



*Articles of Association &
International Bylaws of
Ikebana International*



THE ARTICLES OF ASSOCIATION
OF
IKEBANA INTERNATIONAL
(SHADAN-HOJIN IKEBANA INTERNATIONAL)

CHAPTER 1. GENERAL PROVISIONS

Article I: Name

This association shall be called SHADAN-HOJIN IKEBANA INTERNATIONAL in Japanese and IKEBANA INTERNATIONAL in English.

Article II: Office

This Association shall have a principal office in Chiyoda-ku, Tokyo, Japan.

Article III: Object

The object of this Association shall be to promote mutual understanding and friendship between Japan and other countries through ikebana (the art of Japanese flower arrangement) and other related arts of Japan.

Article IV: Activities

In order to achieve the object referred to in the preceding Article, this Association shall conduct the following activities:

1. Holding meetings for the study and appreciation of the art of ikebana and other related arts.
2. Publishing a magazine and/or other printed materials concerning the art of ikebana and other related arts.
3. Establishing and assisting the Association and its Members in Japan and abroad.
4. Providing assistance and facilitation in respect to the recommendations and introduction of experts in the art of ikebana and its related arts to foreign countries, and also in relation to their visits and promotion of activities throughout the world.

5. Executing all other activities requisite to the performance of the object of this Association.

CHAPTER 2. MEMBERSHIP

Article V: Classes of Membership

The classes of Membership of this Association are as follows:

1. Member-at-Large

Members who do not belong to any Chapter and who have been registered at the Headquarters of this Association.

2. Chapter Member

All Members of a duly established Chapter. A Chapter shall be an association of persons actively engaged in the study and/or appreciation of ikebana, said Chapter being established in a district and registered at the Headquarters of this Association.

3. Honorary Member

A distinguished person chosen from persons who have rendered extraordinary services to this Association.

4. Sustaining Member

- A. Any person, corporation, or other entity who agrees with the object of this Association and offers financial support to this Association.

- B. Chapter Members and Members-at-Large who offer financial support in addition to dues.

5. Life Member

Chapter Members and Members-at-Large who meet the requirements stated in the International Bylaws may become Life Members with the approval of the Headquarters Board.

Article VI: Membership Fee

All Members shall pay membership fees as stated in the International Bylaws.

Article VII: Disqualification of Members

1. Withdrawal
2. Expulsion
3. Death

Article VIII: Non-Payment of Membership Fee

A Member who is delinquent in payment of the membership fee for more than three months may be deemed to have withdrawn from membership.

Article IX: Expulsion

A Member who has committed any one of the following acts may be expelled from this Association through a resolution with a two-thirds affirmative vote of the Board of Directors.

1. Any act inviting disgrace of this Association.
2. Any act contrary to the object of this Association or in violation of the resolution of a general meeting of the Association.

Article X: Repayment of Membership Fees

Any Member who has withdrawn or has been expelled from this Association shall not be entitled to any refund of fees paid, or any part of the property of this Association.

CHAPTER 3. DIRECTORS, HONORARY PRESIDENT, FOUNDING FLOWER MASTER ADVISORS AND COUNSELORS

Article XI: Board of Directors

1. The Board of Directors of this Association shall consist of the following:
 - A. Elected Officers (not more than 9 persons).
 - B. Appointed Chairmen of Standing Committees (not more than 8 persons).
 - C. Supervising Auditors (not more than 2 persons).
2. Elected officers: President, First Vice-President, Second Vice-President, Third

Vice-President, Recording Secretary, Treasurer, Assistant Treasurer, Corresponding Secretary and Historian.

3. Appointed Chairmen of Standing Committees: Amendment Chairman, Convention Chairman, Development Chairman, Nominating Chairman, Protocol Chairman, Public Relations Chairman, Publication Chairman, and Translation Chairman.

Article XII: Election of Officers

1. The Elected Officers and the Supervising Auditors shall be elected by a majority vote of the general membership from candidates who reside in Japan. The Officers shall be nominated by the Nominating Committee.
2. The Standing Committee Chairmen shall be appointed by the President with the approval of the Elected Officers.

Article XIII: Duties of the Board of Directors

1. The President shall represent the Association and manage all affairs of the Association.
2. The Vice-Presidents shall assist the President. If the President is unable to serve the full term, the First Vice-President shall automatically succeed to the Presidency.
3. The Elected Officers and Standing Committee Chairmen, as mentioned in Article XI, shall constitute the Board of Directors and execute the affairs of the Association.
4. The Supervising Auditors shall observe the duties provided in Article 59 of the Civil Code.

Article XIV: Terms of Office and Renewal

1. The term of office of all Officers and Committee Chairmen shall be one year.
2. Re-election of the Officers shall be permitted; however, no elected Officer shall hold the same office for more than two consecutive terms.
3. An Officer who has been elected to fill a vacancy shall serve for the remaining term of the previous Officer.
4. Any Officer whose term of office has expired shall act as that Officer until the vacancy is filled.

5. An Officer may be removed from office for bad conduct or other similar cause through the resolution of a general meeting, or not less than two-thirds vote of the Board of Directors, at any time during the Officer's term.

Article XV: Remuneration

1. All positions on the Board of Directors shall be without remuneration, except when the Directors perform specific services which require remuneration with the approval of the Board of Directors.
2. Founding Flower Master Advisors and Counselors shall not receive remuneration.

Article XVI: Honorary President

1. This Association shall have as its Honorary President a member of the Japanese Imperial Family.
2. The Honorary President shall be appointed by the President with the approval of a majority of the Board of Directors.

Article XVII: Founding Flower Master Advisors

This Association shall have Founding Flower Master Advisors who are the Headmasters of the Founding Flower Schools.

Article XVIII: Counselors

1. This Association shall have Counselors numbering not fewer than ten persons, but not more than twenty persons (excepting Past Presidents).
2. Counselors shall be appointed by the President, with the approval of the Board of Directors, from among persons with experience in their respective fields.

CHAPTER 4. MEETINGS

Article XIX: Types of Meetings

1. The meetings of the Association shall be classified into (a) General Meetings, (b) Meetings of the Board of Directors, (c) Joint Meetings of 6 Directors and Founding Flower Master Advisors and (d) Joint Meetings of Directors and Counselors.
2. All meetings shall be convened by the President. The President shall preside

over the meetings of the Association.

Article XX: General Meetings

1. General Meetings shall be comprised of the Annual General Meeting and Extraordinary General Meetings.
2. The Annual General Meeting shall be convened in September of every year.
3. Extraordinary General Meetings shall be convened from time to time whenever deemed necessary.
4. Members numbering more than one-fifth of the total number of Members may request the convening of an Extraordinary General Meeting, by filing with the President a written application which shall state the matters constituting the reason for such a meeting. Thereupon, the President shall convene the meeting within thirty days from the date of the application.

Article XXI: Notice to Convene

In convening a general meeting, a written notice stating the agenda, date and place of the meeting shall be sent to each Member at least forty-five days prior to the day set for the meeting.

Article XXII: Power of General Meetings

The following matters, other than those otherwise provided in these Articles of Association, shall be considered by the Annual General Meeting:

1. Presentation of business plan and budget.
2. Presentation of business report and settlement of accounts.
3. Report of election of Officers.
4. Other important matters.

Article XXIII: Vote and Quorum

1. Each Member shall have one vote.
2. The Annual General Meeting shall not be deemed to be a voting meeting unless the number of Members present or represented by a written ballot is more than one-half of the total Members.

3. Except as otherwise provided by these Articles of Association, all resolutions presented at such time can be adopted by the majority vote of the Members so represented. In the case of a tie, it shall be decided by the vote of the President.

Article XXIV: Voting by Mail

In case a Member is unable to be present at a General Meeting, such Member may vote by mail.

Article XXV: Minutes

1. The Minutes of the General Meeting shall be recorded both in Japanese and English.
2. Minutes shall be provided by the President and shall contain at least the following matters and be signed and sealed by the President and at least two other Members who are present and designated by the President.
 - A. The objective matters, date and place of the meeting.
 - B. Total membership and the number of Members present.
 - C. The substance of the course of the proceedings of the meeting and the results thereof.
3. All minutes shall be kept at the office of the Association and an outline thereof shall be reported to all Members.

Article XXVI: Meetings of the Board of Directors

1. Regular meetings of the Board of Directors shall be convened at least eleven times per year by the President. Other board meetings of the Association shall be convened by the President upon the request of not fewer than three Directors.
2. In 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 Officers of the Association. A report pertaining to those urgent matters discussed and action taken shall be presented for approval to the next regularly scheduled Board of Directors' meeting.

Article XXVII: Power of the Board of Directors

1. Except as otherwise provided by these Articles of Association, the Board of Directors shall decide the following matters:

- A. Matters relating to the execution of the affairs of the Association.
 - B. Matters requiring immediate attention when a General Meeting cannot be convened immediately.
 - C. Other important matters.
2. Resolutions concerning item B of the above paragraph 1 of this Article shall be presented for approval at the next General Meeting of the Association.

Article XXVIII: Application of Mutatis Mutandis

The provisions of Articles XXIII and XXV shall apply mutatis mutandis to meetings of the Board of Directors.

Article XXIX: Joint Meetings of Directors and Founding Flower Master Advisors

The President may convene a joint meeting of Directors and Founding Flower Master Advisors once a year to ascertain the opinion of the said persons.

Article XXX: Joint Meetings of the Directors and Counselors

1. The President may convene a joint meeting of Directors and Counselors once a year to ascertain the opinion of the said persons.
2. The President shall report to the joint meeting the following matters:
 - A. Report of business and settlement of accounts.
 - B. Reports from Experts Committees

CHAPTER 5. EXPERTS COMMITTEES

Article XXXI: Experts Committees

In order to facilitate the operation of the business of the Association, the President may establish Experts Committees with the approval of the Board of Directors. The Chairmen of Experts Committees shall be appointed by the President.

CHAPTER 6. OFFICE PERSONNEL

Article XXXII: Office Personnel

1. The President may employ and dismiss the Office Personnel of this Association with the approval of the Board of Directors.

2. The Office Personnel shall receive remuneration.

CHAPTER 7. ASSETS AND ACCOUNTING

Article XXXIII: Assets

The Assets of this Association shall consist of the following items:

1. Membership fees including all membership categories as stated in Chapter 2, Article V.
2. Income from undertakings.
3. Gains from assets.
4. Donations of money and property.
5. Other income.

Article XXXIV: Expenses

All expenses necessary in performing the business of the Association shall be paid from the membership fees, income from undertakings, gains from assets and other property of the Association.

Article XXXV: Business Plan and Budget Report

All business plans and budgets of the Association shall be prepared by the President and approved by the Board of Directors, and reported to the Minister of Foreign Affairs prior to the beginning of each business year.

Article XXXVI: Business Report, etc.

The President shall make a statement of the settlement of accounts which shall be submitted to the Minister of Foreign Affairs, accompanied by the balance sheet of the Association, the statement of profit and loss, business report, report on the change of Members, the supervising auditor's report and the approval of the Board of Directors of this report, and the joint meeting of Directors and Counselors, within one month after the end of each fiscal year.

Article XXXVII: Fiscal Year

The fiscal year for this Association shall begin on September 1 each year and end on August 31 of the following year.

CHAPTER 8. ALTERATION OF ARTICLES OF ASSOCIATION AND DISSOLUTION

Article XXXVIII: Amendment of the Articles

The Articles of Association shall not be amended except by more than two-thirds affirmative vote of all Directors and all Members and approved by the Minister of Foreign Affairs.

Article XXXIX: Dissolution

This Association shall not be dissolved except by a resolution approved by three-fourths of all Directors and a majority of all Members, and with the approval of the Minister of Foreign Affairs.

Article XL: Residual Assets

The residual assets of this Association at the time of dissolution shall be turned over to a similar public association as determined by a favorable vote of more than three-fourths of all Directors and all Members, with the approval of the Minister of Foreign Affairs.

Approval of the Ministry of Foreign Affairs, dated April 14, 1995 and received on April 19, 1995.

INTERNATIONAL BYLAWS OF IKEBANA INTERNATIONAL
(SHADAN-HOJIN IKEBANA INTERNATIONAL)

Article I: Emblem

A cherry blossom spray shall be the emblem of this Association.

Article II: Membership

1. Membership shall be open to all persons whose objectives are in accordance with the provisions expressed in Article III in the Articles of Association of Ikebana International.

2. Classes of Membership

A. Honorary

- 1) A member of the Japanese Imperial Family may be, with his or her consent, Honorary President of Ikebana International.
- 2) Honorary membership in this organization may be extended by the Chartered Chapters to those individuals who have rendered outstanding service to the organization.
- 3) Honorary membership in individual Chartered Chapters is based on criteria established by each individual Chartered Chapter.
 - a. The international dues for Honorary Members shall be paid by their sponsoring Chapter.
 - b. The International Board of Directors may exempt a newly Chartered Chapter from paying international dues for one Honorary Member for up to three years.

B. Chapter Member

A Chapter Member shall be a Member of a duly established Chapter. A Chapter Member in good standing is a Member of the Association whose international and local dues have been paid to a Chapter, and whose dues for the current fiscal year have been received by International Headquarters.

C. Member-at-Large

- 1) A Member-at-Large in good standing is a Member of the Association whose dues for the current fiscal year have been paid directly to International Headquarters.
- 2) A Member-at-Large may also be a Member of a Registered Study Group.
- 3) Members-at-Large may also pay local dues to one or more Chapters. In that case, they have the right to receive whatever mailings that Chapter or Chapters send to Chapter Members. They have no voting privileges in the Chapter(s).

D. Sustaining Member

- 1) A Sustaining Member is a person, organization, or other entity that desires to assist the Association financially and support its objectives by making an annual contribution to the Association of ¥10,000 or more.
- 2) Chapter Members and Members-at-Large may become Sustaining Members.
- 3) In order to have voting privileges, a person who is a Sustaining Member must become a Chapter Member or Member-at-Large following the procedures described in this Article, Section 2B or 2C-1.

E. Charter Member

Charter membership is a privilege that was extended to all Members who joined the organization from the date of founding, August 17, 1956, or to those Members who paid dues retroactive to the date of founding. As of August 31, 1967, only those Members who paid dues from August 17, 1956, until August 31, 1967, shall be known as Charter Members. They may be either Chapter Members or Members-at-Large.

F. Life Member

- 1) Chapter Members and Members-at-Large, with the approval of the International Board of Directors, may become Life Members on payment of a one-time fee. Life Membership pertains to International Membership. In order to maintain membership in a Chapter, Life Members shall pay that portion of dues that is retained for local expenses by a Chapter.
- 2) The International Board of Directors shall approve for Life Membership any Chapter Member or Member-at-Large in good standing who pays the

established fee.

G. In these Bylaws, the term "Member" refers to all categories of membership, unless a specific category of membership is named.

3. Membership in More Than One Chapter

- A. Members who are accepted for membership in and who desire to participate with voting privileges in more than one Chapter must pay each Chapter the annual international dues (¥6,000) for forwarding to International Headquarters, plus any local Chapter dues. However, members who pay International dues in one chapter may elect to forego voting privileges in additional Chapters and in such instances may pay only local chapter dues to the additional Chapter(s).
- B. Chapter Life Members pay only local dues to their first Chapter. In order to obtain voting privileges in any additional Chapters, they must pay both local and international dues to those Chapters.
- C. Members who have joined more than one Chapter by paying international and local Chapter dues to each of those Chapters shall have the same rights and privileges in each of those chapters as Members who pay dues to International Headquarters through only one Chapter.
- D. When voting delegates to the World Convention are assigned, Members shall be counted in each Chapter through which they have paid dues to International Headquarters.

4. Transfer of Membership

- A. A Chapter Member in good standing may transfer from one Chapter to another upon presentation of a current membership card or receipt for the current year's dues. A Member shall be entitled to full voting privileges in the new Chapter upon transfer. After the year's dues are received at International Headquarters, a Chapter Member may transfer to the Member-at-Large classification at no extra cost for the remainder of that year.
- B. A Chapter Life Member may transfer to the life Member-at-Large classification by paying the difference between the Chapter Life Member and the Life Member-at-Large fees that is in effect at the time of the transfer.
- C. Members-at-Large may choose to transfer into a Chapter at any time. To do this, they shall present their membership card or a receipt for payment of the

current year's international dues, and pay the local Chapter dues. A Member-at-Large so transferring becomes a Member in good standing of that Chapter.

D. Honorary Chapter Memberships are not transferable.

5. The International Board of Directors shall be the final authority on the approval, rejection or expulsion of individual Members, Chapters, or Registered Study Groups.

Article III: Chapters

1. Prospective Chapter

A. A minimum of six individuals, Members-at-Large, or Chapter Members who have transferred from existing Chapters may apply to the International Board of Directors for permission to form a Prospective Chapter of this organization under the following conditions:

- 1) Agreement to uphold the objectives of the organization as stated in Chapter 1, Article III, of the Articles of Association, and such directives as are instituted by the International Board of Directors.
- 2) Successful completion of all preliminary requirements under the supervision of the International Third Vice-President.
- 3) Payment of a one-time Prospective Chapter registration fee of ¥6,000 to International Headquarters.
- 4) Absence of conflict between the Prospective Chapter's sphere of influence, as approved by the International Board of Directors, and that of any existing Chapter or Registered Study Group.

B. Chapter Function

The Chapter shall function as a body for the introduction, study and promotion of ikebana and related Japanese arts as stated in Chapter 1, Article III, of the Articles of Association. It shall not serve as a school, nor shall any Chapter impinge upon the prerogatives of the Japanese ikebana schools. All ikebana schools affiliated with Ikebana International shall be equally recognized. Any Chapter may at its discretion recognize an independent teachers' association.

2. Chartered Chapter

A Chartered Chapter functions as a fully recognized branch of the Association. To become a Chartered Chapter, a Prospective Chapter must fulfill the requirements specified in the *Chapter Directive*. When a new Chartered Chapter has been approved by the International Board of Directors, a charter shall be granted. International Headquarters shall send each newly Chartered Chapter a specially prepared Charter Book, listing the founding members of the Chapter. In this book, the Chapter shall record its important events. Each newly Chartered Chapter shall pay a fee of ¥10,000 to International Headquarters.

3. Chapter Management

The management of Chartered Chapters shall be under the direction and guidance of the International Second Vice-President, who is designated as the Chapter Director. The management of Prospective Chapters shall be under the direction and guidance of the International Third Vice-President. In these roles, the International Second and Third Vice-Presidents shall act jointly, with the assistance and approval of the International Board of Directors.

4. In these Bylaws, the term "Chapter" refers to both types of Chapter, unless one type of Chapter is named specifically.
5. All Chapters shall hold elections annually or biennially in May.
6. Further details of regulations and guidance on establishing and operating Chapters and Registered Study Groups are given in the *Chapter Directive* issued by the International Headquarters.

Article IV: Registered Study Groups

1. Registered Study Groups shall be composed of Members-at-Large who wish to meet together for the purpose of studying ikebana. A group of Members-at-Large who are prevented by limiting factors from fulfilling the requirements for becoming a Chapter may apply to the International Board of Directors for permission to form a Registered Study Group. A Registered Study Group shall meet the following conditions:
 - A. Agree to uphold the objectives of this organization, as stated in Chapter 1, Article III, of the Articles of Association, and such directives as are instituted by the International Board of Directors.
 - B. Have a minimum of five Members-at-Large.

- C. Pay a one-time registration fee of ¥2,000 for the group, for which the new Registered Study Group shall receive a Registration Certificate.
 - D. Select a chairman who will be the representative of the group in carrying out organizational procedures and maintaining contact with International Headquarters.
 - E. Have a sphere of influence, as approved by the International Board of Directors, not in conflict with that of an existing Chapter or Registered Study Group.
- 2. The management of Registered Study Groups shall be under the direction and guidance of the International Third Vice-President, with the assistance and approval of the International Board of Directors.
 - 3. Registered Study Groups which usually have limited membership, devoted to study, are not permitted to make public presentations of ikebana nor to hold programs to educate the public. Where a Registered Study Group goes beyond its "study" activities, publicizes, or holds public exhibitions or programs, it is going beyond its authorized limitations and is infringing upon established Chapters' responsibilities. Special permission for any of the aforementioned functions is sometimes granted by the International Board of Directors, if there is no Chapter in the vicinity.

Article V: Standards and Qualifications

- 1. Any Members of Ikebana International who exhibit ikebana in the name of this organization, publicly or in any publication, shall identify their arrangements by the name of their school. Exceptions may be granted by the Chapter Board of Directors.
- 2. Any Member of Ikebana International who teaches or demonstrates ikebana publicly, and in so doing identifies him or herself in any way with this organization, must hold the minimum qualification of a teacher's diploma received from a Japanese school of ikebana.
- 3. Exhibits using the name of this organization shall be identified as educational and non-competitive.

Article VI: Official Language

English shall be the official language of this organization for all purposes, including the World Convention. Translations may be made when deemed necessary or appropriate by the International Board of Directors.

Article VII: Dues

1. The yearly dues schedule of the organization shall be based on the fiscal year, September 1 to August 31, as stated in the Articles of Association, Chapter 7, Article XXXVII.
 - A. Members-at-Large shall pay annually to International Headquarters: ¥8,000.
 - B. Chapters shall pay annually to International Headquarters for each Chapter Member: ¥6,000.
 - C. Sustaining Members shall pay annually to International Headquarters: ¥10,000 or more.
 - D. Life Members
 - 1) The Life Membership fee is equal to thirty times the annual dues assessment paid to International Headquarters.
 - 2) Life Membership fees shall be paid into an endowment-like fund which shall be securely invested. Annually, an amount equal to the usual annual dues assessment shall be taken from the accumulated interest and, if necessary, from the principal, and paid into the General Fund.
 - 3) Life Members who desire to be Chapter Members shall pay annual local dues to a Chapter.
2. Each application for membership shall be accompanied by the appropriate membership fee, as provided for in Section 1 above.
3. Members whose dues are not received by International Headquarters by November 30 shall be considered delinquent and dropped from the membership list. No publications shall be sent to Members who have been dropped for non-payment of dues. Memberships 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.
4. Membership dues shall not be refunded for any reason including resignation, expulsion or death.

Article VIII: Elections-Qualifications

1. Nominations
 - A. Committee Selection

- 1) The Nominating Committee Chairman shall be appointed by the International President.
 - 2) The Nominating Committee Chairman shall, with the approval of the International Board of Directors, appoint one member from the International Board of Directors and three members from the general membership of the organization who will be able to participate fully in the committee's activities, to form the Nominating Committee.
- B. The Nominating Committee shall prepare a slate of one nominee for each office on the International Board of Directors: President, Vice-Presidents, Treasurer, Assistant Treasurer, Recording Secretary, Corresponding Secretary and Historian, that shall be announced at the February meeting of the International Board of Directors.
- C. Qualifications of nominees
- 1) Any candidate for the office of International President shall have served on the International Board of Directors for a period of at least one fiscal year.
 - 2) Any person nominated as an officer of the International Board of Directors shall have been a dues-paying Member of Ikebana International for at least one fiscal year immediately preceding election.
 - 3) Nominees must be able to participate fully in the activities of the International Board of Directors and must give prior consent to the nomination.
 - 4) All elected officers who serve during a World Convention must register for the Convention. It shall be the responsibility of the Nominating Committee to inform all nominees of this requirement.
- D. Voting
- 1) The Nominating Committee shall prepare the ballot to be mailed to the Chapters and Members-at-Large by March 15, with a proviso for write-in candidates who meet the above stated requirements.
 - 2) Chapters shall be responsible for tallying their Members' votes.
 - 3) Completed ballots must be received at International Headquarters by June 15 of an election year, results to be announced at the Annual General Meeting and in the newsletter published following the meeting.

2. Tellers Committee

- A. The International President shall appoint five tellers, the first appointed to be the Chairman.
 - B. The Tellers Committee shall be responsible for counting the votes, and announcing the results at the Annual General Meeting.
3. Elected International Officers will be installed and assume their duties at the Annual General Meeting in September.
 4. Terms of office shall be for one year with the privilege of being re-elected to the same office for a second term. No elected officer may hold the same office for more than two consecutive terms.
 5. Resignations from the International Board of Directors shall be presented in writing to the International President.
 6. A vacancy in the office of International President shall be automatically filled by the International First Vice-President becoming the International President. All other vacancies shall be filled by appointment by the International President, with the advice of the Nominating Committee and the approval of the International Board of Directors. A person filling a vacancy shall serve for the remaining term of the previous officer. If the vacancy is for a period of 6 months or more, the officer filling the vacancy is considered to have served a full term in that office.

Article IX: Duties of Officers

1. The International President shall preside at the Annual General Meeting in September, and at all meetings of the International Board of Directors. The International President shall represent the organization at all official and social functions. In the event that the International President is unable to be present, the International President's duties shall be fulfilled by the International First Vice-President or by another member of the International Board of Directors. The International President shall administer the Business of the organization with the approval of the International Board of Directors. The International President shall, with the approval of the International Board of Directors, employ when necessary, or dismiss, office employees for the best interest of the organization in accordance with good business practices. The International President shall appoint all Chairmen of Standing and other Committees, and shall be an ex-officio member of all committees except the Nominating Committee. All checks shall be co-signed by the International President or, in the International President's absence, the International First Vice-President, as

well as the International Treasurer or International Assistant Treasurer. The International President shall appoint, with the approval of the International Board of Directors, a certified public accountant to render an annual financial report of all monies received and disbursed by this organization.

2. The International First Vice-President shall assist in the administration of the affairs of the organization, shall act as liaison to the ikebana schools and Chapters in connection with Regional Conferences and symposia, and shall be responsible for the newsletter, in coordination with the Publication Committee. The International First Vice-President shall act in the absence of, or at the request of the International President. The International First Vice-President shall automatically become the International President of the organization in the event that the International President is no longer able to serve in that capacity.
3. The International Second Vice-President shall be designated as Chapter Director. The International Second Vice-President shall supervise the management of Chartered Chapters, and coordinate with the International Third Vice-President in the management of Prospective Chapters.
4. The International Third Vice-President shall be Membership Chairman. The International Third Vice-President shall promote new-membership activities, and be responsible for correspondence and liaison with Members-at-Large and Sustaining Members. The International Third Vice-President shall act as the official representative of the Members-at-Large, and shall supervise the management of Registered Study Groups and Prospective Chapters, in coordination with the International Second Vice-President.
5. The International Recording Secretary shall record the minutes of all business meetings of the International Board of Directors, the International Executive Board, and the Annual General Meeting.
6. The International Corresponding Secretary shall handle the official correspondence of the International Board of Directors that is not regularly handled by the office employees and assist the International President with official correspondence as needed. The International Corresponding Secretary shall also be responsible for compiling the Chapter Activities from Form A.
7. The International Treasurer shall supervise the handling of all monies for this organization and be responsible for:
 - A. Co-signing with the International President or, in the International President's absence, the International First Vice-President, all checks issued by the organization, except for those issued from the Publications Fund.

- B. Preparing an annual budget to be submitted to the International Board of Directors for approval at the September meeting.
 - C. Preparing a cash audit and inventory of property to be submitted to the International Board of Directors immediately after taking office or following a change in the office of International President.
 - D. Supervising and preparing books for the annual audit at the end of the fiscal year.
8. International Assistant Treasurer
- A. Under supervision of the International Assistant Treasurer, the Publications Department shall set up a separate fund from that of International Headquarters' General Fund, and the International Assistant Treasurer shall be responsible for all monies handled by the Publications Fund.
 - B. The International Assistant Treasurer shall be responsible for co-signing with the International President or, in the International President's absence, the International First Vice-President, all checks issued in the name of the Publications Department.
 - C. The International Assistant Treasurer shall be responsible for preparing an annual Publications Department budget which shall be approved by the Publications Director and the International Board of Directors at the September meeting.
9. The International Historian shall maintain the record of the activities of the organization and shall keep individual Chapters' historical files.
10. Attendance of Directors at monthly board meetings shall be obligatory. Absence will be excused on advance notice of inability to attend.
11. All elected officers on the International Board of Directors during a World Convention must register for the Convention. Exceptions may be granted at the discretion of the International President.

Article X: Committees

1. Standing Committees

The chairmen of the following Standing Committees shall be Directors of the International Board and shall have voting privileges. A Committee Chairman may be represented by a member of the committee appointed to act as deputy.

A. Amendment Committee

This committee shall be responsible for reviewing and submitting any proposed amendments to the Articles of Association and Bylaws to the International Board of Directors.

B. Convention Committee

This committee shall be responsible for all the planning, coordinating and carrying out of the World Conventions of Ikebana International.

C. Development Committee

This committee shall be responsible for the Association's fund-raising.

D. Nominating Committee

This committee shall act in accordance with Bylaws Article VIII, Section 1, to nominate a slate of officers annually, and shall also recommend candidates for vacancies that may occur during the year.

E. Protocol Committee

This committee shall be responsible for arranging social functions where Imperial Family members, foreign dignitaries, or special guests are invited to participate.

F. Publication Committee

This committee shall supervise production of, procurement of advertising for, and distribution of the publications of this organization.

G. Public Relations Committee

This committee shall be responsible for publicizing and promoting Ikebana International and for preparing informational documents.

H. Translation Committee

This committee shall be responsible for translations as requested by the Publications Department or International Headquarters office personnel.

2. Experts Committees

An Experts Committee may be formed if a specific temporary situation or

problem arises requiring the services of specialists. The Experts Committee Chairmen are not voting members of the International Board of Directors.

Article XI: Founding Flower Master Advisors

The Headmasters of the Ohara School, the Sogetsu School, and the Ikenobo School are the Founding Flower Master Advisors of the Association. They shall be invited to attend joint meetings of the International Board of Directors and the Founding Flower Master Advisors.

Article XII: Counselors

Japanese Flower Masters and other outstanding individuals may be invited to serve as Counselors by the International Board of Directors. They shall be invited to attend joint meetings of the International Board of Directors and Counselors.

Article XIII: Parliamentarian

The Parliamentarian shall be a registered parliamentarian and shall be appointed by the International President, with the approval of the International Board of Directors, and shall serve as an advisor in parliamentary matters.

The Parliamentarian is not entitled to voting privileges on the International Board of Directors.

Article XIV: Meetings

1. The Annual General Meeting of Members of Ikebana International shall be held in September for the purpose of submitting the annual report of the International Board of Directors, and for the announcement of election results and installation of newly elected officers, the day and place to be established by the International Board of Directors.
2. Meetings shall be conducted according to the standards of the Articles of Association, Chapter 4.
3. Honorary Members are not entitled to voting privileges.

Article XV: Amendments

1. To amend or revise the Bylaws to the Articles of Association, the proposed amendments or revisions shall be approved by a majority vote of the International Board of Directors, and then ratified by a two-thirds affirmative vote of the total votes cast by Chapters and Members-at-Large. A copy of the proposed amendments or revisions shall be submitted to each Chapter and to

Members-at-Large at least 90 days prior to the date of call set by the International Board of Directors.

2. Amendments or revisions of the Bylaws may be proposed and passed at the World Convention by a majority vote of the voting delegates present. They shall be submitted without change to each Chapter and to Members-at-Large for ratification at least 90 days prior to the date of call set by the International Board of Directors. A two-thirds affirmative vote of the total votes cast shall be necessary for ratification.

Article XVI: Memorial Funds

Any funds given to Ikebana International as a memorial to a person, unless otherwise designated and specified, shall be placed in the general fund and used for the objectives of the Association in accordance with Article III of the Articles of Association.

Article XVII: World Convention

1. A World Convention of Ikebana International may be held every five years in Japan, at a time and place to be determined by the International Board of Directors, subject to change by the International Board to meet an emergency or special condition.
2. The World Convention shall be organized and directed by a Chairman appointed by the International President and approved by the International Board of Directors. In order to facilitate the long-range planning necessary for such a Convention, a World Convention Chairman shall be appointed at least three years prior to the date of the convention for which the appointment is made. The International President shall be presiding officer at the World Convention. The Convention Chairman shall serve as a member of the International Board of Directors until the closing of all the facilities and records of that Convention.
3. The number of voting delegates at the World Convention shall be based upon the number of Members on the current membership lists at the International Headquarters office as of March 1 of the year the Convention is held. The assignment of the number of voting delegates shall be based upon the following:
 - A. Each Chartered Chapter shall be entitled to designate one voting delegate for each unit of 100 Members or fraction thereof. Alternates, designated as such by the Chapters, may be seated in the absence of the official delegate(s).

- B. Members-at-Large and Members belonging to Prospective Chapters shall be represented by one voting delegate for each 100 Members-at-Large or Prospective Chapter Members, or fraction thereof. Such delegates shall be appointed by the International Board of Directors.
 - C. All delegates and alternates must be Convention registrants.
4. The Chairman of the Resolutions Committee shall be appointed by the International President. This Chairman and the Resolutions Committee members shall prepare any and all Resolutions and Amendments to the Articles of Association, the International Bylaws and the Standing Policy Resolutions for presentation to the delegates at the World Convention. This Chairman shall have held an elective office either at the Chapter level or on the International Board of Directors for at least one full term and shall have been a Member in good standing for at least one fiscal year immediately prior to the appointment. Other members of this committee shall be appointed by the Chairman from nominations presented by the International Board of Directors, Chapter Boards, or Registered Study Group Chairmen. The committee shall be composed of representatives from each region. An announcement of the committee members' names and addresses shall be made to the general membership no later than three months prior to the convening of the Convention. The Resolutions Committee Chairman shall work with guidance from the International Parliamentarian.

Article XVIII: Regions and Regional Conferences

1. Regions of Ikebana International in which Chapters, Registered Study Groups, or Members-at-Large are located: Asia, Africa, Australia /New Zealand, Europe, Middle East, North America, and Latin America.
2. Inter-Chapter Liaison Committees may be formed within suitable geographical areas. These committees shall be comprised of one Member of each Chapter concerned. An Inter-Chapter Liaison Committee will be responsible for interchange of ideas concerning Chapter activities and cooperation in organizing programs and local Chapter policies that are of mutual benefit to the Chapters in a particular area.
3. A Regional Chairman, or Chief Liaison Officer, may be appointed by Inter-Chapter Liaison Committees. The duties of such an officer are principally to be regional liaison.
4. Regional Conferences
 - A. Regional Conferences shall be primarily for educational and cultural purposes.

- B. Regional Conferences may be held within any region, provided that:
- 1) A majority of the Chapters voting agree upon a time and place.
 - 2) The Regional Conference is not scheduled during the six months before and after a World Convention in Japan.
 - 3) Prior approval by the International Board of Directors has been obtained.
- C. Copies of resolutions or recommendations proposed to a Regional Conference must be received by International Headquarters at least 45 days prior to the Conference. Resolutions passed at a Regional Conference shall be forwarded to International Headquarters for consideration by the International Board of Directors. No actions of Regional Conferences concerning Chapter and Registered Study Group governance or policy may be considered legal or binding unless, and until, approved by the International Board of Directors. Resolutions and recommendations passed at a Regional Conference shall be considered at the first meeting of the International Board of Directors following receipt of same, and all Chapters and Registered Study Groups will be notified of action thereon.
- D. Persons who are voting delegates at a Regional Conference shall be Ikebana International Members from that particular region. The number of voting delegates should be as stated in the most recent revision of the *Regional Conference Guidelines* issued by International Headquarters.

Article XIX: Authority

The rules contained in *Robert's Rules of Order Newly Revised* shall govern this organization in all cases to which they are applicable.

Ratified August 7, 2001

STANDING POLICY RESOLUTIONS

- ✦ All Directors, Chapter Presidents, Registered Study Group Chairmen, and Honorary Advisors shall be furnished a list of Chapter Presidents and Study Group Chairmen and their addresses at the beginning of each fiscal year.
- ✦ All Chapter newsletters, stationery, programs, etc., that are to be provided for members or used as publicity shall carry the cherry blossom emblem (insignia) as stated in Article I of the Bylaws.
- ✦ Within a period of one month immediately preceding a Regional Conference, no Ikebana demonstrations and/or workshops by visiting masters, sponsored by Ikebana International, may be conducted within a radius of one hundred sixty kilometers (one hundred miles) of the Regional Conference location.
- ✦ The final total figures of the Annual Financial Report shall be written in yen, and the U.S. dollar equivalent shall be quoted as of the date of the Report.

(as of April 1995)