

The Ann Arbor Bonsai Society Constitution and Bylaws September 24, 1998  
Revised: XYZ, 2018

**Article I: Name and Definition**

1. The name of the organization will be The Ann Arbor Bonsai Society
2. The Ann Arbor Bonsai Society shall be non-profit and educational without monetary compensation to any elected or appointed officer.

**Article II: Purpose**

1. The purpose of The Ann Arbor Bonsai Society shall be to promote knowledge, mentoring, appreciation, and the practice of the art of bonsai to its members and the general public through meetings, lectures, workshops, exhibitions, publications, social media, or other means.

**Article III: Membership**

1. Membership shall be open to any person or persons sharing a household who are interested in furthering the purpose and activities of The Ann Arbor Bonsai Society.
2. Membership in The Ann Arbor Bonsai Society shall become effective upon payment of dues.
3. Dues shall be the same for an individual or a household of individuals.
4. Individuals of a household shall have all rights and privileges of membership.
5. Voting privileges; right to hold office, right to sell and offer for sale any item at meetings or other Ann Arbor Bonsai Society events, shall be confined to members.

**Article IV: The Executive Board**

1. The Executive Board will consist of the following elected positions:
  - a. President
  - b. Vice President
  - c. Recording Secretary
  - d. Communications and Marketing Secretary
  - e. Newsletter Editor
  - f. Treasurer
  - g. Show Committee Chair
  - h. Membership Chair
  - i. The Immediate Past President
  - j. 2-5 Directors
2. The term of Executive Board members, except Directors, shall be one (1) year effective December 1st. The term of Directors shall be two (2) years effective December 1st
3. There is no limit to how many terms any member of the executive board may serve
4. A simple majority of Executive Board members shall constitute a quorum for an Executive Board meeting. Each Executive Board member shall have equal vote
5. The Executive Board shall be responsible for conducting business, formulating policy, developing programs and taking such other actions as are necessary in meeting the purpose of the organization.

6. The Executive Board shall meet when called by the President or by any three Executive Board members who feel a meeting is necessary and will notify all other Executive Board members

#### **Article V: Election, Removal, and Replacement of Executive Board Members**

1. Executive Board members (other than the immediate Past President) shall be elected by a majority vote of the general membership at the October general membership meeting.
  - a. A nominating committee may be selected by the President with approval by a majority vote of the Executive Board. The nominating committee may be selected and approved by the Executive Board no later than August 1st.
  - b. The Nominating Committee shall present a slate of nominees for Executive Board membership at the September general membership meeting. Additional nominations shall be accepted from the floor. The final slate of nominees shall be shared with the membership through email and the subsequent newsletter
  - c. No nomination shall be valid without the consent of the nominee.
  - d. Members present at the October general membership meeting shall constitute a quorum for election of the Executive Board.
2. Any member of the Executive Board is subject to removal by a two-thirds majority vote of the Executive Board.
3. If vacancies occur within the Executive Board, a replacement to fill the unexpired term shall be selected by the President with approval by a two-thirds majority vote of the Executive Board. (Vacancy of the office of the President is addressed by Article I, Paragraph 2 of the Bylaws.)

#### **Article VI: Special Committees**

1. Special committee members shall be appointed by the president with the approval of the board.
2. Special committees shall report to the Executive Board.
3. Special committees generally have a single task and are short term in nature.

#### **Article VII: Meetings**

1. General membership meetings shall be held each month with the exception of November, December, and January.
2. All general membership meetings shall be announced in advance on the website and by email to all member households as directed by the Executive Board.
3. Additional meetings and activities may be scheduled by the Executive Board

#### **Article VIII: Amendments**

1. . This Constitution and accompanying Bylaws may be amended by a two-thirds majority vote of members attending a general membership meeting. The membership must be notified, in writing, of the amendment wording and the vote date a minimum of two weeks prior to the vote. Members present shall constitute a quorum for Constitution and Bylaw amendment votes

### **Article IX: Disposal of Property**

1. At such time as the Executive Board finds it necessary to dispose of property owned by The Ann Arbor Bonsai Society, this property shall not be sold or otherwise disposed of without the advance approval of the Executive Board. Any proceeds from such sales shall be deposited in the treasury of The Ann Arbor Bonsai Society.

### **Article X: Dissolution**

1. The Ann Arbor Bonsai Society may be dissolved by a two-thirds majority vote of the members attending a general membership meeting provided the membership has been notified, in writing, of wording of the resolution to dissolve and the vote date a minimum of two weeks prior to the vote.
2. Subsequent to passage of a resolution to dissolve, the Executive Board shall dispose of all assets of The Ann Arbor Bonsai Society by donating them to a bonsai organization(s) with similar purpose(s) as The Ann Arbor Bonsai Society.
3. The Ann Arbor Bonsai Society shall be considered dissolved when the disposal of assets is complete.

### **Bylaws**

#### **Article I: Duties of Executive Board Members**

1. The President shall preside over all meetings of The Ann Arbor Bonsai Society, chair the Executive Board, appoint Special Committee members, and coordinate all other activities of The Society. The President shall also be an ex-officio member of all committees with the exception of the Nominating Committee.
2. The Vice President/Program Chairperson shall preside in the absence of the President. The Vice President/Program Chairperson shall also be responsible for organizing and coordinating programs for regular membership meetings. The Vice President/Program Chairperson has the authority to choose an assistant from the membership.
3. The Corresponding Secretary shall be responsible for preparing and distributing regular meeting announcements and other information as directed by the executive board.
4. The Newsletter Editor shall be responsible for publishing online a monthly newsletter from February - November. The Newsletter Editor may solicit articles, photographs, ads, and announcements that are in line with the stated purpose of the organization.
5. The Treasurer shall maintain the financial records of The Ann Arbor Bonsai Society according to generally accepted accounting principles. The Treasurer shall receive and keep a record of all membership dues, donations, fees, and receipts of transactions by The Ann Arbor Bonsai Society. The Treasurer shall deposit all funds held by The Ann Arbor Bonsai Society in a bank checking and/or savings account in The Society's name, and pay all bills in accordance with general policies approved by the Executive Board. The financial records shall at all times be open to inspection by the Executive Board. The Treasurer shall give informal reports at Executive Board meetings and shall submit a written year-end report at the November general membership meeting.
6. The Show Chairperson shall be responsible for exhibits of The Ann Arbor Bonsai Society. Duties include chairing a show committee to assist with setup, take down,

soliciting trees for exhibition, publicity, collecting admission fees, etc. The Show Chairperson shall submit a written evaluation of each show for use in preparing the following show. An accounting of income and expenses and information about the storage location of permanent show materials shall be included in the report

7. The Publicity Chairperson shall be responsible for publicizing events, programs and activities of The Ann Arbor Bonsai Society.
8. The Membership chair shall maintain a list of current and past members, notify members regarding important membership dates (expiration, dues, etc). The Membership Chair shall also maintain an up to date email list and provide name tags.
9. The Directors shall operate in an advisory capacity representing the membership at large
10. The Immediate Past President shall advise and lend continuity of leadership to the Executive Board
11. The duties and responsibilities of Executive Board Members may be shared within the Committee with mutual consent.

## **Article II: Finances**

1. The fiscal year of The Ann Arbor Bonsai Society shall correspond to the calendar year.
2. Dues
  - a. Annual dues shall be set by the Executive Board.
  - b. Members who have not renewed their memberships by payment of dues by the end of March shall be removed from the membership roster and mailing list.
  - c. Dues for new members who join during or after the August show will be covered for the remainder of the current year as well as the next calendar year.
3. Expenditures
  - a. A non-budgeted expenditure of \$1000 or greater requires the approval of the Executive Board.
  - b. An non-budgeted expenditure of \$500 or greater requires the approval of the President.
  - c. A satisfactory record of expenditures shall precede payments by the Treasurer
4. Financial Review
  - a. Two Ann Arbor Bonsai Society members and the Treasurer will conduct a review of the financial records, yearly, before the annual report is published.

## **Article III: Sales**

1. Executive board policy shall govern vending, raffles, auctions, etc. at Ann Arbor Bonsai Society events
2. Selling privileges are reserved for members and limited to bonsai and related items

## **Article IV: Assessment**

1. No assessments shall be levied against any member, individually or collectively
2. The Executive Board shall not obligate any member financially other than annual dues
3. Member participation in special programs, such as workshops, where payment of a fee is required, shall always be voluntary.

**Article V: Effective Date**

1. This Constitution and these Bylaws shall become effective upon approval of a majority vote of the membership present at the meeting.

**AMENDMENT**

The Show Committee Chair, Publicity Committee Chair, Program Committee Chair, and anyone else with anticipated club expenses for that year shall submit the budget to the board during the first quarter of each calendar year. The Treasurer's financial report from the previous year shall also be submitted to the board during the first quart of each calendar year. The board shall set a mutually agreed upon deadline for these submissions, such as that the board can meet and review these reports prior to the end of the first quarter of each calendar year. (Presented to the membership at the June 2002 general membership meeting and approved at the August 2002 general membership meeting.)