

# Bylaws of the Natick Garden Club

As of 6-25-2022

## Article I - Name

This organization shall be named the **Natick Garden Club** (NGC). The motto of the NGC shall be: *Beautify, Revitalize and Preserve ...for Nature's Sake.*

## Article II - Mission

The mission of the NGC is:

- A. To provide a positive social and educational environment for sharing gardening, horticultural, and conservation information.
- B. To encourage civic planting, beautification, and service in the Natick community.
- C. To provide scholarship funds to support the study of horticulture, conservation, ecology, landscape design, or related subjects for a worthy student(s).

## Article III - Membership

**Section 1:** The number of members shall be at the discretion of the Board of Gardeners. Membership is open to all residents of Natick and surrounding communities who have an interest in gardening providing they comply with the Bylaws of the NGC. Non-compliance with the Bylaws is subject to review by the Officers Committee of the Natick Garden Club. There are two categories of membership: Individual and Honorary Life Membership. Honorary Life Membership shall be available to the original founders of the NGC and to anyone deemed worthy of such an honor by the Board of Gardeners. They shall not be required to pay dues.

**Section 2:** Members shall be required to participate in certain activities or committees and pay yearly dues as specified in Article 4.

**Section 3:** Any open membership meeting for the general public shall be held at the discretion of the Board of Gardeners. Members may bring guests to any meeting.

**Section 4:** Guests are limited to attending two meetings. The suggested guest donations shall be \$5.00/meeting. Guest donations may be waived at the discretion of a Board member. Guests **shall** not be allowed to attend the Annual Meeting.

**Section 5:** Membership lists and E-Mail lists **shall** not be made available to any outside individual, organization or group.

**Section 6:** No member may commit or obligate the NGC without the express consent of the Board of Gardeners.

**Section 7:** Members are expected to conduct themselves in a respectful, civilized manner in behavior and in all communications: verbal, written, and electronic, honoring the motto and mission of the NGC.

## Article IV – Dues & Finances

**Section 1:** The fiscal year shall be July 1st to June 30th of the following year. The annual dues of members shall be determined by the Board of Gardeners each April. The annual dues shall be set out in the May newsletter, and members who pay the annual dues by June 30th shall be entitled to a deduction. Mid-year dues shall be prorated. Paid guest donations shall be deducted from the annual fee if joining. In cases of financial need, individual dues may be reduced or eliminated with the approval of the Officers. Such situations shall remain confidential.

## **Article IV Dues & Finances (cont.)**

**Section 2:** Members whose dues remain unpaid by September 30th shall be considered to have withdrawn voluntarily from the club.

**Section 3:** The funds of the NGC shall be used solely in the furtherance of its declared objective. The Board of Gardeners shall have discretion over the distribution of funds. Any non-budgeted expenditures exceeding \$50.00 must be approved by the Officers Committee of the NGC.

**Section 4:** The Treasurers, in collaboration with the Standing Committee Chairpersons, shall develop the annual budget and present such budget to the Board of Gardeners for review and approval at the August Board of Gardeners meeting.

## **Article V - Officers & the Board of Gardeners**

**Section 1:** The Officers of this club shall be President, Vice President, Treasurer, Secretary, Past President, Membership Chair and Programming Chair to be known as the Officers Committee. The President shall preside as chairperson of the business meetings of the NGC, the Board of Gardeners meetings, the Officers Committee meetings and shall be an ex-officio member of other committees. The Vice President shall serve one term and become the President for a minimum of 1 term; all other Officers shall serve a minimum of 1 term. The term of the Treasurer shall be a minimum of 27 months, and shall end on September 30. Term extensions shall also end on September 30. There shall always be at least two persons filling the Treasurer role, and insofar as possible, their terms shall not end in the same year.

**Section 2.** The Board of Gardeners consists of Officers and Chairpersons of all Standing Committees. The Officers positions and Committee appointments are subject to change at the discretion of the Officers Committee. Chairpersons shall be appointed by the Officers Committee. All Officers and Chairperson positions may be "co-positions." Outgoing Board of Gardeners shall deliver to their successors all records and other materials pertaining to their position within two weeks following the installation of the *new* Board of Gardeners. In the event a successor committee chairperson or officer position has not been filled, the records and materials pertaining to that position shall be delivered to the President.

**Section 3:** The term of the Board of Gardeners shall be July 1st to June 30th of the following year, with the exception of Treasurer as defined in Section 1.

**Section 4:** Any votes taken at the Board of Gardeners meetings shall be a quorum vote of 30% of the Board of Gardeners. Each member of the Board of Gardeners has one vote. Notwithstanding the above, the President, or the Vice President in the President's absence, shall only cast a vote to break a tie. Proxy voting shall not be allowed in any meeting. Telephone and electronic voting by the Officers Committee and the Board of Gardeners may be allowed when an unexpected situation arises between scheduled Board meetings, or when meetings are held virtually.

**Section 5:** The Officers Committee may meet at the discretion of the President to address unexpected issues. A quorum for voting shall be a majority of the current officers.

**Section 6:** The Nominating Committee shall consist of the incoming President, the outgoing President, and the two immediate Past Presidents.

## **Article VI - Meetings**

**Section 1:** Regular meetings shall usually be held September through May on the third Thursday of the month, insofar as possible, with exceptions announced on the Web page and in the newsletter.

**Section 2:** The Officers and/or Board of Gardeners meetings shall usually be held on the first Thursday of the months of November, February and April with the August meeting date to be determined each year. All Board of Gardeners meetings are open to any member of the NGC. Only Board of Gardeners shall vote at the Board meetings. Additional Committee meetings of the Board of Gardeners shall be held at the discretion of the President.

**Section 3:** The Annual Meeting shall be held in June.

## **Article VII - Voting**

**Section 1:** Voting shall be by simple majority. The Officers shall be determined at the April meeting. The current membership shall be notified at least two weeks prior to the April meeting regarding the slate of Officers for election. A majority vote of the quorum present shall be made at the April meeting. Installation of the Board of Gardeners shall be held at the Annual Meeting.

**Section 2:** A quorum for voting shall be 20% of the current membership.

## **Article VIII - Non-Discrimination Policy**

The Natick Garden Club shall not permit, in their conduct of club affairs, any restriction or limitation whatsoever based upon race, color, creed, gender, national origin, disability or employment status.

## **Article IX – Dissolution**

In the event of dissolution of the Natick Garden Club, all of the remaining assets and property of the organization shall, after payment of necessary expenses, be distributed to such organizations as shall qualify under Section 501C(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Laws or to the Federal Government, a State or local government for public purpose, subject to the approval of a court of competent jurisdiction within the Commonwealth of Massachusetts.

## **Article X – Parliamentary Authority**

The latest edition of Robert's Rules of Order, newly revised, shall govern all proceedings of the NGC to which they apply as long as they are consistent with these Bylaws.

## **Article XI – Bylaws & Amendments**

Notification for changes to the Bylaws shall be made at least two weeks prior to the meeting when the vote is to be taken. A majority vote of the quorum present shall be required to make changes and amendments to the current set of Bylaws. The Bylaws for the NGC shall be reviewed every five years and revised as necessary.