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IKEBANA INTERNATIONAL DALLAS CHAPTER 13
CHAPTER BYLAWS

ARTICLE I: Name

The name of this Chapter shall be Ikebana International Dallas Chapter #13 (“Chapter”), a cultural, nonprofit, Chartered Chapter of Ikebana International with Headquarters in Tokyo, Japan.

ARTICLE II: Objectives

Section 1: The objectives of this Chapter shall be to stimulate, cultivate, and perpetuate the study of ikebana, related arts and culture throughout the world.

Section 2: Further objectives of this Chapter shall be to strengthen relationships among masters, teachers and students of ikebana, and others interested in the ideals of Ikebana International through mutual cooperation with other Ikebana International Chapters.

Section 3: The motto shall be “Friendship through Flowers.”

ARTICLE III: Membership

Section 1: Membership shall be open to all persons whose objectives are in accordance with Article II.

Section 2: Membership

1. Regular Members

1.1. Regular Members in good standing are those whose International Dues and Chapter Dues have been paid to the Chapter. Through this Chapter, which shall be known as their Primary Chapter, they may exercise International and Chapter voting privileges, and hold office.

1.2. A Regular Member in good standing who relocates residence may transfer from one Primary Chapter to another new Primary Chapter upon presentation of a current Membership Card or receipt for the current year’s dues.

1.3. Associate: A Regular Member of a Primary Chapter may join other Chapters by paying only the Chapter dues; such Members shall not have International and Chapter voting privileges in those other Chapters, and may not hold office in those Chapters

2. Honorary members

2.1 Honorary membership in this Chapter may be extended by the Board to those individuals who have rendered outstanding service to the Chapter rendered outstanding service to the Chapter.

2.2 Honorary membership in individual Chapters is based on criteria established by the Chapter

2.3. The International Dues for Honorary Members shall be paid by their sponsoring Chapter.

2.4. The International Board of Directors may exempt a new Chapter from paying International dues for one Honorary Member for up to three years.

2.5 Honorary Members shall have, without payment of Chapter Dues, all the privileges of Chapter Members with the exception of voting and holding office. Honorary Members may become Chapter Members upon payment of Chapter Dues.

ARTICLE IV: Fiscal Year and Dues

Section 1: The Fiscal Year of this Chapter shall run from June 1 through May 31.

A. **Section 2:** Annual dues for Regular Chapter Members shall be equal to (a) an amount stated in the International Bylaws of Ikebana International as the annual International Dues, plus (b)

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Chapter Dues, typically an amount per Member determined annually by the Board of this Chapter based on the Chapter's expected operating expenses and current financial position.

Section 3: Regular Members who have a current Membership Card or receipt for current membership dues, and who relocate residence to another location shall be accepted as Members of their new Primary Chapter in good standing for the remainder of the year.

Section 4: Honorary Members shall be automatically exempted from payment of Chapter Dues.

Section 5: Membership shall automatically be terminated unless annual dues are paid by June 1. Membership can be reinstated upon payment of current dues. Subsequent issues of publications will be sent; back issues of publications will be sent only if available.

Section 6: Membership dues shall not be refunded for any reason including resignation, expulsion or death.

ARTICLE V: Government, Duties, and Responsibilities

Section 1: The governing body of this Chapter shall be known as the Chapter Board, under the general management of the International Board of Directors, with the Chapter's Elected Officers and Chairmen of Standing Committees responsible for Chapter governance.

Section 2: The Chapter Board shall consist of the Elected Officers of the Chapter and Standing Committee Chairmen. Special Committee Chairmen and Ikebana School Liaison Officers may attend Board Meetings by invitation but shall have no voting privileges.

Section 3: The immediate Past President may be a Member of the Chapter Board as an Advisor but shall have no voting privileges unless elected or appointed to a position with voting privileges.

Section 4: Duties of the Chapter Board

1. Exercise all power and authority over the affairs of the Chapter in the interim between meetings of the Chapter.
2. Formulate Chapter policies and procedures.
3. Implement the directives from Ikebana International Headquarters in the most expeditious manner for the common good of Ikebana International and this Chapter.
4. Insure full compliance with local and national laws governing an organization such as Ikebana International.
5. Conduct all the business of the Chapter not the responsibility of one of the Executive Directors or Committee Chairmen.
6. Consider and act upon business referred to it by the Membership, and to report on such action at the following meeting.

Section 5: Duties of Elected Directors

1. The President shall preside at all meetings of the Chapter and of the Chapter Board and shall be the official representative of this Chapter at meetings of cooperating and affiliated organizations. The President shall, with the approval of the Chapter Board, appoint Chairmen of Standing and Special Committees and serve as an ex-officio Member of all committees except the Nominating Committee. The President shall appoint the Parliamentarian.

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2. The First Vice-President (Administration) in the absence of the President, shall perform the duties of the President and shall succeed to the office of President should a vacancy occur.

Additionally, the First Vice-President shall:

1. Provide a monthly *Chapter Activity Report Form* and *List of Elected Directors Form* as required by Ikebana International Headquarters.
2. Keep an inventory of the Chapter's properties and their location, and provide copies of the inventory to the President and the Recording Secretary.

3. The Second Vice-President, in the absence of the President and the First Vice-President shall perform the duties of the President and succeed to the office of President should a vacancy occur. Additionally, the Second Vice-President shall be responsible for scheduling Chapter programs and overseeing the logistics for programs at regular Chapter meetings.

4. The Third Vice-President (Membership) shall be responsible for all Membership activities and maintain a complete record of Members notifying Ikebana Headquarters of Members' address changes.

5. Fourth Vice President (Hospitality) shall compile a selection of suitable meeting venues for regular Chapter meetings and submit these to the Board for approval. In addition the Fourth Vice President shall be responsible to:

- 5.1 Co-ordinate meeting room arrangements with the Second Vice President for Regular Meetings.
2. Schedule hostesses for Regular Meetings and arranging for refreshments and other hospitality items, as necessary

6. Fifth Vice President (Workshops) shall procure instructors, select appropriate venues and supervise the logistical arrangements for workshops.

7. The Recording Secretary shall keep an accurate record of all business transacted at all meetings of the Chapter and Chapter Board and shall present the minutes for approval at the succeeding meeting.

8. The Corresponding Secretary shall conduct general correspondence of the Chapter as directed by the President and the Chapter Board. In addition, the Corresponding Secretary shall work with the public relations committee and publications committee.

9. The Treasurer shall:

- 9.1 Be custodian of the Chapter funds, receive and timely deposit all money received by this Chapter, keep accurate records of receipts and expenditures, and pay out funds for routine expenses and other expenditures as authorized by the Chapter Board.
- 9.2 Be the chairman of the Budget Committee.
- 9.3 Submit a monthly statement of current finances at each monthly Board Meeting.
- 9.4 Submit the *Member Registration Form* with payment of dues to Ikebana International prior to July 1.

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9.5 Notify Members whose dues are in arrears by June 1.

9.6 At the close of the business year, submit books for review by a qualified person who has been approved by the Chapter Board.

10. The Historian shall keep an organized record of the Chapter's notable events.

11. The Nominating Director shall act in accordance with the Bylaws, Article VII Section 1, to nominate a slate of Elected Directors annually / biennially with the Chapter Board's approval. The Nominating Director cannot serve in the same office for more than one term consecutively.

Section 6. Duties of Committees

1. Each Committee's Chairman shall be appointed by the Chapter President with the approval of the Elected Board of Directors.

2. Standing Committees shall consist of Budget, Special Exhibits, Registration, Public Relations, and Ways and Means. Standing Committees operate throughout the Fiscal Year. The Chairman, or his/her alternate, of each Standing Committee is a voting Member of the Board

3. The Budget Committee shall be responsible for preparation of an annual fiscal budget for the Chapter, to be submitted to the Board for consideration and approval prior to the start of each Fiscal Year.

4. The Special Exhibits Committee shall coordinate and implement all exhibitions.

5. The Registration (Hospitality-Protocol) Committee shall be responsible for welcoming all Members to meetings and for arranging and extending special courtesies to guests.

6. The Public Relations Committee shall be responsible for notification of meetings and exhibitions through appropriate media, including newspapers, bulletins, and television. Additionally, the Public Relations Committee shall

6.1 Submit announcements of upcoming Regular Meetings and programs as well as workshops and exhibits, to keep the public aware of the goals of Ikebana International.

6.2 Endeavor to have an official local press representative present at Regular Meetings and Special Exhibits.

6.3 Send copies of all publicity items and photographs of programs or exhibitions to the First Vice President for submission to Ikebana International Headquarters and to the Historian.

6.4 Send Regular Meeting schedules and programs, as well as Special Exhibits' information (pre and post) and photographs of these events to the North American Region Newsletter (NAR) Liaison each quarter for publication in the NAR Newsletter.

7. The Ways and Means Committee shall be responsible for all ways and means projects in the name of the Chapter. In addition, the Ways and Means Committee shall use all overage raised in accordance with Article II.

8. Special Committees shall be created as needed with approval of the Chapter Board.

The Chairman of such committees shall be appointed by the President. The chairman of a Special Committee shall not have a vote on the Chapter Board. Special Committees are dissolved at the conclusion of their respective duties. Such committees generally include, but are not limited to:

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9. The Nominating Committee which shall act in accordance with the Bylaws, Article VI Section 1, to nominate officers annually.

ARTICLE VI: Election and Installation of Officers

Section 1: Nominations

1. The Nominating Committee

1. The Nominating Director shall, with the approval of the Chapter Board, appoint 2 or 4 Members to form the Nominating.
2. 1.2. Nominating Committee members shall not serve on this committee more that 2 consecutive years
- 1.3. A Nominating Committee Member cannot be a candidate for election in the business year for which the committee is preparing nominations. Those who wish to be nominated must resign from the Nominating Committee.

2. Candidates

- A. Candidates for elected office shall be nominated by the Nominating Committee with the approval of the Board of Directors.
- B. The candidate for the office of President shall have served on the Chapter Board for a period of at least one business Year.
- C. Additional nominations may be made from the floor, provided the consent of the nominee has been secured.

3. Slate of Nominations

- 2.1. The Nominating Committee shall prepare a slate of one nominee for each office on the Board of Directors. The slate shall be presented at the January meeting of the board of directors.
- 2.2 The slate of nominees shall be submitted to the Chapter Board and the general Membership at least thirty days prior to the annual election

Section 3: Election of Directors

- 3.1 Directors shall be elected for a term of two (2) years at the February Meeting and shall be installed in May and take office.
2. An Officer may hold the same office for no more than (1) two year term or (2) consecutive terms.
3. Officers shall be elected at the February Regular Meeting and shall be installed and take office at the May Regular Meeting.
4. Voting shall be by ballot unless there is a single slate, in which case declaration of election by acclamation shall be authorized. A ballot vote by mail shall be authorized when deemed necessary.
5. A candidate receiving a majority vote of the members present at the Regular Meeting shall be deemed elected.

ARTICLE VII: Meetings and Quorum

Section 1:

The Chapter shall hold a minimum of five (5) Program Meetings annually.

Section 2:

1. An annual General Meeting shall be held in September.

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2. Power of the Annual General Meeting:

- 2.1. Presentation of the business plan and budget
- 2.2. Presentation of the business report and settlement of accounts.
- 2.3. Election and Installation
- 2.4. Other Important matters.

3. Minutes of the Annual General Meeting

- 3.1 Minutes of the Annual General Meeting shall be recorded in English.
- 3.2 The Minutes shall be approved by the Board of Directors, shall contain at least the following matters and shall be signed and/or sealed by the President and the Recording Secretary.
- 3.3 Contents of Minutes
 - 3.3.1 Objective matters including the date and place of the meeting.
 - 3.3.2 Total membership of the Chapter and the number of Members present.
 - 3.3.3 The substance of the proceedings of the meeting and any results thereof.

Section 3: Meeting of the Board of Directors.

- 1. Regular meeting of the Board of Directors shall be convened at least five (5) times per year by the President. Other Board meetings of the Association shall be convened by the President upon the request of not fewer than three Directors.
- 2. In case of matters requiring immediate attention, when an Extraordinary Board Meeting cannot be convened immediately, the President shall take action upon consultation with the Elected Directors. A report pertaining to those urgent matters discussed and action taken shall be presented for approval to the next regularly scheduled Board of Directors' meeting.

Section 4: Quorum

A quorum at any Regular Meeting shall consist of thirty percent (30%) of the Regular Membership. A quorum of the Board shall consist of thirty percent (30%) of the Board.

Section 4.

The Chapter Board shall meet a minimum of five (5) times per year.

ARTICLE VIII: Amendments

These Bylaws may be amended at a Regular Meeting by a two-thirds affirmative vote of those voting Members present, provided the proposed amendments have been approved by the Chapter Board and the Ikebana International Headquarters Board and copies of amendments have been mailed to Members at least two weeks prior to the meeting.

ARTICLE IX: Disposition of funds

Upon dissolution of the Chapter, after all outstanding debts have been paid, the remaining funds shall be donated to a worthy cultural, educational, or artistic cause as determined by a majority vote of the Chapter Board, and provided such distribution does not conflict with any existing Internal Revenue Code or other local or national government law.

ARTICLE X: Authority

The most recent edition of *Robert's Rules of Order Newly Revised* shall govern this Chapter in all applicable cases.

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PRELIMINARY APPROVAL BY CHAPTER BOARD:

SUBMITTED TO IKEBANA INTERNATIONAL HQ BOARD:

SUGGESTED CHANGES REVIEWED, CONSIDERED AND APPROVED BY CHAPTER BOARD:

SUBMITTED TO MEMBERSHIP FOR THEIR APPROVAL: