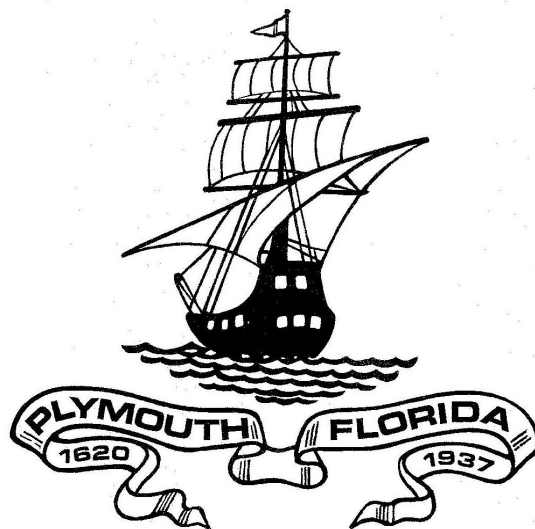


**CONSTITUTION & BYLAWS
(including Standing Rules)
OF
SOCIETY OF MAYFLOWER DESCENDANTS
IN THE STATE OF FLORIDA**



We hereby certify that this is a true, correct and complete copy of the Constitution & Bylaws (including the Standing Rules issued thereunder) of the Society of Mayflower Descendants in the State of Florida, including all amendments adopted through 27 Apr 2019.

ATTEST:

James W. Preston

JAMES W. PRESTON
Governor

ATTEST:

Kenneth E. Carter

KENNETH E. CARTER
Recording Secretary

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**ARTICLE I
NAME & LEGAL STATUS**

SECTION 1. NAME. The full name of this voluntary membership organization is the Society of Mayflower Descendants in the State of Florida and, for shorthand purposes; it shall be referred to as “FSMD.”

SECTION 2. LEGAL STATUS. FSMD exists as an unincorporated voluntary membership association under Florida law. It was chartered 31 July 1937 as the 28th state society under the General Society of Mayflower Descendants (“GSMD”), a Massachusetts not-for-profit corporation.

SECTION 3. TAX-EXEMPT STATUS: “ORGANIZED” & “OPERATED” REQUIREMENTS. FSMD not only must be “organized” but it must also be “operated” in conformity with GSMD’s governing documents in order to maintain its Section 501(c)(3) tax-exempt status under the Internal Revenue Code of 1986, as amended (the “Code”). As long as it maintains its Section 501(c)(3) exempt status, (a) dues and other contributions paid to FSMD are tax-deductible under Section 170 of the Code, and (b) FSMD and its colonies are exempt from payment of Florida sales taxes on their purchases of otherwise taxable goods and services.

SECTION 4. NO PRIVATE INUREMENT. If FSMD is ever dissolved or its existence is otherwise terminated, its net assets after payment of all its legal debts and obligations shall not inure to the benefit of any member or private individual but shall be distributed solely to GSMD in furtherance of its Section 501(c)(3) tax-exempt charitable and educational purposes.

SECTION 5. MEMBERS. Only natural persons are eligible for membership in FSMD. Natural persons shall be admitted to FSMD membership and, once admitted, may voluntarily withdraw from or may be removed from FSMD membership only in strict conformity with Article IV of this document.

**ARTICLE II
OBJECTS**

SECTION 1. CONFORMITY TO GSMD OBJECTS. As one of the constituent state societies chartered under GSMD, FMSD’s primary object is to conform to the principles, policies and standards adopted by GSMD from time to time, and to conduct all its activities and operations in a manner so as to support and further GSMD’s mission and values. To this end, FSMD endorses and adopts GSMD’s stated objects:

- a. To perpetuate to a remote posterity the memory of the Pilgrim Fathers;
- b. To maintain and defend the principle of civil and religious liberty, as set forth in the Compact of the Mayflower, “For the glorie of God, and advancemente of the Christian faith and honor of our countrie;”
- c. To cherish and maintain the ideals and institutions of American freedom, and to oppose any theories or actions that threaten their continuity;
- d. To transmit the spirit, the purity of purpose and steadfastness of will of the Pilgrim Fathers to those who shall come after us, an undiminished heritage of liberty and law;
- e. To promote the interests that are common to all the State Societies of Mayflower Descendants;

f. To secure united effort to discover and publish original matter in regard to the Pilgrims, together with existing data known only to antiquarians; and

g. To authenticate, preserve and mark historical spots made memorable by Pilgrim association.

SECTION 2. PROHIBITED ACTIVITIES. Under no circumstances shall FSMD engage in or conduct any activities which are prohibited under the Code for an organization which is tax-exempt under Section 501(c)(3) or an organization contributions to which are deductible under Section 170. In all cases, the opinion of GSMD's Counsellor General (or, in the absence thereof, the opinion of FSMD's Counsellor) shall be final and binding as to what activities are and are not prohibited under this Section 2.

ARTICLE III GOVERNANCE

SECTION 1. GOVERNANCE. Except for those matters reserved specifically herein to a vote of its members, FSMD's affairs shall be governed by and its affairs conducted under the general oversight and supervision of the FSMD Board of Assistants (hereinafter called the "State BoA" to distinguish it from GSMD's General BoA).

SECTION 2. STATE BoA. The State BoA shall consist of FSMD's duly elected Governor, Deputy Governor, Secretary, Treasurer, Historian, Captain, Elder and Counsellor; the Deputy Governor General ("DGG") and Assistant General ("AG") duly elected or appointed to represent FSMD on the General BoA; FSMD's immediate past Governor; the colony governor of each of FSMD's colonies in good standing; and three (3) members-at-large elected or appointed from among FSMD's Regular and Life members in good standing.

SECTION 3. STANDING RULES. The members of FSMD hereby authorize and direct the State BoA to adopt (and, after adoption, to amend from time-to-time) such reasonable standing rules, regulations and procedures as are thought necessary or desirable to carry out the intention of (or to more fully develop and explain) the various provisions of this document and to insure the orderly and efficient management of FSMD's affairs. When the State BoA is not in session, its authority in this regard is delegated to the Executive Committee; provided, however, that no Standing Rules (or amendment(s) thereto) adopted by the Executive Committee shall remain in effect unless ratified and confirmed by a majority of the entire State BoA at the next regular or special State BoA meeting, and no Standing Rules (or amendment(s) thereto) adopted at any regular or special State BoA meeting shall remain in effect unless ratified and confirmed by a majority vote of the members in good standing present at the next regular or special general membership meeting.

SECTION 4. STATE BoA MEETINGS; QUORUM. The regular annual meeting of the State BoA shall be held once a year immediately preceding FSMD's annual membership meeting. Special meetings of the State BoA shall be held at such other time(s) and place(s) as specified in a Notice of Meeting signed and delivered to FSMD's Secretary by: (i) FSMD's Governor; (ii) a majority of the members of the Executive Committee; (iii) one-third (1/3rd) or more of the members of the State BoA; or (iv) fifty (50) or more FSMD members in good standing. One-third (1/3rd) of the members of the State BoA shall constitute a quorum for the conduct of any business which properly comes before any regular or special State BoA meeting. No special State BoA meeting may be held sooner than thirty (30) days from the date on which the Secretary sends a copy of the Notice of Meeting to all State BoA members by postal or electronic mail.

Standing Rule 3.4.1. Notice of BoA Meetings. A Notice of Meeting shall be sent by the Secretary to all BoA members by postal or electronic mail at least 30 days prior to the date of every regular or special BoA meeting and shall, if at all possible, be accompanied by a proposed agenda for such meeting.

SECTION 5. REMOVAL OF OFFICER. The State BoA shall have the power to remove any officer for cause, *provided, however*, that such officer shall, upon reasonable notice, be allowed to appear before the State BoA and to be heard regarding the grounds for removal.

SECTION 6. FILL VACANCIES. Vacancies occasioned by the death, resignation or removal of an officer or State BoA member (other than colony governor) may be filled by the State BoA for the unexpired term of such officer or member. In the case of the death, resignation or removal of a colony governor from that position, the members of the colony in question shall appoint or elect a new colony governor who shall then become a member of the State BoA.

SECTION 7. APPOINT AN ACTING OFFICER. The State BoA may, in the event of the temporary absence or disability of the Deputy Governor, Secretary, Treasurer, Historian, Elder, Captain or Counsellor, appoint an Acting Deputy Governor, Secretary, Treasurer, Historian, Elder, Captain or Counsellor to perform the duties of such office during the period of such absence or disability.

SECTION 8. DELEGATION OF AUTHORITY. Except for its duty to exercise general oversight and supervision over FSMD's affairs and except for its specific powers under Sections 5, 6 and 7 of this Article III, the State BoA shall be deemed, during those periods when it is not in session, to have delegated its management authority to an Executive Committee, which shall have the power and authority to take action on any matters that may arise which, in the judgment of FSMD's Governor, should be acted upon before the next meeting of the State BoA.

SECTION 9. EXECUTIVE COMMITTEE OF STATE BoA. The Executive Committee of the State BoA shall consist of FSMD's duly elected Governor, Deputy Governor, Secretary, Treasurer, Historian, Captain, Elder and Counsellor; and the DGG duly elected or appointed to represent FSMD on the General BoA.

SECTION 10. ACTION TAKEN WITHOUT A MEETING. Any action required by law or required or permitted herein to be taken by the State BoA or the Executive Committee may be taken without a meeting, without prior notice, and without a formal vote, if a majority of the entire State BoA or Executive Committee (as the case may be) either: (i) signs a written consent to such action and delivers the same to the Secretary for filing in FSMD's official records, or (ii) approves of the action in question by means of electronic mail sent to the Secretary and Governor.

SECTION 11. MEETINGS BY ELECTRONIC MEANS. Members of the State BoA or Executive Committee may participate in a meeting of the State BoA or Executive Committee (as the case may be) by means of a telephone conference or similar communications equipment, *provided* all persons participating in the meeting can hear each other at the same time. Participation by this means shall constitute presence in person at a meeting.

ARTICLE IV MEMBERSHIP

SECTION 1. ELIGIBILITY. All natural persons over eighteen (18) years of age who can prove to FSMD's and GSMD's satisfaction that they are descended from a passenger on the Mayflower on the voyage which terminated at Plymouth, New England, in December 1620 shall be eligible for Regular Membership pursuant to Section 3 of this Article IV. All such natural persons who are less than eighteen (18) years of age shall be eligible for Junior Membership pursuant to Section 6 of this Article IV. All such natural persons who are fifty (50) years of age or older and who have been Regular Members in good standing of FSMD for at least five (5) years shall be eligible for Life Membership pursuant to Section 4 of this Article IV.

SECTION 2. GROUNDS FOR DISQUALIFICATION. Any person who is eligible for membership

under Section 1 may, nevertheless, be denied membership (and any member, already admitted, may be removed by majority vote of the State BoA) if such person: (i) is pledged to or advocates the overthrow, by force or violence, of the Government of the United States or that of any State or Territory, or (ii) has been found guilty of other treasonable practices, or (iii) is not of good moral character, or (iv) is not personally acceptable to FSMD.

SECTION 3. REGULAR MEMBERSHIP. An eligible natural person shall become a Regular Member of FSMD as follows:

a. Application Process. All applications for FSMD membership shall originate and be processed, first, at the colony level before being forwarded, next, to FSMD's Historian and, finally, to GSMD's Historian General for their respective approvals.

b. Application. Every application for membership in FSMD shall be made on an application blank approved by GSMD and provided by FSMD's Historian to the colony historians. Each application shall: (i) be filled in to show the applicant's lineage satisfying the requirements of Section 1, above, (ii) bear the original autograph signature of the candidate, (iii) be accompanied by the non-refundable application fee payable to FSMD as established from time-to-time by the State BoA (which shall include the lineage assessment payable by FSMD to GSMD under Article XII Section 4 of GSMD's Constitution & Bylaws), and (iv) be forwarded by a colony historian to FSMD's Historian for examination and approval.

Standing Rule 4.3.1. Application Fee. Effective on and after January 1, 2009, the fee to be paid with an application for membership (original or supplemental) shall be one hundred fifteen dollars (\$115).

Standing Rule 4.3.2. Application Form. The approved form of Application For Membership is attached as Form 4.3.2.

c. Lineage Paper. If an applicant's application is approved by FSMD's Historian, it shall then become the applicant's "lineage paper."

d. Lineage Must Be Approved by Historian General; Appeal Process. An applicant's lineage paper shall then be forwarded to GSMD's Historian General for final approval. No person shall become a member of FSMD until his/her line of descent shall have been approved by the Historian General. If an irreconcilable difference of opinion shall exist between FSMD's Historian and the Historian General as to the eligibility of an applicant for membership, such applicant may appeal to the General BoA which may act as a body or through a committee thereof appointed by the Governor General, and the decision of the General BoA or such committee shall be final.

e. Copies of Lineage Documents. Any applicant for FSMD membership may make a request through FSMD's Historian for a copy of any lineage paper or documentary proofs that are in the office of the Historian General, and shall be furnished the same upon payment of the fee established from time-to-time by the General BoA. Such fees shall be paid to GSMD through the Historian General.

SECTION 4. LIFE MEMBERSHIP.

a. Eligibility for Life Membership. Any FSMD member in good standing who has attained the age of fifty (50) years and has been a FSMD member in good standing for more than five (5) years is eligible to become a Life Member of FSMD.

Standing Rule 4.4.1. Eligibility for Life Membership. Effective for applications for Life Membership made on and after 22 Nov 2014, any FSMD Regular Member is eligible to apply to become a Life Member provided: (i) such applicant has attained the age of fifty (50) years; (ii)

such applicant has been a member in good standing of FSMD for more than five (5) years; and (iii) such applicant pays the Life Membership Fee established by the membership at an annual meeting. On 21 Nov 2009, the Life Membership Fee was established as follows:

Age of Applicant	Life Membership Fee
50-54	\$ 900
55-59	\$ 800
60-64	\$ 700
65-69	\$ 600
70 and older	\$ 500

b. Application for Life Membership. An eligible FSMD member must file an application for Life Membership on the prescribed form together with proof that such member has attained age fifty (50) and together with payment of the Life Membership Fee established from time-to-time by the State BoA and ratified by FSMD’s members at a regular or special membership meeting.

Standing Rule 4.4.2. Application for Life Membership. Each applicant must submit to FSMD’s Treasurer a properly completed application on the form prescribed (see FSMD Form 4.4.2, attached) together with proof that the applicant has attained the age of fifty (50) years and together with a check payable to FSMD for the applicable Life Membership Fee. FSMD’s Treasurer shall, after verifying that the applicant meets all the eligibility criteria for Life Membership, approve the application, assign the applicant a FSMD Life Membership Number, and prepare and issue a FSMD Life Membership Card to the applicant.

c. Payment of Life Member’s Annual Dues. A Life Member shall thereafter be exempt from personal payment of the annual dues imposed by Article VIII of this document. All Life Membership Fees shall be maintained by FSMD’s Treasurer in a Life Membership Reserve Fund (“LMRF”), from which the Treasurer shall pay all annual colony, FSMD and GSMD dues on behalf of each Life Member who is shown on FSMD’s Active Membership Roll as of the date of assessment of such dues.

d. Not Transferable. A Life Membership in FSMD is not transferable to any other state society chartered under GSMD.

Standing Rule 4.4.3. Transferability. A Life Member of FSMD may transfer such membership from one colony to another within FSMD but may not transfer such membership to another state society chartered under GSMD.

SECTION 5. DUAL REGULAR OR LIFE MEMBERSHIPS. Any Regular or Life member in good standing of another state society chartered under GSMD may apply for and hold dual Regular or Life Membership in FSMD, *provided, however,* that such member’s payment of a Life Membership Fee (if a Life Member) or annual dues or other assessments (if a Regular Member) to such other state society shall not exempt such member from the payment of the Life Membership Fee or annual dues and assessments levied by FSMD.

SECTION 6. JUNIOR MEMBERSHIPS. An eligible natural person under the age of eighteen (18) years may become a Junior Member of FSMD as follows:

a. Application for Junior Membership. Any FSMD Regular or Life member in good standing (hereinafter called the “Sponsor”) may make application for Junior Membership on behalf of any minor candidate who has a proven lineage from a Mayflower passenger. “Proven lineage” means that such candidate is related by blood descent to a past or present FSMD member through the same line of descent by which such member was approved by FSMD and GSMD for Regular Membership. Neither the candidate nor the Sponsor shall be required to complete lineage papers or prove descent.

b. Processing and Approval of Applications. Applications shall be obtained from FSMD's Junior Membership Chair and returned to him/her for processing after completion by the Sponsor. After confirming with FSMD's Historian the candidate's proven lineage, FSMD's Junior Membership Chair shall assign a Junior FSMD Membership number and issue a Certificate of Junior Membership to the candidate, who shall automatically become a Junior Member of the same colony where the Sponsor is a member.

Standing Rule 4.6.1. Junior Application Fee. An application fee of thirty dollars (\$30) shall be paid with each original application for Junior Membership.

c. Duration of Junior Membership. Once approved and issued a FSMD Junior Membership number, a Junior Member shall retain such status until s/he attains age twenty-five (25), when Junior Membership shall automatically terminate.

d. Ineligible to Vote or Hold Office. A Junior Member is ineligible to vote at any regular or special meeting of FSMD members or to hold office.

e. Conversion to Regular Membership. A Junior Member may, any time after attaining age eighteen (18) and before attaining age twenty-five (25), apply to convert from Junior Membership to Regular Membership, *provided* that the usual lineage papers shall have been furnished to and approved by FSMD's Historian and GSMD's Historian General prior to or at the time of the application for conversion. Payment of the normal non-refundable membership application fee shall be waived for any Junior Member making timely application for conversion. Upon approval, GSMD and FSMD membership numbers shall be assigned and the former Junior Member shall automatically be enrolled as a Regular Member of the same colony in which his/her Sponsor is a member.

SECTION 7. FSMD COLONIES.

a. Existing Colonies. FSMD has duly chartered the following colonies, each of which is vested with full self-government powers and authority under Section 7.e., below:

Charter Date	Name	Location
22 Nov 1942	Elder William Brewster Colony	Miami
5 Nov 1949	John Alden Colony	Fort Lauderdale
27 Oct 1951	William Bradford Colony	St. Petersburg
10 Nov 1954	Francis Cooke Colony	Daytona Beach
15 Nov 1957	Richard Warren Colony	Ponte Vedra Beach
7 May 1962	John Howland Colony	Winter Park
15 Nov 1968	Edward Fuller Colony	Polk County
25 Apr 1970	Isaac Allerton Colony	West Palm Beach
13 May 1975	Myles Standish Colony	Naples
8 Oct 1977	Edward Winslow Colony	Tallahassee
24 Mar 1982	Elizabeth Tilley Colony	Sarasota
22 Feb 1992	Edward Doty Colony	Pensacola
27 Mar 1999	William Mullins Colony	Ocala
13 Nov 2001	Stephen Hopkins Colony	Vero Beach
10 Jan 2004	James Chilton Colony	The Villages
26 Oct 2011	Henry Samson Colony	Fort Myers
25 Apr 2016	Samuel Fuller Colony	Town of Palm Beach

Standing Rule 4.7.1 Membership Directory. FSMD's policy is to encourage each of its colonies to publish and distribute to its membership a triennial directory listing the names, postal

and email addresses and telephone numbers of all colony members, all colony officers, and all FSMD's officers and committee chairs. To help defray the cost of such publication and distribution, each colony which publishes and distributes a triennial directory shall, upon delivery of a copy of the same to FSMD's Treasurer and FSMD's Secretary, receive the sum of fifty dollars (\$50) from FSMD's treasury. FSMD's Secretary and each colony's secretary shall cooperate to the fullest extent possible to obtain and share with each other the names and contact information for each person to be listed in such directory. To protect each member's privacy, the membership and contact information lists collected and maintained shall not be sold or otherwise distributed to outside third parties but may be made available under suitable privacy safeguards to GSMD.

b. Petition For Charter. Any group of twelve (12) or more FSMD Regular or Life members in good standing residing in the same general geographical area within the State of Florida may petition the State BoA for the issuance of a charter for a new colony under FSMD. Such petition must contain a commitment by each petitioning member to transfer his/her membership to and actively work to support the activities of the new colony, if approved. The petition shall be submitted to FSMD's Governor, with a copy to FSMD's Secretary.

c. Approval of Petition. Upon receipt of such petition, FSMD's Governor shall submit the same to a vote of the entire State BoA, which may (in the Governor's discretion) take the form of an email ballot sent to each State BoA member. Upon receipt by FSMD's Secretary of affirmative votes from at least a majority of the entire State BoA, the petition shall be approved and the Governor and Secretary shall sign and seal (if appropriate) a suitable Charter for the new colony.

d. Organizational Activities. Upon State BoA approval of a petition for charter, FSMD's Governor shall appoint from among the petitioning members an Organizing Colony Governor, an Organizing Colony Secretary and an Organizing Colony Treasurer for the new colony who shall take charge of: (i) the selection of an appropriate name for the colony; (ii) the adoption of a constitution and bylaws consistent in all respects to the governing documents of GSMD and FSMD; (iii) the establishment of one or more bank accounts in the colony's name and procedures for the orderly maintenance of colony books and records; and (iv) the scheduling of an organizational meeting of the members of such colony at which its Charter shall officially be delivered by FSMD's Governor and its members shall elect officers and adopt a set of governing documents.

Standing Rule 4.7.2. Organizational Expenses. The State BoA may appropriate, and if so appropriated, FSMD's Treasurer shall disburse the sum of fifty dollars (\$50) to assist a newly approved colony with its organizational expenses.

e. Self-Governing Powers. Upon completion of its organizational activities, the new colony shall have self-governing powers, except for the establishment of annual dues which are regulated by Article VIII of this document, and except for the regulation of the length of terms of office of colony officers which shall coincide with the terms of FSMD's officers under Article VI Section 1.

f. Colony Meetings. In order to promote the interests of FSMD and GSMD in their assigned geographical areas, each colony is expected to hold at least three (3) membership meetings in each calendar year.

g. Suspension of Colony Charter. If any colony shall, on the 31st of December in any year, have less than twelve (12) Regular and Life members in good standing for two (2) consecutive calendar years, the State BoA may, by vote of a majority of its entire number, suspend such colony's charter and declare that its rights under this Section 7 of Article IV are revoked.

SECTION 8. NO PROHIBITION OF OTHER HEREDITARY MEMBERSHIPS. Nothing in this Article IV shall be construed or interpreted as prohibiting or preventing any FSMD member from holding membership in any other hereditary or ancestral organizations or societies.

SECTION 9. TRANSFER OF MEMBERSHIP. A transfer of membership by a FSMD member to another state society formed under GSMD (i.e., a “Transfer Out”), a transfer of membership by a member of another state society formed under GSMD to FSMD (i.e., a “Transfer In”), and a transfer of membership by a FSMD member from one FSMD colony to another (i.e., an “Internal Transfer”) shall be governed by the following provisions. The process for a Transfer Out and a Transfer In shall be handled and coordinated for FSMD by its Historian, but a member transferring out shall not officially cease to be a member of FSMD, and a member transferring in shall not officially be recognized as a member of FSMD, until FSMD’s Secretary has made the appropriate change to FSMD’s Membership Roll. The process for an Internal Transfer shall be handled and coordinated by the respective ~~colony secretaries~~ colonies without the involvement of FSMD’s Historian, but upon completion the transfer shall be reported to FSMD’s Secretary so an appropriate change may be made on FSMD’s Membership Roll.

[NOTE: the language which is ~~stricken out~~ was eliminated and the language which is underscored was added by majority vote of the general membership on 21 Nov 2015, such changes having been recommended to the general membership by the State BoA on 25 Apr 2015 and notice of the proposed changes having been published in the Fall 2015 issue of *The Florida Pilgrim* in October 2015.]

a. Transfer Out.

(i) Eligibility for Transfer to Another State Society. A FSMD member in good standing who has been a FSMD member for at least one (1) year, or a former FSMD member who resigned in good standing, may request a transfer of his/her membership to another state society formed under GSMD. A FSMD member who resigned while not in good standing or who was dropped for non-payment of dues may not request a transfer of his/her membership to another state society formed under GSMD until after applying for and satisfying the requirements for reinstatement of his/her FSMD membership.

Standing Rule 4.9.1. Request For Reinstatement. The approved form of Request For Reinstatement is attached as FSMD Form 4.9.1.

(ii) Request For Transfer Out. Each Transfer Out request shall be in writing (which includes email) and be made to the Historian of the state society to which transfer is being requested (“Destination Society”), not to FSMD’s Historian. The approval or disapproval of such request (including among other things, the amount of the transfer fee, if any, which must be paid by the transferring member to the Destination Society and the imposition of any other terms and conditions by the Destination Society) shall be within the discretion of the Destination Society, not FSMD.

(iii) FSMD’s Sole Responsibility. Upon receipt of satisfactory proof that such request for transfer has been approved by the Destination Society and that the transferring member has accepted any other terms and conditions imposed by it, (i) FSMD’s Historian shall issue and deliver to the Historian of the Destination Society a Letter of Good Standing for the transferring member, for which no charge may be imposed; and (ii) FSMD’s Historian shall issue and deliver to the Historian of the Destination Society a copy of the applicant’s approved lineage papers, for which the transferring member may be charged a reasonable fee as determined from time-to-time by the State BoA.

~~**Standing Rule 4.9.2. Transfer Out Fee.** Transfer fee out of FSMD to another state society shall be five dollars (\$5).~~ Deleted by unanimous vote of the BOA, 04/27/2019.

(iv) Notification of GSMD Historian General. It shall be the responsibility of the Destination Society to notify GSMD’s Historian General of such transfer, together with the date of approval as a member and the new State Number assigned to the transferring member. GSMD’s Historian General shall thereafter transmit such information to FSMD’s Secretary, who shall then remove the

transferred member from FSMD's Active Membership Roll.

b. Transfer In.

(i) Eligibility for Transfer From Another State Society to FSMD. A member of another state society formed under GSMD who is in good standing, or a former member of such other state society who resigned in good standing, may request a transfer of his/her membership from such other state society (the "Origin Society") to FSMD.

(ii) Request For Transfer In. Each Transfer In request shall be in writing (which includes email) and be made to FSMD's Historian, not to the Historian of the Origin Society. The approval or disapproval of such request (including among other things, the amount of the transfer fee, if any, which must be paid to FSMD and the imposition of any other terms and conditions by FSMD) shall be within the discretion FSMD under such reasonable rules and regulations as shall be adopted from time-to-time by the State BoA.

~~**Standing Rule 4.9.3. Transfer In Fee.** Transfer fee into FSMD from another State Society shall be fifteen dollars (\$15), which shall be retained by FSMD's Treasurer for purposes of paying GSMD's dues assessment with respect to such transferred member for the year of transfer. Deleted by unanimous vote of the BOA, 04/27/2019~~

(iii) Origin Society's Sole Responsibility. Upon receipt of satisfactory proof that such request for transfer has been approved by FSMD and that the transferring member has paid any required Transfer Fee and accepted any other terms and conditions imposed by it, (i) the Historian of the Origin Society shall issue and deliver to FSMD's Historian a Letter of Good Standing for the transferred member, for which no charge may be imposed; and (ii) the Historian of the Origin Society shall issue and deliver to FSMD's Historian a copy of the applicant's approved lineage papers, for which the transferred member may be charged a reasonable fee as determined from time-to-time by the Origin Society.

(iv) FSMD Historian's Responsibilities. Once all required paperwork is received, it shall be the responsibility of FSMD's Historian to (i) assign a FSMD membership number to the transferring member, (ii) make out a FSMD membership certificate in the name of the transferring member, (iii) mail such certificate to the transferring member with a welcome letter, (iv) notify GSMD's Historian General of such transfer, together with the date of FSMD's approval of the transferring member as a FSMD member and the new FSMD Number assigned to such member, (v) make out a file card with the transferring member's information, and (vi) notify all FSMD and colony officers involved. GSMD's Historian General shall thereafter transmit such information to the Origin Society and FSMD's Secretary shall add the transferring member to FSMD's Active Membership Roll.

c. Internal Transfer.

(i) Eligibility for Internal Transfer. A FSMD member in good standing who has been a FSMD member for at least one (1) year, or a former FSMD member who resigned in good standing, may request a transfer of his/her membership from one FSMD colony (the "Origin Colony") to another (the "Destination Colony").

(ii) Request For Internal Transfer. Each Internal Transfer request shall be in the form of a written request (including email) made to the Destination Colony, not to FSMD's Historian or Membership Secretary. The approval or disapproval of such request (including among other things, the amount of the transfer fee, if any, which must be paid by such requesting member to the Destination Colony and the imposition of any other terms and conditions by the Destination Colony) shall be within the discretion of the Destination Colony, not FSMD.

(iii) Origin Colony's Sole Responsibility. The sole responsibility of the Origin Colony is to certify to the Destination Colony that the member requesting such transfer is an active member in good standing of the Origin Colony or is a former member of the Origin Colony who resigned in good standing.

Standing Rule 4.9.4. Transferring Member's FSMD & GSMD Dues. The Origin Colony shall, promptly after receiving notification from FSMD's Secretary under Section 9.c.(iv), remit to the Destination Colony's treasurer the portion of the transferring member's current year dues which represents FSMD's and GSMD's dues assessments which must be paid by the Destination Colony to FSMD by March 1st of the following year.

(iv) Notification of FSMD Secretary. Once the Destination Colony has approved the Internal Transfer request of the transferring member, it is the responsibility of the Destination Colony to notify FSMD's Secretary of the transfer, whereupon FSMD's Secretary shall make an appropriate note on FSMD's Membership Roll as to the transferring member's new colony membership and advise the Origin and Destination Colonies accordingly.

ARTICLE V OFFICERS & THEIR DUTIES

SECTION 1. OFFICERS. The officers of FSMD shall be a Governor, Deputy Governor, Recording Secretary, Membership Secretary, Treasurer, Historian, Elder, Captain and Counsellor.

SECTION 2. GOVERNOR. The Governor is the chief executive officer of FSMD and, as such, shall preside at all meetings of the members of FSMD, the State BoA and the Executive Committee. The Governor shall have the authority and discretion to appoint a Parliamentarian, an Auditor, and such committees (and serve as an *ex officio* member of each) as are necessary or appropriate in his/her opinion for the proper conduct of FSMD's affairs, and in general to perform all other duties as are customary for the chief executive officer of a similar non-profit organization or as are assigned from time-to-time by the State BoA.

Standing Rule 5.2.1. Standing Committees. The Standing Committees to be appointed by the Governor shall include Membership, Finance, Public Relations, Education, Junior Members, Bylaws, Scholarship and such others deemed necessary. Each shall meet at the call of its chair to perform such duties as have been assigned by the Governor and each shall report its progress at all State BoA meetings.

Standing Rule 5.2.2. Finance Committee Chair. The chair of the Finance Committee shall be a member qualified by experience and/or training to perform the financial and investment management duties of such position. The chair of the Finance Committee shall be furnished copies of all financial reports concerning funds belonging to FSMD.

SECTION 3. DEPUTY GOVERNOR. The Deputy Governor is the assistant chief executive officer of FSMD and, as such, shall, if the Governor is temporarily absent or disabled perform all of the duties of the Governor. In addition, the Deputy Governor shall perform such other duties as shall from time-to-time be delegated by the Governor or assigned by the State BoA.

SECTION 4. SECRETARY. The office of Secretary is divided into two separate offices, as follows:

SECTION 4A. RECORDING SECRETARY. The Recording Secretary, shall: (a) keep (and distribute or publish as necessary) an accurate record of all meetings and proceedings of FSMD's members, of the State BoA and of the Executive Committee; (b) notify FSMD's members and members of the State BoA and the Executive Committee of all general membership, State BoA or Executive Committee meetings properly called; and (c) obtain from each colony secretary and maintain (and distribute or publish as

necessary) a list of the names, mailing addresses, phone numbers and email addresses of all members of the State BoA.

SECTION 4B. MEMBERSHIP SECRETARY. The Membership Secretary is the chief administrative officer of FSMD and, as such, shall: (a) be the official Roll keeper responsible for maintaining an accurate and complete list of all past and present FSMD members (“FSMD Membership Roll”), including a list of all present FSMD members in good standing (“FSMD Active Membership Roll”); (b) send prompt notice of the death of each active FSMD member of which s/he becomes aware to the Governor, Historian and Elder; (c) make such notices and communications to members as may be ordered by the Governor, the State BoA or the Executive Committee; and (d) make such reports and perform such other duties as are assigned from time-to-time by the Governor, the State BoA or GSMD’s Secretary General or as are customary for the secretarial officer of a non-profit organization.

Standing Rule 5.4.1 Assistant Recording or Membership Secretary. If the Recording Secretary or Membership Secretary, because of temporary disability or incapacity or any other reason, requires the services of an assistant to perform the functions of such office, an Assistant Recording Secretary or Assistant Membership Secretary, as the case may be, may be appointed by the State BoA upon the recommendation of the Recording Secretary or Membership Secretary and Governor.

SECTION 5. TREASURER. The Treasurer is the chief financial officer of FSMD and, as such, shall: (a) take charge of and safeguard all funds belonging to FSMD; (b) keep suitable and accurate books of account; (c) charge, collect and receive all fees, dues and all other monies payable to FSMD; (d) remit FSMD funds in payment of its obligations as directed by the Governor or State BoA; (e) report the condition of FSMD’s treasury at all meetings of FSMD’s members and to the Governor or State BoA upon request; and (f) perform such other duties as are assigned from time-to-time by the Governor or the State BoA or as are customary for the chief financial officer of a non-profit organization. The Governor shall be designated on all FSMD checking or savings accounts as an alternate signer to the Treasurer. The books of account and other records of the Treasurer shall be audited annually at FSMD’s expense by an Auditor appointed by the Governor and approved by the State BoA. The Treasurer shall, if the State BoA so requires, furnish a surety bond for the faithful handling of FSMD’s funds in an amount in excess of the estimated funds being held at any time, the premiums for which shall be paid from FSMD’s funds.

Standing Rule 5.5.1 Assistant Treasurer. If the Treasurer, because of temporary disability or incapacity or any other reason, requires the services of an assistant to perform the functions of the Treasurer’s office, an Assistant Treasurer may be appointed by the State BoA upon the recommendation of the Treasurer and Governor.

Standing Rule 5.5.2 Periodic Reports and Audits of FSMD Treasury. In addition to the reports required by this Section 5, the Treasurer shall provide the Governor and Finance Committee Chair with periodic reports on the status of FSMD’s Treasury as of January 31, the date of the Spring State BoA meeting, and July 31 of each year.

Standing Rule 5.5.3 Annual Audit. The annual audit of the Treasurer’s records shall be conducted as soon as possible after October 31 each year but prior to the date of FSMD’s annual membership meeting.

SECTION 6. HISTORIAN. The Historian, working in close cooperation with GSMD’s Historian General, is the chief genealogical authority of FSMD in all matters pertaining to a person’s eligibility for FSMD membership under Article IV Section 1. The Historian shall: (i) be the custodian of all blank membership applications, lineage papers and computer disks; (ii) examine and report on all lineage papers (both original and supplemental) of applicants submitted by colony historians before forwarding the same to GSMD’s Historian General for approval; (iii) when practicable, assist applicants in filling out

their lineage papers and in counseling colony historians how to do the same; and (iv) have charge of the issuance of a FSMD Passport (including assignment of a FSMD membership number) and approved lineage papers notifying applicants of their approval for GSMD membership and election to FSMD. The Historian is also responsible for: (v) maintaining and preserving, to the extent feasible, a historical record of FSMD's activities, celebrations and historical documents, papers and speeches, and (vi) for carrying out such other duties as may be assigned from time-to-time by the Governor or the State BoA.

~~**Standing Rule 5.6.1. State Historian Pedigree Fee.** The Historian shall receive a monthly pedigree fee for review and assistance provided in preparation, examination, approval, maintenance and preservation of applications for membership and other such duties as prescribed by the Governor or the State BoA. Such fee shall be \$15.00 for each application handled and processed effective 1 May 2015 and shall be subject to review and adjustment (upward or downward) by the State BoA each Fall in connection with its approval of the FSMD annual budget. Deleted by unanimous vote of the BOA, 04/27/2019.~~

SECTION 7. ELDER. The Elder is the spiritual leader of FSMD and, as such, is responsible for: (i) offering an invocation and benediction at all regular or special FSMD membership and State BoA meetings; (ii) sending a message of condolence on behalf of all FSMD members to the family of a deceased FSMD member; (iii) conducting an appropriate and solemn memorial service at each annual FSMD membership meeting in remembrance of those FSMD members who have passed away since the prior year's meeting; and (iv) performing such other duties as may be assigned from time-to-time by the Governor or the State BoA.

SECTION 8. CAPTAIN. The Captain is the chief ceremonial officer of FSMD and, as such, shall: (i) protect FSMD's flags and cause them to be prominently displayed at all membership and State BoA meetings; (ii) lead the Pledge of Allegiance to the US Flag and the Salute to the Mayflower Society Flag, and read The Mayflower Compact, at all membership and State BoA meetings; (iii) carry out all lawful orders of the Governor or the State BoA; (iv) act as Marshall at parades and on ceremonial occasions; and (v) perform such other duties as may be assigned from time-to-time by the Governor or the State BoA.

SECTION 9. COUNSELLOR. The Counsellor, working in close cooperation with GSMD's Counsellor General, is the chief legal officer of FSMD and, as such, is responsible for rendering legal advice and opinions upon matters pertaining to FSMD's operations when requested to do so by the Governor or the State BoA.

ARTICLE VI ELECTIONS

SECTION 1. ELECTION OF OFFICERS. Beginning with the 1990 annual membership meeting, FSMD's officers shall be elected triennially by a plurality of the votes of the FSMD Regular and Life members in good standing present at such meetings. Election shall be by secret written ballot where there are two (2) or more persons nominated for a particular office or by voice vote where only one (1) person is nominated for an office. Immediately following their election, the newly elected officers shall be installed by the outgoing Governor and they shall commence the performance of their duties and continue to serve until their successors are duly elected and installed or (if sooner) until their resignation or death.

SECTION 2. NOMINATING COMMITTEE. A Nominating Committee consisting of three (3) Regular or Life members of FSMD in good standing shall be proposed by the Governor and then elected by plurality vote of the FSMD members in good standing present at the annual meeting immediately preceding the annual meeting at which officers are to be elected. At least sixty (60) days prior to the annual meeting at which officers are to be elected; the Nominating Committee shall submit to FSMD's members its report containing the name and brief biography of the person or persons nominated for each office. Such report may be published in the Fall issue of *The Florida Pilgrim* or mailed or emailed to colony governors for distribution to their colony members. At the annual meeting at which officers are to

be elected, the members of the Nominating Committee shall place in nomination for each office that person or those persons identified in the committee's report. However, other candidates for each office may be nominated from the floor, *provided* that each such nominee is a FSMD Regular or Life member in good standing.

SECTION 3. OFFICERS INELIGIBLE FOR RE-ELECTION. No person who has been elected to an office and served a full term shall be eligible for re-election for the next succeeding term, except for the Historian, Treasurer, Secretary, Captain, Elder and Counsellor each of whom is eligible to succeed him/herself for additional terms without limitation.

SECTION 4. APPOINTMENT OF DGG & AG. Subject to confirmation by action of GSMD's General BoA, FSMD is entitled to be represented on GSMD's General BoA by a Deputy Governor General ("DGG") and an Assistant General ("AG") who shall be appointed triennially in the following manner. Commencing with the election and installation of FSMD's Governor at the 2014 annual membership meeting, the immediate past Governor shall automatically be appointed to serve as AG for the succeeding three (3) year term and the incumbent AG shall automatically be appointed to serve as DGG for the succeeding three (3) year term. If a vacancy occurs in either position because of the death, resignation or incapacity of the incumbent, the State BoA shall have the authority to appoint a successor to serve the balance of the incumbent's unexpired term.

ARTICLE VII MEETINGS

SECTION 1. ANNUAL MEETING OF MEMBERS & STATE BoA. An annual meeting of FSMD's members in good standing shall be held each year on the Saturday closest to November 21st, the anniversary of the signing of The Mayflower Compact, at a time and place determined by the State BoA. Immediately preceding the annual members' meeting, the State BoA shall hold its regular annual meeting at the same place, which shall be open to all FSMD members in good standing to attend.

Standing Rule 7.1.1 Annual Meeting Stipend. Each year, after the dates and location of that year's annual membership meeting have been announced by the State BoA, the Treasurer shall pay the host colony a stipend of one thousand dollars (\$1,000.00) to assist it in defraying the expenses of hosting such annual meeting. (amended by BOA on 04/28/2018)

Standing Rule 7.1.2 Registration Fee. The host colony is also authorized to charge and collect a registration fee of four dollars (\$4.00) for each FSMD member and each adult guest attending the annual banquet on Friday night of an annual meeting, which shall be due and payable at the time when the reservation is made. No member shall be charged a registration fee for attending only the annual BoA meeting or general membership meeting on Saturday morning of an annual meeting.

SECTION 2. SPECIAL MEETINGS OF MEMBERS & STATE BoA. Special meetings of the members of FSMD, or special meetings of the State BoA, shall be held at such time(s) and place(s) as specified in a Notice of Meeting signed and delivered to FSMD's Secretary by: (i) FSMD's Governor; (ii) a majority of the members of the Executive Committee; (iii) one-third (1/3rd) or more of the members of the State BoA; or (iv) fifty (50) or more FSMD members in good standing. No special members' or State BoA meeting may be held sooner than thirty (30) days from the date on which the Secretary sends a copy of the Notice of Meeting to all State BoA members by postal or electronic mail. No business except that specifically stated in the Notice of Meeting shall be considered at any special membership or State BoA meeting.

SECTION 3. VOTING.

a. At Members' Meetings. Each FSMD Regular and Life member in good standing shall be entitled to cast one (1) vote on any matter which properly comes before a regular or special membership meeting for a vote. Proxies shall not be permitted.

b. At State BoA Meetings. Each member of the State BoA who is a FSMD member in good standing is entitled to cast one (1) vote on any matter which properly comes before a regular or special State BoA meeting for a vote. If a colony governor is unable to attend a regular or special meeting of the State BoA, s/he may designate another colony officer as proxy to attend and vote at such meeting.

SECTION 4. QUORUM.

a. At Members' Meetings. Twenty (20) FSMD Regular and/or Life members in good standing shall constitute a quorum for the transaction of business which properly comes before any regular or special membership meeting.

b. At State BoA Meetings. One-third (1/3rd) of the entire State BoA shall constitute a quorum for the transaction of business which properly comes before any regular or special meeting of the State BoA.

SECTION 5. ORDER OF BUSINESS. The order of business at every regular or special meeting of FSMD's members or of the State BoA shall be determined by the Governor and may include:

Calling of the meeting to order by the Governor
Invocation by the Elder
Posting of the Colors
Pledge of Allegiance to US Flag
Salute to Mayflower Society Flag
Reading or waiving of the reading of the minutes of the last regular or special meeting
Report from Governor
Report from Deputy Governor
Report from the Secretary
Report from the Treasurer
Report from the Historian
Report from the Counsellor
Reports from Committees
Unfinished Business
New Business
Election of Officers (at those meetings where officers are scheduled to be elected)
Reading of The Mayflower Compact
Benediction by the Elder

SECTION 6. RULES OF ORDER. All regular and special meetings of FSMD's members and the State BoA shall be conducted in accordance with the rules contained in the then-current edition of *Roberts Rules of Order Newly Revised*, provided such rules are not inconsistent with any provisions of this document or any special rules of order adopted by majority vote of those present and entitled to vote at such meeting.

**ARTICLE VIII
DUES & ASSESSMENTS**

SECTION 1. DUES.

a. Uniform Annual Dues. There shall be uniform statewide dues assessed annually against and payable by each Regular Member of FSMD who wishes to remain in good standing on FSMD's Membership Roll. FSMD Life and Junior members are exempt from the payment of annual dues.

b. Establishment of Amount. Annual dues shall be in the amount determined from time-to-time by majority vote of the State BoA. Any increase in annual dues shall be prospective only and shall not take effect unless ratified by majority vote of the members present at an annual members' meeting. The annual dues amount shall be the sum total of the dues payable by a member: (i) to the colony of which s/he is a member; (ii) to FSMD; and (iii) as GSMD's annual per capita dues assessment.

Standing Rule 8.1.1 Annual Dues. Annual dues are those fees that any Regular Member must pay to maintain active membership in a calendar year. Annual dues are thirty dollars (\$30), consisting of \$10 colony dues, \$9 FSMD dues and \$11 GSMD dues. Effective for calendar year 2016 such dues shall increase to thirty four dollars (\$34.00), which shall consist of ten dollars (\$10.00) Colony dues, nine dollars (\$9.00) FSMD dues and fifteen dollars (\$15.00) GSMD dues. Such dues are payable by each Regular Member within 30 days after the date of election to FSMD membership for the year of election and thereafter payable on or before January 1 for each subsequent year of membership. There shall be no proration of the FSMD and GSMD components of annual dues based on the date of a new member's election to FSMD membership, but the full amount of such components must be billed and collected by each colony from each new member for the year of election, even if the date of election is the last day of such year. However, each colony shall have the discretion, as part of its self-government powers under Article IV Section 7, to determine on a uniform non-discriminatory basis whether or not to prorate (or forgive) all or some portion of the \$10 colony dues component of the ~~\$30~~ annual dues for the year of a new member's election based on the date of such election.

[NOTE: language which is underscored was added by the State BoA at its meeting on 25 Apr 2015 and was ratified by the general membership on 21 Nov 2015.]

Standing Rule 8.1.2. Annual Dues Disclosure Notice. Each prospective member of FSMD has a right to know in advance what financial obligations (i.e., application fee and annual dues) s/he will incur by applying for membership. Therefore, FSMD hereby provides each of its colony historians with an Annual Dues Disclosure Notice (in the form attached hereto as FSMD Form 8.1.2.) in digital format suitable for printing and giving (or emailing) to each prospective new member. For each applicant for membership (but especially for those whose completed application form and application fee are submitted to FSMD's Historian for processing and approval after August 1st of any calendar year), each colony historian is encouraged to obtain and keep in its colony records a signed and dated Notice from the applicant. In processing all such applications, FSMD's Historian shall be entitled to assume that the colony historian has done so, without the necessity of being furnished a copy of the signed form. The purpose of the Notice form is to avoid future disputes between a new member and his/her colony over the billing and collection of annual dues, so it is in each colony's own interest to follow this recommended procedure.

c. Billing and Collection. Billing and collection of annual due shall be handled by the separate colony treasurers, not FSMD's Treasurer. Annual dues for each calendar year shall be due and payable on or before the first day of January of that calendar year and shall be considered to be in arrears if not paid by November 1st of that calendar year.

Standing Rule 8.1.3. Billing & Collection of Dues. As soon after January 1st of each calendar year as is feasible, FSMD's Secretary shall report to FSMD's Treasurer the number of members on the FSMD Active Membership Roll for each colony as of December 31st of the preceding year, which report will not distinguish between Regular and Life Members. The Treasurer shall use such data to prepare and mail (or email) to each colony treasurer a dues assessment for such colony for the FSMD and GSMD components of the annual dues amount (i.e., presently, \$9 and \$11, respectively) for the total number of members so reported.

d. Remittance of FSMD & GSMD Dues. On or before March 1st of each calendar year, the treasurer of each separate colony shall remit to FSMD's Treasurer the amount representing FSMD's and GSMD's dues assessments for each member shown on FSMD's Active Membership Roll as an active member of such colony as of the preceding December 31st.

Standing Rule 8.1.4. Remittance of FSMD & GSMD Dues; Refund of Life Member's Dues to Colonies. With the remittance of FSMD and GSMD dues, each colony treasurer shall include a report showing for the previous calendar year a listing of all new colony members and transfers into and transfers out of the colony (broken down in each case between Regular Members, Life Members, and Junior Members, as applicable), and a listing of all the colony's Life Members as of December 31st (including a notation if any of the colony's Life Members died during such previous calendar year). Provided that the colony's total dues remittance included FSMD and GSMD dues on behalf of all its Life Members, FSMD's Treasurer shall promptly refund to the colony treasurer from the Life Member Reserve Fund under Article IV Section 4.c. the full \$30 annual dues amount for all the colony's Life Members.

e. Members To Be Stricken From FSMD's Active Membership Roll. At each annual meeting of the State BoA, the governor of each colony (or his/her proxy) shall report the names (and GSMD and FSMD membership numbers) of all colony members who are delinquent in the payment of the current year's annual dues and whether the colony recommends that such member be dropped for non-payment or whether there are extenuating circumstances which justify such member being continued on FSMD's Membership Roll but under a "not in good standing" status. The State BoA, by majority vote of its members present at its annual meeting, shall take action to direct FSMD's Secretary to either: (i) strike a delinquent member from FSMD's Active Membership Roll or (ii) to retain a delinquent member on FSMD's Active Membership Roll but under "not in good standing" status.

f. Reinstatement of Former FSMD Member. A former FSMD member who resigned while in good standing shall be reinstated as a member in good standing on FSMD's Active Membership Roll upon written request to FSMD's Secretary accompanied by full payment of the current year's dues payable under Section 1b., above. A former FSMD member who was stricken from FSMD's Active Membership Roll by action of the State BoA for non-payment of dues shall be reinstated as a member in good standing on FSMD's Active Membership Roll upon written request to FSMD's Secretary accompanied by full payment of the prior year's unpaid dues and current year's dues payable under Section 1b., above, plus the Reinstatement Fee determined from time-to-time by the State BoA.

~~**Standing Rule 8.1.5. Reinstatement Fee.** The Reinstatement Fee shall be five dollars (\$5). The prescribed form of Request For Reinstatement is attached hereto as Form 4.9.1. Deleted by unanimous vote of the BOA, 04/27/2019.~~

SECTION 2. SPECIAL ASSESSMENTS.

a. By GSMD. GSMD is authorized under Article XII Section 3 of its Constitution & Bylaws to levy a special assessment on a *per capita* basis. In the event it does so, FSMD's Treasurer, acting in close cooperation with each colony treasurer, shall collect and remit the same to GSMD.

b. By FSMD. Special assessments against Regular or Life (but not Junior) members of

FSMD may be levied on a prospective basis by majority vote of the State BoA, but only in cases of pressing necessity. Any such special assessment shall not take effect unless ratified by majority vote of the members present at an annual or special membership meeting.

c. By A Colony. A FSMD Colony may levy a special assessment against Regular or Life (but not Junior) colony members, but only if and to the extent authorized to do so under the colony's charter or constitutions and bylaws.

ARTICLE IX LOGO, FLAGS, STATIONERY & OTHER INSIGNIA

SECTION 1. LOGO. FSMD's official logo shall be a depiction of a 17th century vessel under sail with a banner beneath, on the left side of which shall appear "Plymouth" and "1620" and on the right side of which shall appear "Florida" and "1937," the year of FSMD's charter. FSMD's logo appears on the cover of this document and shall be featured prominently on all official FSMD stationery and written communications.

SECTION 2. FLAGS. To the fullest extent feasible, the US and Mayflower Society flags shall be prominently displayed in a place of honor at all meetings of FSMD's members, the State BoA, the Executive Committee and other ceremonial occasions. The Mayflower Society flag shall be the 17th century British Jack (i.e., a blue field with a white saltire, known as the cross of St. Andrew, on which is superimposed a red cross fimbriated white, known as the cross of St. George), the whole charged in the center with GSMD's seal or FSMD's logo, edged with golden fringe, and made of a silk-like material. A golden cord and tassels may be suspended from the summit of the pike.

SECTION 3: OFFICIAL STATIONERY. FSMD stationery shall feature FSMD's logo and shall be used only by FSMD's officers or duly appointed committee chairs and only for the transaction of official FSMD business. No advertising other than that relating to FSMD's activities shall appear on official stationery.

SECTION 4: OTHER OFFICIAL INSIGNIA. There shall be a certificate of membership, insignia, rosette and flag selected and approved by GSMD. These shall be the same for all the state societies. FSMD agrees to comply with these GSMD regulations.

SECTION 5: USE OF NAME AND INSIGNIA. The name and seal of GSMD and the name and logo of FSMD shall not be used other than for official GSMD or FSMD business.

Standing Rule 9.5.1. DGG's & AG's Insignia. Insignia purchased by FSMD for the use of the DGG and AG at GSMD's General Congress, General BoA meetings and other official GSMD and FSMD events are the property of FSMD and will be surrendered to succeeding holders of those offices.

Standing Rule 9.5.2. Governor's Insignia. The FSMD Governor's medallion and gavel are the property of FSMD and will be surrendered by each FSMD Governor when his/her successor is installed in office.

Standing Rule 9.5.3. Past State Governor's Insignia. FSMD shall purchase a Past State Governor's insignia and present it to each FSMD Governor when his/her successor is installed in office.

ARTICLE X ADOPTION & AMENDMENT OF GOVERNING DOCUMENTS

SECTION 1. ADOPTION. FSMD is authorized by Article XI Section 6 of GSMD's Constitution & Bylaws to adopt its own Constitution & Bylaws *provided* that they "shall not be in any respect inconsistent

with the Constitution and Bylaws of the General Society, and a copy of such Constitution and Bylaws shall be submitted to the Secretary General and Counsellor General at least fifteen days before adoption.” The official name of FSMD's governing document is the "Constitution & Bylaws of the Society of Mayflower Descendants in the State of Florida" but it may be referred to interchangeably either as FSMD's "Constitution" or "Bylaws" or "Constitution & Bylaws.”

SECTION 2. AMENDMENT.

a. Reservation of Rights. FSMD’s members reserve unto themselves the sole and exclusive right to amend, alter or add to FSMD’s Constitution & Bylaws at any regular or special membership meeting.

b. Proposed Amendments Must Be Recommended by State BoA & Communicated to Members. In order to properly come before the members for a vote at a regular or special members’ meeting, every amendment, alteration or addition to any of the provisions of FSMD’s Constitution & Bylaws must have been: (i) recommended for adoption by majority vote of the entire State BoA; and (ii) submitted in writing by the State BoA to FSMD’s Secretary; and (iii) mailed and/or emailed to all FSMD members (or published in *The Florida Pilgrim*) by FSMD’s Secretary at least ten (10) days prior to the date of such members’ meeting.

c. Floor Amendments Not Allowed. Once a proposed amendment has been communicated to members pursuant to Section 2.b., above, it may not be amended from the floor at the meeting at which it is to be voted upon. Any attempt by whatever parliamentary means to add to or alter the language of the proposed amendment as communicated to members shall be ruled to be out of order and a nullity.

d. Vote Required to Approve. To be adopted, a proposed amendment must be approved by a simple majority vote of the FSMD members in good standing present and voting at a regular or special members’ meeting.

SECTION 3. DISTRIBUTION TO MEMBERS.

a. Right of Access. All FSMD members in good standing have a right to have access the most current version of FSMD’s governing documents for review and reference. Accordingly, every time FSMD’s Constitution & Bylaws adopted under this Article X, or the Standing Rules adopted under Article III Section 3, are amended by member action (or, in the case of amendments to the Standing Rules, by member ratification of State BoA action), an updated version of such document certified by the Governor and Secretary as accurate and complete and dated as of the date of such amendment, shall be distributed to members.

b. One Integrated Document. The Constitution & Bylaws and the Standing Rules are separate legal documents, each subject to its own rules as to how it is to be adopted and amended from time-to-time. However, for ease of members’ reference and use, both documents shall be printed as one integrated document, with each Standing Rule being set forth immediately following the particular Constitution & Bylaw provision which such Rule is intended to explain or interpret or enforce.

c. Distribution to Members. Distribution may take any one or more of the following forms: (i) posting the full text of such amended document on FSMD’s website; (ii) emailing the full text of such amended document to those members for whom FSMD has an email address; (iii) mailing the full text of such amended document to those FSMD members for whom FSMD has no email address; (iv) publishing the full text of such amended document in *The Florida Pilgrim*; (v) publishing in *The Florida Pilgrim* a notice that FSMD’s Constitution & Bylaws or the Standing Rules have been amended and that the full text is available for review on FSMD’s website; or (vi) publishing in *The Florida Pilgrim* a notice that FSMD’s Constitution & Bylaws or the Standing Rules have been amended and that any member may

make a written request to FSMD's Secretary for a copy of the document as amended.