

THE IRIS SOCIETY OF AUSTIN BYLAWS

ARTICLE I: NAME OF SOCIETY

The Corporation shall be known as *The Iris Society of Austin, Inc.* hereafter known as **The Corporation**.

ARTICLE II: OBJECTIVES AND PURPOSES

SECTION 1: The Corporation is organized exclusively for charitable and public purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.

SECTION 2: Purpose of The Corporation shall be to develop the science of horticulture and activities related to the study, propagation, and culture of irises; to stimulate and foster interest in botanical and horticultural pursuits; to cooperate with other organizations, public and private, in the scientific and horticultural education of those interested in learning about irises by any means consistent with these Bylaws. These shall include, but are not limited to:

- 1) To support scientific research, including the culture and improvement of irises, and to encourage garden visiting by the general public;
- 2) To collect and disseminate information on the history, classification, hybridization, climatic range, and culture of irises;
- 3) To promote shows and exhibitions for the purpose of educating the general public and fellow irisarians;
- 4) To educate the public through public display gardens, published standards for judging, and local, area, regional and national meetings open to the public; and
- 5) To do all possible to advance the cause of the American Iris Society.

SECTION 3: The Corporation shall be organized and operated exclusively for educational and scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.

SECTION 4: The property of The Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

SECTION 5: Notwithstanding any other provision of these articles, The Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code. No substantial part of the activities of The Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and The Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

SECTION 6: On the dissolution or winding up of The Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of The Corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c) (3) of the Internal Revenue Code.

ARTICLE III: MEMBERSHIP

SECTION 1: Membership shall be open to anyone interested in irises.

SECTION 2: There shall be **five (5)** classes of membership: Active, Active Working, Associate, Honorary, and Youth.

SECTION 3: Associate members shall be those who are unable to participate in regular meetings and corporation activities. Associate members will receive all notices and information from The Corporation. The Corporation will not pay Region 17 dues or dues to the American Iris Society for Associate members. Associate members must pay regular annual dues.

SECTION 4: **Active members** must pay their dues and attend at least five (5) meetings and/or club activities in a fiscal year (June 1-May 31). The Corporation will pay Region 17 and American Iris Society dues for Active members. Members at this level will be eligible to order irises with the club order. A member shall be considered an **Associate**

member until that member has attended at least five (5) meetings and/or approved club activities during the fiscal year.

SECTION 5: After 12 months of being a member, the member is eligible to become an **Active Working member**. **Active Working members** are members who attend at least seven (7) meetings and/or club activities in a fiscal year (June 1-May 31), and who perform significant work to strengthen The Corporation, Region 17, or The American Iris Society. **Active Working members** will be eligible for awards determined by The Corporation's Executive Committee and may be eligible for partial or full reimbursement for registration dues to the National Convention or to Region 17 meetings.

SECTION 6: **Honorary** members will be those persons deserving such honors. They will pay no corporation dues, but will receive all information and notices from The Corporation. The Corporation will not pay their Region 17 dues or the dues to the American Iris Society.

SECTION 7: **Youth** membership shall be available to persons who are youth as defined by The American Iris Society.

ARTICLE IV: DUES

SECTION 1: Annual dues to The Corporation shall be payable by the May Meeting.

SECTION 2: Dues shall be considered **delinquent** if not paid by the close of the September meeting, and a member may be dropped from the membership roll. The Treasurer shall notify the Executive Committee of those who are delinquent at the close of the September meeting.

SECTION 3: Annual dues for The Corporation shall be set by the Executive Committee.

ARTICLE V: ELECTED OFFICERS

SECTION 1: Officers of The Corporation shall consist of the following:

- a) President
- b) Vice President, Programs
- c) Vice President, Membership
- d) Secretary
- e) Treasurer
- f) Librarian

g) Historian

SECTION 2: The term of office for elected officers shall be for one (1) year.

SECTION 3: No person shall hold the same office for more than two (2) consecutive terms, with the exception of the Treasurer, who shall not hold office more than five (5) consecutive terms.

SECTION 4: The **Executive Committee** shall consist of the elected officers of The Corporation. The Executive Committee shall determine the budget of The Corporation, plan the annual calendar of events, and conduct the general business of The Corporation. The Executive Committee will determine the class of a member based on the Vice President of Membership's record of attendance and Treasurer's record of dues paid.

SECTION 5: The **President** shall preside at all meetings of The Corporation and Executive Committee meetings, appoint the chairperson of each standing committee, and have general superintendence of the affairs of The Corporation. The President shall be an ex officio member of all committees of The Corporation except the Nominating Committee.

SECTION 6: The **Vice President, Programs** shall have the responsibility to plan the programs for the meetings and to correspond with and confirm guest speakers, act as an aide to the President, and assume the duties of the President in the absence of the President.

SECTION 7: The **Vice President, Membership** shall promote and encourage membership in The Corporation, take appropriate action to conserve current members, recover former members, maintain a registry of attendance of all members and guests at each meeting, and provide name tags to be worn at regular meetings, shows, sales, and gatherings. The Vice President, Membership shall maintain a current roster of all members' names, addresses and telephone numbers. The Vice President, Membership shall maintain records of attendance at all club activities. These records and the Treasurer's record of dues paid will be provided to the Executive Committee in order for them to determine class of membership.

SECTION 8: The **Secretary** shall keep the minutes of all meetings of The Corporation, shall read the minutes of the previous meeting or shall be responsible for forwarding a copy of minutes to the newsletter editor for publication, shall place a copy of the minutes, as approved, in a permanent file, conduct all correspondence, keep all letters and reports

on file, and notify all members of each meeting when not otherwise notified by The Corporation newsletter.

SECTION 9: The **Treasurer** shall take charge of all funds, accept and deposit all moneys of The Corporation in a bank approved by The Corporation, keep an accurate account of all receipts and disbursements, pay all bills when authorized by the Executive Committee, render a financial report at each meeting, and provide the Secretary with a copy. The Treasurer will prepare an annual report to be presented before The Corporation at the May meeting. A petty cash fund may be authorized from which cash disbursements may be made. Show expenses may be paid on authorization of the Show Chairperson.

SECTION 10: The **Librarian** shall be responsible for The Corporation's books and publications. The library will be available at regular meetings for check-out by members. There shall be a budget determined by the Executive Committee available to the Librarian.

SECTION 11: The **Historian** shall have the responsibility for retention, compilation and storage of all permanent records, newsletters, photographs, articles and other items of interest to The Corporation.

SECTION 12: Any vacancy occurring in an office shall be filled at the next regular meeting of The Corporation by a majority vote of the members present, or as soon as a qualified member consents to be candidate.

ARTICLE VI: STANDING COMMITTEE CHAIRPERSONS

SECTION 1: The **Publicity Chairperson** shall be responsible for all publicity of The Corporation.

SECTION 2: The **Show Chairperson** shall plan the show of The Corporation. The date and location shall be approved by a vote of the membership at a regular meeting.

SECTION 3: The **Financial Chairperson** shall chair a committee consisting of the Chairperson and one (1) other member, and shall audit The Corporation's annual financial and operative reports.

SECTION 4: The **Horticulture Chairperson** shall give a report at each meeting on basic iris culture. The committee will have a telephone coordinator to call and remind volunteers of scheduled work in the public gardens.

The Chairperson may assign team leaders for each garden. The Chairperson will make recommendations to the Executive Committee to improve the iris display in the Zilker Botanical Gardens.

SECTION 5: The **Hospitality Chairperson** shall maintain the refreshment schedule.

SECTION 6: The **Council Representative Chairperson** shall represent The Corporation at all Austin Area Garden Council meetings and shall make a report at each meeting or submit a written report to the newsletter editor for publication.

SECTION 7: The **Sales Chairperson** shall plan and conduct the annual iris sale for The Corporation. The date and location shall be approved by a vote of the membership at a regular meeting.

SECTION 8: Other committees may be appointed at the discretion of the President.

ARTICLE VII: ELECTIONS

SECTION 1: The **Nominating Committee** shall be appointed by the President at the January meeting.

SECTION 2: A slate of candidate nominations will be presented by the Nominating Committee at the February meeting. Additional nominations may be made from the floor provided the consent of each candidate has been obtained before the name is placed in nomination. In the event of nominations from the floor, a secret ballot must be used.

SECTION 3: Officers shall be elected at the March meeting and installed at the May meeting, to serve one year beginning the first of June.

ARTICLE VIII: MEETINGS

SECTION 1: Meetings shall be held in September, October, November, January, February, March, April, May, and as called in June, July, and August.

SECTION 2: The Society shall meet at 7 p.m. on the second Tuesday of the above stated months, unless otherwise voted on by the membership.

SECTION 3: The annual meeting shall be held in May of each year. Financial and Audit reports shall be presented. Officers and committee chairpersons may make reports, and the calendar of events for the coming year shall be presented.

SECTION 4: Special meeting can be called by the President at the request of five (5) members.

SECTION 5: The Executive Committee shall meet at the discretion of the President.

ARTICLE IX: QUORUM

SECTION 1: A quorum shall consist if one-half of the active members are present at any meeting.

ARTICLE X: FINANCE

SECTION 1: Checks shall be signed by the Treasurer. The President may sign checks in the event the Treasurer is unavailable.

SECTION 2: An audit shall be performed annually and when the Treasurer leaves office.

ARTICLE XI: AMENDMENTS

SECTION 1: The constitution may be amended at any regular meeting of The Society by a majority of the active members present, provided the proposed amendment has been read at the previous regular meeting and that notice of intention to amend had been given in writing previous to the meeting.

ARTICLE XII: PROCEDURE

SECTION 1: Rules contained in the most recent edition of Robert's Rules of Order shall govern in all cases not provided for in these Bylaws.

ARTICLE XIII: AWARDS

SECTION 1: The Iris Society of Austin **Silver Medal** is to be awarded, without restriction as to the recipient, for meritorious service to The Society or to the public within the purposes of The Society as expressed in the Bylaws. Members may make recommendations accompanied by detailed, written justification for the award to the Executive Committee, who will either reject them or approve of their submission to The Society for a vote. It is felt that this award be given very sparingly.

SECTION 2: The Iris Society of Austin **Bronze Medal** will be awarded annually, if justified, to the exhibitor at the Iris Society of Austin Show who enters the specimen judged to be the Best Specimen of Show as designated by the combined panel of judges. This award shall be limited to members of The Society.

Revised October 11, 2005

ADDENDUM:

On January 11, 2005, the Executive Committee of the Iris Society of Austin decided that I.S.A. will no longer pay the registration fee for any member attending an A.I.S. Convention until after the 2008 Convention.