

**CONSTITUTION AND BY-LAWS**  
**of the**  
**FOUR SEASONS GARDEN CLUB**  
**KENOSHA, WISCONSIN**

Adopted in 1963

As Restated and Amended May 10, 2018 and Further Amended July, 2020

**ARTICLE I**

**NAME**

Section 1: The name of this organization shall be FOUR SEASONS GARDEN CLUB a non-profit organization, organized and existing under the laws of the State of Wisconsin and hereinafter referred to as FSGC.

**ARTICLE II**

**AFFILIATIONS**

Section 1: The FSGC shall be affiliated with the  
Wisconsin Garden Club Federation and the  
National Council of State Garden Clubs, Inc.

**ARTICLE III**

**OBJECTIVES**

Section 1: To encourage interest and education in all phases of home gardening, floral design, landscape design and environmental protection.  
Section 2: To encourage civic beauty and roadside development.  
Section 3: To cooperate with other organizations furthering the interests of gardening and conserving of natural resources.  
Section 4: To operate on a non-profit basis exclusively for charitable, educational and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code.

**ARTICLE IV**

**FISCAL YEAR**

Section 1: The fiscal year shall be January 1 – December 31.

**ARTICLE V**

**DUES**

Section 1: Dues shall be Twenty Five Dollars (\$25.00) per year for Active Members, and Thirty Dollars (\$30.00) per year for Emeritus Members.  
Section 2: Dues shall be due at the first meeting in April.  
Section 3: Members whose dues are delinquent as of June 1st and who have been duly notified may be dropped from the membership roll.

**ARTICLE VI**

**MEMBERSHIP**

Section 1: Membership shall be by invitation subject to openings in Active Membership roll.  
Section 2: Membership shall be limited to fifty (50) Active Members. Emeritus Membership shall not be limited in number.  
Section 3: Active Members will be expected to take part as fully as possible in all club activities, including attendance at meetings.  
Section 4: Members absent without notice for three (3) consecutive meetings may be dropped from the membership roll.  
Section 5: Members of at least ten (10) years standing who are no longer able to be Active Members may elect to become Emeritus Members. They will retain membership with

WGCF and NCSGC and will be welcome to attend and take part in all activities but will not have voting privileges or be expected to fulfill any usual club obligations.

Section 6: Former members who wish to rejoin will be considered by the Membership Chair and the Executive Board at the next opening in the Active Membership roll.

## ARTICLE VII

### OFFICERS

Section 1: The officers shall be President, First Vice-President, Second Vice-President, Recording Secretary and Treasurer. They shall be elected at the Annual Meeting of the even-numbered year for the term of two (2) consecutive years.

Section 2: The President shall preside at all meetings of the club, shall appoint the standing committee chairs and shall, with the Treasurer, approve in a timely manner all warrants—checks and contracts over one hundred dollars (over \$100) that have not been included in the approved budget.

Section 3: The First Vice-President shall be assumed to be President-Elect and shall conduct the business of the club during the absence of the President. If the office of the President becomes vacant, the First Vice-President shall become President. It shall be the duty of the First Vice-President to secure programs during the term of office.

Section 4: The Second Vice-President shall conduct the business of the club in the absences of the President and First Vice-President, or if either of the above offices become vacant. It shall be the duty of the Second Vice-President to assist with the club programs and act as liaison between the club membership and executive board for projects during the term of office.

Section 5: The Recording Secretary shall keep a record of all the minutes, the attendance at meetings, and such other records as are necessary or as the Executive Board may determine. The Recording Secretary shall maintain record books in which the by-laws, special rules of order, standing rules and minutes are entered with any amendments to these documents.

Section 6: The Treasurer shall be the custodian of all the monies of the club and shall be authorized to disperse funds as may be available in amounts not to exceed the budgeted totals that have been approved for payment by the appropriate committee chair. Further, the Treasurer is authorized to disperse funds more than the budgeted amounts only with the approval of the President and the Executive Board. The Treasurer shall keep full and accurate books of account, containing a record of all monies received and expended and shall submit annual financial report to the Executive Board.

Section 7: The Executive Board shall consist of the officers and two (2) members-at-large appointed by the President. The Board transacts the general business of the club, considers all questions of policy and presents recommendations to the club for action.

Section 8: If a vacancy occurs in the Executive Board, the Executive Board shall have the right to fill the vacancy for the remainder of the unexpired term of office.

## ARTICLE VIII

### COMMITTEES

Section 1: There shall be the following standing committees: Budget, Membership, Audit. There may be additional committees at the discretion of the membership, including but not limited to: Revisions of Constitution and By-Laws, Nominating (every two years), Grants and Scholarships, Sunshine, Arbor Day, Library Window, Margaret Myers Garden. There shall be two (2) Standing Chairs: Historian and Parliamentarian.

The Grants and Scholarships Committee shall research and review throughout the year all requests for funds and charitable donations that are not previously approved as recurring community donations in the Annual Budget. The Grants and Scholarship

Committee may approve all Grants and Special Projects requests of \$500 or less considering the FSGC mission and the availability of budgeted funds. The Executive Board shall give the final approval on requests above \$500.

Section 2: The Budget Committee: Shall be comprised of at least four (4) members including the President, Treasurer, an additional member of the Executive Board, and at least one additional Active Member of the club. The budget will be considered after input from the Committee Chairs.

Section 3: Auditing Committee: The President shall appoint two (2) members who shall serve as an Auditing Committee to audit the books for the Treasurer within one (1) month after the close of the fiscal year at the end of a two-year term.

Section 4: Committee on Revisions of Constitution and By-Laws: This committee shall be composed of three (3) members, including a member of the Executive Board and two (2) members appointed by the President.

Section 5: Committee Duties: Each Chair shall keep a record of the work accomplished during the club year and give a report at the Annual Meeting. All materials pertinent to the work of the committee shall be forwarded to the new committee Chair as soon as the appointment has been made.

#### **ARTICLE IX MEETINGS**

Section 1: There shall be one (1) regular meeting a month, on the second (2<sup>nd</sup>) Thursday of the month, for at least ten (10) months of the year. The Annual Meeting shall be held in November for the purpose of annual reports and elections of officers in the even-numbered year.

#### **ARTICLE X ELECTIONS**

Section 1: A Nominating Committee of three (3) members shall be chosen as follows: The Chair shall be the First Vice-President and two (2) members to be elected by the members at large, two (2) months before the Annual Meeting in November of the even-numbered year.

Section 2: The Nominating Committee shall prepare a list of candidates whose names shall be read at the October meeting with the consent of the nominees, and further nominations shall be in order from the floor.

Section 3: If there is more than one candidate for the same office, election shall be by ballot and a majority vote shall elect. If there is only one candidate for each office it will be in order to move that the secretary cast the vote of the club for elections of its officers.

Section 4: Officers shall begin their term with the December meeting.

#### **ARTICLE XI QUORUM**

Section 1: A simple majority of the FSGC's voting membership must be present at a meeting to constitute a quorum. A simple majority vote is required for passage of a motion or an election.

ARTICLE XII  
**PARLIAMENTARY AUTHORITY**

Section 1: “Robert’s Rules of Order, Revised” shall be the authority and govern the FSGC in the business procedure on all points not covered by the By-Laws.

ARTICLE XIII  
**AMENDMENTS**

Section 1: The By-Laws may be amended at any regular meeting of the FSGC by a two-thirds vote of those present, provided the proposed amendment has been submitted in writing and read at the previous regular meeting. They may be amended without notice at the Annual Meeting by a unanimous vote.

ARTICLE XIV  
**PROPERTY**

Section 1: Title. The title for all property, funds and assets of the FSGC is vested in the FSGC for the joint use of members, and no member or group of members shall have any severable right to all or any part of such property. The FSGC shall have complete control over the acquisition, administration and disposition of its property without consent of the Wisconsin Garden Club Federation, except that such property shall not be used for any purposes contrary to those of the Wisconsin Garden Club Federation.

Section 2: Dissolution. In the event of the dissolution of the FSGC, all assets of the FSGC shall be transferred and delivered to the Wisconsin Garden Club Federation or to a Wisconsin Garden Club Federation-affiliated entity designated by the Wisconsin Garden Club Federation which shall at the time qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1954.

ARTICLE XV  
**NON-DISCRIMINATION**

Section 1: The FSGC shall not adopt any practice, policy or procedure which would result in discrimination on the basis of gender, race, religion or economic background.

Governed according to the Constitution and By-Laws of the Wisconsin Garden Club Federation.

This Constitution and By-Laws was originally printed in May of 1963 and subsequently revised and amended:

July of 1984

April of 1994

March of 2007

May of 2015

August of 2015

December of 2016

May of 2018

July of 2020