

BY-LAWS

LITTLE RIVER BASIN MASTER GARDENERS

ARTICLE I

NAME

The name of the Association shall be the Little River Basin Master Gardeners, hereinafter referred to as the "Association".

ARTICLE II

OBJECTIVE

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code.

This organization shall be a non-profit, educational, literary and charitable association to support Texas Cooperative Extension. This organization will not be affiliated with any commercial enterprises. Its objectives shall be:

- to increase knowledge of gardening to its members and the general public
- to support and assist Texas Cooperative Extension by providing the community with information on good gardening practices through educational projects, including publishing news articles and other mass media, presenting at garden clubs, schools and other community groups, and responding to telephone inquiries
- to assist "Master Gardener Interns" in fulfilling their volunteer commitment

ARTICLE III

MEMBERSHIP

Section 1. Members of this organization shall be Texas Master Gardeners, certified by Texas Cooperative Extension, The Texas A&M University System.

Section 2. Selection for membership shall be made without discrimination based on gender, color, race, religion, income, marital status, handicapped condition, disability, or national origin.

Section 3. No member shall use their position with the Association to further the manufacture, distribution, promotion or sale of any material, products, or services, for personal use or material gain.

Section 4. Non-voting associate membership shall be extended to participants of the "Master Gardener training" in the Little River Basin Master Gardeners. No dues will be required of associate members.

Section 4a. Intern membership shall be extended to associate members who have successfully completed the Master Gardener training but who have not yet completed the required hours of volunteer service. Intern members are required to pay dues and may vote. Interns have one year from the completion of their Master Gardening training to complete their volunteer hours and become full members. Interns who do not complete their volunteer hours within the one-year time frame will be considered to have lapsed membership.

Section 5. Intern members will be accepted into full membership upon completion of the Master Gardener certification requirements, at which time members will receive a certificate and name badge.

Section 6. To maintain good standing, each member must have paid the dues for the current year. Dues for the members of this organization shall be \$20 per year, payable annually by the third monthly meeting.

Section 7. In order to retain the title of Texas Master Gardener, members must take 12 hours of recertification training and provide an additional 12 hours of volunteer service through the local Extension office every two years.

Section 8. An individual wishing to transfer into our organization from another Master Gardener group will be charged a transfer fee of \$50 which will include the current year's dues.

Section 9. An individual whose membership has lapsed may apply for reinstatement. The Board will determine requirements for reinstatement.

ARTICLE IV

MEETINGS

Section 1. Meetings will be held monthly, unless otherwise determined by the board.

Section 2. Special meetings may be called if the need arises at the discretion of the Board of Directors. Such special meetings shall be announced to members by phone, mail or email at least 3 days before the meeting date.

ARTICLE V

FISCAL YEAR

The fiscal year of this organization shall run from January 1 to December 31 of each year.

ARTICLE VI

Board of Directors

Section 1. The Board of Directors shall manage the affairs of the Association.

Section 2. The nominating committee shall nominate the Board of Directors and a slate of candidates shall be presented in February.

Section 3. The Board of Directors shall be elected by secret ballot in the regular March meeting, shall be installed at the April meeting and assume their duties upon installation.

Section 4. The number of Directors shall be nine (9). Each director shall hold office for one year until his/her successor shall have been elected and qualified.

Section 5. A regular annual meeting of the Board of Directors shall be held without other notice than this by-law, immediately after, and at the same time as the annual meeting of members. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings of the Board without other notice than such resolution.

Section 6. The Board of Directors will meet monthly or as necessary.

Section 7. Special meetings of the Board of Directors may be called by or at the request of the President or any four Directors. Notice of any special meeting shall be given at least three days previously by written notice sent by mail, email, or by telephone.

Section 8. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 9. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

Section 10. The Bylaws of the Association shall govern the conduct of all Directors of the Board. In those instances where a situation is not specifically addressed by the By-laws, the conduct will be governed by procedures set forth in the latest edition of Roberts Rules of Order.

Section 11. The Board of Directors shall have the authority to expel or suspend any Officer or member of the Board of Directors by a two-thirds (2/3) vote of the Board voting at any duly called meeting. The notice for said meeting must specifically state that such action is to be considered.

Section 12. A staff member of the Texas Cooperative Extension shall serve as advisor to the Board of Directors.

Section 13. The Board of Directors may appoint one (1) alternate Board member who would be able to attend all board meetings, and in the absence of any Board member, be allowed full voting privileges.

ARTICLE VII

OFFICERS

Section 1. Officers of this organization may be:

- * President
- * Immediate Past President
- * First Vice-President
- * Second Vice-President
- * Recording Secretary
- * Corresponding Secretary
- * Treasurer
- * Historian

Section 2. The nominating committee shall nominate officers and a slate of candidates shall be presented in February.

Section 3. Officers shall be elected by secret ballot in the regular March meeting, shall be installed at the April meeting and assume their duties upon installation.

Section 4. All nominees for the office must be active members in good standing.

ARTICLE VIII
DUTIES OF OFFICERS

Section 1. The President shall

- A. Preside at all meetings of the organization.
- B. Appoint the chairman of each standing committee and any special committees.
- C. Be an ex-officio member of all committees except the nominating committee.
- D. Work with the Treasurer on the budget.
- E. Create and dissolve Committees as determined by the Board of Directors.

Section 2. The First Vice-President shall

- A. Take charge of meetings in the absence of the president.
- B. Be chairman of the Program Committee.
- C. Be responsible for the reserving of the meeting room and ordering the necessary furnishings.

Section 3. The Second Vice-President shall

- A. Assist the President
- B. Be chairman of the Bylaws Committee.
- C. Be advisor to the Program Committee.

Section 4. The Recording Secretary shall

- A. Record the minutes of the meetings.
- B. Disseminate the minutes of the previous meeting.
- C. Keep a record of attendance at each meeting.

Section 5. The Corresponding Secretary shall

- A. Take care of all the necessary correspondence.
- B. Maintain a current list of members' names and addresses. The Secretary shall establish the procedures for submission of information from associations for rosters and for general dissemination to the membership. The Board of Directors shall approve these procedures.
- C. Be a member of the newsletter committee.

Section 6. The Treasurer shall

- A. Receive all dues and monies for the association.

- B. Keep an exact account of all dues, other income, bank deposits, disbursements, and other financial matters.
- C. Pay all bills upon receipt of a written statement and purchase proof.
- D. Make a monthly financial report to the membership.
- E. Present the financial records for audit annually.
- F. Develop a draft preliminary annual budget for the budget committee's review.
- G. Prepare a monthly reconciliation of the bank account and print out reconciliation detail and then have someone else review it.

Section 7. The Historian shall

- A. Record and maintain scrapbook of organization events and activities.

ARTICLE IX

COMMITTEES

Section 1. The standing committee chairman shall be appointed by the president and announced at the June meeting.

Section 2. Associate members may serve as members of committees.

Section 3. The standing committees if applicable and duties of each are:

- A. Educational Enrichment Program
 - 1. The First Vice-President shall serve as chairman.
 - 2. This committee is responsible for arranging programs for monthly meetings and additional educational enrichment programs and seminars.
 - 3. This committee is responsible for informing the county Extension agent when recertification programs are required.

- B. Newsletter/Public Relations
 - 1. The chairman will serve as editor.
 - 2. The committee will prepare and send a quarterly publication to inform members of meetings and other pertinent information.
 - 3. The committee shall consist of at least a chairman/editor and the secretary.

- C. Membership

1. The committee will consist of at least a chairman.
2. The committee will contact and maintain contact with each new Master Gardener class.
3. The committee will encourage associate members to become members upon their completion of the class.
4. The committee will screen all applications for new Master Gardener classes.

D. Nominating

1. The committee will consist of a chairman and two members who are not currently serving on the executive committee.
2. The committee will provide a slate of candidates for offices at the February meeting.
3. The committee will provide nominations to the Board of Directors persons to fill vacancies that might occur in elected offices.

E. Audit/Finance

1. The committee will consist of a chairman and two members who are not currently serving on the executive committee.
2. The committee will audit the financial records in the presence of the Treasurer and President annually.
3. The committee shall approve an annual budget submitted by the Treasurer.

F. Telephone/Email

1. The committee will consist of a chairman and at least two members.
2. The committee will keep a current list of members and their phone numbers.
3. The committee will contact members by the telephone or email as the need arises.
4. The committee will contact scheduled speaker(s) 3 to 5 days prior to scheduled date.

G. Hospitality

1. Coordinate snacks and coffee for all classes, maintain inventory of coffee, napkins, plastic spoons and plates.
2. Plan for food, beverages, plates and flatware for graduation.

H. Projects Approval

1. Review all projects submitted and determine qualifications.
2. Notify project leader in a timely manner when approval/disapproval is reached.
3. Maintain records of each approved project and notify webmaster for announcement of each project on website.
4. Select one member of the project committee to assure that project participants are recording hours.

I. Field Trip

1. Contact and schedule locations, plan for transportation and suggest dining options.
2. Present recommendations to the Board of Directors for approval and announcement.

ARTICLE X

VOTING

Section 1. A quorum shall consist of 50 percent of the active members.

Section 2. Election voting shall be by secret ballot.

ARTICLE XI

AMMENDMENTS

Section 1. These bylaws may be amended by a two-thirds vote of the membership present.

Section 2. Notice of all proposed amendments to the bylaws must be presented in writing at one regular meeting and a copy mailed or emailed to members not present. Proposed amendments will be voted on at the next regular meeting.

ARTICLE XII

TERMINATION OF THE ASSOCIATION

The Board of Directors will decide on dissolution of the organization.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not disposed of shall be disposed of by the court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

DEFINITIONS

Master Gardener Associate: Someone who has not completed training.

Master Gardener Intern: Someone who has completed training but not volunteer hours and has one year from the date of their class completion.

Certified Master Gardener: Someone who has completed both training and volunteer hours and maintains the criteria outlined in Article III, sections 6 and 7.