

**BYLAWS  
THE MONTEREY BAY IRIS SOCIETY  
OF THE AMERICAN IRIS SOCIETY**

**I. Name**

The name of this organization is Monterey Bay Iris Society of the American Iris Society.

**II. Affiliation**

This organization is a nonprofit public benefit affiliate of the American Iris Society and is not organized for the private gain of any person.

**III. Specific Purpose**

The specific purpose of this organization shall be to develop the science of horticulture and any activities related to the study, propagation, and culture of the genus Iris; to stimulate and foster interest in horticultural pursuits, conservation and protection of these plants in the wild; to cooperate with other organizations, public and private, in the scientific and horticultural education of all those interested in learning any phase of the genus Iris, by any an all means which may be determined from time to time by the board of directors of this organization. These shall include, but are not limited to:

- a) Encouragement and support of scientific research, including that pertaining to the solution of disease related to, but not necessarily exclusive to the genus Iris, and investigation and conservation of the genus Iris in the wild;
- b) Collection, compilation, and publication of data concerning the history, classification, breeding, and culture of irises; and
- c) Education of the public through exhibitions, public display gardens, published standards for judging, and local, area, regional, and national meetings open to the public.

**IV. Public Purposes**

The Monterey Bay Iris Society of the American Iris Society is organized and operated exclusively for public purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

**V. Limitation of Activities**

Notwithstanding any other provisions of these bylaws, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or (b) by an organization to which contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code.

**VI. Impermissible Activities**

No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

**VII. Limitation of Use of Funds**

The property of this organization is irrevocably dedicated to public purposes, and no part of the net earnings of the organization shall inure to the benefit of any director, officer, or member thereof, or to the benefit of any private person. Upon dissolution or winding up of the organization, its assets remaining after payment, or provisions for payment, of all debts or liabilities of this organization shall be distributed to a nonprofit fund, foundation, or organization that is organized and operated

exclusively for educational and scientific purposes, and which has established and maintains its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

### **VIII: Membership**

Section I. Any person interested in Iris may become an active member of this society after compliance with the following:

- A. Membership is automatic upon receipt of payment of dues.
- B. The new member must pay full dues for the fiscal year in which he/she joins the society, if admitted between January 1 and July 31. If admitted between August 1 and December 31, the new member must pay half of the year's dues.

Section 2. Honorary Membership may be conferred by the society upon persons who merit distinction by their contributions to Iris, but who are not in a position to participate actively in this society.

Section 3: The proposed honorary member must be recommended by the Board of Directors and approved by vote of the membership at a regular business meeting.

Section 4: Honorary members have no voting privileges and are not assessed dues.

### **IX: Dues**

Section 1. Dues will be charged according to the needs of the society. The amount will be determined by the Board of Directors and voted by the membership.

Section 2. Dues shall be payable January 1 and shall be delinquent after February 1.

### **X: Directors**

Section 1. This society shall have a Board of Directors made up of the officers (Article XI) and six directors from the membership of the society.

Section 2. Directors shall be elected for terms of two years each and shall become ineligible to serve after holding the office for four years.

### **XI: Officers**

Section 1. Officers of this society shall be President, Vice-President, Secretary, Treasurer, Immediate Past President, Editor and Show Chairman.

Section 2. Officers shall be elected for one year each.

Section 3. The officers shall not hold office for more than four one-year terms consecutively except for the Editor and the Show Chairman who can be re-elected indefinitely. The President, on expiration of his term as President, shall automatically become an ex-officio member of the Board of Directors through the term of his successor.

Section 4. Notwithstanding the limitation defined in Section 3, club members may extend the four 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 XII: Elections. (10-15-2010)

### **XII: Elections**

Section 1. The nominating committee shall present a slate of officers and directors to the membership at the October meeting of this society. The slate shall be published in the November newsletter. At the November meeting, the slate will be presented to the membership. Nominations may be made from the floor for officers and directors.

Section 2: Elections shall be held by ballot at the November meeting. Both offices and directors shall assume office at the December meeting.

Section 3. Any vacancy occurring among directors during the term of office shall be filled by the choice of the Board of Directors, and such appointments shall hold good until the next regular election, or until a special election is called by the Board of Directors at its discretion.

Section 4: In making appointments to fill vacancies, the Board of Directors shall not appoint persons who are ineligible under previous provisions of this document.

### **XIII: Duties of Officers**

Section 1. The President shall preside at all meetings of this society, and shall have general superintendence of the affairs of the society.

Section 2. The Vice President shall perform the duties of the President in his absence.

Section 3. The Secretary shall keep the record of the proceedings of this society and shall conduct its correspondence. The Secretary shall have charge and custody of society books and papers pertaining to his office.

Section 4. The Treasurer shall collect the dues, maintain a current membership roster, keep the financial records of the society, pay the bills and keep proper records of all receipts and expenditures.

- A. The treasury records are to be balanced with the bank statement monthly.
- B. The monies shall be kept in appropriate accounts: a checking account and a savings account. All monies collected, either by check or cash, must be duly recorded and deposited in the bank before being used.
- C. The Treasurer shall make reports at the regular business meetings and shall make an annual accounting in writing at the November meeting each year for the preceding fiscal year.
- D. The Treasurer is empowered to pay, by check, all bills up to the amount of \$100.00, necessary for the operation of the society. For special activities, the Treasurer is empowered to pay all expenses up to the amount budgeted. Emergency expenditures exceeding \$100.00 and not budgeted may be paid when authorized by a majority vote of the Board of Directors. Any bill presented to the Treasurer must be accompanied by supporting paper that originated at the time of the transaction.
- E. The President shall appoint one or two members of the society to audit the records of the Treasurer each year, one month prior to the beginning of the new fiscal year.

Section 5. Should the society be dissolved, the Treasurer shall pay all outstanding obligations. The remaining monies shall be given to the American Iris Society Foundation.

### **XIV: Appointed Positions**

Section 1. The President shall appoint all committees except the nominating committee.

Section 2. The nominating committee shall be made up of three members of the society. The President shall appoint the chairman and the general membership shall nominate other two members shall be nominated from the floor.

Section 3. The Board of Directors and the President shall establish standing committees at their discretion.

Section 4: The President shall appoint a Historian and a Librarian subject to the approval of the Board of Directors. These appointees shall have charge of any books and materials pertaining to their respective offices.

#### **XV: Meetings and Quorum**

Section 1: Regular meetings shall be held in the evening.

Section 2: At least eight such meetings shall be held annually.

Section 3: The President shall mail notices of meetings to the membership.

Section 4. A quorum shall consist of one-third of the paid membership of the society.

Section 5: This society may hold garden tours, picnics and other daytime affairs for the pleasure of the membership.

Section 6. The Board of Directors shall meet twice a year; however, the President may call a meeting when deemed desirable.

Section 7. On written demand of any five members in good standing, the President must call a special meeting of the Board of Directors and must take action on the problem presented at this special meeting.

Section 8: Robert's Rules of Order shall be the governing rules for all matters pertaining to the meetings of this society and to the meetings of the Board of Directors that are not covered in this Constitution and these By-Laws.

#### **XVI: Affiliations**

Section 1. This society shall be affiliated with the American Iris Society. This provision shall not be construed to mean that all members of this society must be members of the American Iris Society; however, all officers and members of the Board of Directors must be members of the American Iris Society.

Section 2. This society shall not join, nor shall it affiliate with any organization, except those engaged in Iris activities. This society shall not pay dues, except to Iris societies.

#### **XVII: Fiscal Year**

Section 1. The fiscal year shall be from January 1 to December 31.

#### **XVIII: Amendments**

Section 1. The members may amend the society's constitution or bylaws by a vote of two-thirds of members present at a business meeting, provided:

- A. A quorum of the membership is present at this meeting.
- B. The amendment to be voted upon shall have been presented at the previous regular business meeting of this society, or written copies of the proposed amendment are mailed to each member not more than three weeks no less than one week before the meeting at which the amendment is to be voted on.