

By-Laws of the Fort Worth Bonsai Society

Adopted by vote of the membership, January 13, 2011

Article III, Section 3, added by vote of the membership, January 24, 2013

Article IV, Section 1 B, changed by vote of the membership, February 25, 2017

Article VII, changed by vote of the membership, February 25, 2017.

Article I: Name

The name of the organization shall be "Fort Worth Bonsai Society".

Article II: Legal Status & Objectives

Section 1: The Fort Worth Bonsai Society (FWBS) is declared to be a nonprofit and educational organization.

Section 2, Objectives:

- A. To promote interest in and the enjoyment of Bonsai.
- B. To assemble and make available information on the culture of Bonsai.
- C. To promote the collection and exhibition of Bonsai.
- D. To acquaint Bonsai fanciers with each other.

Article III: Membership

Section 1, Dues:

- A. Upon payment of dues, a new member shall be qualified to vote and receive all privileges and benefits of the FWBS.
- B. The term of membership shall be on an annual basis beginning January 1.
- C. The amount of dues shall be set by the membership for the following year at the Annual Business Meeting.

Section 2, Classifications:

- A. Active individual membership.
- B. Joint membership (such as husband and wife).
- C. Student membership (proof may be required).
- D. Honorary membership (non-dues paying).

Section 3: FWBS reserves the right to refuse or revoke any membership for any reason. This action must be approved by unanimous vote of the Board of Directors at a Board Meeting, or a majority vote of the membership at the Annual Business Meeting.

Article IV: Officers and Elections

Section 1, Positions and duties:

- A. The President shall preside at all meetings, appoint committees, and perform all other duties pertaining to the chief executive of an organization.
- B. The Vice-President shall handle the professional programs of FWBS and shall assume all the duties of the president if the latter is absent or otherwise unable to serve. He is empowered to spend no more than \$500.00 for a single program without approval of the Board of Directors.
- C. The Secretary shall record the minutes of FWBS meetings, Board of Directors meetings, and the Annual Business Meeting. He shall maintain all records of activities. He shall also conduct all correspondence of FWBS.
- D. The Treasurer shall receive all FWBS funds or dues and deposit them in a bank account in the name of FWBS. He shall keep a book record of receipts and disbursements.

Section 2, Elections and Terms of Office:

- A. The officers shall be elected every two (2) years at the November meeting and assume their duties on January 1st of the following year.
- B. At the September meeting, the president shall appoint a nominating committee, which shall consist of a chairperson and two (2) or more other members, to select a slate of officers for presentation at the October meeting.
- C. The president and vice-president shall serve no more than two (2) consecutive terms of office.
- D. In any election coming before the membership, a quorum shall be a simple majority of the members attending the meeting.

Article V: Board of Directors

- A. The Board of Directors (BOD) shall have the power to make policies and decisions, and to conduct the general business of the Society, except during the Annual Business Meeting.
- B. The BOD shall be made up of 5 members: the President, Vice-President, Secretary, Treasurer, and the Immediate Past President. If a vacancy occurs, that position shall be filled by appointment of the BOD until the next annual business meeting or by special election by the membership.
- C. BOD meetings shall be held no less than once per standard calendar quarter and shall be called by the president. An announcement to the BOD members and the general membership shall be made no less than 1 week prior to the meeting and shall contain the time, place, and general business to be conducted. Any member in good standing of FWBS may attend.
- D. The President shall preside at BOD meetings, but does not have a vote except to break a tie. The BOD members present shall constitute a quorum and all business conducted shall be binding.

- E. Minutes of the meeting shall be distributed to the general membership within 30 days.

Article VI: Annual Business Meeting

- A. The Society shall hold an annual business meeting in the first calendar quarter. This meeting shall be held at a separate time from the regular monthly meetings and shall be called by the Board of Directors. An announcement to the general membership shall be made no less than 1 month prior to the meeting and shall contain the time, place, and general business to be conducted. Any member in good standing may attend and vote.
- B. While in session, the assembled membership shall have the power to make policies and decisions, and to conduct the general business of the Society.
- C. The president shall preside at the meeting, but does not have a vote except to break a tie. All members present shall constitute a quorum and all business conducted shall be binding.
- D. Minutes of the meeting shall be distributed to the general membership within 30 days.

Article VII: Meetings

The time and place of the regular meetings of the FWBS shall generally be held monthly as determined by the BOD.

Article VIII: Fiscal Year

The fiscal year of FWBS shall be January 1 through December 31.

Article IX: Sales

- A. A minimum of 10% (commission) of all sales dollars realized by members of the FWBS will be contributed back to the FWBS treasury when such sales are made at FWBS meetings, FWBS sponsored shows, or at any other place where the designation "Fort Worth Bonsai Society" is used in the same sales area.
- B. Payment of the commission will be submitted to the treasurer on the same day the sales are made, unless prior arrangement has been made with the treasurer.
- C. No commission is required when either vendors or individuals have rented space directly from FWBS.
- D. Members of the FWBS are encouraged to bring Bonsai-related items to FWBS meetings and to offer these items for sale to other members provided compliance with "A" and "B" above is made.

Article X: Representation

No FWBS member or group of members will promote goods for sale by representing themselves as FWBS unless duly authorized to do so by the BOD. This is not to be construed as preventing individuals or groups of members from using the designation "a member of the FWBS" provided membership dues are paid in full at the time.

Article XI: Amendments

At least one (1) month must elapse between any motion to amend these By-Laws and the vote on such an amendment.