

TIDEWATER DAYLILY SOCIETY, INC. BY-LAWS

ARTICLE I: NAME

The name of this non-profit, non-stock corporation shall be the TIDEWATER DAYLILY SOCIETY, INC. (Hereinafter "Tidewater Daylily Society")

ARTICLE II: PURPOSE

SECTION 1: The Tidewater Daylily Society is a non-profit organization. The Tidewater Daylily Society is organized exclusively for educational and scientific purposes, and especially to promote, encourage and foster the development and improvement of the genus *Hemerocallis* and public interest therein. These purposes are expressly limited so the Tidewater Daylily Society qualifies as an exempt organization under Section 501(c)(3) of the U. S. Internal Revenue Code of 1986 or the corresponding provision of any future U. S. Internal Revenue Law.

SECTION 2: To encourage membership in the American Hemerocallis Society.

ARTICLE III: MEMBERSHIP

SECTION 1: Membership in the Tidewater Daylily Society shall be opened to all persons.

SECTION 2: Any member failing to pay chapter dues by October 31 for the upcoming year shall be removed from the membership roll of this chapter and will no longer receive newsletters or other benefits of chapter membership.

SECTION 3: Youth membership shall be open to all youths ages 18 and under.

SECTION 4: Anyone joining after June 1 will retain membership for the next calendar year.

ARTICLE IV: DUES

SECTION 1: The dues of the Tidewater Daylily Society shall be reviewed and established annually by the Executive Board

SECTION 2: Dues for current members shall be paid by October 31 for the upcoming fiscal year.

SECTION 3: Tidewater Daylily Society dues will be waived for any AHS youth member who resides in the Tidewater area.

ARTICLE V: FISCAL YEAR AND ELECTIONS

SECTION 1: The fiscal year shall be from January 1 to December 31.

SECTION 2: The Nominating Committee including the Chairman shall be established by the members at the June meeting. The slate of officers will be presented at the September meeting and published in the newsletter prior to the November meeting. Officers will be elected at the November meeting. The new officers will be installed at the January meeting.

SECTION 3: Officers shall be elected by a majority vote of those members present at the November meeting.

SECTION 4: Officers' terms shall be one year. They may succeed themselves, once, thus serving if reelected, two consecutive terms except for the Treasurer, who may be elected for 3 consecutive terms.

SECTION 5: An officer may be removed from office by the membership only upon a showing of good cause and removal shall be considered only if a petition signed by no less than 10% of the membership, but no fewer than five members, is presented to the membership at a regular or special meeting. Notice of intent to remove must be sent to the officer in question and to the general membership at least 30 days prior to the meeting at which such action is to be considered. A two-thirds vote of the members present, a quorum being present, shall be required for removal.

ARTICLE VI: OFFICERS AND THEIR DUTIES

SECTION 1: The elected officers of this Society shall consist of a President, Vice President, Secretary, and Treasurer.

SECTION 2: THE PRESIDENT
shall preside at all of the Society meetings and at the Executive Board.
shall call special meetings when deemed advisable or upon written request of 5 members of the Society
shall be Ex-Officio member of all committees, except the nominating committee.
shall appoint the Nominating Chairman if necessary (see Article 5. Section 2).
Shall, with the approval of the Executive Board, appoint all Committees by the beginning of the year, with the exception of special committees.
shall perform such other duties as are normally incidental to the Office of President for one year or until the beginning of their successor's term.
shall present the following calendar year agenda at the November meeting.

SECTION 3: THE VICE-PRESIDENT
shall perform all duties of that office and other duties in the absence, disability, resignation or removal of the President, be the Program Chairman and carry out any other duties incident to the office of Vice President or prescribed by the Executive Board.

SECTION 4: THE SECRETARY
shall keep an accurate record of all meetings of the Society and submit these records to the President and to the Editor for publication in the newsletter.
shall keep an accurate record of all Executive meetings and submit these records to the President and the Executive Board only.
shall maintain an independent record of all approved minutes, which will become the property of the Society and will be transferred to the incoming Secretary.

SECTION 5: THE TREASURER
shall receive all Society funds and disburse such funds when authorized by the Society
shall maintain an accurate membership roster
shall disburse amounts within approved budget guidelines when authorized by the President.
shall give a financial report of all income and disbursements at every regular business meeting.
shall give a financial report of all income and disbursements at every Executive Board meeting.
shall have a written report to be given at the regular or Executive meetings upon the absence of the Treasurer at a meeting.
shall maintain the books so they may be audited by a chapter member appointed by the President.

SECTION 6: THE BOARD OF DIRECTORS
shall consist of the current officers, the immediate past President and the Standing Committee Chairs
shall meet at the call of the President or upon written request of three members of the Board of Directors
shall transact all routine expenditures
shall transact all routine Society business
All members of the BOARD OF DIRECTORS must be notified a minimum of two days prior to all Board meetings.
A Quorum of four members of the Board shall be required in order to conduct business directly affecting the affairs of the society.

SECTION 7: VACANCY OF EXECUTIVE OFFICERS
Should a vacancy occur in an elective office, except for the President (see Section 3), the Board will appoint a candidate for election.

ARTICLE VII: COMMITTEES

SECTION 1: The President shall approve the following Standing Committees: Publicity, Ways and Means, Plants For Gardens, AHS Daylily Show, HRAREC Display Beds, Membership, Hospitality, Educational, Speaker's Bureau, Sunshine, and Web Site. The President shall appoint the chair of committees, other than the nominating committee. The President may name the members of such committees or delegate this power to the chairman of the committee.
The chairmen of these committees shall also serve on the Board of Directors.

SECTION 2: The President shall also appoint individuals to serve as Newsletter Editor, Handbook Editor, Parliamentarian, and Historian.

SECTION 3: Audit Committee. The club shall have an audit committee who shall cause an audit of the club's finances to be conducted at the end of each two (2) year term of the President or anytime there is a change in the club's treasurer. No member of the current Executive Board may serve on the Audit Committee.

ARTICLE VIII: MEETINGS AND QUORUM

SECTION 1: The Society shall hold at least five scheduled business meetings a year. Meetings will typically be held the second Sunday of January, March, June, September, and the first Sunday of November. The November meeting will be the annual meeting including the election of officers.

SECTION 2: A quorum consists of 1/3 of the current membership.

- SECTION 3: A simple majority vote will suffice to conduct affairs of the Society at a general meeting.
- SECTION 4: Meetings will be conducted in accordance with Robert's Rules of Order, Newly Revised.
- SECTION 5: Amendments to these By-Laws may be made by a 2/3 vote of members in good standing at any meeting, provided such amendments have been proposed at the previous meeting and subsequently published in the Newsletter.
- SECTION 6: Special Members' Meetings. Special meetings of the Tidewater Daylily Society may be called by the Tidewater Daylily Society President. Notice of the time, place and purpose of any special meeting shall be given to the members not less than fourteen (14) days in advance of the meeting.

ARTICLE IX: LIMITATIONS

SECTION 1: Notwithstanding any other provisions of these Bylaws, the Tidewater Daylily Society shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization to which deductible contributions may be made under section 170(c)(2) of the Internal Revenue Code

ARTICLE X: DISSOLUTION

SECTION 1: Upon the dissolution of the Corporation, the officers shall, after payment or making provision for the payment of all liabilities of the Tidewater Daylily Society, dispose of all of the assets of the Tidewater Daylily Society by distributing same to AHS, which is a Section 501(c)(3) corporation or if AHS is not then in existence or is not a 501(c)(3) organization at that time, to any Section 501(c)(3) organization organized and operated exclusively for scientific and educational purposes similar to those of AHS.

Adopted this 6th day of November, 2016 by the membership on motion of Le Ray Griffin as seconded by Rikki Sterrett and the voice vote being taken with the ayes exceeding the nays
R. Venelle Guste 11/6/2016 Secretary

Adopted this 6th day of November, 2016 by the Board of Directors.

[Signature] 11/6/2016
 President