

BYLAWS

These bylaws are a complete revision and compilation of revised (3/94) Bylaws and a revised (2/95) Constitution. They were adopted into one document called Bylaws on 4/5/1996 and amended at general meetings in 11/2006, 9/2007, 8/2010 and 10/2011.

Article One - Name

The name of this society shall be the Clara B. Rees Iris Society (hereinafter known as the Society).

Article Two - Objective

Section 1 - The objective of this society shall be to encourage and to promote the culture, improvement, and public awareness of all types of iris.

Article Three - Membership

Section 1 - Any person age 13 or older, interested in iris, may become a voting member upon payment of dues.

Section 2 - Junior members are under age 19. A junior member may be added to the membership list at the request of any member in good standing. Junior members have no voting privileges.

Section 3 - Honorary membership may be conferred upon individuals who merit this honor by their contributions to the society. The name of the proposed honorary member shall be recommended by the Board and voted on by the membership. Honorary members have no voting privileges and are not assessed dues.

Article Four - Fiscal Year

The fiscal year for the Society shall be from September 1 through August 31. Financial reports shall cover this period.

Article Five - Dues

Section 1 - New members joining between September 1 and the end of February shall pay full annual dues. New members joining between March 1 and August 31 shall pay half the annual dues.

Section 2 - Dues for renewing members are payable on or before the September general meeting. Members are delinquent if dues are not paid by the start of the October general meeting. Delinquent members cease to receive the Newsletter as of November 1. Voting privileges of delinquent members cease after the September meeting.

Section 3 - Membership dues may be changed upon recommendation of the Board of Directors and a majority vote of the membership present at a general meeting. A notice of proposed dues change shall be published at least seven (7) days prior to the meeting at which the voting will take place.

Article Six - Officers and Directors

Section 1 - Officers of this Society shall be President, Vice President, Secretary, and Treasurer.

Section 2 - All officers shall be members of the American Iris Society.

Section 3 - This society shall have six (6) Directors.

Section 4 - This society shall have a Board of Directors made up of the foregoing four officers, six directors, and the immediate Past President.

Article Seven - Board of Directors' Duties

Section 1 - The President shall preside at all meetings of this Society and appoint chairpersons of all committees. The President shall prepare an agenda for each meeting.

Section 1a - The President shall appoint a chairperson for the nominating committee before or at the March general meeting.

Section 1b - The President shall appoint two (2) members of the society to audit the records of the Treasurer each year. The audit shall occur in September and be reported at the October general meeting.

Section 1c - The President shall act as the society's representative to AIS and Region 14.

Section 2 - The Vice President shall perform the duties of the President in case of his/her absence or inability to preside and shall act as program chairperson for all general meetings.

Section 3 - Should the President or Vice President be unable to preside at any meeting, the Secretary shall call the meeting to order and preside until the immediate election of a chairman pro tem from the Board of Directors.

Section 4 - The Secretary shall keep minutes for all general and Board meetings; keep the Bylaws and Policies and Standing Rules current, and have custody of the secretarial records. Additional duties include conducting the society's business and social correspondence, and keeping records of all correspondence.

Section 5 - The Treasurer shall collect the dues, maintain a current membership roster, prepare an annual budget to be presented at the September meeting, keep the financial records of the Society, pay the bills, and keep proper records of all receipts and expenditures.

Section 5a - The treasurer's records shall be balanced monthly with the bank statement.

Section 5b - The monies shall be kept in appropriate account(s). All monies collected, either by check or cash, must be duly recorded and deposited in the bank before being used.

Section 5c - The Treasurer shall make reports at the meetings or in the monthly newsletter and shall make an annual accounting at the September meeting each year for the preceding fiscal year.

Section 5d - All checks shall be signed by the Treasurer and counter signed either by the President or the Vice President.

Section 5e - The Treasurer is empowered to pay, by check, all bills up to the amount of \$75.00, necessary for the operation of the society. For special activities, the Treasurer is empowered to pay all expenses up to the amount budgeted. Any bill presented to the Treasurer must be accompanied by supporting paperwork.

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Section 6 - Each Director shall chair a standing committee or event and shall attend Board meetings regularly. Board members who miss three (3) consecutive Board meetings without excuse shall be replaced.

Article Eight - Terms of Office, Nominations and Elections

Section 1 - The President, Vice President, Secretary and Treasurer shall each be elected for a one (1) year term.

Section 2 - Three (3) directors shall be elected each year to serve two (2) year terms.

Section 3 - No officer shall hold the same office for more than two (2) consecutive one-year terms. The President, on expiration of his/her term, shall automatically become a member of the Board of Directors through the term of his/her successor. At least two years shall elapse before an officer is eligible for the office previously held.

Section 3a - Notwithstanding the limitation defined in Section 3, club members may extend the two year limit of an elected position, one year at a time by a majority vote of those members present at a club meeting.

Notification to members shall be in accordance with Article Nine, Section 3.

Section 4 - Any vacancy occurring among officers and directors shall be filled by the Board of Directors. Such appointments shall be in effect until the next regular election. When making appointments to fill vacancies, the Board of Directors shall not appoint persons who are ineligible for election under Article Seven, Section 3.

Section 5 - The nominating committee shall be made up of three (3) members of the society. The President shall appoint its Chairman (Ref: Article Seven, Section 1a).

Section 5a - Two (2) nominating committee members shall be selected by floor nominations and membership vote at the March general meeting.

Section 5b - The nominating committee shall present a slate of officers and directors at the May general meeting. After the nominating committee has presented its report, additional nominations may be made from the floor for officers and directors.

Section 5c - Notice of the slate of officers, directors and floor nominations, if any, shall be published at least seven (7) days prior to the date of the June meeting.

Section 6 Elections shall be held at the June meeting and a written ballot cast if there are any floor nominations. Newly elected officers and/or directors shall assume office at the beginning of the September general meeting.

Article Nine - Meetings and Events

Section 1 - The society may hold general meetings, Board of Directors' meetings, and meetings on demand.

Section 1a - The society business shall be conducted at its general meetings to be held nine (9) times annually, September through November and January through June. The required number of meetings may be waived by a majority vote of members present at a general meeting.

Section 1b - The Board of Directors shall meet a minimum of four (4) times each fiscal year. Additional meetings may be called at the discretion of the President, to conduct the necessary affairs of the society. These meetings are open to the general membership.

Section 1c - On written demand of five (5) Board members for a demand Board meeting, or twenty (20) percent of the members for a demand general meeting, the President must call such a meeting, and must call for discussion and vote on the matter of demand.

Section 2 - Events may include, but not be limited to, the Spring Show, Annual Potluck Picnic and Auction, Annual Sorting Party and Rhizome Sale(s), and December Christmas Party.

Section 3 - Notices of general and board meetings and events shall be published at least seven (7) days prior to the meeting or event.

Section 4 - One-third (1/3) of the voting membership shall constitute a quorum at general or demand membership meetings.

Section 5 - A joint meeting of the outgoing and incoming Boards of Directors shall be held in the interim between the election of new officers and the September general meeting in order to transfer books and other information pertinent to the smooth operation of the society. The outgoing President shall set the date for and preside at this joint Board meeting.

Article Ten - Appointments and Committees

Section 1 - The President shall appoint members and committee chairpersons to carry out this society's objectives. The President shall act as ex-officio member of all committees except the nominating committee.

Section 2 - Appointees and standing committees of this society may include, but shall not be limited to: Annual Potluck Picnic & Auction, Annual Sorting Party & Rhizome Sale(s), Christmas Party, Education, Financial Audit, Hospitality, Historian, Iris Door Prize Committee, Librarian, Membership, Newsletter Editor, Nominating Committee, Properties, Publicity, Scholarship, Spring Show and Yearbook.

Section 3 - The appointees and chairpersons shall have charge of any books or materials, and shall be responsible for budgets and/or accountable for monies collected or disbursed pertaining to the management of their respective delegated responsibilities.

Section 4 - Each standing committee shall adopt its own rules consistent with American Iris Society and Clara B. Rees Iris Society Bylaws, and Policies and Standing Rules.

Article Eleven - Amendments

Section 1 - These Bylaws may be amended by a two thirds (2/3) vote of the members present at a general meeting, provided a quorum of the membership is present. Proposed amendments shall be made in writing.

Section 2 - Amendments to be voted on shall have been presented at the previous general society meeting, or published at least seven (7) days before the next meeting.

Article Twelve - Affiliates

This society shall encourage its members to be affiliated with the American Iris Society.

Article Thirteen - Authority

Roberts Rules of Order, Revised shall be the governing authority for all meetings of this society unless otherwise provided for in these Bylaws.

Article Fourteen - Dissolution

Should the society be dissolved, the Treasurer shall pay all outstanding obligations. The remaining monies and assets shall be given to Region 14 of the American Iris Society.