

SANTA ROSA IRIS SOCIETY

BYLAWS

ARTICLE I Name

The name of this organization shall be the "SANTA ROSA IRIS SOCIETY", a nonprofit corporation registered with the State of California.

ARTICLE II Purposes

Section 1. The purposes of the Santa Rosa Iris Society, hereinafter called the Society, shall be to develop the science of horticulture and activities related to the study, propagation, and culture of the genus iris. The methods for obtaining these objectives may include, but are not limited to:

- (a) encouragement and support of scientific research and investigation and conservation of the genus in the wild;
- (b) collection, compilation and publication of data concerning the history, classification, hybridization, and culture of irises; and
- (c) education of the public through distribution, exhibitions, shows, and garden tours.

Section 2. This corporation shall be organized and operated exclusively for the purposes described in Section 501 (c) (3) of the Internal Revenue Code.

Section 3. No part of the net earnings of the corporation shall inure for the benefit of or be distributed to its members, directors, officers, or other private persons, except to pay reasonable compensation for goods and/or services rendered to further the purposes and objectives of the Society.

ARTICLE III Membership

Section 1. Membership shall be open to all persons interested in the purposes for which the Society was formed.

Section 2. Honorary Life Membership in the Society may be conferred upon any person who has contributed distinguished service in promotion or maintaining interest in the genus iris or has contributed outstanding personal service to the Society. This honorary membership is bestowed by action of the Executive Board and the affirmative vote of a majority of members present at a regular meeting. Honorary Life members have full voting privileges but pay no dues.

ARTICLE IV Officers

Section 1. The elected officers of this Society shall be: President, Vice-President, Secretary, Treasurer, and five Directors. All officers, and Directors, must be members of the American Iris Society.

Section 2. The appointed officers of the Society shall be: Parliamentarian, Historian, Librarian, Editor, and Membership Secretary.

Section 3. One person may hold more than one office concurrently.

ARTICLE V Duties of Elected Officers

Section 1. The President shall preside at all meetings of the Society and the Executive Board. The President shall appoint an Editor, Historian, Parliamentarian, Membership Secretary, Librarian, and shall be responsible to appoint chairmen for necessary standing committees. These special committees shall be approved by the Executive Board and will serve for the length of time necessary to carry out the duties for which they were appointed or the term of the President. Such committees may be: Sales, Bylaws review, Hospitality, Show, Publicity, Nominating, and the purchases of irises for the Society.

The President shall also appoint a member to act as auditor of the Treasurer's accounts at the close of the current fiscal year. The auditor shall present his findings to the general membership at the first regular meeting of the year.

Section 2. The Vice President shall assume all duties of the President in his absence, shall function as the Program Chairman, and working with the Executive Board, shall plan and secure any programs for the general membership as are deemed appropriate.

Section 3. All business meetings of the Society shall be recorded by the Secretary who will have charge of Society files and shall provide ballots for all elections whenever necessary. The secretary shall conduct all correspondence for the Society at the direction of the President and furnish each member of the Society a copy of the bylaws upon request.

Section 4. The Treasurer shall receive all monies, pay all vouchers, and submit a monthly report to the Society. The Treasurer shall deposit Society monies in accounts as recommended by the Executive Board. Any non-budgeted expenditure over \$100.00 must be approved by a majority of members present at any regular meeting. The Treasurer shall be responsible for filing the necessary papers with the federal and state authorities to maintain corporate and tax exempt status for the Society. The Treasurer, together with the Executive Board, will prepare a budget for approval by the membership at its first regular meeting of the current fiscal year.

Section 5. The Directors will attend Executive Board meetings to advise and bring continuity to the proceedings.

ARTICLE VI Duties of Appointed Officers

Section 1. The Parliamentarian shall advise and assist the President or other officers with respect to issues regarding the orderly and proper conduct of the business of meetings in accordance with these Bylaws, in conjunction with a current edition of Robert's Rules of Order.

Section 2. The Historian shall keep a file or scrap book of events concerning the Society including its activities, newspaper publicity, and special events.

Section 3. The Librarian shall keep an up-to-date list of library material and have it available to all Society members. The Librarian will be responsible for the contents of the library.

Section 4. The Editor shall be responsible for the newsletter and/or meeting notices. The newsletter will include information about the activities of the Society.

Section 5. The Membership Secretary will collect dues, provide rosters to members, send written reminders to delinquent members, and other duties deemed necessary to the Society.

ARTICLE VII Executive Board

The Executive Board shall consist of elected and appointed officers of the Society together with the immediate Past President. Vacancies occurring in the elected officers of the Society shall be filled by recommendation by the Executive Board and ratified by a majority vote of the general membership present at any regular meeting. The Executive Board shall convene a meeting not less than three times a year or as often as necessary.

It shall be the province of the Executive Board to ask for the resignation of any officer for reason of neglect of duty. The Executive Board shall secure storage for Society archives and supplies. A quorum shall be a majority of persons on the Executive Board.

ARTICLE VIII Elections

A nominating committee shall be chosen at the regular meeting in September as follows:

- (a) one member chosen by the President to act as Chairperson; and
- (b) two members chosen by popular vote from the floor.

This committee shall present their list of candidates to the Society at the regular October meeting. The consent of the nominees is mandatory. Further nominations from the floor may be made by any member. If there are additional nominations from the floor, the election shall be by ballot vote and the President shall appoint an Election Committee of three impartial members to count the ballots.

If no further nominations are made, the President shall ask for a motion to reject or accept the total slate of nominees. Elected officers shall take office beginning with the next calendar year.

Any officer may be re-elected for an additional term or terms with the exception of the directors who will be limited to three consecutive two-year terms. They may be re-elected as a director after an absence from the board of one year.

ARTICLE IX Dues

Dues shall be determined by the Executive Board and are payable before the first regular membership meeting of the new calendar year.

ARTICLE X Meetings

Regular meetings of the Society shall be held on the second Monday of each month, February through November inclusive, at the Luther Burbank Art and Garden Center, 2050 Yulupa Avenue, Santa Rosa, California. The exception will be special events which will be designated by the Executive Board. Two thirds of the membership shall constitute a quorum.

ARTICLE XI Records and Reports

All reports and records of the Society shall be a matter of public record and will be available to Society members on request.

ARTICLE XII Dissolution of the Corporation

In the event of dissolution of the corporation, after paying or adequately providing for all debts and obligations, the Executive Board shall distribute all corporate assets to Region 14 of the American Iris Society or another organization which is qualified as tax exempt under Section 501 (c) (3) of the Internal Revenue Law.

ARTICLE XIII Parliamentary Rules

A current edition of Roberts Rules of Order shall be used to cover issues not listed in these Bylaws.

ARTICLE XIV Revision of the Bylaws

Revisions or amendments to the bylaws as recommended by the Executive Board must be ratified by a two-thirds vote of the general membership. Notice must be given of the upcoming vote in the newsletter and proposed changes distributed to the entire membership.

Revised by committee on February 17, 1995
Approved by two thirds of our members April 10, 1995

gbd May 5, 1995