



Bylaws

Article I – Name

The name of this organization shall be the St. Louis Hosta Society.

Article II – Purpose

The Society is organized exclusively as a nonprofit educational society to promote knowledge of and interest in the genus hosta, to encourage the development of new and improved varieties, and to promote its cultivation and usefulness in the landscape.

Article III – Membership

Membership is open to any person who wishes to support the purposes of the Society and pays annual dues on January 1st. Up to 2 household members may share a membership.

Article IV – Meetings

1. The annual Board meeting shall be held in November.
2. Society business meetings shall be held as scheduled by the Board of Directors.
3. Each membership shall have 1 vote. If a membership is shared by two people, only one may vote.
4. One third of the total membership or 10 voting members, whichever is less, shall constitute a quorum for voting at a business meeting.

Article V – Board of Directors

1. The Board of Directors is comprised of elected officers, the immediate past President, Newsletter Editor, Hospitality Chair, Membership Chair, and Media Chair.
2. The President shall appoint a member for any Board vacancy for the remainder of the term.

Article VI – Elected Officers and Duties

The elected officers shall be President, Vice-President, Secretary, and Treasurer.

- a) The President shall preside at all meetings of the Society and of the Board of Directors. They shall appoint all committee chairs and shall be an ex-officio member of all committees except the Nominating Committee.
- b) The Vice-President shall be responsible for the programming and shall, in the absence of the President, perform the duties of the President.
- c) The Secretary shall record the activities of the meetings of the Society and of the Board, send a copy of minutes to the Webmaster to post, and send copies to the Board members. They shall be responsible for the general correspondence of the Society as directed by the President.
- d) The Treasurer shall receive the membership dues, have charge of all Society funds, pay all accounts, maintain a record of receipts and expenditures, maintain a current membership list, and prepare a budget for the year. They shall have a treasurer's report and the latest bank statement available at each business meeting. They shall file any required documents with the IRS and the annual registration report with the Missouri Secretary of State.
- e) Each officer shall be elected for two years and may be reelected.
- f) Elected officers shall begin their terms on January 1.

Article VII – Committees

1. Committees are Newsletter, Hospitality, Membership, Media, Nominating and Auditor.
2. The President shall appoint ad hoc committees as required for specific functions.

Article VIII – Audit

There shall be an annual audit of the Society's financial records.

Article IX – Parliamentary Authority

Robert's Rules of Order Newly Revised or subsequent editions shall govern this organization in all cases not covered by the Bylaws or Standing Rules of the Society.

Article X – Dissolution of the Corporation

The St. Louis Hosta Society may be dissolved in accordance with the procedure prescribed in Missouri Nonprofit Corporation Act, Chapter 355.666 and subsequent sections of the Revised Statutes of Missouri. At any time when the dissolution of the Society is authorized, the Board of Directors then holding office shall distribute the assets of the Society remaining after the payment, satisfaction and discharge, or adequate provision therefore, of all liabilities and obligations of the Society, to one or more nonprofit horticultural organizations.

Article XI – Amendments

These Bylaws may be amended by a two-thirds vote of the membership present at a regular meeting provided a quorum exists and notice of the proposed amendment has been given at least 30 days prior to the meeting to all members via e-mail.

Effective January 1, 2024