

## BYLAWS

### ARTICLE I – NAME

The name of this organization shall be Ramona Garden Club (“RGC”).

### ARTICLE II - PURPOSE AND OBJECTIVES

#### Section 1. Non-Profit Purpose

This organization is for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

#### Section 2. Objectives

- A. To provide educational programs and projects to the membership and the public in topics related to horticulture, landscape design, floral design, culinary arts, conservation of natural resources, civic beautification, and acknowledgment of the relationship of each to the preservation of wildlife.
- B. To support our membership with participation in the California Garden Clubs, Inc., CGCI, Palomar District and National Garden Clubs, Inc., Pacific Region Organizations.
- C. To provide scholarship and/or grant funds to be distributed under the regulations of a 501(c)(3) for the promotion of the recipient(s) ventures related to Article II, Section 2.

### ARTICLE III - MEMBERSHIP AND DUES

#### Section 1. Membership Types

- A. The membership of this organization shall consist of 2 types:
  1. Active membership
  2. Honorary membership
- B. A person interested in this organization may be a guest at no more than two general meetings.

#### Section 2. Active Membership - Qualifications, Selection and Benefits.

- A. Upon ~~submission of an annual membership application and~~ payment of annual dues, active members are eligible to vote, receive a current yearbook, and monthly newsletters, September through June.
- B. Active members will be eligible to attend and participate in all organizational events and activities.

#### Section 3. Honorary Membership - Qualifications, Selection and Benefits.

- A. Shall be members in good standing who have notably promoted the purpose(s) of this organization and will have been an active member for no less than five(5) years, completed at least one full term as committee chair and/or board member.
- B. Will be recommended, in writing, by an active member and approved by a majority vote of the Executive Board.
- C. Shall be excluded from the right to vote in any matter concerning RGC functions.
- D. Shall be excluded from the payment of annual dues.
- E. Will receive current yearbook, monthly newsletter, ~~August through June excluding the summer months of July and August.~~

#### Section 4. Annual Membership Dues

- A. Active membership is contingent upon being current on annual membership dues and application.
- B. The fiscal year shall be July 1st through June 30th.
- C. Dues are payable by June 1st and are delinquent July 1st.
- D. If dues are not paid by August 30, member may not be listed in the yearbook.
- E. If dues are not received by the September general meeting, membership will be terminated.
- F. For reinstatement a member must pay dues in full regardless of month of reinstatement.
- G. Dues are defined in the standing rules.

## **ARTICLE IV - ELECTED OFFICERS, DUTIES, AND ELECTION PROCEDURE**

### Section 1. Classification of Elected Officers

The elected officers shall be the President **and/or** Co-Presidents, Vice President, Secretary, and Treasurer. These elected officers shall constitute the Executive Board.

### Section 2. Election Procedure for and Qualification of Elected Officers

- A. An active member, of no less than 6 months, in good standing shall be eligible for an elected office.
- B. The duties of the nominating committee shall be to nominate a slate of candidates for the offices to be filled and notify the general membership of these nominations at the April general meeting.
- C. Nominations may also be made from the floor.
- D. Election of officers shall be at the May General Meeting.  
A majority vote of the present and active general membership shall elect. If there is more than one nominee for an office, the vote shall be taken by ballot.
- E. New officers shall be installed at the June general meeting and assume duties on July 1st.

### Section 3. Vacancies

- A. A vacancy in any office other than the office of President or Co-Presidents shall be filled by an appointment made by the President or Co-Presidents and approved by a majority vote by the Executive Board.
- B. In the event of a vacancy in the office of President, the Vice President shall become President. The office of Vice President shall then be filled by a special election of the general membership.
- C. In the event of a Co-President vacating the office the remaining Co-President assumes the Presidency.

### Section 4. Officers and Their Duties

- A. The President or Co-Presidents shall:
  - 1. Preside at all general and board meetings and be an exofficio member of all standing committees except the nominating committee.
  - 2. Appoint the Parliamentarian.
  - 3. Appoint a nominating committee chairperson.
  - 4. Appoint the bylaws committee chair and ensure the bylaws are reviewed or revised annually.
  - 5. Appoint all other committees and committee chairs as needed.
  - 6. Appoint the CGCI delegates prior to the CGCI meetings to be attended. The President or, when president cannot attend, a designated alternative will be appointed. When there are Co-Presidents, with each in attendance, each will be considered a delegate. The number of delegates will be based on the number of RGC members and in accordance with the CGCI regulations of:
    - 25 members – 1 delegate
    - 26-50 members – 2 delegates
    - 52-51**-100 members – 3 delegatesfor each additional 50 members an additional delegate will be selected.
  - 7. Select the Board Meeting hostess's from the current membership roster.
- B. The Vice President shall:
  - 1. Arrange and schedule the guest speakers for all General Meetings.
  - 2. Perform the duties of the President, in the absence of or at the request of the President.
  - 3. Keep and maintain the Standing Committee job description notebook.
  - 4. Provide each Standing Committee Chairperson with a current copy of duties and responsibilities as outlined in the job description notebook.
  - 5. Chair occasional special committees or projects as needed.
- C. The Secretary shall:
  - 1. Keep minutes **of board and/or special at all** meetings and process correspondence for the club under the direction of the Presidents or Co-Presidents.
  - 2. Keep a record of all votes, including those taken by a U.S. mail and/or electronic mail.
- D. The Treasurer shall:
  - 1. Receive and deposit all monies collected in the name of RGC, and administer funds as authorized by

the Executive Board.

2. Issue checks for payments of bills associated with RGC financial obligations.
3. Prepare written monthly financial statements for RGC membership.
4. Act as chairperson of the Budget Committee.
5. Prepare the annual budget.
6. File required forms to the Internal Revenue Service and Franchise Tax Board.
7. Chair the Budget Committee whose function will be to prepare the annual budget for review by the Executive Board who will submit it at the September general meeting for final approval by the active membership.
8. Make available at the end of the fiscal year, or if there is a change of treasurer, the financial records for review by the Executive Board and/or an Auditing Committee.

#### Section 5. Removal of Elected Officers from Office

- A. An officer may be removed from office, for just cause, by the vote of the majority of the Executive Board.
- B. No officer shall be removed without an opportunity to be heard.
- C. Notice of such motion of removal shall be given to the member, in writing, twenty (20) days prior to the meeting at which the motion shall be presented, setting forth the reasons of the Board for such removal.
- D. Presidential quorum of the Executive Board shall be one more than half of the members.

### **ARTICLE V - MEETINGS**

#### Section 1. Types of Meetings.

##### A. General Meetings:

General meetings shall be held on the 2nd Wednesday of each month, excluding the summer break months of July and August. Special considerations can be made to change the day of the meeting, as deemed necessary by the Executive Board.

##### B. Board Meetings:

Board meetings shall be held on the 4th Wednesday of each month, excluding the months of June and July. Special considerations can be made to change the day of the meeting, as deemed necessary by the Executive Board. Board meetings are open to all members.

##### C. Special and Executive Meetings :

Special meetings may be called by the President or a simple majority of the Board members. Special meetings will include Executive Sessions. A petition signed by twenty-five percent (25%) of the active members may also call a special meeting. Not all minutes of Special Meetings will be made available to the general membership. Release of Special Meeting minutes will be at the discretion of a majority vote by the Executive Board.

##### D. Electronic Meetings:

Electronic meetings may be called under rare and special circumstances, at the discretion of the Executive Board.

#### Section 2. Quorum

- A. A quorum of the Executive Board shall be one more than half of the members.
- B. A quorum of membership shall be the majority of those active members present and voting.
- C. A quorum of a Board meeting shall be the majority of those members present and voting.

### **ARTICLE VI - FINANCES**

#### Section 1. Appropriate Use of Funds

No part of the net earnings of the organization shall be used to the benefit of, or be distributable to, its members, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to include scholarships and grants in furtherance of the statements set forth in the purpose and objectives in Article II.

#### Section 2. Fiscal Year

The fiscal year shall be from July 1 through June 30.  
Section 3. Reimbursement

Required fees associated with local CGCI, Palomar District, winter, spring and fall meetings, which are attended by the president or Co-presidents, shall be reimbursed to the President or 1 Co-President from the general budget. Prior to reimbursement, the President or 1 Co-President will be obligated to write a brief summary of that meeting, for the next issue of the newsletter.

#### Section 4. Dissolution

In the case of dissolution of this organization, after providing for the debts and obligation of the organization, the Executive Board shall allocate any remaining assets to one or more organizations that operate exclusively for charitable, education or scientific purposes under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code or Internal Revenue Law.

### **ARTICLE VII- COMMITTEES**

#### Section 1. Finance Committee

A Finance Committee **will be established and meet prior to the August board meeting. This committee will be composed of the Treasurer, the Board Members, Committee Chairs and at least four other active members shall be appointed by the President or Co-Presidents, the Elected and Appointed Officers.** It shall be the duty of this committee to prepare a budget for the fiscal year. The Finance Committee may, from time to time, submit amendments to the budget for the current fiscal year, which must be adopted by a majority vote of the Finance Committee.

#### Section 2. Auditing Committee

An Auditing Committee of three active members shall be appointed by the President or Co-Presidents. The duty of this committee shall be to audit the Treasurer's accounts at the close of the fiscal year.

#### Section 3. Other Committees

Other Committees, either standing or special, shall be organized and/or appointed as needed under the direction of the President. The Vice President will provide the chairperson of each committee with a description of duties and responsibilities of the position and the committee.

### **ARTICLE VIII - PARLIAMENTARIAN AND PARLIAMENTARY AUTHORITY**

#### Section 1. Parliamentarian

- A. Shall be appointed by the President or Co-Presidents.
- B. The Parliamentarian shall provide advice on parliamentary questions and procedures.
- C. The Parliamentarian shall, with the bylaws committee, review and/or revise these bylaws annually and as otherwise needed.
- D. The Parliamentarian is a resource and shall be a non-voting member of the Executive Board.

#### Section 2. Parliamentarian Authority

Robert's Rules of Order Newly Revised, current edition, shall be the parliamentary authority of this organization on all matters provided for and not provided for in these bylaws.

### **ARTICLE IX - AMENDMENT OF BYLAWS**

These bylaws may be amended at any general meeting by a 2/3 vote of the present and active members, providing notice of intention to revise or amend shall have been given no less than 10 days prior to revision or amendment.

## STANDING RULES

1. Annual membership dues are \$20 plus \$5 **for each one** additional family member sharing the same address.
2. If membership dues are not paid and submitted with written application by the September meeting, the member will be dropped and the member's name will not appear in the yearbook.
3. If a person joins in April, May, or June her/his membership is extended to the following year.
4. Members sharing the same address will receive only one copy of the newsletter if mailed through the U.S. Postal Service.
5. Board Meetings are open to all members.
6. The incoming President shall determine board meeting dates and locations, **keeping in mind the proximity of holidays to General and Board meetings.**
7. When previously approved budgets require additional funds, the majority of the membership must approve the increase.
8. Members are required to pay full price for tickets to RGC fundraising events.
9. To avoid penalties charged to RGC, members who sign up for an event outside of a club activity are obligated to pay the full reservation amount if not canceled by deadline.
10. Members may donate plants, garden related and other items as raffle prizes at each general meeting. The raffle will serve as a fundraiser for the club.
11. Members who attend an event which is paid for with club funds shall provide a written report within two(2) months of the event to the general membership by means of the newsletter.
12. Here and elsewhere in these bylaws the term "mail" shall be interpreted as standard U.S. Postal Service mail and/or electronic mail.

~~Adopted: September 1, 2006~~

~~Revised: 2014~~

Revised March 2020