

**BYLAWS  
OF THE ALABAMA HYDRANGEA SOCIETY**

**ARTICLE I**

Name

The name of this Society shall be **The Alabama Hydrangea Society**

**ARTICLE II**

Object

The object of this Society shall be to foster; to promote; to educate and to study the Genus Hydrangea. This Society is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code of (date) (or for the corresponding provision of any future United States Internal Revenue Service Law).

**ARTICLE III**

Membership

**Section 1.** Membership in this Society shall be open to all parties interested in its object and shall become effective immediately upon receipt of application and payment of annual dues.

**Section II.** Each member in good standing shall be entitled to one vote at meetings of this Society.

**Section III.** Types of Memberships are Individual, Couple, Donor, Patron, and Benefactor.

**Section IV.** A person becoming a member before January 1, 2004 shall be designated as a charter member.

**Section V.** The founders, designated by this Society, are Eddie and Kay Aldridge.

## ARTICLE IV

### Dues and Funds

**Section I.** Annual dues shall be Individual \$15.00; Couple \$25.00; Donor \$50.00; Patron \$100.00 and Benefactor \$500.00.

**Section II.** Dues shall be payable in June and delinquent on August 1.

**Section III.** Contributions of any amount will be accepted.

**Section IV.** The Treasurer's books shall be audited annually by a committee appointed by the Executive Committee.

**Section V.** All funds of this society shall be deposited to the account of The Alabama Hydrangea Society and shall be disbursed by the Treasurer, (or President acting in behalf) as authorized by the Executive Committee.

**Section VI.** No personal liability shall attach in any event to any members of the Society in connection with any of its undertakings, but all its liability shall be limited to its common funds and assets. Neither the Executive committee nor the officers shall have any authority to borrow money or incur indebtedness or liability in the name of or on behalf of this society. No member of the Executive Committee and no officer shall act as, or be deemed to be, an agent of the members of this society or have authority to incur any indebtedness. No contract shall be entered into and no obligation shall be incurred beyond funds on hand or in the bank after deducting there from, or providing for, the total of all unpaid accounts and unpaid obligations and liabilities.

**Section VII.** The fiscal year shall be June 1 through May 31.

## ARTICLE V

### Executive Committee Officers and their Election

**Section I.** Elected officers of this society shall be a President, a First Vice-President, a Second Vice-President, A Recording Secretary, a Corresponding Secretary, and a Treasurer. , Elected officers, appointed officers, Committee Chairmen and the immediate past president comprise the Executive Committee.

**Section II.** Appointed officers shall be a Historian and a Parliamentarian, appointed by the President and approved by the other elected officers.

**Section III.** Officers shall be elected by ballot in the month of June and for a term of two years or until their successors are elected and assume office. If there is but one nominee for any office, election for that office may be by voice vote. Majority vote shall elect.

ARTICLE V - Continued  
Executive Committee Officers and their Election

- A. No elected officer shall serve more than two consecutive terms in the same office.
- B. Officers shall be installed at the annual meeting and shall assume their duties following the close of the June meeting.

**Section IV.** A vacancy in the office of President shall be filled by the First Vice-President. A vacancy in any other elective office shall be filled by ballot vote of the Executive Committee. If there is but one nominee for that office, election shall be by voice vote. Majority vote shall elect.

**Section V.** There shall be a special nominating committee composed of three members, two nominated from the floor and elected by ballot at the October meeting. One to be appointed by the President from the Executive Committee shall serve as chairman. Majority vote shall elect.

- A. The nominating committee shall submit one name for each office to be filled. The report of the nominating committee shall be made to the members three weeks prior to the spring meeting.
- B. No name shall be placed in nomination without the consent of the nominee.

ARTICLE VI  
Duties of the officers

**Section I.** The President shall

- A. Preside at all meetings of the Society and Executive
- B. Appoint the Historian and the Parliamentarian.
- C. Appoint the standing and special Committees.
- D. Appoint one member as Chairman of the Nominating Committee.
- E. Shall sign checks in the absence or inability of the Treasurer to perform this duty.
- F. Shall be the official representative of the Society.

**Section II.** The First Vice President shall:

- A. In the President's absence or inability to perform the duties of the office, shall perform the President's duties or succeed to the office in the event of a vacancy in that office.
- B. Be in charge of the program committee.

ARTICLE VI - Continued  
Duties of the officers

**Section III.** The Second Vice President shall:

- A. Serve as the Membership Chairman.
- B. Compile and distribute the yearbook.

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

- A. Keep minutes of all meetings of the Society and Executive Committee.
- B. Have available at all time the bylaws, standing rules, current roster of members.
- C. Give a copy of the Society's minutes to the President within TWO weeks after the meeting.
- D. Notify members of matters pertaining to the Society.

**Section V.** The Corresponding Secretary shall:

- A. Conduct the Society's correspondence as directed by the President or Executive Committee.

**Section VI.** The Treasurer shall:

- A. Be Custodian of all society funds.
- B. Keep an itemized account of all receipts and disbursements.
- C. Disburse funds by direction of the Executive Committee or President.
- D. Make a financial report at each regular meeting.
- E. Submit the books for audit by an appointed audit committee as directed.
- F. Give a copy of the Treasurer's report to the President and Secretary.
- G. Notify the Membership Chairman of delinquent members if dues remain unpaid..
- H. File IRS forms at proper time if required.

**Section VII.** The Historian shall:

- A. Prepare and present a narrative account of the Society's activities during term in office with copies given to the President and Secretary.
- B. Prepare a scrapbook of the Society's activities.

ARTICLE VI - Continued  
Duties of the officers

**Section VIII.** The Parliamentarian shall:

- A. Serve as advisor on parliamentary procedures to the President and other officers upon request.

ARTICLE VII  
Meetings and Quorum

**Section I.** Regular meeting of the Society shall be held at least bi-annually. The time and place shall be determined by the Executive Board with notification by the Recording Secretary to the membership.

**Section II.** Special meetings may be held upon the request of twenty five percent of the members at the call of the President or by direction of the Executive Committee, provided written notice of such meeting shall be given to each member at least ten days prior to the meeting date.

**Section III.** The annual meeting shall be the spring meeting at which time all officers shall provide the Executive Committee any materials and records pertaining to the society.

**Section IV.** Quorum shall include a majority of the Executive Committee and five additional members to transact business. However, a lack of a quorum shall not prevent proceeding with the program planned for the meeting.

ARTICLE VIII  
Executive Committee

The Executive Committee shall consist of elected officers, appointed officers, committee chairmen and the immediate past president.

ARTICLE VIII - Continued  
Executive Committee

**Section I.** The Executive Committee shall:

- A. Transact necessary business between regular meetings of the Society.
- B. Appoint an audit committee of three members to audit the treasurer's books.
- C. Reschedule meetings in an emergency.
- D. Meet at the call of the President at least twice during the year.

**Section II** Four members shall constitute a quorum.

**Section III.** Regular meetings shall be held at the time and place determined by the Executive Committee.

**Section IV.** Shall have general charge and control of affairs, funds and properties. No action taken by the Executive Committee shall conflict with the actions taken by the Society.

ARTICLE IX  
Committees

**Section I.** Committees shall be appointed as needed by the President with the approval of the Executive Committee.

**Section II.** The President shall be the ex-officio member of all committees except the Nominating Committee.

**Section III.** Vacancies in committees shall be filled by the President with approval of Executive Committee.

ARTICLE X

In the event of dissolution, the residual assets 'of the society will be turned over to one or more organizations which themselves are exempt as organizations described in section 501 (c) (3) and 170 (2) of the Internal Revenue Code of or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purposes.

## ARTICLE XI

Notwithstanding any other provision of these articles, this organization will not carry on any other activities not permitted to be carried on by (a) an organization exempt from Federal income tax under sections 501 (c)(3) of the United States Internal Revenue law or (b) an organization, contributions to which are deductible under Section 170 (c )(2) of the Internal Revenue Code of - or any other corresponding provision of any future United State Internal Revenue law.

## ARTICLE XII

### Parliamentary Authority

Robert's Rules of Order, Newly Revised, latest edition shall govern the Society in all instances not covered by these bylaws.

## STANDING RULES

1. In the event of death of an Executive Committee member, a donation will be made to Aldridge Gardens, Birmingham Botanical Gardens or another worthy group. The amount to be determined by the Executive Committee but not to exceed \$20.
2. In the event of death of a member or spouse, cards shall be sent by the Corresponding Secretary.
3. The President and Treasurer shall see that all Internal Revenue Forms be filed at the proper time.
4. Regular meetings shall be determined by the Executive Committee with a minimum of two a year.
5. An amount of not less than \$200 shall be left in the treasury by the outgoing administration.
6. Any program speaker not requiring a fee will have a gift donated by the Society in his/her honor. The gift will be determined by the Executive Committee.
7. The Society will give a gift of recognition to each outgoing President, provided the person has served at least six months of the term. The cost shall not exceed\$40.00.