

## **Long Island Master Gardeners By-Laws**

### **Article I      Name**

Section 1.      The name of this not-for-profit organization shall be the Long Island Master Gardeners (LIMG).

### **Article II      Purpose & Objectives**

Section 1.      To unite gardeners through their common interest in gardening.

Section 2.      To disseminate horticultural information to its members and to the public.

Section 3.      To extend its horticultural educational activities for the improvement of its members and communities of Long Island by providing and maintaining a speakers list on its website, having educational horticultural links on its website, having horticultural articles in its newsletter and giving horticultural advice and information at its public events.

Section 4.      To establish horticultural scholarships at Long Island educational institutions.

Section 5.      To seek and initiate projects, such as the establishment and/or maintenance of public gardens on Long Island, that require the time, knowledge, skills, etc. of LIMG members.

### **Article III      Membership**

Section 1.      Certified master gardeners and those who have a strong interest and knowledge of gardening shall be eligible for regular membership. Members, upon payment of annual membership dues shall be considered in good standing with full membership rights.

Section 2.      An applicant who is not a certified master gardener must be recommended by the membership committee to the executive board. Once accepted as a member, the applicant shall have all rights and privileges of membership.

Section 3.      Organizations who wish to contribute to the objectives of the LIMG (which might include manufactures and distributors of home horticultural-related products and/or materials) may become supporting members. Supporting members shall not have voting privileges, nor hold elective office.

### **Article IV      Fiscal Year**

Section 1.      The fiscal year of this organization shall be the calendar year (January 1 through December 31).

### **Article V      Membership Enrollment**

Section 1.      The executive board, subject to majority vote, shall fix membership dues.

Section 2.      Annual membership dues for the ensuing year shall be due and payable prior to the first meeting of the calendar year.

### **Article VI      Meetings**

Section 1.      The LIMG shall hold an annual meeting of members for the transaction of such business as may properly come before the membership and, every other year, for the election of officers and

ratification of members of the executive board. The date, place and hour of the meeting shall be specified in the notice thereof.

Section 2. There will be a minimum of five additional general membership meetings each year.

Section 3. Special meetings may be called, as needed, upon majority vote of the executive board or not less than 25% of LIMG members in good standing. Notice of place, day and hour of all meetings, which shall act only on such business as shall be indicated in the notice thereof, shall be posted on the LIMG website and e-mailed to LIMG members not less than ten days nor more than thirty days before the date of the meeting.

## **Article VII General Membership Voting Procedures**

Section 1. Decisions of the executive board requiring a vote of the general membership will be addressed in the following manner:

- a. Special meetings other than general meetings shall be called at which executive board decisions shall be presented. Notice of place, day and hour of meeting, which shall act only on such business as shall be indicated in the notice thereof, shall be posted on the LIMG website and e-mailed to LIMG members or not less than ten days or more than thirty days before the date of the meeting.
- b. Members shall be notified of any action requiring a vote by them. Notice shall be posted on the LIMG website and e-mailed to LIMG members not less than ten days or more than thirty days prior to the meeting date. A majority vote of the members present will rule.

Section 2. Election of Officers and Members-at-large of the Executive Board

- a. Candidates for office and members-at-large of the executive board shall be nominated by a nominating committee composed of three members. One nominating committee member shall be selected by the executive board from its body and two shall be elected by the LIMG members by the September meeting. The chair shall be appointed from these three by the president.
- b. The nominating committee shall nominate at least one member of the LIMG for each office, member-at-large position and membership committee chair. The nominating committee shall report its nominees at a meeting in October, at which time additional nominations may be made from the floor.
- c. Only members in good standing and who have signified consent to serve if elected, shall be nominated for any position.
- d. The slate will then be published and the notice posted on the LIMG website and e-mailed to LIMG members at least ten days prior to the election meeting.
- e. The election meeting will be in November, at which time nominations again may be made from the floor. If there is only one candidate nominated for an office, the secretary may cast the elective ballot of the LIMG for the nominee.
- f. If there is more than one nomination for the same office or more nominees for member-at large positions, then ballots will be provided for that position. Candidates receiving a plurality of the votes cast shall be elected.

g. The term of office will be effective as of January 1.

## **Article VIII Executive Board**

Section 1. All decisions of the executive board shall be by majority vote of the executive board members present at a duly assembled meeting at which there is a quorum.

Section 2. The executive board shall have eleven voting members as defined by the following:

- a. The four principal officers of the LIMG: namely, the president, vice-president, secretary and treasurer.
- b. The immediate past president shall serve as ex-officio member of the executive board.
- c. The six other members are the membership committee chairperson and five members-at-large. If the immediate past president chooses not to serve as an executive board member, a sixth member-at-large can be nominated and elected.

Section 3. Filling vacancies on the executive board:

- a. A position on the executive board may be declared vacant by the president when a member has resigned or has an unexcused absence at three consecutive board meetings.
- b. The president shall, after consultation with the executive board and a vote of the majority of the remaining executive board members, make an appointment to fill the vacancy until the next regular election.

Section 4. The term of office for the executive board shall be two years.

Section 5. The executive board shall hold a meeting prior to each general meeting as necessary to carry out LIMG business.

- a. Special meetings of the executive board shall be called at any time by the president or two or more executive board members. Special meetings shall act only on such business as shall be indicated in the notice of such meeting.
- b. Members in good standing may attend executive board meetings as observers.

Section 6. The number of executive board members necessary to constitute a quorum shall be a majority of the whole number constituting the executive board. However, less than a quorum shall have power to adjourn from time to time until a quorum is present.

- a. When a quorum is present and the meeting is called to order, it is not broken by the subsequent withdrawal of any members.

Section 7. The duties of the executive board shall include:

- a. Transaction of day-to-day business in the intervals between general membership meetings.
- b. Presentation of reports on its activities and plans at general meetings.

- c. Creation of committees.
- d. Approval of bill payments.
- e. Determination of organizational needs and procedures and report these to the general membership.
- f. The members-at-large shall perform such duties as are deemed necessary by the executive board.
- g. The executive board, subject to majority vote, shall fix membership dues. (See Article V, Section 1).
- h. The executive board shall appoint the newsletter editor and the webmaster.

**Article IX      Officers**

Section 1.      There shall be a president, a vice-president, a secretary, and a treasurer.

- a. No member can serve two positions at the same time.

Section 2.      Each officer shall hold office for a term of two years or until a successor is duly elected. If a vacancy in any office occurs between annual meetings for any cause whatsoever, such vacancy shall be filled for the balance of the unexpired term by the vote of the majority of executive board members (see Article VIII, Section 3).

Section 3.      The duties of the offices shall be:

- a. The president shall preside at all meetings of the LIMG and the executive board, and perform such other duties as may be prescribed in these by-laws or assigned by the LIMG or the executive board, and coordinate the work of the officers and committees.
- b. The vice-president shall perform the duties of the president in the event of his/her absence and such other duties as may be assigned by the LIMG or by the president. The vice-president shall be chair of the Programs Committee and be responsible for all programs at membership meetings and at special events.
- c. The secretary shall record the minutes of all meetings of the LIMG members and executive board, and perform other duties delegated, including but not limited to, correspondence. The minutes shall be posted on the LIMG website and presented at the next meeting.
- d. The treasurer shall have custody of all the funds of the LIMG, keep a full and accurate account of receipts and expenditures, and make disbursements in accordance with the direction of the executive board and/or LIMG membership.
- e. The treasurer shall maintain an up-to-date membership record of the LIMG in conjunction with the membership chairperson.
- f. The treasurer shall make financial reports at all general membership and executive board meetings.

**Article X            Committees**

Section 1.            Standing Committees may include (but not be limited to):  
Auditing Committee, Membership Committee, Nominating Committee  
Fund-raising Committee, Program Committee, Historian, Hospitality Committee,  
Special Events & Exhibits Committee.

Section 2.            At least one member of each committee shall be an executive board member.

Section 3.            Membership Committee

- a.            The membership committee will conduct an annual membership drive. The membership committee is responsible for keeping membership records up-to-date. The membership committee shall recommend applicants who are not certified master gardeners to the executive board for consideration as full members of LIMG.
- b.            The membership chair shall keep an updated LIMG membership e-mail list and is responsible for the e-mail distribution of all notices and newsletters in a timely manner.
- c.            The membership chair is responsible for maintaining an updated buddy system so that all members receive all notices and newsletters in a timely manner.
- d.            The membership chair shall serve as webmaster and is responsible for keeping the LIMG website up-to-date with the current by-laws, calendar, executive board member list, website e-mail capability to executive board members, minutes, speaker list and other features as assigned by the executive board.

Section 4.            Auditing Committee

- a.            The Auditing Committee shall have no fewer than three members who are appointed by the executive board. The committee shall consist of one executive board member and two non-executive board members. The committee shall examine the treasurer's account and satisfy that they are correct, shall sign a statement of this fact for adoption by the membership at the first meeting of the year.
- b.            In the event of a vacated treasurer's position, a new treasurer shall be appointed and an audit must be done.

**Article XI            Not-for Profit Organization**

Section 1.            The LIMG is a not-for-profit organization as defined by the Internal Revenue code 501(c)(3).

- a.            In the event of dissolution of LIMG, the assets will be turned over to one or more organizations which themselves are exempt organizations.

**Article XII            General Policies**

Section 1.            These by-laws are to be reviewed, as needed, but no longer than a period of three years, whether revised or not.

Section 2. Current edition, as of the date of these by-laws, of Roberts Rules of Order shall be the parliamentary authority on all subjects not covered by these by laws.

Section 3. These by-laws shall be continuously posted on the LIMG website.

**Article XIII Amendments**

Section 1. These by-laws may be added to, amended or repealed in whole or in part by a two-thirds vote of the members present and voting at any regular membership meeting provided that the proposed amendment has been approved by the executive board or by a written petition signed by one-third of the general membership and written announcement has been posted on the LIMG website and e-mailed to LIMG members no less than ten days nor more than thirty days prior to the meeting at which the action is to be taken.