

International Gladiolus Hall of Fame

By-Laws

- I. The registered agent of the corporation shall be responsible for filing and updating all necessary documents.
- II. Membership
 - A. Individual membership is open to any individual interested in gladiolus by payment of prescribed dues.
 - B. Any organization or society having a special interest in gladiolus may become an affiliate member by payment of prescribed dues.
 - C. Membership or affiliation shall not be transferable.

III. Representation

- A. The Board of Directors shall be the governing body of the corporation.
- B. There shall be two board meetings a year.
- C. An annual meeting, preferably in January shall be held. When possible the meetings shall be held in conjunction with the annual meeting of the North American Gladiolus Council.

The annual meeting, special meetings, board meetings or executive meetings can be conducted electronically, by conference call, or U.S. mail.

There must be at least three (3) officers present to hold an official business meeting.

Within 30 days of any meeting communication is to be sent by the Secretary to the membership.

- D. Affiliates or societies are entitled to one representative and shall send in writing, the name of this person to the secretary by January 1.

IV. Dues/Membership

- A. The fiscal year of the corporation shall be January 1 through December 31.
- B. Only members in good standing will be allowed to vote. Members in good standing are those individuals and affiliates whose dues are paid for the current fiscal year.
- C. Individual dues shall be \$10 per year.
- D. Affiliate dues shall be \$10 per year.

V. Board of Directors

- A. The Board of Directors will comprise of not less than 5 or more than 7 members in good standing. A representative from the University of Northern Colorado, Greeley, CO shall act as an advisor to the board but will not be a voting member.

B. Names will be accepted at the annual meeting and voted upon by the membership. Nominees need not be present however, a written consent statement must be turned in to the secretary by January 1.

C. Affiliate members are eligible to serve on the board providing they comply with By-Law II (B)

VI. Officers

A. Officers of the corporation shall be President, Vice President, Secretary, Treasurer and Curator. These officers will serve as the Executive Committee.

If an individual holds more than one office (ex. Secretary/Treasurer), he/she is entitled to one vote. If this happens, an extra director can be added so there is a minimum of 5 and/or a maximum of 7 board members.

B. A Deputy Treasurer shall be appointed by the board. This individual shall have his/her signature on all financial accounts of the corporation.

C. Officers shall be elected at the annual meeting, by the Board of Directors

VII. Term of Office

A. The term of office for board members is two (2) years.

B. Officers shall be elected annually.

C. Terms begin following the annual meeting.

D. Only persons that are members of the said corporation will be eligible to be elected or appointed to serve on the board of directors or as an officer.

VIII. Duties of Officers, Board Members, Committees, Members

A. The President shall

- Preside at all meetings of the Corporation, the Board of Directors and the Executive Committee
- Be charged with the duty of carrying out all orders and resolutions
- Be an ex-officio member of all committees, but shall vote only when there is a tie vote
- In the event a board seat or office becomes vacant, appoint a successor to serve until the next annual meeting or until a successor is elected or qualified

B. The Vice President in the absence of the President, shall

- Perform all presidential duties listed in By-Law VIII (A)
- In the event of the resignation, death, disability or loss of eligibility of the President, the Vice President shall become the President

C. The Secretary shall

- Keep full and accurate records of the Corporation
- Handle all correspondence related to the organization
- Keep a list of members

D. The Treasurer shall

- Receive and have in custody the funds belonging to the Corporation
- Deposit same in such bank(s) or invest in such Government Securities as the Board of Directors may designate

- Sign checks drawn against the funds of the Corporation for expenditures as authorized by the members and/or Board of Directors
- Upon ceasing to hold office, relinquish to his/her successor all funds, books, papers and other properties of the corporation under control of this office
- Prepare an annual financial report to be presented at the annual meeting, submit books for an audit when requested, and prepare an annual budget
- A second signature is required on all financial accounts (Deputy Treasurer). Individual is selected by the board annually.
- Dual signatures(Treasurer & Deputy Treasurer) are required on checks over \$200

E. Deputy Treasurer shall

- Be selected annually by the board and his/her signature shall be on all financial accounts of the Corporation in case the Treasurer is unable to perform his/her duties
- Be a signee on all financial accounts and his/her signature is required on checks over \$200
- Is not required to be a board member and does not have a vote on the board

F. The Curator shall

- Update the Hall of Fame plaque that is located in the Archives
- Make certificates and order plaques for the annual inductees and cultivars

G. Board Members shall

- Have designated jobs/tasks/responsibilities that are needed to keep the corporation functioning

H. Members and board members will help with jobs such as accepting nominations, compiling information on nominees, sending and tallying ballots as well as other responsibilities that are needed. Communication with the President and Curator is required.

IX. All incoming directors and officers are empowered to take action on all matters relative to their offices following their election and shall continue to function until their successors are duly elected and qualified..

X. A majority of the board of directors shall constitute a quorum for the transaction of business. Proxy voting is not allowed. Three (3) officers must be in attendance in order to conduct an official business meeting (By-Law III C).

XI. The Board of Directors

- A. Meet at least twice a year. When possible the annual meeting shall be held in conjunction with the annual meeting of the North American Gladiolus Council. (Follow by-Law III B and C).
- B. Elections shall take place at the annual meeting.
- C. Additional business shall be transacted electronically or by official mail (By-Law III C).
- D. Can for cause, remove officers, board members and replace them effective immediately

XII. The Executive Committee

- A. Consists of the President, Vice President, Secretary, Treasurer, Curator (By-Law IV A)
- B. Will function between meetings
- C. In order to transact official business, there must be a quorum of three (3) members present

XIII. Awards

- A. Anyone may nominate a candidate for induction. The nomination must include a biography and photo (if available) of the nominee.
- B. Cultivars (varieties) of gladiolus at least 15 years old are eligible for nomination and can be nominated by anyone. A photo and description of the cultivar must accompany the nomination.
- C. All biographies must be typed.
- D. Nominations for individuals and cultivars must be received no later than June 1.
- E. Ballots for individuals and cultivars will be sent to members in good standing no later September 15 and need to be returned by October 1 to the designated individual.

DELIVERY METHOD FOR SENDING AND RETURNING BALLOTS

Ballots for members in the U.S. can be received and returned electronically provided we have members email address, otherwise will be sent by U.S. mail.

Foreign ballots will only be sent and returned electronically.

F. Selection

The four (4) nominees in each category (individual, and cultivar) receiving the highest number of votes of not less than 10 shall be inducted. Nominations not selected will remain on the list for 5 years then will be dropped. (They can be nominated again).

- G. The awards will be announced at the NAGC Convention and/or at the International Hall of Fame annual meeting.

XIV. Amendments to the Articles of Incorporation (Constitution) and/or By-Laws, may be adopted or amended at any annual meeting by a majority vote of said corporation members in good standing that are present.

XV. Upon dissolution of the International Gladiolus Hall of Fame, the Board of Directors shall after payment of all the corporations outstanding debts and liabilities, dispose of all the remaining assets to another qualified 501 (c) (3) tax exempt organization under the United States Internal Revenue Code 1954 (as amended).

