

**Bylaws of the Garden State Iris Society  
AIS Region 3 (NJ/ PA/ DE)  
As Amended May 7, 2019**

**ARTICLE I: NAME**

This organization shall be known as the Garden State Iris Society, an affiliate of AIS Region 3, hereafter referred to as GSIS.

**ARTICLE II: PURPOSE**

Section 1: GSIS is organized and operated as a “not for profit” organization exclusively for purposes described in Section 501(C)(3) of the Internal Revenue Code.

Section 2: This organization shall promote a spirit of cooperation and good fellowship among its members, and between its members and those of other regions, specialized iris societies, and the parent organization, the American Iris Society, hereafter referred to as AIS.

Section 3: The objectives of GSIS shall be to develop the science of horticulture and any activities related to the study, propagation, and culture of the genus iris. These shall include but not be limited to:

- a. encouragement and support of scientific research,
- b. education of the public through exhibitions, public display gardens, published standards for judging, and local, area, regional and national meetings open to the public, and
- c. collection, compilation, and publication of data concerning the history, classification, culture, and breeding of irises.

Section 4: No part of these bylaws shall be interpreted in any manner that will contradict or supersede published bylaws, rules, and regulations of AIS.

Section 5: No part of the net earnings of the organization shall be distributable to individual members, directors, officers, or other private persons, except that the organization is authorized to pay reasonable compensation for goods and/or services rendered in the furtherance of the objectives of GSIS.

Section 6: There shall be no personal liability of GSIS members for obligations of the Club.

Section 7: Notwithstanding any other provision of these bylaws, GSIS shall not carry on any activity 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 contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 8: No substantial part of the activities of GSIS shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and GSIS shall not participate or intervene in any political campaign, including publication or distribution of statements on behalf of any candidate for public office.

### **ARTICLE III: MEMBERSHIP**

Section 1: All AIS members who wish to be are automatically GSIS members. There is no charge for membership. Non-AIS members may still attend GSIS functions, but may not vote or hold office.

Section 2: An initial Youth membership with Bulletin in the AIS will be purchased for first time entry in GSIS shows.

### **ARTICLE IV: OFFICERS AND MEMBERS-AT-LARGE OF THE EXECUTIVE COMMITTEE**

Section 1: The head of GSIS shall be the President of GSIS. The other officers shall be: Vice President, Secretary, and Treasurer.

Section 2: It shall be the duty of the President to perform all duties assigned by the constitutions and bylaws of the AIS and of GSIS. The President shall

- a. preside at meetings of the Executive Committee and at GSIS club meetings
- b. appoint committees as needed and act as an ex-officio member of all committees
- c. appoint judges and apprentice judges as they qualify annually, with the approval of the AIS Board of Directors
- d. co-sign withdrawals made out by the Treasurer,
- e. perform any other duties set forth in the AIS Handbook necessary for the well being of the Club.

Section 3: It shall be the duty of the Vice President to preside at GSIS club and Executive Committee meetings in the absence of the President, arrange for a program (if there is to be one) at general membership meetings, and take over any additional duties which the President is unable to perform.

Section 4: It shall be the duty of the Secretary to record the minutes of Executive Committee meetings and general membership meetings, notify the general membership of the official slate of officers (see Article V Section 3), and keep additional records as directed by the President.

Section 5: It shall be the duty of the Treasurer to have custody of all Club moneys and to deposit these moneys in a bank in the name of GSIS. The Treasurer shall also

- a. sign all checks dispensing Club funds
- b. pay using Club funds all routine bills under \$200 incurred by GSIS and all other bills under \$200 which are approved by the Executive Committee, and all other bills over \$200 which are approved by the Executive Committee and the general membership, and
- c. keep books showing the source and use of all moneys. A complete report shall be made at every Club meeting, stating all receipts and disbursements since the previous report and reporting the balance on hand.

Section 6: It shall be the duties of the Members-at-large of the Executive Committee (see Article IV) to attend Executive Committee meetings and to help guide the Society in achieving its stated purposes.

## **ARTICLE V: NOMINATION AND ELECTION**

Section 1: The term of office for each of the officers shall be three years. Terms shall begin January 1<sup>st</sup> of the following year. The term of office for each of the Members-at-large of the Executive Committee shall be three years.

Section 2: Elections shall be held by a show of hands, or by closed ballot if so requested by any member during the Fall Meeting every year. Any office, except that of the President, which becomes vacant by resignation or incapacity shall be filled by appointment by the Executive Committee for the remainder of the term. Upon resignation or incapacity of the President, the Vice President shall become acting President.

Section 3: Should someone's election term be coming to an end, the President shall appoint a nominating committee by May 1 of each year. The Nominating Committee shall consist of five members: two from the Executive Committee, two other active members, and the President. The Committee must have its nominations for any officer and one or more members-at-large of the Executive Committee as necessary in the hands of the Secretary by September 1. The Secretary shall make the names of the nominees available to any member by September 1. In addition, nominations may be made by petition submitted by a member to the Secretary by September 15. Upon receipt of such a petition, both the original and the petitional slate of officers shall be e-mailed to the general membership at least one week before the Fall Meeting.

Section 4: The candidate receiving the majority of the votes cast at the Fall Meeting shall be considered elected. If there is only one candidate for an office, the Secretary may be instructed to cast a single ballot.

Section 5: In this manner the members select their nominees and in this manner they elect their officers and members-at-large of the Executive Committee.

Section 6: All newly elected officers/members-at-large will take over on January 1.

## **ARTICLE VI: THE EXECUTIVE COMMITTEE**

Section 1: An executive committee shall be established with the President acting as Chairperson. The Executive Committee shall consist of the four officers (see Article IV, Section 1), the immediate past President, and three members, elected at large and serving three-year terms. These eight members of the Committee have equal votes. In addition, those committee chairpersons duly appointed by the President may attend Executive Committee meetings as non-voting participants.

Section 2: Meetings of the Executive Committee a year shall be called by the President at the times and locations of his/her choice. The Secretary shall keep minutes of all such meetings. The Committee shall act primarily in an advisory capacity to the President.

Section 3: The Executive Committee shall direct an audit of all GSIS accounts, and an auditor shall be appointed by the President. The result of this audit shall be reported at the next meeting following the Fall Business Meeting.

Section 4: The Executive Committee shall be responsible for planning the financial support of GSIS. After the fall election, the new Executive Committee should create a financial plan, including an operating budget. Committee chairpersons should endeavor to keep within the approved budget throughout the year and must apprise the Executive Committee of overspending before it occurs.

Section 5: The Executive Committee may approve money-making projects or unbudgeted expenses that are not in the annual financial plan if the Committee believes such projects or expenses would benefit the Society. Any unbudgeted expenditure in excess of \$200 that is not in the original financial plan must be approved in advance by the Executive Board before being submitted to a vote at a general membership meeting for approval.

Section 6: A quorum at a meeting of the Executive Committee shall consist of at least four members.

Section 7: The Executive Committee may conduct its affairs at a traditional meeting, over the telephone, or via email or other electronic means.

#### **ARTICLE VII: COMMITTEES**

Section 1: All committee chairpersons shall be appointed by the President, and additional committees shall be established as needed.

Section 2: Suggested committees include, but are not limited to, awards, bylaws, hospitality, judges' training, membership, publicity, newsletter, shows, website, and youth. Committee chairpersons may attend Executive Committee meetings but do not have an official vote.

#### **ARTICLE VIII: MEETINGS**

Section 1: The Fall Business Meeting shall be held each year for the purpose of receiving reports of the President, the Secretary, the Treasurer, and committee chairpersons; also for the transaction of such other business as may be brought before it.

Section 2: It is recommended that there be at least two regular meetings for the general membership each year. Tentative dates for these meetings, as recommended by the Executive Committee, shall be presented following the Executive Committee Winter Planning Meeting to the general membership. These dates shall then be included in the newsletter and/or posted on the website. One of the two regular meetings shall include an awards ceremony.

Section 3: Special meetings may be called at the discretion of the President or at the request of one half of the members of the Executive Committee. The notice of such a special meeting shall be mailed to all members at least ten days before the scheduled date of the meeting and shall state the reason for the meeting and the business to be transacted.

Section 4: A quorum at all general membership meetings shall consist of at least 10 percent of the current paid members in good standing.

#### **ARTICLE IX: AMENDMENTS**

Section 1: These bylaws may be amended by a two-thirds vote of the members present at any meeting of the members.

Section 2: A copy of the proposed amendments shall be included with the notice of the meeting at which they are to be voted.

Section 3: Any previous decisions or actions that are in conflict with the amended bylaws shall become null and void upon passage of the amended bylaws.

**ARTICLE X: DISSOLUTION OF THE SOCIETY**

Section 1: In the event of dissolution of GSIS and after paying all debts and obligations, the Executive Committee shall distribute all the society's assets to non-profitable organizations, according to IRS statute 501 (C) (3) or any applicable future IRS statute.

**ARTICLE XI: MATTERS NOT COVERED ELSEWHERE**

Section 1: The most recent Robert's Rules of Order, Revised, shall govern in all cases not provided for in these bylaws.

**BYLAWS REVISION DATES:**

|                   |                  |
|-------------------|------------------|
| January 28, 1979  | March 26, 2000   |
| April 14, 1984    | August 12, 2000  |
| August 17, 1991   | October 24, 2004 |
| January 30, 1992  | October 7, 2010  |
| March 29, 1998    | May 7, 2019      |
| November 14, 1999 |                  |