

BYLAWS - REGION 21
OF
AMERICAN IRIS SOCIETY

ARTICLE I – NAME

This organization shall be known as Region 21 of the American Iris Society.

ARTICLE II – PURPOSE

SECTION 1. This organization shall function under the authority granted by the American Iris Society. The American Iris society, hereinafter referred to as AIS, is an organization incorporated in the State of Pennsylvania and is organized to operate under Section 501(c)(3) of the Internal Revenue Code.

SECTION 2. The purpose of this organization shall be to further the aims and purposes of the AIS; to develop the science of horticulture and 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; 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 and all means consistent with these bylaws which may be determined by the Board of Directors of the organization.

- (a) Encouragement and support of scientific research, including those pertaining to the solution of diseases related to but not necessarily exclusive to the genus Iris, and investigation and conservation of the genus 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 exhibition, public display gardens, and local and regional meetings open to the public.

SECTION 3. No part of the net earnings of this organization shall inure to the benefit of or be disbursed to any of the members, officers, directors 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 purposes of the Region and the AIS.

SECTION 4. The administrative and fiscal year of the society shall be January 1 through December 31.

SECTION 5. No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation except as otherwise provided by Section 501(h) of the Internal Revenue Code, and this organization shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

SECTION 6. Notwithstanding any other provisions of these bylaws this organization shall not carry on any other activities not permitted to be carried on (1) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue code or (2) by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

ARTICLE III – MEMBERSHIP

The Board of Directors of the AIS shall designate the boundaries of the area to be known as Region 21, which presently consists of the states of Iowa, Nebraska, North Dakota, South Dakota, NWT, Nunavut, Alberta, Saskatchewan, and Manitoba . All members of the AIS residing within those boundaries shall automatically be members of this organization without the payment of additional dues.

ARTICLE IV – OFFICERS AND DIRECTORS

SECTION 1. POSITIONS. The officers of this organization shall be a Regional Vice President (RVP), an Assistant RVP, a Secretary, a Treasurer, three Directors and the Immediate Past RVP. These officers shall be the Executive Board of the organization and shall conduct the normal business of the organization.

SECTION 2. DUTIES.

- A. REGIONAL VICE PRESIDENT. It shall be the duty of the RVP to perform all duties and functions assigned to that position by these bylaws and the Board of Directors of AIS. The RVP shall preside at all Regional meetings, meetings of the Executive Board, and special meetings that may be called, serve as the executive officer of the organization, and perform such other duties necessary for the wellbeing of the Region. The RVP should attend the spring meeting and the executive board meeting of the AIS when at all possible to promote and coordinate the interests of the Region. The RVP shall appoint a Chairperson and approve all members to all of the applicable committees noted in ARTICLE VII, serve as ex-officio member of all the committees, except the Nominating Committee, appoint Apprentice Judges, Accredited Judges and Master Judges annually, with approval of the AIS Board of Directors, and create additional or special committees as needed, or as directed by the Executive Board. The RVP shall be appointed annually by the AIS Board, and may serve no more than three consecutive years.
- B. ASSISTANT RVP. It shall be the duty of the Assistant RVP to preside at all the meetings of the Region in the absence of the RVP, take over the additional duties of the RVP in the event of incapacitation of the RVP, to serve as Chairperson of the Membership Committee and Honors Committee, promote the growth in membership and to foster good will between the various segments of this society and the general public.
- C. SECRETARY. It shall be the duty of the Secretary to record and maintain the minutes of each Regional and Executive Board meeting, furnish a copy of the minutes to the Editor of the Regional Bulletin for publication in the next issue of the Bulletin, to conduct official mailings, keep the bylaws current with the minutes of the annual meetings, and keep additional records as directed by the RVP or the Executive Board.
- D. TREASURER. It shall be the duty of the Treasurer to have custody of all Regional monies, to deposit those monies into a bank or financial institution in the name of the Region, to pay out of such monies all bills incurred by the Region and approved by the Board for payment, keep records and books showing the source and expenditure of all Regional monies, present a financial report at each of the Regional meetings and provide copies of the approved report to the Editor for publication in the next Regional Bulletin. The Audit Committee shall audit the books of the Treasurer annually after the fall business meeting.
- E. IMMEDIATE PAST RVP. The immediate past RVP shall serve on the Executive Board and should attend all meetings of the Executive Board in order to provide continuity and expertise to the business of the Region.
- F. DIRECTORS. It shall be the duty of the three elected Directors to attend the meetings of the Executive Board, to serve as counsel to the RVP, and to serve on committees of the organization as provided by these bylaws and as directed by the RVP. The third year Director (one year to serve) shall serve as Chairperson of the Honors Committee and the Nominating Committee. The first year Director (three years to serve) shall serve as Chairperson of the Iris Purchase Committee.

SECTION 3. An RVP may serve no more than three consecutive years as RVP. Except for the Directors, all other elected officers terms, appointed committee chairpersons and approved committee members shall run concurrently with the RVP's term of office.

ARTICLE V – NOMINATION AND ELECTION OF OFFICERS

SECTION 1. NOMINATION OF OFFICERS.

- A. The Nominating Committee shall consist of three members and be chaired by the third year Director and two other members appointed by the Executive Board. During the last (third) year of the RVP's term in office, the Committee shall prepare and present a slate of candidates for the office of RVP, Assistant RVP, Secretary and Treasurer, each for a three year term. The report of the nominating committee shall be made by written notice to the membership not later than June 1 of the election year. The Spring Bulletin may be used for this purpose. The slate of proposed officers shall include the election of a Director for a three-year term.
- B. Additional nominations for the office of RVP may be made by petition from the general membership. Each such petition shall be signed by the nominee and endorsed by five (5) percent of the current Region 21 members. This petition shall be placed in the hands of the Secretary prior to July 1 of the election year.
- C. Additional nominations for the office of Assistant RVP, Secretary, Treasurer or Director may be made from the floor at the annual Fall Business Meeting, or by petition, as described in Section 1 B above. If such nominations are made, such officers shall be elected by secret ballot by the membership present at the Fall Business Meeting.
- D. In the event that additional nominations are made from the floor or by petition for any executive office or for an RVP, as outlined in Sections 1 B and C above, a secret ballot by the membership present at the Fall Business Meeting shall select the RVP. The election of the winner as incoming RVP shall be subject to the approval of the AIS Board of Directors.

SECTION 2. ELECTION OF OFFICERS.

- A. The nominee who receives the greatest number of votes for an office shall be declared the winner, and the results of the election shall be announced in the next issue of the Region 21 Bulletin.
- B. In the event that only one nominee exists for the office of RVP, that nominee shall be considered elected. All other officers are elected at the same time.
- C. Should a vacancy occur in the office of RVP, the Assistant RVP shall assume the office of RVP for the remainder of the administrative and fiscal year.
- D. In the event of resignation or other cause of vacancy in the office of Assistant RVP, Secretary or Treasurer, the RVP shall appoint a successor for the remainder of the term.
- E. One Director shall be elected at each Fall Business Meeting for a three-year term. The newly elected Director will be the first year Director (three years to serve). The second year Director (two years to serve), and the first or senior Director (one year to serve) shall here be referred to as first, second and third Director.
- F. Should a vacancy occur in the office of Director, an election shall be held at the next meeting of the Region, or at a special meeting, to fill the position for the unexpired term.

ARTICLE VI – EXECUTIVE BOARD

SECTION 1. The Executive Board shall consist of the RVP, who shall serve as Chairperson, the Assistant RVP, Secretary, Treasurer, Immediate Past RVP, and three Directors. Four members of the Executive Board are required to represent a quorum. Only members of the Executive Board have the right to vote at the Executive Board meetings. All past RVP's, appointed committee chairpersons and Presidents of all Regional local societies affiliated with AIS may attend meetings of the Executive Board. All resolutions presented to, voted on, and passed by the Executive board, except in regard to the location of meetings, shall be presented to and voted on by the membership at large at the next Fall Business Meeting.

SECTION 2. Meetings of the Executive Board may be called by the RVP or by four members of the Board. The Secretary shall call the roll and keep minutes of all such meetings. The Board shall act in an advisory capacity on all matters pertaining to the conduct of Regional affairs. The Board shall establish the locations and order of Regional meetings on the basis of invitations received from the various local clubs or societies.

ARTICLE VII – COMMITTEES

The RVP shall appoint a Chairperson and approve all members selected to serve on all of the applicable committees noted herein, and shall serve as an ex-officio member of all committees, except the Nominating Committee. The following committees shall be considered as ongoing or Standing Committees.

SECTION 1. AWARDS AND HONORS COMMITTEE. A committee consisting of the three Directors, with the third year or senior member serving as Chairperson, will annually consider making recommendations to honor one or more Region members whose contributions and service to the Region has been outstanding. The committee will report with a written statement, their recommendations to the Executive Board. The Executive Board will consider the recommendations and report their decision to the membership at the fall Business Meeting for approval. Any member of the Region may make a written nomination to the Honors Committee stating the reasons why a person or persons should be honored. Awards will be given only at the discretion of the Executive Board, with approval of the membership at the fall meeting.

SECTION 2. AUDIT COMMITTEE. This committee shall review and audit the books and files of the Treasurer after the annual meeting each year. The RVP shall appoint two members to conduct the audit.

SECTION 3. IRIS PURCHASE COMMITTEE. This committee shall consist of three members, the newly elected Director for the three-year term shall serve as Chairperson of the Committee, and two additional members appointed by the RVP at the spring meeting. The committee shall purchase rhizomes that will be sold at auction at the Region's fall meeting.

SECTION 4. JUDGES TRAINING COMMITTEE.

- A. The Judges Training Committee shall be chaired by the Judges Training Chairperson to assist the RVP in setting up and monitoring Judges training sessions.
- B. Judges training sessions shall be arranged for by the Judges Training Chairperson in consultation with the local society that is hosting the meeting to determine dates, etc. in conjunction with each Regional Spring and Fall meeting.
- C. The Chairperson shall adhere to the Judges training rules and requirements established by the Board of Directors of AIS.
- D. Special judges' training sessions may be scheduled with the approval of both the RVP and the Judges' Training Chairperson.
- E. The Chairperson is responsible for keeping accurate judges' training records on all Regional judges and keeping those judges informed of their training needs, and advise such judges on any changes in rules and regulations established by the AIS Board of Directors.

SECTION 5. LIBRARY COMMITTEE. A Library Committee shall be established which shall consist of at least three members, with the Librarian serving as Chairperson. The committee shall purchase, collect, assemble, organize, file and preserve literature, documents, books and other material pertaining to the work and interest of the Society. They should devise ways and means to make such data and materials available to the Regional membership.

SECTION 6. MEMBERSHIP COMMITTEE.

- A. A Membership Committee shall be established with the Assistant RVP serving as Chairperson. The Chairperson will advise officials of procedures and methods to increase the membership of the Region.
- B. A Regional membership contest shall be conducted annually, running from one fall meeting to the next. The AIS member who recruits the most new AIS members shall be considered the winner of the contest. As winner of the contest they shall be entitled two purchases two (2) new introductions of their choice, and to be reimbursed by the Region. The following year, the winner may retain one plant of each iris purchased, with the remaining plant increases taken to the fall meeting for auction to the highest bidder. Proceeds from the auction of these plants shall be deposited in the Region Treasury.
- C. The Chairperson will use the information received from AIS to develop a membership report for the RVP and to present same at the Fall Business Meeting.

SECTION 7. PUBLICATION COMMITTEE.

- A. A Publication Committee shall be established with the Regional Bulletin Editor serving as Chairperson.
- B. The committee shall be responsible for the publication and distribution of two issues, one spring and one fall, of the Bulletin each year. The Bulletin shall be sent free of charge to all members of AIS residing in the Region.
- C. Itemized statements for the costs of publication and distribution of the Bulletin shall be presented to the Board for approval and payment to the provider of the service. Should the costs to prepare and mail the Bulletin exceed the amount included in the budget, the anticipated cost shall be presented to the RVP for approval before incurring the cost.

SECTION 8. HISTORICAL COMMITTEE. A Historical Committee shall be established, with the Historian serving as Chairperson. The committee shall consist of the Chairperson and the Historian of each society within the Region, and shall be responsible for keeping updated records of all Regional and local events. A Regional scrapbook shall be maintained.

SECTION 9. ADDITIONAL COMMITTEES. Additional committees may be created or added as directed by the RVP or the Executive Board to address specific items or areas, or to accomplish specific goals.

ARTICLE VII – MEETINGS

SECTION 1. SPRING MEETING.

A Spring meeting shall be held each year during the bloom season. The Executive Board shall decide the location of the Spring meetings on the basis of invitations received, with the location to be set at least two (2) years in advance. The local society that will be hosting the meeting shall determine the date and agenda of the meeting and tour.

SECTION 2. FALL MEETING.

A Fall Business Meeting, the annual meeting, shall be held on the second weekend of August each year. The Executive Board shall decide the location of the Fall meetings on the basis of invitations received, with the location being set at least two (2) years in advance.

SECTION 3. SPECIAL MEETINGS.

Business, Executive Board and special meetings may be called by the RVP as business and duties dictate. These meetings may be held at the same time as the Spring and Fall meetings are held. The RVP may call as many special meetings as are necessary to conduct the business of the Region. Four members of the Executive Board may call a special meeting of the Board, if deemed necessary.

SECTION 4. CHAIRPERSON.

The Meeting Committee and the Chairperson thereof for both the spring and fall meetings shall be selected by and from the local society hosting the meeting.

SECTION 5. FEES.

A registration fee shall be charged at both the Spring and Fall Meetings. The fee shall be sufficient to cover all expenses of the meetings, excluding prizes and favors the local society may wish to provide. All excess monies remaining after all meeting expenses have been paid shall be turned over to the Region Treasury. Costs for notifying the Region membership of such meetings are reimbursable from the Region Treasury.

SECTION 6. QUORUM.

Members present at the Fall Business Meeting shall constitute a quorum.

ARTICLE IX – IRIS HYBRIDIZATION

SECTION 1. The Region shall encourage all society members in their hybridization programs and to make available all possible information and opportunities in support of their efforts. These hybridizers are to be encouraged and aided by the local society hosting the Regional Spring Meeting to display their seedlings, registered and introduced varieties in the tour gardens. Generally practiced guest plant rules will apply.

SECTION 2. Awarded each year will be the Region 21 Johanne and Craig Ellyson Memorial Award. This award will go to a Region 21 hybridizer whose iris receives the greatest number of HM votes by AIS. In case of a tie, the award will remain in the possession of each hybridizer an equal length of time, unless otherwise decided by the recipients. The Region 21 Johanne and Craig Ellyson Memorial Award is a traveling trophy to be awarded each year. A suitable keepsake will be awarded to each recipient to acknowledge their having won the award.

ARTICLE X – JUDGES

SECTION 1. Rules and regulations set by the Board of Directors of AIS for selection of Judges shall be followed.

ARTICLE XI – AFFILIATES

SECTION 1. All iris societies or groups that are formed within the boundaries of Region 21 may be affiliated with the Region, and may be associated with the AIS if the membership requirements are met.

SECTION 2. Should an area that desires to start and continue as an iris society with a minimum of twenty (20) members, a portion of which must be AIS members, they may ask the Region for financial assistance up to a maximum of \$350.00 to help pay such startup costs as printing, mailings, etc. during the first year startup period.

SECTION 3. The membership list of all societies must be prepared and submitted to the RVP for review and forwarding to AIS as appropriate yearly.

SECTION 4. The new society shall set membership dues for the association to endeavor to become self-sufficient as soon as possible.

ARTICLE XII – AMENDMENTS

SECTION 1. Amendments to these bylaws of Region 21 may be made at any regular business meeting by a majority vote of those members present, provided that the entire membership has been notified by mail of the proposed amendment at least thirty (30) days prior to the date of the meeting. The notification may be in the form of an article in the Regional Bulletin.

SECTION 2. In case of a conflict between these bylaws and the bylaws of AIS, the AIS bylaws shall take precedence.

ARTICLE XIII – STANDING RULES

Standing Rules are considered the general procedures and policies for the operation of an organization. Unlike bylaws, Standing Rules can be modified or changed as needed during any meeting of the Executive Board. Attached to this set of bylaws are a series of rules that apply to these bylaws and the operation of Region 21.

ARTICLE XIV – PARLIAMENTARY PROCEDURES

SECTION 1. A parliamentarian shall be appointed by the RVP, who shall see that the rules and regulations affecting the organization and its operation during the meetings comply with the above noted bylaws.

SECTION 2. The bylaws noted above as approved by the membership, shall govern the operations of this organization when not in conflict with the bylaws of AIS.

SECTION 3. The most recent edition of Robert's Rules of Order shall be used in all meetings of the Region to address questions not covered by these bylaws.

ARTICLE XV – DISSOLUTION OF CORPORATION

In the event of dissolution of the organization, after paying or adequately providing for its debts and obligations, the Region 21 Board of Directors shall distribute all organization assets to such organizations as are qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of a future Internal Revenue Law.

As amended, Effective May 21, 2004