

BYLAWS
THE DIXIE REGIONAL HOSTA SOCIETY
(Amended 9/23/2005)

ARTICLE 1 – TITLE

The name of the society shall be “The Dixie Regional Hosta Society Inc.”

ARTICLE 2 – PURPOSE

The Dixie Regional Hosta Society Inc. shall be a nonprofit educational society formed to foster and promote interest in hostas, their introduction into cultivation and the development of new and improved varieties.

ARTICLE 3 – MEMBERSHIP

Section A: Membership shall include all members in good standing of the American Hosta Society in the 10 states designated by AHS as Region 3 (Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, Oklahoma, South Carolina, Tennessee and Texas), and all members in good standing of any local hosta society in any of the states in Region 3.

Section B: Dues shall be \$5 per person per year.

Section C: All members present at the first meeting of the society on October 12, 1996, or making donations prior to that date shall be considered charter members.

ARTICLE 4 – MEETINGS

Section A: General membership meetings of the Society shall be held at a place and time selected by the Board of Directors. These general membership meetings will be held annually and may include other activities such as seminars, plant sales, auctions, hosta shows and garden tours.

Section B: Executive Committee and/or Board of Directors meetings shall be held at the discretion of the Regional Director. In the absence of a member of the Board of Directors at a called meeting, the Board shall accept discussion, decisions and voting by mail, e-mail, or conference phone call from the absent member.

ARTICLE 5 – OFFICERS

Section A: The slate of officers of this society shall consist of a Regional Director, Assistant Regional Director, Secretary, Treasurer and one representative from each local hosta society within Region 3. The above officers shall constitute the Executive Committee.

Section B: The Regional Director may select additional Special Committee Chairs and Advisors as necessary to assist and advise the Executive Committee with the business decisions, special projects and future direction of the Society. The Executive Committee, together with the Committee Chairs, the Advisors, and all past Regional Directors shall comprise the Board of Directors. The Board of Directors shall have control and management of the affairs, policies and business of the Society.

Section C: Officers shall serve at the pleasure of the Regional Director. There will be a three-year term limit for all officers in their current position, with the option to serve one additional year in that position. The Regional Director will be selected and approved by a majority vote of the Board of Directors.

Section D: A vacancy in an office shall arise upon the death, resignation or declination to serve of such officer, or upon the continued absence of an officer from two or more consecutive meetings, if such absence is declared by the Board to cause a vacancy.

Section E: Any officer who shall find it necessary to resign from office shall do so in writing to the Regional Director and such resignation shall be presented to the Executive Committee at its next meeting.

ARTICLE 6 – DUTIES OF OFFICERS

Section A: The duties of the Regional Director shall be to preside at the meetings of the Society and the Board of Directors. He/She shall be the presiding officer at all Executive Committee meetings and will consult with them on all matters pertaining to the Society welfare. He/She shall appoint all committee chairpersons. He/She shall be an ex officio member of all committees. He/She shall report on the state of the Society to the membership at the meetings and/or in the newsletters.

Section B: The Assistant Regional Director, in the absence of the Regional Director, shall preside and perform the duties of the Regional Director's office.

Section C: The Treasurer shall keep charge of working funds of the Society and shall pay all accounts by check. He/She shall require receipts for all Society expenditures. He/She shall keep a record of receipts and expenditures and shall render an annual report to the Board of Directors, and the Regional Director shall cause the report to be published in the Society newsletter or other communications. The Treasurer and Regional Director will both have signature authority to sign checks for Society expenditures.

Section D: The Secretary shall record the activities of the meetings and send a copy to the Regional Director for publication. The Secretary will maintain or have maintained a master file and mailing list of all members.

Section E: The Regional Director shall appoint an auditing committee to audit the Treasurer's books at close of each calendar year and shall submit the audit report to the Regional Director for publication.

ARTICLE 7 – RULES OF ORDER

Robert's Rules of Order, Revised, shall govern all business meetings.

ARTICLE 8 – COMMITTEES

Section A: The Regional Director shall appoint chairs of all required standing committees. These committees shall include, but not be limited to, Ways and Means, Judging Clinic, Publication or Newsletter Editor, Education and others, as deemed necessary.

Section B: The chairs of each committee shall select such other persons to serve on his/her committee as deemed necessary to fulfill the functions of the committee. Each committee chair shall give a report at each business meeting and/or in the newsletter or other publication.

ARTICLE 9 – EXPENSES

Legitimate expenses incurred by either the officers or the committees while in the discharge of their duties to the Society shall be paid by the Treasurer of the Society, subject to the approval of the Regional Director.

ARTICLE 10 – AMENDMENTS

Amendment of the Bylaws may be initiated by a majority vote of the active members present at any business meeting of the Society or by the Board of Directors, provided that notice of the proposed amendment is contained in the notice of the business meeting. The proposed amendment shall be ratified and adopted provided it receives approval of a majority of the Board members present at the business meeting. Notice of approved amendments will be published in the meeting minutes and read aloud at the next business meeting.

Approved by the Board of Directors
September 23, 2005
Memphis, Tennessee

Mike Chambers, Regional Director