

BYLAWS OF THE ERIOGONUM SOCIETY

ARTICLE I

Name

The name of the organization shall be the Eriogonum Society.

ARTICLE II

Objectives

The objectives of the Society shall be to promote the use and enjoyment of eriogonums in the garden; to provide and communicate information on the propagation of eriogonums; provide description of species, and their evaluation as garden material; to promote the enjoyment of eriogonums in cultivation and in the wild; to promote the collection and distribution of species not already in cultivation; to help identify and protect the rare and endangered species of eriogonums; to encourage members to share knowledge, enthusiasm and friendship.

ARTICLE III

Membership

Section 1. Membership in the Society shall be open to anyone interested in furthering the objectives of the Society upon payment of the required Society dues. Active membership shall include all members of a household.

Section 2. The cost of a membership and of a life membership shall be as approved by the membership. Dues shall be due and payable on or before January 1 of each year. Members joining the Society for the first time after September 1 of a given year shall receive membership through the following calendar year.

Section 3. The Membership Secretary shall notify any member two months in arrears, and those whose dues are not paid by May 1 shall be dropped from membership.

Section 4. Honorary members may be named by agreement of the board. Guest members may be named by the President.

ARTICLE IV

Officers

Section 1. The officers of the Society shall be a President, Vice President, Membership Secretary, Treasurer, and 2 Board Members at large. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Society.

Section 2. Nomination procedures, time of elections. A nominating committee consisting of the Nominating Committee Chairperson, the present President and the immediate past President shall prepare a slate of candidates for the offices to be filled the following year. This slate shall be printed in the Newsletter issue closest but before October. Other nominations from members should be sent to the Nominating Committee Chairperson for inclusion in the slate before September 1.

Section 3. Ballot Election, Term of Office. The ballot will be included in the last newsletter of the year. Ballots should be returned to the Chairperson of the Nominating committee within two weeks of receiving the newsletter. The elected officers shall serve a term of two years or until their successors are elected. The term of office shall begin January 1 of the following year. *Section 4.* Office Holding Limitations. No member shall hold more than one office at a time, and no member shall serve more than two consecutive terms in the same office.

ARTICLE V

Duties of Officers

President. Chief management officer in society. Duties include,

- Chairman of Board of Directors and Annual Meeting.
- With other directors and officers, setting date and preparing agenda for all board meetings.
- Actively working to implement the recommendations of the membership on the objectives and direction of the society.
- With the input from other directors and officers, preparing an annual budget for board approval, at the beginning of the societies' fiscal year.
- Performs such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Society.

Vice President. Manages a three year program of Annual Meetings; acts for the President during his or her absence. Duties include,

- Preparing and maintaining a three year plan for annual meetings.
- Soliciting leaders for each annual plan and working with them to prepare annual meeting plan and budget.
- Presenting annual meeting plan to board on annual basis for approval.
- Preparing budget with costs on annual basis for board approval.
- Preparing annual report to Board on area of responsibility

- Performing such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Society.

Membership Secretary. Works to maintain Society membership by soliciting and collecting membership dues and maintaining membership database. Duties include,

- Preparing dues renewal items for newsletter.
- Sending out reminder notices to those who have not renewed. Maintaining an up to date membership roster on a computer spreadsheet and distributing this on frequent schedule to president and newsletter editor.
- Preparing an annual budget of expenses for area of responsibility.
- Providing an annual report on membership area activities and expenditures to the Board at the end of each fiscal year.
- Performing such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Society.

Treasurer. Responsible for the safe and accurate custodianship of all financial activities of the society.

- Collecting all funds from officers, members, institutions and deposits them in society accounts.
- Maintaining safe checking, savings and PayPal accounts which provide the best return on society funds.
- Dispensing funds to members, officers and outside entities upon the written presentation of well documented invoices, bills, expense accounts or other similar documents.
- Maintaining accurate and up to date record of all financial transactions.
- Preparing accurate and up to date financial reports as requested by President and Board.
- Preparing accurate annual Treasurer's Report at the end of society's financial year and sending it to President and Board.
- Performing such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Society.

Board Member. As a voting member of the Board of Directors, reviews, comments on, discusses and votes on all matters presented to the Board. Duties include,

- Attending all Board Meetings if possible.
- Reviewing all board proposals and communications and actively participates in their discussion and resolution either by attending or communicating by phone, email or letter.
- Performing such other duties applicable to the office as prescribed by the parliamentary authority adopted by the Society.

ARTICLE VI

Meetings

Section 1. Meetings of the Society shall be held whenever organized, and shall be announced in the issue of the Newsletter which precedes their occurrence.

Section 2. Twenty percent of the total membership or seventy-five percent of those attending shall constitute a Quorum.

ARTICLE VII

Board of Directors

Section 1. The officers of the Society and the Website Manager shall constitute the Board of Directors of the Society.

Section 2. The Board of Directors shall have general supervision of the affairs of the Society; approve the place and date of the Annual Meeting; make recommendations to the Society, and perform such other duties as are specified by these bylaws. The Board shall be subject to the orders of the Society, and none of its acts shall conflict with action taken by the Society.

ARTICLE VIII

Appointive Offices

Section 1. Website Manager. The President shall appoint a Website Manager with the responsibility of operating the Societies computer website. The term of office can be indefinite. The duties include,

- Maintaining and improving the structure, accessibility, robustness, and approved design of the Eriogonum Society Website.
- Evaluating and recommending any significant changes in the design or operation of the website to the President.
- Working with and managing the various website area content editors and entering all content provided by them directly into the website.
- Selecting and approving content editors of website.
- Acting as liaison between the Eriogonum Society and the web hosting company.
- Working with the content editors in preparing an annual budget for all costs associated with both the website and gathering of information for it.

*Section 2. **Bulletin Editor.*** The President shall appoint a Bulletin Editor who is responsible for preparing and distributing the annual APS Society Bulletin. The term of office may be indefinite. Duties include,

- Soliciting, writing, editing, and working with publisher to print and distribute the Bulletin to each member once a year.
- Preparing an annual budget for all costs associated with producing and distributing the Bulletin.
- Providing an annual report on Bulletin operations to the Board.

*Section 3. **Newsletter Editor.*** The President shall appoint a Newsletter Editor. The term of office shall be two years unless longer by mutual agreement between the Editor and President. Duties include,

- Soliciting, writing, editing and distributing an on-line Newsletter from four to six times per year.
- Preparing an annual budget for all costs associated with producing and distributing the Newsletter.
- Providing an annual report on Newsletter operations to the Board.

*Section 4. **Nominating Committee Chair.*** The President shall appoint a Nominating Committee Chairperson who is responsible for maintaining a set of replacement tables for each officer in the Society and preparing a slate of candidates for each election. The term of office shall be two years unless longer by mutual agreement between the Chair and President. Duties include,

- Chairmanship of nominating committee consisting of immediate past president and current president with responsibility to keep all offices in the society filled with willing and capable members.
- Working with committee to prepare and maintain a set of replacement tables for each officer in the society. These tables should have the names of at least three qualified members for each office.
- Preparing slate of candidates for each annual election.
- Communicating in the newsletter for candidates to fill vacant spots on the replacement tables, additional candidates for elective office, and new openings in the society.
- Along with other members of nominating committee, recruiting members to fill all appointive offices and elective offices as vacancies arise.

*Section 5. **Financial Auditor.*** The President shall appoint a Financial Auditor whose responsibility is to audit the Treasurer's Report on an annual basis and report findings to the President and Board of Directors for their approval. The term of office shall be two years unless longer by mutual agreement between the Chair and President.

*Section 6. **Seed Exchange Director.*** The President shall appoint a Seed Exchange Director with the responsibility of maintaining the Societies Seed Exchange program. Duties shall include advising members of each annual seed exchange dates and rules, receiving donated seed from members, publishing and distributing a seed list and distributing requested seed to members.

ARTICLE IX

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order which the Society may adopt.

ARTICLE X

Amendment of Bylaws

Section 1. These bylaws may be amended by a two-thirds vote of the membership. A written copy of the proposed amendment shall be distributed to each member at least 30 days prior to the vote for the amendment.

Section 2. A motion to amend the bylaws must be made in writing and shall be given to the President who shall distribute it all members.

