

being forwarded to the BOM; if the application is approved the BOM shall direct the preparation of a charter and shall arrange for it to be presented with a proper ceremony.

4. OPERATION: The Chapter shall adopt its own bylaws, elect its own officers, and regulate its own procedures and activities, subject to such rules and regulations as may be issued from time to time by the National and/or the Florida Society and to the constitution and bylaws of the NSSAR and the Articles of Incorporation and bylaws of the FLSSAR.

ARTICLE VIII MISCELLANEOUS

Section 1 Resolutions

No resolution purporting to commit the FLSSAR to a position, cause, or course of action may be adopted at any meeting of the FLSSAR unless such matter shall have been considered and approved by the BOM prior to presentation thereof at an Annual Meeting.

Section 2 Authority to Speak for the FLSSAR

No member of the FLSSAR shall have the authority to speak for or represent the FLSSAR in any matter unless specifically authorized in advance either by action of the FLSSAR at an Annual Meeting or by the BOM. This provision shall not prohibit nor shall it ever be construed in a manner that would prohibit, hamper, impair, or interfere with the performance of the official duties of his office by any duly elected officer of any Chapter or of the FLSSAR. Members of any FLSSAR authorized committee shall obtain approval from their respective committee chairman before releasing any report to the general membership of the FLSSAR. Due to possible legal repercussions, all reports, findings, or other written documents generated as a result of any FLSSAR committee which may adversely reflect on the organization or an officer of the FLSSAR shall be reviewed by the EXCOM for approval prior to release.

Section 3 Amendments

A. These bylaws may be amended by a two-thirds vote of the members present and voting at an Annual Meeting or Special Meeting of the FLSSAR, subject to the following:

(1) The text of any proposed amendments shall be submitted to the By-Laws Committee in ample enough time for review so that a recommendation can be made to the Annual Meeting.

(2) The text of any proposed amendment(s) must be provided to the members of the Florida Society at least thirty (30) days prior to the Annual or Special Meeting. The proposed amendment(s) will then be voted on at the Annual Meeting or Special Meeting.

(3) The text of the proposed amendment(s) may be modified by a majority of the members present and voting without giving previous notice provided, however, that such modification(s) do not increase the scope or purpose of the amendment(s).

B. Other FLSSAR Documents

Other FLSSAR Documents, including but not limited to Standing Rules and Committee Charters may be amended by a two-thirds vote of the members present and voting at a Regular or Special Meeting of the Board of Management of the FLSSAR, subject to the following:

(1) The text of any proposed Standing Rules amendment(s) should be submitted to the By-Laws Committee for review and recommendations prior to any Regular or Special Meeting of the Board of Management of the FLSSAR. Any member of the FLSSAR may propose an amendment.

(2) The text of the proposed Standing Rules amendment(s) must be provided to the members of the Board of Management (BOM) at least thirty (30) days prior to the Annual or Special Meeting.

(3) The text of the proposed amendment(s) may be modified by a majority of the members present and voting without giving previous notice provided, however, that such modification(s) do not increase the scope or purpose of the amendment(s).

Section 4 Rules of Order

At all meetings of the FLSSAR, the BOM, or any committee of either, any questions not covered by the Articles of Incorporation or by these bylaws, and which pertain to organization, procedure, or conduct of such meeting, shall be resolved by reference to the then-current edition of Robert's Rules of Order.

REVISION HISTORY

Date	Description
May 4, 2013	Rebase-lined existing edition of the Governing
Documents, May 2, 2015	Corrected minor typographical errors.
May 2, 2015	Added Bylaw revisions: ARTICLE I – Section 5 – Special Meeting, *added new verbiage* ARTICLE III – OFFIVERS, Section 2 – Nomination and Election of Officers ARTICLE VI – FINANCIAL MATTERS, Section 6 – Emeritus Program ARTICLE VIII – MISCELLANEOUS, Section 3 – Amendments Added New Bylaw: ARTICLE VIII – MISCELLANEOUS, Section 3 – B. Other FLSSAR Documents Edited index page to confirm with new material added to document.
May 20, 2017	Added Bylaw revision: Article V Committees Section 2 – Replaced entire Section Article VIII Miscellaneous, Section 3, Amendments A (1) (page 29) and Amendments B Other FLSSAR Documents (1) (pages 29-30)
May 20, 2018	Corrected title of Audit Committee to Financial Review Committee.
August 2020	Modified document formatting for consistency. Corrected minor typographical errors.
May 2021	Added Bylaw revisions: • Added authorization for electronic meetings. • Article II Section 2. g. – Modified authorization for signing contracts. • Article IV Section 14 – Modified duties of Webmaster. • Modified all references to committee “charters” to “mission statements” • Modified all references to “Documents Committee” to “By-Laws Committee”
May 2022	Added Bylaw revision: Article VI, Section 6 - Modified Emeritus II status to 40 years cumulative, vice continuous.
May 2023	Added Bylaw revisions: • Article VIII Section 2 – Authorization to speak for the FLSSAR. • Article II Section 3 – Modified the date for the BOM meeting prior to the Annual Meeting. • Article IV Section 4 – Modified duties of Secretary. • Article IV Section 12 – Modified duties of Sergeant-at-Arms. • Article I Section 3 – Modified process for transfer of members between chapters. • Article V Section 6 (a) 1 – Modified references to other sections. • Article V Section 2 – Added naming of chairman to Financial Review Committee. • Modified all references to committee “mission statements” to “charters”.

August 2023	Article VIII, Section 3.B - Changed "Documents Committee" to "By-Laws Committee" in accordance with the May 2021 approval above.
May 2024	Added Bylaw revisions: • Article III Section 2.C. – Clarify that voting for elected offices shall be allowed only by those members physically in attendance • Article III Section 2.B. – Clarify nominations from the floor and one nominee per office. • Article III Section 6 – Clarifies that the newly elected President cannot be part of any FLSSAR committee other than the Executive Committee • Article VII Section 3 – Number of members needed for new chapter. • Article VII Section 3 – Correct a Typographical Error
May 2025	Added Bylaw revisions: • Article I Section 3 – Remove reference to other specific articles. • Article I Section 3.c – Clarify chapter transfer process. • Article II Section 2f – Correct referenced article. • Article I Section 4 / Article III, Section 2.A(1)(a) – Clarify process for election of Nominating Committee. • Article III Sections 4/5 – Remove reference to other specific articles. • Article V Section 5 – Correct type. • Article VIII Section 3.A(2) – Remove requirement to vote on by-laws changes by ballot.
Oct 2025	Bylaw revisions: • Article III Section 2, B(3) – Remove limitation of one nominee per position. • Article VIII, Section 3, A.(2) - Change BOM to FLSSAR, and allow for Special Meetings.
May 2026	Bylaw revisions: • Article III Section 1 – Change Webmaster from election position to appointed position.