

# Mountain Garden Club Bylaws - revised June 2021

## **ARTICLE I - NAME**

The name of this organization shall be the MOUNTAIN GARDEN CLUB.

## **ARTICLE II - PURPOSE**

The Mountain Garden Club is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code.

## **ARTICLE III - OBJECT**

The Mountain Garden Club is dedicated to the promotion of all phases of horticulture, floral design, civic beautification, community service, conservation, youth projects and scholarships within the communities which comprise the region of the Mount Washington Valley.

## **ARTICLE IV - MEMBERSHIP**

Section 1: Membership shall be open to men and women in the area who are in sympathy with the mission and goals of the Club.

Section 2: Membership shall not be limited to a given number.

Section 3: Active members of the Club are those who have a willingness to share in the work of the Club, to serve on committees, and to attend Club-sponsored activities.

Section 4: Honorary members are those Club members who are entitled to all Club privileges except that they may not hold elective office. Honorary members may be selected upon approval of two-thirds vote of the Executive Board.

## **ARTICLE V - MEETINGS**

Section 1: Regular meetings shall be held September through June. Additional meetings may be called at the discretion of the President or at least three members of the Executive Board.

Section 2: The annual meeting shall be held in June of each year. This meeting is for the purpose of installing officers (on even numbered years), receiving annual reports, and transacting other business that may arise.

## **ARTICLE VI - OFFICERS AND EXECUTIVE BOARD**

Section 1: The officers of the Club shall consist of President, Vice President, Recording Secretary, and Treasurer. The President and Vice President may not serve consecutively for more than two years in the same office, unless otherwise determined by the Executive Board.

The Recording Secretary and Treasurer may not serve consecutively for more than two years in the same office, unless otherwise determined by the Executive Board.

Section 2: The Executive Board shall present a slate of officers at the May meeting (of even-numbered years) to be elected at this time and installed at the annual meeting in June. Nominations submitted by the Executive Board shall not preclude nominations from the floor. Officers shall be elected by a majority of those present at the May meeting.

Section 3: The Executive Board shall consist of the officers of the Club and the Chair of each Standing Committee.

Section 4: The Chair of each Standing Committee shall be appointed by the Executive Board and the Chair shall be responsible for selecting committee members.

Section 5: The Special Projects Committee Chairs shall be approved by a majority vote at an Executive Board meeting.

## **ARTICLE VII - DUTIES OF THE OFFICERS**

Section 1: The President shall preside at all meetings of the Club and Executive Board. She/He shall appoint the Chairs of the Standing Committees and shall be a member, ex-officio, of all committees. She/He shall perform such duties as usually pertain to the office. She/He shall have her/his signature on file at the bank enabling her/him to sign checks in the absence of the Treasurer. She/He shall present a written report at the annual meeting. An allotment will be allowed for her/his yearly expenses.

Section 2: In the absence of the President, these rights, powers and duties shall devolve upon the Vice President. The Vice President shall be responsible for the auditing of the Treasurer's financial records on an annual basis.

Section 3: The Recording Secretary shall keep accurate attendance records and minutes of all meetings of the Executive Board and of the Club.

Section 4: The Treasurer shall be the financial officer of the Club and shall keep permanent records. She/He shall collect all income. She/He shall deposit the funds in the name of the MOUNTAIN GARDEN CLUB in such banking institution as the Executive Board shall determine. She/He shall hold and disburse charitable giving funds for the Club subject to the approval of the Executive Board. She/He shall pay budgeted operating expenses. Such expenses will be reviewed periodically by the President. Any non-budgeted expense must be approved by the Executive Board. At each meeting of the Club and the Executive Board, the Treasurer shall make a written statement of all receipts and expenditures since the last meeting. At the annual meeting, the Treasurer shall render a written report, properly attested to by the Vice President.

Section 5: Executive Board members shall prepare an annual budget for approval by the membership provided a notice has been given to members at least one regular meeting prior to voting.

Section 6: Executive Board members shall attend Executive Board meetings whenever possible. If unable to attend a meeting, they are responsible for obtaining information pertinent to the meetings.

## **ARTICLE VIII – DUTIES OF THE STANDING COMMITTEES**

Section 1: Program Committee shall be responsible for planning the overall Club programs.

Section 2: Publicity Committee shall be responsible for reporting Club activities to the newspapers, and to television and radio stations if pertinent, and for notifying members of any program changes.

Section 3: Hospitality Committee shall be responsible for obtaining hostesses and refreshments for all Club activities. The Hospitality Committee shall also be responsible for setting up and taking down tables and chairs at the meeting venue if required.

Section 4: Ways and Means Committee shall be responsible for overseeing the existing major fundraisers and for recommending money-raising projects to the Executive Board.

Section 5: Horticulture Committee shall be responsible for horticulture education.

Section 6: Valley Beautification Sites Committee (VBS) shall be responsible for suggesting, coordinating, and (with the help of Club members) carrying out VBS projects.

Section 7: The Executive Board shall be responsible for providing a slate of officers for election at the annual meeting.

Section 8: Membership Committee shall be responsible for maintaining an accurate membership list, name tags, and for recording attendance at meetings.

Section 9: Scholarship Committee shall be responsible for the execution of the Mountain Garden Club Scholarship Program in conjunction with the Executive Board or by decision of the Executive Board.

Section 10: Information Technology Committee shall be responsible for maintaining the Club's database and website. It shall also be responsible for keeping the Club abreast of any changes in technology that may affect the overall operation of the Club.

Section 11: Planning Committee shall be responsible for implementing the Club's Strategic Plan and presenting new ways in which the Club may become more efficient in cost savings, fund raising, and general operations.

Section 12: Environmental/Conservation Projects Committee shall be responsible for the Club's activities and participation in any and all environmental and conservation related projects that are not currently part of VBS.

#### **ARTICLE IX - CLUB DUES**

Section 1: Annual dues for active members shall be payable at the April meeting. Increases in annual dues shall be recommended by the Executive Board and approved by a majority vote of members in attendance at a regular monthly meeting.

Section 2: Honorary members are exempt from paying dues.

Section 3: For family dues, the first member pays full amount; each additional member shall pay a discounted rate.

Section 4: After January 31, new members may join at one-half the yearly rate.

Section 5: New members who join the club at or after the March club meeting will pay the full amount for annual dues, which will include the remainder of the current fiscal year, as well as the upcoming fiscal year.

Section 6: Notices shall be sent in the May/June timeframe to all members whose dues are unpaid.

#### **ARTICLE X - DISSOLUTION OF THE CLUB**

Upon the dissolution of the Mountain Garden Club, the Executive Board of the Club shall, after paying or making provisions for payment of all liabilities of the Club, dispose of the assets of the Club exclusively for the purposes of the Club by giving these remaining assets to Tin Mountain Conservation Center, Inc., which is organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Revenue Law), as the Executive Board that acts as our Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas in the county in which the principal office of the corporation is then located, exclusively for the purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then assets of this corporation shall be distributed to a fund, foundation or organization which is organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE XI - GUESTS**

Members may bring guests to all Club activities.

## **ARTICLE XII - QUORUM**

Section 1: A majority of the Executive Board shall constitute a quorum for Board meetings.

Section 2: Executive Board members attending a Board meeting via electronic and/or telephone conferencing will be considered as present and counted for a quorum and voting purposes.

Section 3: Executive Board members not in attendance at a Board meeting may be contacted electronically subsequent to the meeting to establish a quorum for voting purposes.

## **ARTICLE XIII - AMENDMENTS**

These Bylaws may be amended by the majority vote at any regular meeting provided a notice has been given to members at least one regular meeting prior to voting.

## **ARTICLE XIV - AUTHORITY**

Robert's Rules of Order, newly revised, shall be the final authority of the Club on all questions of procedure and parliamentary law not covered by these Bylaws.

*\*Bylaws revised June 2021*