

Pleasant Hill Garden Study Club

Constitution and By-Laws

(as amended and approved by the membership on August 6, 2013)

Purpose

This club shall be known as the **PLEASANT HILL GARDEN STUDY CLUB (PHGSC)**, organized as a non-profit educational organization for the purpose of developing an interest in home gardening and the subsequent beautification of the community.

Article 1: Membership

Any person interested in home gardening and willing to pay the annual dues shall qualify for membership.

Article 2: Meetings

Meetings shall be held monthly at a place and time designated by the executive board with approval of the membership.

Article 3: Fiscal Year

The fiscal year of the club shall be July 1 to June 30.

Article 4: Dues

The annual dues shall be paid at the time of joining or annually at the beginning of the fiscal year. The executive board shall set the amount of the dues. They will present any change at a regular monthly membership meeting to be voted on at the subsequent meeting. Members joining after May 1 will have dues paid for the following fiscal year. Dues contribute to the PHGSC's membership in California Garden Clubs, Inc., and by affiliation, the National Garden Clubs.

Article 5: Officers and Executive Board

Section 1: The officers of the club shall be a president, a first vice president (programs), a second vice president (membership), a secretary, and a treasurer.

Section 2: Any officer may be removed for cause by bringing the proposal to the floor for discussion at any regular general membership meeting by any member in good standing; shall be voted on by ballot at the next regular meeting; and must have a two-thirds majority vote of the members present in good standing at the time of the ballot.

Section 3: The officers and chairperson of any standing committee shall constitute the executive board.

Article 6: Officers: Election and Duties

Section 1: The officers shall serve a term of two years, July through June, or until their successors in office are duly elected and qualified. To provide club leadership continuity, the president and second vice president (membership) shall be elected in even-numbered years. The first vice-president (programs), the secretary, and the treasurer shall be elected in odd-numbered years.

Section 2: No officer may serve more than two successive terms in the same office.

Section 3: A nominating committee consisting of three members, one appointed by the president and two elected by the membership at the April meeting, shall propose officer candidates for the coming year and report at the May meeting. The election will be held at the June meeting. For contested offices, the election will be conducted utilizing a written ballot.

Section 4: Outgoing officers shall, no later than two weeks after the June meeting, deliver to their successors in office all records and other materials pertinent to the office.

Section 5: The President shall:

- a. preside at all meetings of the club;
- b. preside at all meetings of the executive board;
- c. with the majority approval of the executive board, present the club fiscal year budget for member majority approval not later than the June club meeting;
- d. be empowered to appoint a vice president, secretary and/or treasurer as may be necessary to complete an unexpired term of office, such appointment to be ratified by the board at its next regular meeting;

Pleasant Hill Garden Study Club Constitution and By-Laws

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- e. send a thank you letter to meeting speaker(s); and
- f. perform all other duties that normally pertain to the office of president.

Section 6: The first vice president (programs) shall:

- a. perform the duties of the president in his/her absence;
- b. act as program chairman for his/her term of office;
- c. schedule club meeting speakers and introduce them at the scheduled club meeting;
- d. keep other board members informed of pertinent communications; and
- e. contact the representative at our meeting location to ensure room reservations, proper set up of room furniture, use and availability of microphones and slide projector, and any other necessary equipment for the presentation(s).

Section 7: The second vice president (membership) shall:

- a. perform the duties of the first vice president in his/her absence;
- b. produce and keep an up-to-date membership roster, guest sign-in sheets, and nametags, preferably utilizing a computer;
- c. maintain and update as appropriate the club membership and information brochure;
- d. collect members' dues;
- e. encourage visitors and guests to join;
- f. keep other board members informed of pertinent communications; and
- g. develop and implement a plan approved by the executive board to solicit new members, retain current members, and maintain overall membership.

Section 8: Succession:

In the event of vacancy of the president, the first vice president (programs) shall succeed. If the first vice president declines, then the second vice president (membership) shall succeed. If the second vice president declines, then the vacancy shall be filled by the executive board until such time at the discretion of the club membership it can vote for a new president, but no later than June.

Section 9: The Secretary shall:

- a. take minutes at executive board meetings;
- b. distribute executive board meeting minutes no later than two weeks after each meeting; and
- c. maintain the permanent records of the club.

Section 10: The Treasurer shall:

- a. be the custodian of the club's funds;
- b. disburse club funds in accordance with club policies as articulated by the executive board;
- c. be familiar with and able to use computer generated financial reports;
- d. maintain up-to-date accurate financial records;
- e. deposit all funds collected for the club at least monthly into the club's bank account;
- f. provide receipts for funds as necessary;
- g. keep balanced accounts;
- h. issue checks for club approved expenses, and for all checks over \$50, obtain a counter-signature from the president or first vice president if the president is absent;
- i. present a report of all income and expenditures at each executive board meeting;
- j. create a budget for review and action by the board prior to the end of the fiscal year.
- k. at the end of the fiscal year, summarize all receipts and disbursements in an annual report.

Article 7: Standing and Special Committees

Any member of the executive board may propose the establishment of a standing or special committee. A standing or special committee may be established or dissolved with majority approval of the executive board. Upon the ratification of the majority of the executive board, the president appoints all standing and special committee chairs. The following are initially designated as standing committees. However, the president with the approval of the majority of the executive board may from time to time add or combine or reorganize or temporarily put in abeyance the standing committees below to facilitate club operations and purpose:

- a. *Newsletter* – solicit articles, draft, edit and publish a monthly newsletter except in July;

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- b. *Web Site* – establish and maintain the club’s Internet site; periodically research services and prices of website providers and recommend to the executive board which providers to use.
- c. *Audio Visual* – manage microphones and lighting at club meetings; interface with facility to ensure sound system, lighting and heat/air conditioning are in working order; research and recommend to the board any appropriate purchases of audio visual equipment used for speaker and club leadership presentations, and interface with first vice president (programs) to have appropriate audio visual equipment available when the club meets.
- d. *Plant Sale(s)* – plan, organize, coordinate and implement all aspects of the club’s yearly plant sale;
- e. *Special Projects(s)* – work with Pleasant Hill Recreation and Park District, community groups, senior residences, and schools in community beautification and gardening education projects;
- f. *Tours and Trips* – plan and coordinate all aspects of club tours and trips (e.g. finding sites of interest, calculating costs and collecting fees, collecting signed waivers, etc.)
- g. *Refreshments* – coordinate monthly refreshments from club members, assure set up of refreshment area at club meetings, and organize two yearly club potlucks;
- h. *Publicity* – arrange for club meeting announcements in newspapers, make posters and/or flyers for tours and events, develop and implement publicity plan as approved by the executive board.
- i. *Historian* – maintain and document club history on paper, in photos and via other media; scrapbooks; newsletters; newspaper articles; journals; etc. of club meetings, events, tours, trips, organization, mementos, awards, etc., for future club members.

Article 8: Amendment of Constitution and By-laws

This Constitution and By-Laws may be amended as follows:

- a. proposed amendments shall be brought to the floor for discussion at any regular monthly membership meeting by any member in good standing;
- b. proposed amendments shall be voted on at the next regular meeting; and
- c. must have a two-thirds approval of members in good standing present at the time of the vote.

Article 9: Memorial Fund

At the discretion of the Executive Board, a contribution to a Memorial Fund for a deceased member of the Club to a garden-related organization or project shall not exceed \$25.

Article 10: In accordance with the non profit IRS 501(c)(3) requirements:

- a. No individual(s) shall benefit financially from this club. Members or others may be paid reasonable compensation for services and expenses, but no one will personally profit.
- b. The major purpose of the club will be to carry on educational activities, not activities of a political nature.
- c. Notwithstanding any other provision of these articles, the club shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code.

Article 11: Dissolution

All the assets of the club, in case of dissolution, shall be transferred to some other organization that has the same non-profit 501(c) (3) status.

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CERTIFICATION:

I hereby attest that this amended Constitution and By-Laws were approved by a two-thirds vote of the members present in good standing at the regular meeting of August 6, 2013.

/s/ Debra Arnold

Debra Arnold, President