

DWARF IRIS SOCIETY OF AMERICA

BYLAWS

ARTICLE 1: NAME

Section 1 The name of this organization shall be the Dwarf Iris Society of America, hereinafter referred to as DIS.

Section 2 This organization is a non-profit public benefit organization and is not organized for the private gain of any one person. It is organized under the Non-profit Public Benefit Corporation Law for Charitable Purposes.

ARTICLE II PURPOSE

Section 1 This Section of the American Iris Society is organized and operated exclusively for educational and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

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

Section 3 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 publishing or distribution of statements on behalf of or in opposition to any candidate for public office.

Section 4 No part of the earnings of this organization shall inure to the benefit of, or be distributed to, its members, directors, officers or other persons except compensation for services rendered in furtherance of the purposes of the organization.

Section 5 No part of these Bylaws shall be interpreted in any manner that will contradict or supersede the published Bylaws, rules and regulations of the American Iris Society.

Section 6 There shall be no personal liability of members of this organization for the obligations of the DIS.

Section 7 The purpose of this organization shall be to promote interest in the growing and development of Miniature Dwarf Bearded Irises. The means for attaining this purpose may include, but are not limited to.

- a. Publication of a Portfolio and other educational materials about Miniature Dwarf Irises.
- b. Encouraging the development and maintenance of Display Gardens for Miniature Dwarf Irises.
- c. Conducting symposia to determine the best or most popular varieties of Miniature Dwarf Irises.
- d. Supporting research of a scientific nature including: experimental hybridizing programs, collection of varying forms of Miniature Dwarf Bearded Iris species and similar or related lines of research.
- e. Maintenance and circulation of slides of Miniature Dwarf Irises.

ARTICLE III MEMBERSHIP

Section 1 Although membership in the American Iris Society is encouraged, it is not a requirement for membership in the Miniature Dwarf Iris Society.

Section 2 Members shall be designated in the following categories: Single, Dual, and Life; the definitions of memberships shall be the same as definitions for the same classes of membership in the American Iris Society.

- f. Single, and Dual memberships may be paid on either an annual or triennial basis.

- g. Life Memberships may be on a Single or Dual basis.
- h. Honorary Life Membership, for which no dues shall be required, may be granted by the Executive Board, to individuals who have rendered distinguished service in furtherance of the purposes of the DIS.

Section 3 Dues for all classes shall be determined by the Executive Board, and shall take effect at the date initial dues are paid, members whose dues remain unpaid for ninety (90) days. After written notice of expiration has been given shall be deemed non-active and their names shall be removed from the membership roles.

ARTICLE IV OFFICERS

Section 1 Officers of this organization shall be President, Vice-President, Secretary, and Treasurer (the offices of Secretary and Treasurer may be combined into one (1) office).

Section 2 The President shall be elected by the general membership to a three (3) year term. Should the office of President be vacated by the expiration of Director term, death, or resignation, then a new President shall be elected by the general membership to complete the term.

Section 3 The officers-Vice-President, Secretary and Treasurer shall be elected by the Executive Board from among the Directors on an annual basis. All officers of DIS must be members of AIS.

Section 4 Duties of Officers: The President shall preside at all meetings of the organization and of the Executive Board, and generally perform such duties as pertains to the office.

- a. The Vice-President, in the absence of the President, shall perform all duties of that office.
- b. The secretary shall keep the roll, record the minutes of Business and Executive Board meetings, and conduct the correspondence of the organization.
- c. The treasurer shall be responsible for collection of dues and disbursements of funds, as authorized by the President or Executive Board; the Treasurer shall prepare an annual report to the organization.

ARTICLE V DIRECTORS

Section 1 The executive Board shall be composed of no more than twelve (12) members who shall be designated Directors.

Section 2 Directors shall be elected every three (3) years, either at a regular meeting of the members of the organization, or through an election held by mail. Terms shall expire on a rotating basis, with one-third (1/3) of the Directors to be elected to a three year term each year. A vacancy created before a three-year term is completed may be filled at the next election to complete the term of the vacated position.

Section 3 Directors may be assigned specific responsibilities, including but not limited to Editor, Symposium Director, Scientific Research Director, Display Gardens Director, Slide Collection Director and Membership Director.

Section 4 Duties of the Directors:

- a. The Editor shall prepare, publish and distribute the Dwarf Iris Portfolio and other such publications as authorized by the Executive Board.
- b. The Symposium Director shall conduct the annual Symposium and symposia.
- c. The Scientific Research Director shall coordinate the research activities of the organization.
- d. The Display Gardens Director shall coordinate the designation and maintenance of display gardens of Miniature Dwarf Bearded Irises, in cooperation with the Directors of the various display gardens.
- e. The slide Collection Director shall maintain, augment, and distribute the Slide collection consisting

of slides of Miniature Dwarf Bearded Iris.

- f. The Membership Director shall be responsible for promotion of membership for the organization, keep the membership records current, collect dues, and keep a register of the mailing addresses of each member.

ARTICLE VI EXECUTIVE BOARD

Section 1 The Executive Board shall have the authority to manage the affairs of the organization and to make all decisions including financial decisions.

Section 2 Decisions shall be made by a majority vote of the Executive Board.

Section 3 When meetings of the Executive Board, in person, are impractical, business may be conducted by mail or by e-mail, providing that all members of the Executive Board are contacted. Motions thus passed shall be valid as if executed in person.

ARTICLE VII MEETINGS, VOTING AND QUORUM

Section 1 There shall be one non-administrative meeting per year, open to all members, Honorary Members and guests. Notice of such meetings shall be provided to the membership at least thirty (30) days Prior to the meeting.

Section 2 Meetings for administrative purposes such as election of Officers may be convened at the discretion of the Executive Board or by petition of one-tenth of the members to the Executive Board, provided that all Officers, Directors and Members be notified at least thirty (30) days prior to the meeting.

Section 3 A quorum for a meeting for administrative purposes shall be one-half (2) plus one (1) of the number of members present.

Section 4 Only active members shall be entitled to cast one vote per person on each matter submitted to a vote of the members.

ARTICLE VIII NOMINATION COMMITTEE

Section 1 The Nominating Committee shall consist of three (3) members, who active members of the DIS. The President shall appoint the Chairman of the Committee. This committee shall have the responsibility of presenting a slate of nominees for election at the annual meeting. Additional nominations may be made by petition of one-tenth of the members or of thirty (30) members, whichever is more, of whom not more the twelve (12) may be located in any one Region of the American Iris Society. Such petition must be submitted at least thirty (30) days before the date established by the Executive Board for the election. This slate of nominees shall be published in the Spring Issue of the DIS Newsletter.

Section 2 If the election is to be by mail, such petitions must be submitted at least thirty (30) days before the date designated for the mailing of the Ballots.

ARTICLE IX AMENDMENTS

Section 1 Amendments to the Bylaws must be presented to the Executive Board; the Executive Board must pass the amendments by a majority vote. Then the amendments shall be presented to the membership, at least thirty (30) days before the meeting at which action will be taken. An amendment will be passed by a majority of votes cast by the members present.

Section 2 These Bylaws may also be amended by means of a mail vote of voting members, provided that such amendment shall have been mailed at least thirty (30) days prior to the date set for receipt of returned ballots. In any mail poll, a majority vote of all returned ballots in favor of the amendment(s) will secure the passage.

Section 3 Any amendments to these Bylaws shall be in conformity with the Bylaws of the American Iris Society.

ARTICLE X PARLIAMENTARY AUTHORITY

Section 1 The most recent edition of Roberts Rules of Order (revised) shall be the parliamentary authority for the Dwarf Iris Society.

ARTICLE XI DISSOLUTION

Section 1 In the event of dissolution or termination of the Dwarf Iris Society, after paying or adequately providing for its debts and obligations, all assets shall revert to AIS or to such non-profit 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 Code.

ADOPTION OF BYLAWS

The undersigned, being the President and Secretary of the Dwarf Iris Society of America, a non-profit corporation, do hereby certify that the foregoing Bylaws are the Bylaws of said corporation; that they were duly adopted and approved by a majority vote of the membership of good standing of the Dwarf Iris Society of America n.

The _____ day of _____ 2002.

_____ President _____ Secretary 2/20/02

AMENDMENT TO DIS BYLAWS

Article III Membership (page2 of 5)

Section 2. Members shall be designated in the following categories: Single, Dual, and Life, and Youth: the definition of memberships shall be the same as definitions for the same classes of membership in the American Iris Society, except for Youth, where all members will receive a bulletin.