

NORTHERN ILLINOIS GESNERIAD SOCIETY

BYLAWS

ARTICLE I: NAME AND PURPOSE

SECTION 1: NAME: This organization shall be known as the Northern Illinois Gesneriad Society, herein subsequently identified as NIGS.

SECTION 2: PURPOSE: The purpose of NIGS shall be to afford a convenient and beneficial association of persons interested in gesneriads; to stimulate an interest in, to gather and to disseminate reliable information about the identification of, nomenclature of, the culture and propagation of gesneriads; and to encourage the origination and introduction of new species and cultivars. NIGS shall be a chapter of The Gesneriad Society, Inc. (formerly the American Gloxinia and Gesneriad Society, Inc.)

SECTION 3: DISSOLUTION: In the event that NIGS disbands, any funds remaining, after the payment of all debts, shall be forwarded to The Gesneriad Society.

ARTICLE II: MEMBERSHIP, MEETINGS OF THE MEMBERSHIP AND DUES

SECTION 1: MEMBERSHIP: All persons interested in gesneriads shall be eligible for membership in NIGS. The board of directors may revoke the membership of any individual for just cause. Any such action requires a 2/3 vote of the board. Before any such action, the board shall notify the affected member the reason such action is contemplated. The affected member shall have the opportunity to state his/her case to the board either in person or in writing prior to any action being taken. Members shall be encouraged to join The Gesneriad Society. All members who have paid-up dues will be considered in good standing unless otherwise determined by the board.

SECTION 2: DUES: Dues and dues changes shall be proposed by the Board, and enacted upon approval by the Membership. Dues are not refundable. The dues amount shall be subject to review at least one month prior to the end of the fiscal year. Dues are payable not later than 60 days after the

fiscal year begins. Members who have not paid their membership within 90 days from the beginning of the fiscal year shall be dropped. Membership will be reinstated and considered in good standing upon payment of dues. Any new member paying full dues and joining in the last quarter of the fiscal year shall be considered paid in full for the subsequent fiscal year. Definition of membership categories available and the amounts of dues shall be defined in the standing rules and procedures.

SECTION 3: GUESTS: Members are encouraged to bring guests to meetings with one goal, to increase membership. Guests are not entitled to vote on membership business.

SECTION 4: MEETINGS OF THE MEMBERSHIP:

Part 1: Regular meetings of the organization shall be held once a month unless the membership decides otherwise. The time and place will be announced at the previous meeting and by notice sent to the membership. All notices shall be sent at least seven (7) days before the meeting date.

Part 2: A regular meeting each year shall be identified as an election meeting.

SECTION 5: VOTING:

Part 1: Voting Procedures: All voting shall be in person at regular meetings or by written ballot as appropriate. All written ballots must be submitted to the Secretary. Election balloting shall be conducted by the Nominating Committee with the results submitted to the President and Secretary.

Part 2: Votes: Each member in good standing shall be entitled a single vote. In the event of family memberships, each adult, up to 2, shall be accorded a vote.

Part 3: Quorum: A quorum for a regular meeting shall be one-third (or 10, whichever is less) of the members in good standing.

Part 4: Majority: Unless otherwise provided, a simple majority of the quorum shall be sufficient to effect business by the Membership.

ARTICLE III: GOVERNMENT

SECTION 1: BOARD OF DIRECTORS AND CONSTITUTION OF THE BOARD:

Part 1: Constitution and Governance: There shall be a Board of Directors, subsequently identified as *the Board*, to manage and oversee the affairs of the organization. The Board shall act as the administrative and managerial body of the organization; and is answerable to the Membership. The Board consists of the directors and officers. In the event that there is a newsletter, the Newsletter Editor shall be an ex-officio member, unless filling another position, wherein those duties shall have precedence. All voting members of the Board must be members of The Gesneriad Society. No board member shall have more than one vote.

Part 2: Meetings: Meetings of the Board may be held upon the call of the President. Meetings of the Board may also be called by a majority request of the board members. A simple majority of the Directors and Executive Officers shall constitute a quorum. The Board may establish regular dates for meetings. All meetings shall be open to the Membership, with the exception of meetings to deal with personnel or membership issues which shall be closed.

SECTION 2: ELECTION: All members of the Board shall be elected at a chapter meeting designated for that purpose in the Standing Rules. A Nominations Committee shall deliver to the Membership at the meeting prior to the election meeting a proposed slate of candidates. At the election meeting, nominations from the floor are also invited. Nominations are then closed. A balloting shall proceed and the Nominations Committee shall provide the presiding officer and the secretary the results. Vacancies occurring at times other than the election meeting are handled in accordance with Article III, Section 6. All terms shall start at the first business meeting in the fiscal year following the election.

SECTION 3: OFFICERS:

Part 1: Terms: All officers shall serve for one fiscal year, and thereafter until their successors are elected and take office.

Part 2: Definition of Positions and Duties:

Section A: President: The President shall direct NIGS in accordance with these bylaws and standard practices. The president shall conduct all meetings of the Membership and the Board; shall appoint the chairs and assign charters of standing committees and be an ex-officio member of all such committees, save the Nominations Committee. The President shall keep informed of all organization activities and report thereon to the

Board and the Membership as may be deemed necessary, or as the Board may require.

Section B: First Vice President: The First Vice President shall perform the duties of the President should the President be unable to do so. The First Vice President shall be an ex-officio member of all standing committees. The First Vice President shall be in charge of the Ways and Means Standing Committee. The First Vice President shall keep informed of all organization activities and report thereon to the Board and the membership as may be necessary, or as the Board may require.

Section C: Second Vice President: The Second Vice President shall perform the duties of the President and the First Vice President should they be unable to do so. The Second Vice President shall be an ex-officio member of all standing committees. The Second Vice President shall be in charge of the Programs Standing Committee. The Second Vice President shall keep informed of all organization activities and report thereon to the Board and the membership as may be deemed necessary, or as the Board may require.

Section D: Secretary: The Secretary shall be responsible for properly recorded minutes of board meetings and the membership meetings. Approved minutes must be placed in a permanent file. The Secretary shall be responsible for preparation of any official correspondence of NIGS. The Secretary shall also maintain copies of any NIGS newsletter.

Section E: Treasurer: The Treasurer shall be responsible for the receipt and deposit of all moneys of NIGS, and shall make authorized disbursements to cover expenses incurred by NIGS. The Treasurer shall keep an accurate record of all moneys of NIGS that are received and disbursed, and shall render financial reports of such moneys and of all related transactions in duplicate at regular meetings or as the Board may require. The Treasurer shall also be responsible for the collection and maintenance of an accurate and up-to-date record of membership. The Treasurer shall submit all records for audit upon request of the President or the Board. All checks or disbursements issued in an amount above *the single signature amount* shall be signed by two of the following officers: the President, the First Vice President or Second Vice

President (in the absence of the President), and the Treasurer. The *single signature amount* is defined in the standing rules and procedures.

SECTION 4: DIRECTORS:

Part 1: Terms: There shall be three (3) Directors. Each shall serve for three years, and thereafter until their successors have been elected. The Directors shall be elected in rotation, with one position open each year. In the event that a vacancy occurs, the elected replacement shall be for the remainder of the unexpired term.

Part 2: Duties: The Directors shall provide guidance and assistance with the interests of NIGS in mind.

SECTION 5: COMMITTEES: The President may appoint committees, standing or otherwise, as needed.

Part 1: The Nominations Committee: Annually, the President shall appoint a Nominations Committee which will present a slate of officers and director(s) at or before the regular meeting prior to the election meeting. The committee shall consist of a chair, and two or more additional members.

Part 2: Other Committees: The President may appoint other committees, standing or otherwise, as needed. The President shall state the chair, duties, termination if any, and any other necessary details at the time the committee is formed. Any committee that has successfully discharged its duties will be disbanded unless otherwise directed by the President or the Board. Any committee that has performed no duties within a two year period shall automatically be considered terminated unless otherwise dictated by the President or the Board.

SECTION 6: VACANCIES: The President may appoint an acting officer if a vacancy arises. Vacancies shall be permanently filled by an election at the next regular meeting. A notice of the proposed election must be contained in the announcement of the meeting, or the election cannot occur until the next succeeding regular meeting.

ARTICLE IV: AMENDMENTS TO THE BYLAWS AND STANDING RULES AND PROCEDURES

SECTION 1: AMENDMENTS TO THE BYLAWS: The bylaws, and each of them, and every part and provision thereof, may be amended, modified, or repealed by a two-thirds vote of the members casting votes, provided that note of the proposed amendment, modification, or appeal shall have been made at the previous meeting and contained in the notice for the meeting, provided that quorum has been established. Changes made shall be added to the bylaws as addenda until such time that sufficient changes have occurred warranting a complete revision and re-typing of these bylaws. A copy of bylaw changes shall be sent to The Gesneriad Society.

SECTION 2: AMENDMENTS TO THE STANDING RULES AND PROCEDURES: The standing rules and procedures, and each of them, and every part and provision thereof, may be amended, modified or repealed by a simple majority vote of the members casting votes, provided that notice of the proposed amendment, modification, or appeal shall have been made at the previous meeting and contained in the notice for the meeting, provided that quorum has been established. No standing rule or procedure may violate or abridge any of the bylaws. Changes made shall be added to the standing rules and procedures as addenda until such time that sufficient changes have occurred warranting a complete revision and re-typing of these standing rules and procedures.

This document is a completely new document merging previous changes and represents the revisions and is a completely new editing to provide a readable and up-to-date document.

Approved Oct. 1998	Current version of the bylaws by the Membership
Amended June 2000	Change to Article II, Section 5, Part 3 added to allow 10 to be quorum.
Amended Sept. 2005	Changed all references to “AGGS” and “American Gloxinia and Gesneriad Society” to “The Gesneriad Society” pursuant to that organization’s name change. Document re-paginated, necessitated by resultant spacing changes from the different name lengths.
Amended May 2010	Change to Article III, Section 3, Part 2 to allow for creation of the position of Second Vice President, and the change of designation of Vice President to First Vice President. Other letter designations within Part 2 were changed to account for this addition. Document re-paginated, necessitated by the additional verbiage.