

**Aransas/San Patricio Master Gardener Association**  
**Bylaws**  
(In support of Texas AgriLife Extension Service)  
Revised 10/31/11

**Article I. Name** The name of this organization shall be Aransas/San Patricio Master Gardener Association, hereinafter referred to as "the Association".

**Article II. Association Description and Objectives**

The Association is a non-profit and educational association of Texas AgriLife Extension Service and Texas Master Gardener Association. The Association may accept donations and sponsorships from individuals and commercial enterprises. However, the Association and its members will not recommend any commercial enterprise or product over any other.

The objectives are:

- a. to increase gardening knowledge of the Association and the public;
- b. to support and assist Texas AgriLife Extension Service by providing the community and visitors with educational programs and information on good gardening practices.

**Article III. Organization**

**Section 1.** This association will consist of:

- a. Members and Interns;
- b. Board of Directors, hereinafter referred to as "The Board", will include the elected officers, the chairperson/co-chair of each standing committee (single vote per committee), the immediate Past President and the Bookkeeper. Only Board members have a vote at the Board of Directors meetings.

**Section 2.** "Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code."

**Section 3.** Upon dissolution of Aransas/San Patricio Master Gardener Association, the Executive Committee shall, after settling all outstanding accounts, assign all remaining equipment and funds to Aransas County AgriLife Extension Office, a 501c3 exempt organization, to be used for educational programming.

**Article IV. Membership**

**Section 1. Membership and List of Members**

Members of the Association will:

- a. be graduates of a Texas Master Gardener Program administered by Texas AgriLife Extension Service, the Texas A&M University System, or authorized by the Association with a certificate of completion from a Master Gardener program elsewhere in the USA;
- b. have paid their dues for the current year;
- c. be certified each year to retain their title of "Master Gardener" by completing and reporting required hours of continuing education and volunteer work.
- d. meet requirements of a background check every 3 years.

**Section 2. Intern Membership and Initial Certification**

Intern Membership -- Non-voting membership will be extended to Interns in Aransas/San Patricio Master Gardener Training Program.

No dues will be required of Interns; they will be accepted into full membership upon completion of (1) the Master Gardener Training Program and (2) fifty hours of volunteer service, within one year of class completion

**Section 3. Code of Conduct** -- Master Gardeners volunteer their time to educate and serve the community in accordance with the Policies and Procedures of the Texas AgriLife Extension Service. Issues of concern regarding conduct should be directed to the Extension Agent.

**Section 4. Lapsed Memberships and Reinstatement** --If membership in the association lapses, the title of "Master Gardener" may be reinstated by meeting certification procedures.

**Section 5. Control of Property**--Materials donated to or purchased by the Master Gardener Association are not to be removed from Texas AgriLife Extension for personal use. However, if the need for an item is past, it is required that the Association make it available for sale to the public and the membership. Texas AgriLife Extension requires that the membership not be favored in these transactions.

#### **Article V. Meetings**

**Section 1.** The Master Gardener Association has an open meeting policy and all committee meetings must be announced in advance to all the membership. Members and Interns are encouraged to attend the General Meetings and any or all committee meetings.

**Section 2.** General Meetings will be held monthly, the time and agenda to be announced in advance to the membership.

**Section 3.** A quorum is the minimum number of members required to be present at a meeting so that business may be conducted. For a quorum at a General Meeting, the association requires at least six Board members plus a minimum of ten additional voting members to be in attendance.

**Section 4.** Any certified Master Gardener who is a member of the Association may vote on issues at any general/committee meeting.

#### **Article VI. Fiscal Year**

The fiscal year of the Association will run from January 1 to December 31 of each year.

#### **Article VII. Officers**

**Section 1.** Elected officers of the Association will be President, Vice President, Secretary and Treasurer.

**Section 2.** Officers will be elected at the regular October General Meeting and will immediately begin preparations to assume their duties on January 1 of the following year.

**Section 3.** Officers will be elected for a one-year term and may be re-elected to the same office for a second consecutive term. If the Nominating Committee cannot find a qualified member for Treasurer, the Board of Directors can approve an additional year.

**Section 4.** Any vacancies of an office occurring during the year may be filled for the remainder of the term in an election by the membership. The election will take place at the monthly General Meeting following the vacancy. Nomination of any candidates, additional to those presented by the Nominating Committee, can be made from the floor.

**Section 5.** An elected officer may be removed from office for more than two consecutive absences without excuse from Board meetings or from General Meetings. Removal would be by the Extension Agent.

### **Article VIII. Duties of Officers**

**Section 1.** The President will preside at all meetings of the Association and be an ex-officio member of all committees. The President may not be the chair or co-chair of any committee, except the Executive Committee, and may not be a member of the Nominating or Audit Committees. Two additional members of the Executive Committee will be appointed by the President by January 1<sup>st</sup> to sign checks as a back-up to the Treasurer.

**Section 2.** The Vice President will preside at meetings in the absence of the President, and serve as chair of the Planning Committee. The Vice President will revise the Member Interest Survey as needed. All certified Master Gardeners should fill out a Member Interest Survey at the August General Meeting. The Vice president will serve as a member of the Education and the Scholarship/Grant Committees. The Vice President will move into the office of President the following year.

**Section 3.** The Secretary will record and type the minutes of each Board, General and Executive Committee Meeting, and forward them to the Extension office for distribution. A hardcopy of the minutes will be placed in a notebook at the Texas AgriLife Extension Office. The minutes will include a record of attendance and any documents presented at the meetings (such as budget information.) The Secretary will also serve as a member of the Communications Committee.

**Section 4.** The Treasurer will sign all checks written on the Association account, assuring that there is a check request and proof of purchase for each check written. The Treasurer will also present a monthly financial report to the membership at the General Meetings, oversee the budget and acquire membership approval, present financial records for audit as required, and provide guidance to the Association's fund raising activities. Two additional members of the Executive Committee will be appointed by the President by January 1<sup>st</sup> to sign checks as a back-up to the Treasurer. Alternate signers on the Association bank account will sign checks only if the Treasurer is unavailable for a week or more. Refer to Policies and Procedures for Texas AgriLife Extension internal controls.

### **Article IX Executive Committee**

**Section 1.** The Executive Committee will consist of the President, who will serve as chairperson, Vice President, Secretary, Treasurer, and the immediate past President.

**Section 2.** The Executive Committee may meet on call of the President or any three other members of the Executive Committee.

**Section 3.** The Executive Committee has authority to make decisions on matters requiring immediate attention.

**Section 4.** The Executive Committee will appoint a Bookkeeper effective January 1 of each year. Appointment of Bookkeeper must have prior approval of the Extension Agent. The Bookkeeper and Treasurer's position will not be combined.

**Section 5.** Texas Master Gardener Association (TMGA) Delegates: The Executive Committee will approve delegates to the TMGA.

### **Article X Board of Directors**

**Section 1.** The Board will consist of the Executive Committee, the chairperson/co-chair of each Standing Committee, and the Bookkeeper. A quorum is the minimum number of members required to be present at a meeting so that business may be conducted. For a quorum, the association requires five Board members to be in attendance at a Board of Directors meeting.

**Section 2.**

- a. The Board of Directors will develop an annual budget and submit it to the membership at the January General Meeting for approval.
- b. The Board is responsible for the direction and operation of the Association, including approval of proposed non-budgeted and/or over-budgeted expenses prior to disbursement.

**Section 3.** The Extension Agent will serve as advisor to the Board.

**Section 4.** The Board will meet on the third Tuesday of each month for discussion of pertinent issues and development of the agenda for the General Meeting. This agenda will be posted at the Texas AgriLife Extension Office on the Tuesday prior to the General Meeting.

**Section 5. TMGA Awards** Awards are given annually.

**Article XI Committees and Special Assignments**

The Standing Committee and Special Assignments chairpersons/co-chairs will be appointed by the President with the approval of the Board. Chairpersons/Co-Chairs must be members in good standing (Article IV, Section 1) and will serve as members of the Board of Directors. Interns may serve on Standing Committees but not be a chairperson.

**Section 1. Standing Committees**

- a. **Communications Committee** -- The committee will consist of a chairperson/co-chair, the Secretary, and at least one additional member. The committee will draft media documents to acquaint the community with the Association's functions through the media. All communication to the membership and externally to the community including media will be via the Texas AgriLife Extension Office.
- b. **Fund Raising Committees** (e.g. Spring/Fall Plant Sale Committee, HGT Committee) -- The committees will consist of a chairperson/co-chair, and at least two additional members. The committees will organize various fund-raising functions throughout the fiscal year, under the direction of the Board.
- c. **Member Relations Committee** -- The committee will consist of a chairperson/co-chair and at least two additional members. The committee will serve as liaison between the Association and each new Master Gardener training class.
- d. **Audit Committee** -- The committee will consist of a chairperson/co-chair and at least one additional member who is not currently serving on the Board of Directors or as the Bookkeeper. The committee will audit the financial records and present an audit report to the membership at the General Meeting in February of each year.
- e. **Landscape Committee** -- The committee will consist of a chairperson/co-chair and all garden leaders. The committee will provide oversight for the planning and implementation of all facets of the Green Acres Demonstration Garden. Propagation is a subcommittee of this committee with its own chairperson.
- f. **Education Committee** -- The committee will consist of a chairperson/co-chair, the Vice President, and at least two additional members. The committee will direct educational programs that benefit the community.

**Planning Committee** – The Vice President will serve as chair; membership will consist of the Board of Directors and other members. The committee will meet annually or as needed. The committee will be responsible for revisions to the Bylaws, Policy and Procedures manual, and the long term plan.

**Food and Refreshment Committee** -- This committee provides food and refreshment for certain meetings and events.

**Section 2. Special Assignments** -- Special assignments committees, chairpersons/co-chairs, coordinators and/or leaders will be appointed and approved as needed.

**Article XII Elections**

**Section 1.** The Nominating Committee will be approved by the membership present at the August General Meeting and consist of a chairperson/co-chair and two additional members who are not currently serving on the Executive Committee. The Nominating Committee will consider a list of certified members for the nomination and election of officers providing a list of a minimum of one willing candidate for each office at the September General Meeting.

Additional nominations will be accepted from the floor at the October General Meeting. Prior consent of nominees will be required. All nominees for office must be members in good standing (Article IV, Section 1).

In the event of the committee being unable to attain willing volunteers, the Aransas/San Patricio Master Gardener organization may be at risk of dissolution. Minimum officers required are President and Treasurer.

**Section 2.** Election of officers will be at the October General Meeting.

**Section 3.** Officers will be elected by a majority vote. Each office will be voted on separately. Voting by acclamation is acceptable if there is only one candidate for an office. If there is more than one candidate for an office, paper ballots will be used. The Nominating Committee will tabulate the votes.

**Section 4.** The Chair of the Nominating Committee will conduct the election.

**Article XIII Parliamentary Authority**

The rules contained in *Robert’s Rules of Order, Revised* will govern the Association in all cases in which they are applicable and consistent with the bylaws of this Association. The Immediate Past-President will be Parliamentarian or one will be appointed by the Executive Committee.

**Article XIV Amendments**

**Section 1.** All proposed amendments to these bylaws and to the Policies and Procedures will be presented to the Board of Directors. If passed, they will be presented to the membership for a vote. A simple majority vote of the membership present at the monthly General Meeting will amend these documents. All amendments to the Bylaws or Policies and Procedures are to be completed by the December General Meeting.

**Section 2.** The Planning Committee will be responsible for sending notice to all members in good standing of proposed amendments to the Bylaws or Policies and Procedures one week prior to the General Meeting.

\_\_\_\_\_ President

\_\_\_\_\_ Date

\_\_\_\_\_ First Vice-President