



## American Peony Society Special Member Meeting Minutes January 6, 2024 | 11:45 p.m. CST

### Call to Order / Roll Call

Voting Members in Attendance: 46 voting members were in attendance.

A special scheduled meeting of the American Peony Society (APS) was held on January 6, 2024 via teleconference (Zoom). It began at 11:55am CST and was presided over by Nate Bremer as President, with Cory Tischman as Recording Secretary.

### President's Announcement

- Board of Directors nominations
  - Nate Bremer encouraged members to consider becoming a BOD member and detailed the terms of directors and involvement with meetings. Encouraged members to reach out to Cory Tischman, Nominations Chair, for further information if they are interested.

### New Business

- Bylaw Ratification
  - In 2023 the APS undertook a number of organizational changes. The Society acquired a new tax designation, updated bylaws and reincorporated. All of these changes were related and were an integral part of APS is now incorporated in the State of Wisconsin and is now an IRS designated 501(c)3 organization. Most bylaw changes were completed and ratified last year, with exception of language relating to reincorporation in Wisconsin and the change from a 501(c)5 to a 501(c)3. Membership previously approved APS to seek reincorporation and the new IRS tax status. Reincorporation was completed in spring and IRS redesignation officially occurred in November. Only language in the bylaws relating to these items needs ratification to complete the year-long effort.

### Motions

**Motion:** I, Nate Bremer, make a motion to change language in the APS bylaws, as noted in "Revisions for approval 2023.11.19", to reflect changes in 1) Incorporation ("~~The Missouri Nonprofit Corporation Act.~~" to "State of Wisconsin – Department of Financial Institutions."); 2) IRS Tax Status – ( 501 (C) 5 to 501 (C) 3. Motion seconded by: Cory Tischman. Motion carried unanimously.

### Adjournment

Nate Bremer moved that the meeting be adjourned and this was agreed upon at 12:05pm CST.

**Next Meeting: February 15, 2024 via Zoom at 6:30pm CST**

Minutes Submitted by: Cory Tischman