

Bylaws of the Minnesota Peony Society

ARTICLE I - NAME

Section A: The name of this organization shall be "Minnesota Peony Society" (MPS).

ARTICLE TWO - PURPOSE

Section A: The objectives of MPS shall be:

1. To promote interest on the growing of peonies, with educational programs and literature as appropriate.
2. Provide a forum for the exchange of information on the growing of peonies.
3. To function as a regional link to The American Peony Society.

ARTICLE THREE - MEMBERSHIP AND DUES

Section A: The society shall not limit the number of members.

Section B: Any person or household is eligible for membership if they:

1. Agree with the purpose and adhere to the objectives of the society.
2. Pay the required dues.

Section C: Membership shall be individual or household with dues being determined by the board of directors, subject to approval by a simple majority of the members attending the fall meeting.

Section D: Dues shall be payable by December 31st for the following calendar year. Failure to pay dues shall be a reason to drop the person or household from membership.

ARTICLE FOUR - MEETINGS

Section A: Regular meetings shall be held that include an educational meeting and a general fall meeting with an additional event being held for the purpose of a public display or show of peonies to meet our objectives as a society, subject to the availability of show flowers or other regional shows.

Section B: Special meetings of the membership may be called by the president or a majority of the board of directors.

Section C: The president may call board sessions.

Section D: A quorum shall not be set. All business matters shall be decided though a vote by a simple majority of the present membership at any duly announced meeting.

Section E: Each member in good standing, either individual or household, shall have one vote on all matters brought up during MPS business meetings.

ARTICLE FIVE - OFFICERS AND BOARD OF DIRECTORS

Section A: The board of directors shall consist of the elected officers of the society and three additional elected at-large directors. The board of directors shall have power to act when necessary between meetings of the society. Elected board members may decide on financial spending, scheduling of events and other necessary society business that meets the stated objectives through means of a simple majority of the board.

Officers shall be president, vice president, past president, recording secretary, treasurer and newsletter editor. The duties of the officers and board of directors shall be:

1. The president shall preside over all meetings and direct all official business, appoint and direct all committees of the society. Society offices which become vacant shall be filled by appointment of the president until next election at the fall meeting.
2. The vice president shall assist the president and preside over matters of the society in the absence of the president. The vice president shall also provide a program schedule for the year.
3. The past president shall provide assistance to the president and the board of directors as requested. Assists in the transition of the incoming board.
4. The recording secretary shall maintain minutes of regular membership meetings and board meetings and report these minutes as requested for historical purposes.
5. The treasurer shall be responsible for the society's fiscal affairs, including banking account, receipts, disbursements and records. The treasurer shall make an annual fiscal report at the educational meeting.
6. The newsletter editor, via printed and/or electronic media, shall provide for timely notice of meetings, publish the minutes of the society and solicit articles of interest to the membership to meet the objectives of the society.

Section B: Prior to the fall meeting, a nominating committee shall be appointed by the board of directors. It shall be the duty of this committee to nominate a candidate for each position to be filled. Nominees must have given their prior consent.

Section C: Elections shall be by simple majority of members in attendance at the fall meeting.

Section D: The term of office shall be 2 years with up to one additional term in the same office except for the office of treasurer, which will be allowed an additional term upon approval of the annual audit of the books.

Section E: Resignation from the board of directors must be in writing and received by the president or recording secretary. A board of director may be terminated from the board by three-fourths vote of the remaining board members.

ARTICLE SIX - COMMITTEES

Section A: Committees shall be set up to carry out the functions of the society such as the show committee, auction committee, or any other committee as necessary to coordinate the events sponsored by the society.

Section B: A member of the Minnesota Peony Society will audit the financial records on an annual basis.

ARTICLE SEVEN - PARLIAMENTARY AUTHORITY

Section A: 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 consistent with these bylaws and any special rules of order the society may adopt.

ARTICLE EIGHT - AMENDMENTS

Section A: The Bylaws may be amended and changes dated at any regular meeting by a simple majority of members present.

Section B: The membership must be notified by written notice of the proposed amendment(s) prior to the vote to amend.

ARTICLE NINE – DISSOLUTION

Section A: Previous notice and a 2/3 vote can dissolve this society.

Section B: In the event of dissolution of the Minnesota Peony Society, the board of directors shall, after paying and making provisions for the payment of all liabilities, distribute all the assets of the society over to the American Peony Society which has been recognized as a 501(c)(5) organization by the Internal Revenue Service.