

# **BYLAWS OF IKEBANA INTERNATIONAL WASHINGTON, D. C. CHAPTER NO. 1, INC.**

## **ARTICLE I: Name**

The name of this Chapter shall be Ikebana International Washington, D. C. Chapter No. 1, Inc., 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.

1.1 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 Chapters to those individuals or organizations who have rendered outstanding service to the Chapter.

2.2 Honorary membership in individual Chapters is based on criteria established by the Chapter.

2.3 International dues for this Chapter's Honorary Members shall be paid by their sponsoring Chapter.

2.4 The International Board of Directors may exempt a new Chapter from paying International dues for one Honorary Member up to three years.

2.5 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) a sum, recommended by the Finance Committee and voted on yearly at the February Board meeting for Chapter No. 1, Inc.'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 February Chapter Board Meeting for a vote and be published in the March-April newsletter. Local Chapter dues for Associate Members shall be determined at the February Chapter Board Meeting.

**Section 3:** Regular Members who have a current Membership card or receipt for current membership dues, and who relocated 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 exempted automatically from payment of Chapter dues.

**Section 5:** Membership shall be terminated automatically if a Member's annual dues have not been paid by June 1. Membership can be reinstated

upon payment of current dues, and subsequent issues of publications will be sent; back issues of publications will be sent if available. Members in arrears in dues shall not be listed in the Chapter Yearbook. Payment of dues to I.I. Headquarters shall be submitted prior to July 1 by the Chapter Treasurer.

**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, Chairpersons of Standing Committees and Area Workshops.

**Section 2:** The Chapter Board shall consist of the Elected Directors, the Standing Committee Chairpersons, and Area Workshop 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**

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. Ensure 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 Elected Directors or Committee Chairpersons.
6. Consider and act upon business referred to it by the membership, and 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. The President shall be the official contact of this Chapter with Ikebana International Headquarters, Tokyo, Japan, and 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 Committees and shall serve as The ex-officio member of all committees, except the Nominating Committee, the Budget Committee and the Area Workshop Chairpersons.
2. The First 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. The First Vice-President shall be second contact (Chapter Coordinator) with I. I. Headquarters and shall be the Chapter contact with the local branches of the schools of Ikebana. Additionally, the First Vice-President shall be the coordinator of the social activities of the Chapter.
3. The Second Vice-President, in the absence of the President and the First Vice-President, shall perform the duties of the President. In addition, The Second Vice-President shall be Chairman of the Program Committee.
4. The Third Vice-President, in the absence of the President, the First Vice-President and the Second Vice-President shall perform the duties of the President. In addition, the Third Vice-President shall be the Chairman of the Membership Committee and shall:
  - 4.1. Prepare necessary forms as requested by Ikebana International Headquarters including Form C (*Membership Registration Form*) And Form D (*Changes and Transfers*) to be submitted with payment of dues to I.I. Headquarters prior to July 1.
  - 4.2. Notify Members whose dues are in arrears.
5. The Recording Secretary shall keep an accurate record of all the business Transacted at all meetings of the Chapter and the Chapter board and shall present the minutes for approval at the succeeding meeting.
6. The Corresponding Secretary shall conduct the general correspondence of the Chapter as directed by the President and the Chapter Board. The Corresponding secretary shall complete *Chapter Activity Report Form*, *Membership*, and *List of Elected Directors Form* as required by Ikebana International Headquarters.
7. The Treasurer shall:
  - 7.1. 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.

- 7.2. Be the Chairperson of the Budget Committee.
  - 7.3. Submit a monthly statement of current finances at each monthly Board Meeting.
  - 7.4. Submit the *Membership Registration Form* with payment of annual due to Ikebana International Headquarters prior to July 1.
  - 7.5. At the close of the business year, submit books for audit by a qualified person approved by the Chapter Board.
8. The Assistant Treasurer shall assist the Treasurer and assume the duties of the Treasurer should a vacancy occur.
  9. The Historian shall keep a record of all Chapter events.
  10. The Nominating Director shall act in accordance with the Bylaws, Article VI, Section 1, to nominate a slate of Elected Directors, biennially with the Chapter Board's approval. The Nominating Director cannot serve in the same office for more than one term consecutively.

#### **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 Budget, Exhibition, Hospitality-Protocol, Public Relations, Ways and Means, Bylaws, Programs, and General Workshops.
  - 2.1. The Budget Committee shall be responsible for the preparation of an annual budget for the Chapter. The Budget Committee shall consist of the Treasurer, Assistant Treasurer, and the following Committee Chairpersons: Annual Exhibition, Membership, Ways and Means, and General Workshops and others as deemed appropriate
  - 2.2. The Exhibition Committee shall coordinate and implement all exhibitions.
  - 2.3. The Hospitality-Protocol Committee shall be responsible for all Hosting functions and for special courtesies to guests.
  - 2.4. The Public Relations Committee shall be responsible for notification of meetings and exhibitions through the media including newspapers, bulletins, and television. The Committee shall endeavor to have an official press photographer Present at regular meetings and to keep the public aware of the goals of Ikebana International. The Public Relations Chairperson shall send copies of all publicity items and photographs of programs or exhibitions to Ikebana International Headquarters for the permanent Chapter records. These shall accompany Chapter

Activity Report Forms.

- 2.5. The Ways and Means Committee shall be responsible for all fundraising projects in the name of the Chapter. All funds raised must be used in accordance with Article II.
3. This Chapter shall have as many standing Committees as deemed Necessary.
4. 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. The Nominating Committee
  - 1.1. The Nominating Committee shall consist of the Nominating Director, the immediate Past President as advisor without a vote, and the Chairpersons of Vice Chairperson of each Area Workshop.
  - 1.2. Nominating Committee Members shall not serve on this committee for more than 2 consecutive years.
2. Candidates
  - 2.1. Candidates for office shall be nominated by the Nominating Committee with the approval of the Chapter Board. No elected Director shall succeed to the same office except the Treasurer. This exception must be approved by the Nominating Committee.
  - 2.2. The candidate for the office of President shall have served on the Chapter Board for a period of at least one business year.
  - 2.3. Additional nominations may be made from the floor, provided that the consent of the nominee has been secured.
3. Slate of Nominations
  - 3.1. The Nominating Committee shall prepare a slate of one nominee for each office on the Board of Directors. The slate shall be presented at the March meeting of the Chapter Board at the latest.
  - 3.2. After approval by the Chapter Board, the slate of nominees shall be submitted to the Chapter membership by publication in the Chapter Newsletter immediately prior to the Chapter's Annual General Meeting.

## **Section 2: Election of Directors**

1. The elected Directors of this Chapter shall be: President, First Vice-President, Second Vice-President, Third Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Assistant Treasurer, Historian and Nominating Director. Directors shall be elected for a term of 2 years at the Chapter Annual General Meeting in May and shall be installed and take office in June.
2. Voting shall be by written ballot unless there is a single slate. In which case declaration of election by acclamation shall be authorized. A vote by mail may be authorized when deemed necessary.
3. A candidate receiving a majority vote shall be deemed elected.

## **ARTICLE VII: MEETINGS AND QUORUM**

### **Section 1: Program Meetings**

1. The Chapter shall hold a minimum of 5 program meetings annually.
2. The Chapter shall hold a minimum of three general workshop meetings annually from September through June, at which time business may be conducted if deemed necessary. The Annual General Meeting in May may coincide with the third General Workshop. Only members in good standing may attend General Workshop meetings, there will be no guests. There shall be three luncheon program meetings for members and guests, at which time business may be conducted if considered necessary by the President. The President with the approval of the Chapter Board may, if necessary, substitute another Chapter event for one or more of the workshops or meetings.

### **Section 2: Annual General Meeting (AGM)**

1. The Annual General Meeting shall be held in May.
2. Powers of the Annual General Meeting:
  - 2.1. Election (with Installation in June)
  - 2.2. 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 Chapter Board, 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: Objective matters, including the date and place of the meeting.
- 3.4. Total membership of the Chapter and number of members present.
- 3.5. The substance of the proceedings of the meeting and any results thereof.

### **Section 3: Meetings of the Chapter Board**

1. Regular meetings of the Chapter Board shall be convened monthly at least 9 times per year by the President. A meeting may be cancelled by majority vote of the Elected Directors. Other Board Meetings of the Chapter shall be convened by the President upon the request of not fewer than three Elected Directors.
2. In the case of matters requiring immediate attention, when an Extraordinary Board Meeting cannot be convened immediately, the President shall take action upon consultation with the Elected Directors. A report pertaining to those urgent matters discussed and action taken shall be presented for approval to the next regularly scheduled Chapter Board meeting.

### **Section 4: Quorum**

1. A quorum at any General or Special meeting shall consist of a majority of voting members present.

### **Section 5: Area Workshops**

1. An Area Workshop is composed of a small group of Ikebana International members living in proximity who meet informally for study and friendship. Only Ikebana International members may be formed by the Chapter Board at the request of the membership.
2. Each Area Workshop shall schedule meetings at the discretion of the members With an instructive program and/or ikebana practice by the members, in accordance with Article II: Objectives.
3. The Chairperson of each Area Workshop shall be elected by the membership of that workshop for a term of two years at the workshop's May meeting. The Chairperson or Vice Chairperson is entitled to vote at the Chapter Board Meetings. The Chairperson or Vice Chairperson shall be a member of the Nominating Committee.



4. Area Workshop Chairpersons may succeed themselves only once. The President, Newsletter Chairperson and Yearbook Chairperson must be notified of any change in Area Workshop officers.
5. Officers of Area Workshops, other committee chairpersons and/or officers can be selected at the discretion of the Area Workshops.
6. Members of Ikebana International Chapter No. 1 may join one or more Area Workshops. Chapter members may visit other Area Workshops.
7. Guests may be invited to an Area Workshop.

#### **ARTICLE VII: Amendments**

These Bylaws may be amended at a regular meeting by a two-thirds affirmative vote of those Voting Members present, provided that the proposed amendments have been approved by the Chapter Board and the International Board of Directors, and that copies of amendments have been mailed to Chapter 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, none of the Chapter earnings shall be used for the benefit of any private individual or member of any shareholder. In case of said dissolution or termination of the Washington, D. C. Chapter No. 1, Inc. its assets shall be disposed of in accordance with the law of the State of Maryland to a legally recognized charitable or education tax-exempt institution of the United States to be selected by the Chapter Board whose decision shall be final.

#### **ARTICLE X: AUTHORITY**

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

Approved on May 12, 2014, May 13, 2019  
Resolution #3 pertaining to Nominating Committee guidelines Approved by  
NACARC on Oct. 30, 2019

**ADDENDA: Chapters with specific details in their Bylaws shall stipulate those separately in an addendum at the back of the Chapter Bylaws.**

#### **ARTICLE III: MEMBERSHIP**

**Addendum: Section 2. Honorary Members**

2.6 The spouse/or designee of the Ambassador of Japan, while in residence at the Embassy of Japan, Washington, D.C.. shall be with their consent, an Honorary Member of this Chapter.

**Addendum: Section 3. Standards and Qualifications**

- 3.1 Any member of Ikebana International who exhibits in the name of this organization, publicly or in any publication shall identify the arrangements by the name of the school. Exceptions may be granted by the Chapter Board.
- 3.2 Any member of Ikebana International who teaches or who demonstrates Ikebana publicly, and in so doing identifies in any way with this organization, must hold the minimum qualifications of a teacher's diploma received from a recognized school of Ikebana.
- 3.3 Exhibits using the name of this organization shall be identified as educational and non-competitive.

**ARTICLE V: GOVERNMENT, DUTIES, AND RESPONSIBILITIES**

**Section 2:**

**Addendum:**

Liaison Ambassadors may attend Board Meetings by invitation, but shall have no voting privileges.

**Section 5: Duties of Elected Directors**

**Addendum:**

- 4. The Membership Committee shall be a Standing Committee.

**Section 6: Duties of Committees**

**Addendum:**

- 3. Additional Standing Committees shall consist of Technology, Communications, Membership, Sakura Event and Education.

Revised: September 24, 2020