

IKEBANA INTERNATIONAL CHAPTER BYLAWS

ARTICLE I: NAME

The name of this Chapter shall be Ikebana International Portland Chapter #47, a cultural, nonprofit, Chapter of Ikebana International with Headquarters in Tokyo, Japan.

ARTICLE II: OBJECTIVES

Section 1: The objectives of this Chapter shall be to stimulate, cultivate, and perpetuate the study of ikebana, and-related arts and culture throughout the world.

Section 2: Further objectives of this Chapter shall be to strengthen relationships among masters, teachers and students of ikebana, and others interested in the ideals of Ikebana International through mutual cooperation with other Ikebana International Chapters.

Section 3: The motto shall be “Friendship through Flowers.”

ARTICLE III: MEMBERSHIP

Section 1: Membership shall be open to all persons whose objectives are in accordance with Article II.

Section 2: Membership

1. Regular Members

- 1.1 Regular Members in good standing are those whose International and Chapter dues have been paid to the-Chapter. Through this Chapter, which shall be known as their Primary Chapter, they may exercise International and Chapter voting privileges, and hold office.
- 1.2 A Regular Member in good standing who relocates residence may transfer from one Primary Chapter to another new Primary Chapter upon presentation of a current Membership Card or receipt for the current year’s dues.
- 1.3 Associate: A Regular Member of a Primary Chapter may join other Chapters by paying only the Chapter dues; such Members shall not have International and Chapter voting privileges in those other Chapters, and may not hold office in those Chapters.

2. Honorary Members

- 2.1 Honorary membership in the Chapter may be extended by the Chapter to those individuals who have rendered service and support to the Chapter.
- 2.2 Honorary Members shall have, without payment of Chapter dues, all the privileges of Chapter Members with the exception of voting and holding office. An Honorary Member may become a Regular Member by paying the International and Chapter dues, and then would be able to vote and hold office.

ARTICLE IV: BUSINESS YEAR AND DUES

Section 1: The business year shall be from July 1 through June 30.

Section 2: Dues for each Regular Member shall be (a) equal to 6,000 yen for International dues, and (b) \$5.00 per member for Portland Chapter #47's operating expenses. The total amount of dues required per Member, shall be presented by the Treasurer to the Chapter Board for approval at the May Chapter Board Meeting at the latest.

Section 3: Regular Members who have a current Membership Card or receipt for current membership dues, and who relocate residence to another location shall be accepted as Members of their new Primary Chapter in good standing for the remainder of the year.

Section 4: Honorary Members shall be automatically exempted from payment of dues.

Section 5: Membership shall automatically be terminated unless annual dues are paid by May 31. (The Treasurer collects the dues in time to send to the Headquarters Office by the July 1 deadline.) Membership can be reinstated upon payment of current dues, and subsequent issues of publications will be sent; back issues of publications will be sent only if available.

Section 6: Membership dues shall not be refunded for any reason including resignation, expulsion or death.

ARTICLE V: GOVERNMENT, DUTIES AND RESPONSIBILITIES

Section 1: The governing body of this Chapter shall be known as the Chapter Board under the general management of the International Board of Directors, with the Chapter's Elected Directors and Chairpersons of Standing Committees responsible for Chapter government. The Elected Directors and the Parliamentarian as an advisor, shall constitute the Executive Committee.

Section 2: The Chapter Board shall consist of the Elected Directors. Standing Committee Chairpersons, Special Committee Chairpersons and Ikebana School Liaison Officers may attend Board Meetings by invitation but shall have no voting privileges.

Section 3: The immediate Past President may be a member of the Chapter Board but shall have no voting privileges unless elected or appointed to a position with voting privileges.

Section 4: Duties of the Chapter Board shall be:

1. Exercise all power and authority over the affairs of the Chapter in the interim between meetings of the Chapter.
2. Formulate Chapter policies and procedures.
3. Implement directives from International Headquarters in the most expeditious manner for the common good of Ikebana International and this Chapter.
4. Insure full compliance with local and national laws governing an organization such as Ikebana International.
5. Conduct all the business of the Chapter not specified as belonging to the Executive Officers or Committee Chairpersons.
6. Consider and act upon business referred to it by the membership, and to report on such action at the following meeting.

Section 5: Duties of Elected Directors

1. The President shall preside at all meetings of the Chapter and of the Chapter Board and shall be the official representative of this Chapter at meetings of cooperating and affiliated organizations. The President shall, with the approval of the Chapter Board, appoint Chairpersons of Standing and Special Committees and shall serve as an ex-officio member of all committees except the Nominating Committee. The President shall appoint the Parliamentarian.
2. The Vice-President, in the absence of the President, shall perform the duties of the President and shall succeed to the office of President should a vacancy occur. In the presence of the President, the Vice-President shall assist the President in any mutually agreed upon ways.
3. The Recording Secretary shall keep an accurate record of all business transacted at all meetings of the Chapter and Chapter Board and shall present the minutes for approval at the succeeding meeting.

4. The Corresponding Secretary shall conduct general correspondence of the Chapter as directed by the President and the Chapter Board.
5. The Treasurer shall:
 - 5.1 Be custodian of the Chapter funds, receive all money of this Chapter, keep accurate records of receipts and expenditures, and pay out funds for routine expenses and other expenditures as authorized by the Chapter Board.
 - 5.2 Submit a monthly statement of current finances at each monthly Board Meeting.
 - 5.3 Submit the Membership Registration Forms (C and C-1) with payment of annual dues to International Headquarters prior to July 1.
 - 5.4 Notify members whose dues are in arrears.
 - 5.5 At the close of the business year, submit books for audit by a qualified person approved by the Chapter Board.
6. The Liaison Director shall conduct business pertaining to all correspondence with the Headquarters in Tokyo, including Chapter Activity Report Forms A, A-1, Change of Address and Transfer Form D, and Elected Officers/Contact Person Form 4 as required by international Headquarters.
7. The Program Director shall organize and conduct a meeting in June to plan the calendar of programs for the subsequent year from September - May.
8. The Membership Director shall be responsible for updating membership, introducing and welcoming new Chapter members at the General Meetings.
9. The Web-master/Historian shall administer, develop and manage the Chapter website, a repository for Chapter records (e.g., newsletter and calendar), activities (i.e., photo gallery), and a means of communication with the membership and any interested viewers.

Section 6: Duties of Committees

1. Each Committee's Chairperson shall be appointed by the Chapter President with approval of the Elected Board of Directors.
2. Standing Committees shall consist of Exhibition, Community Outreach, Public Relations and Ways and Means, and Nominations. They shall operate throughout the business year.
 - 2.1. The Exhibition Committee shall coordinate and implement all II Group exhibitions.
 - 2.2 The Community Outreach Committee shall coordinate and be responsible for activities that promote awareness and education of ikebana, its practice, and the art.

- 2.3 The Ways and Means Committee shall be responsible for all fund-raising projects in the name of the Chapter. All funds raised must be used in accordance with Article 2.
 - 2.4 The Nominating Committee shall act in accordance with the Bylaws, Article 6 Section 1, to nominate officers annually.
 - 2.5 The Publications Committee shall be responsible for editing and publishing the Chapter Newsletter, the Annual Roster and be the North American Regional liaison.
3. Special Committees shall be created as needed with approval of the Chapter Board. The Chairpersons of such committees shall be appointed by the President. Chairpersons of Special Committees shall not have a vote on the Chapter Board.

ARTICLE VI: ELECTION AND INSTALLATION OF DIRECTORS

Section 1: Nominations

1. Nominating Committee
 - 1.1 The Nominating Chairperson shall, with approval of the Chapter Board, appoint a committee representing all the Schools of Ikebana with Chapter members.
 - 1.2 Nominating Committee members shall not serve in consecutive years.
 - 1.3 A Nominating Committee Member cannot be a candidate for election in the business year for which the Committee is preparing nominations. Those who wish to be nominated must resign from the Nominating Committee. However, on the exceptional bases according to Chapter's situation, Chapter may act accordingly.
2. Candidates
 - 2.1 Candidates for office shall be nominated by the Nominating Committee, with the approval of the Board of Directors.
 - 2.2 The candidate for the office of President shall have served on the Chapter Board for a period of at least one fiscal year.
 - 2.3 Additional nominations may be made from the floor, provided the consent of the nominee has been secured.
3. Slate of Nominees
 - 3.1 The Nominating Committee shall prepare a slate of one nominee for each office on the Board of Directors. The slate of nominees shall be submitted at the March meeting of Chapter Board of Directors.

- 3.2 After approval by the Board of Directors, the slate of nominees shall be submitted to the Chapter membership at least thirty days prior to the Chapter's Annual General Meeting.

Section 2: Election of Directors

1. Directors shall be elected for a term of one year (with the privilege for being nominated for re-election for a second term) at the Chapter Annual General Meeting in May and shall immediately be installed and take office.
2. When there is a single slate, declaration of election by acclamation shall be authorized. When there are two or more candidates for an office, election shall be by ballot. A candidate receiving a majority vote shall be deemed elected.
3. No Director or Committee Chairperson shall hold the same office for more than two consecutive terms. The exception is the treasurer, who may hold office for than two consecutive years.

ARTICLE VII: MEETINGS AND QUORUM

Section 1: Program Meetings

The Chapter shall hold no fewer than four General Meetings annually.

Section 2: The Annual General Meeting (AGM)

1. The Annual General Meeting shall be held in May; the installation of officers for the next year distinguishes this meeting from the regular General Meetings.
2. Power of the Annual General Meetings:
 - 2.1 Election and installation
 - 2.2 Presentation of business plan and budget.
 - 2.3 Presentation of business report and settlement of accounts.

2.4 Other important matters

3. Minutes of the Annual General Meeting

3.1 The Minutes of the Annual General Meeting shall be recorded in English.

3.2 The Minutes shall be approved by the Board of Directors, shall contain at least the following matters and shall be signed and/or sealed by the President and the Recording Secretary.

3.3 Contents of Minutes

3.3.1 Objective matters, including the date and place of meeting.

3.3.2 Total membership of the Chapter and the number of Members present.

3.3.3 The substance of the proceedings of the meeting and any results thereof.

Section 3: Meeting of the Board of Directors

1. The Chapter Board shall meet a minimum of four times per year convening prior to a General Meeting.
2. A quorum of the Chapter Board shall be a majority (seven members).
3. A Special Meeting may be called by the Chapter Board, the President, or a quorum of the membership.
4. The Executive Committee shall meet at the call of the President to transact emergency measures between scheduled Board meetings. A quorum of the Executive Committee shall be a majority.

Section 4: Quorum

A quorum at a regular meeting shall consist of one-fourth of the regular membership. Proxy voting may be conducted by email and/or in writing.

ARTICLE VIII: AMENDMENTS

These Bylaws may be amended at a regular meeting by a two-thirds affirmative vote of those voting Members present, provided the proposed amendments have been approved by the Chapter Board and the International Headquarters Board and copies of amendments have been mailed to members at least two weeks prior to the meeting.

ARTICLE IX: DISPOSITION OF FUNDS

Upon dissolution of the Chapter, after all outstanding debts have been paid, the remaining funds (with the exception of the Schnitzer Fund), shall be donated to any worthy cultural, educational, or artistic cause, as determined by the majority vote of the Chapter Board, provided this does not conflict with any existing local and/or national government law.

ARTICLE X: AUTHORITY

The most recent edition of Robert's Rules of Order shall govern this Chapter in all applicable cases.

ADDENDUM

ARTICLE V: GOVERNMENT, DUTIES AND RESPONSIBILITIES

Section 2:

The Chapter Board shall consist of the Elected Directors. Standing Committee Chairpersons, Special Committee Chairpersons and Ikebana School Liaison Officers may attend Board Meetings by invitation but shall have no voting privileges.

ARTICLE VII: MEETINGS AND QUORUM

Section 2: Annual General Meeting (AGM)

2.2-2.4 shall be presented at the first General Meeting in September

Section 3: Meeting of the Board of Directors

2. A quorum of the Chapter Board shall be a majority.