

The By-laws of the International Aroid Society as Amended 9/26/22

Article I. Name

The name of this organization shall be the International Aroid Society.

Article II. Objective

The Objective of this Society shall be to study Aroids and to stimulate interest in these Plants.

Article III. Membership

Section 1. Membership in this Society shall be open to any person interested in its objective.

Section 2. Application for membership shall be accompanied by annual dues.

Section 3. All applications for membership shall be deemed accepted unless specifically rejected by the Board of Directors.

Section 4. Annual dues shall be payable on the first day of the calendar year.

Section 5. The amount of the dues shall be set by the Board of Directors, subject to approval of the majority of the members present at the annual meeting.

Section 6. Dues shall be delinquent when unpaid for 60 days from the first day of the calendar year.

Section 7. Upon the recommendation of one member and the approval of the majority of the Board of Directors, honorary membership to the Society or honorary membership to the Board of Directors may be conferred upon an individual who has rendered notable service to the Society, or who is making outstanding contributions to the study of the Family Araceae. An honorary member shall have none of the obligations of membership in the Society but shall be entitled to all the privileges. Such honorary membership shall be continuous unless rescinded by the Board of Directors.

Article IV. Meetings

Section 1. The regular meeting of the Society shall be held at a date, a time, and a place fixed by the Board of Directors.

Section 2. Special Meetings may be called by the President, by a majority of the members of the Board of Directors, or upon request of twenty active members. General membership of the Society must be notified of such special meetings ten days prior to such a special meeting.

Section 3. Ten percent of the membership shall constitute a quorum.

Section 4. Any regular meeting may be dispensed with by a 2/3 vote of the Board of Directors and ten days notice to the general membership.

Article V. Board of Directors

- Section 1.** The regular meeting of the Society shall be held at a date, a time, and a place fixed by the Board of Directors.
- Section 2.** A **Nominating Committee** of at least three members shall be appointed by the Board of Directors in July. It shall be the duty of this committee to name for nomination at least five candidates to be offered for election at the annual meeting. Additional nominations may be offered by the nominating committee or by other members, providing the previous consent of the nominee has been obtained.
- Section 3.** The election shall be by ballot at the annual meeting after members have been given the opportunity to make additional nominations from the floor. The nominating committee may instead choose to conduct the election via e-mail by online ballots to all members when sufficient steps have been taken to assure that nominations of self and others have been offered to the entire active membership. Such an election done via e-mail is only valid when at least a minimum number of members to reach a quorum submit their online ballots. Any ballot with fewer than five votes (including zero votes) will be treated as a valid ballot where the "missing" votes will be counted as active abstentions, and such a submitted ballot will still count for quorum.
- Section 4.** Nominees for the Board of Directors shall uphold the integrity of the election. Any candidate who has been found by the nominating committee to violate the principles of a fair election shall be disqualified. Such actions may include intentionally trying to vote more than once, buying or exchanging favors for additional votes from others, attempting to obtain additional ballots aside from one's own, and/or performing any other actions deemed dishonest or disruptive to a fair election outcome. In addition to disqualification, the board may choose to bar this individual from being eligible to serve on the Board of Directors in the future.
- Section 5.** The Board of Directors shall:
- a. Elect their officers from the members of the Board.
 - b. Have general supervision of the affairs.
 - c. Set the date, hour, and place of its meetings and those of the Society.
 - d. Formulate the policies of the Society.
 - e. Elect from the general membership a replacement for any vacancy which may occur on the Board.
 - f. Consider and approve or disapprove all expenditures exceeding \$1000.
- Section 6.** A majority of the Board shall constitute a quorum.
- Section 7.** Each member of the Board who is not serving as an officer of the Society shall serve as a member of not less than one standing committee.

Article VI. Officers

- Section 1.** The officers of this Society shall be a President, a Vice-President, a Recording Secretary, a Corresponding Secretary, and a Treasurer. These officers shall perform the duties prescribed by these By-Laws and by the parliamentary authority adopted by the Society.
- Section 2.** The following officers shall be elected from the members of the Board of Directors (Vice-President, Recording Secretary, Corresponding Secretary) at the first Board meeting following the general election at the annual meeting or whenever it can be facilitated by email vote by the call of the majority of the current Board of Directors.
- Section 3.** The term of office for the officers (Vice-President, Recording Secretary, Corresponding Secretary) shall be for one year or until a successor is elected, and the term of office shall begin immediately upon their election. No member shall hold more than one office at one time.
- Section 4.** The President and Treasurer will become Annual positions elected on a yearly basis by the Board. If no nominations are submitted the current incumbent will remain in that post for another yearly term. If the incumbent was elected as a director and that person's term has ended, they will remain in that position until a successor has been elected.

Article VII. Duties of Officers

- Section 1.** The **President** shall:
- a. Preside at all meetings of the Society and of the Board of Directors.
 - b. Appoint all standing committees and special committees, except the nominating committee.
 - c. Be an ex-officio member of all committees except the nominating committee.
 - d. Fill all vacancies on all committees except the nominating committee.
- Section 2.** The **Vice-President** shall:
- a. Preside in the absence of the President or inability of the President to perform their duties.
 - b. Perform such other duties as may be assigned to them by the President or by the Board of Directors.
 - c. Become the President for the unexpired part of the term in case of a vacancy in that office.
- Section 3.** The **Corresponding Secretary** shall:
- a. Attend to the correspondence of the Society.
 - b. Report such correspondence to the Board at its regular meetings.
 - c. Send out all notices where previous notice is required, and all notices of meetings when notice is necessary.

Section 4. The **Recording Secretary** shall:

- a. Record the minutes of the regular and Board meetings and send copies of the minutes to the President before the next regular meeting.
- b. Be prepared at all times to make such reports as requested by the President.

Section 5. The **Treasurer** shall:

- a. Have charge of all the Society's funds.
- b. Keep an accurate record of all monies received and expended in books provided for this purpose.
- c. Deposit funds in the name of the Society in a depository approved by the Board of Directors under the direction of the Board of Directors.
- d. Present at each meeting or whenever requested by the Directors, a detailed account showing the exact financial condition of the Society.
- e. Furnish to the Recording Secretary at each meeting of the Board of Directors, an itemized report of all financial transactions since the previous meeting of the Board. Submit all records for auditing in time for the auditor's report to be presented at the annual meeting in November, and at any other time required by the Board.

Article VIII. Committees**Section 1.** There may be the following Standing Committees appointed by the President:

- a. Membership
- b. Program
- c. Bulletin
- d. Education and Identification
- e. Plant Raffle
- f. Plant Introduction
- g. Library
- h. Publicity
- i. Special Projects
- j. Hospitality
- k. Other committees as determined by the Board of Directors.

Section 2. Membership Committee shall:

- a. Maintain a continuing program to solicit new members.
- b. Maintain records of paid members.
- c. Contact prospective members and invite them to future meetings.

Section 3. Program Committee shall:

- a. Arrange a program for every meeting of the Society as far in advance as possible.
- b. Provide whatever equipment is needed by the speaker.

Section 4. Bulletin Committee shall:

- a. Secure written material and/or articles for publication in the Bulletin.
- b. Type, proofread, and set up for printing material for publication in the Bulletin.
- c. Address and prepare the Bulletin for mailing to the members.
- d. Mail the Bulletin far enough in advance to ensure delivery to members before each monthly meeting.

Section 5. Education and Identification Committee shall:

- a. Attempt to identify plants brought to the meetings by members and comment on them.
- b. Answer questions on aroids and aroid culture in the Bulletin.
- c. Organize field trips, workshops, and courses on aroid identification and culture.

Section 6. Plant Raffle Committee shall:

- a. Encourage members to bring plants for identification.
- b. Provide facilities for display of plants.
- c. Provide for raffle, exchange, sale, or auction of plants among members.

Section 7. Plant Introduction Committee shall:

- a. Coordinate the receipt and dissemination of seeds and cuttings among the members.
- b. Keep records of experiences of growers regarding planting time, germination date, and types of culture.
- c. Promote the introduction and propagation of new hybrids and the lesser-known members of the aroid family.

Section 8. Library Committee shall:

- a. Maintain the circulating library for the convenience of the Society.
- b. Maintain a list of books and publications available in the library.
- c. Collect fines from members for overdue and/or damaged books and publications, and allocate such collections for purchase of new books and publications.
- d. After a book is 60 days overdue a notice will be placed in the Bulletin.

Section 9. Publicity Committee shall:

- a. Disseminate information regarding the Society to all the necessary media.

Section 10. Special Projects Committee shall:

- a. Handle arrangements for shows and special education events.

Section 11. Hospitality Committee shall:

- a. Handle arrangements for refreshments and social functions as necessary.
- b. See that the meeting place is in order before and at the close of each meeting.

Section 12. Such other committees shall be appointed by the President as the Society or the Board of Directors shall from time to time deem necessary to carry on the work of the Society.

Article IX. Parliamentary Authority

The rules contained in "Robert's Rules of Order Revised" shall govern the proceedings of the Society except in cases that are covered by these By-Laws.