

## ORANGE COUNTY INDEPENDENT MASTER GARDENERS BYLAWS

### Article I: Name and Affiliation

The name of this corporation shall be the *Orange County Master Gardeners, Inc.*® DBA Orange County Independent Master Gardeners (OCIMG). The name was changed to Orange County Independent Master Gardeners on November 1, 2008 by 2/3 vote of active membership. It was founded in 1995 and incorporated in Orange County, California on June 29, 2005, and registered as a 501(c) 3 of the Internal Revenue Code on July 31, 2007. The organization may change its name by a two-thirds vote of the active membership.

### Article II: Purpose

The purpose of this organization is to support Orange County gardeners growing plants for their personal use and enjoyment; to provide information and technical assistance in areas of horticulture and pest management to gardeners, and through other educational or outreach methods including, but not limited to, volunteering at horticultural venues, participating at public seminars, exhibits, clinics, presentations, publications, and through distribution of various written media.

Activities of volunteers shall be educational in nature without the express or implied intention of carrying on a business, trade, avocation, or of making professional profit.

### Article III: Membership

#### A. Membership Requirements

1. **Selection:** Master Gardener trainees are selected on the basis of any or all of the following, as determined by the Board of Directors:
  - a. A written application;
  - b. An interview;
  - c. A committee review; and
  - d. Attendance at an orientation meeting.

Upon acceptance into the Master Gardening program, and payment of a training fee, a candidate will be known as an “Orange County Independent Master Gardener Trainee” until certified as an Active member.

2. **Certification:** To become a certified Orange County Independent Master Gardener, one must:
  - a. Successfully complete a Board of Directors approved training program and pass a written examination;
  - b. Serve at least 50 hours of volunteer time during the first year; and
  - c. Submit monthly reports of volunteer hours served at approved venues to the Volunteer Hours Coordinator.
3. **Recertification:** To remain certified as a Orange County Independent Master Gardener in “good standing,” one must:
  - a. Volunteer at least 25 hours annually on approved OCIMG activities;
  - b. Complete 15 hours of qualified continuing education annually; and
  - c. Submit monthly reports of volunteer hours served at approved venues. Hours are accumulated from July 1 to June 30 of each fiscal year.
  - d. Pay the annual dues as established by the Board of Directors. Dues are considered delinquent if not paid by September 30.

4. **Transfers:** Transfers from other Master Gardener organizations to be approved by the Board of Directors upon submittal by the transferring member a letter of intention and copy of certificate of completion of the training course from his/her former Master Gardener program. Transferees will be expected to comply with OCIMG by-laws and to become knowledgeable in local growing conditions.

### **Definition of Membership Classifications**

There shall be four classifications of membership in OCIMG: Active, Associate, Honorary, and Life.

1. **Active:** All Master Gardeners who are certified and in good standing may vote and hold office. Members must qualify for recertification annually to retain membership in OCIMG. Active members shall pay annual dues.
2. **Associate:** Active members who are not active in the program during the current year may become Associate members with the approval of the Board of Directors. Associate members shall be expected to pay annual dues. They shall be granted all rights and privileges of Active members, except voting, holding an office or incurring any debts to the organization. To regain active membership status, Associate members must qualify for recertification under the same guidelines as current active members.
3. **Honorary:** Other persons who enrich the objectives of the program may also be granted honorary membership by simple majority vote of the Board of Directors. Honorary Members are not expected to pay dues, may not vote, hold office or incur any debts to the organization.
4. **Lifetime:** Lifetime Membership will be conferred upon active members who complete 750 hours of approved volunteer service in the program. A distinctive Master Gardener badge is awarded. Lifetime Members are not expected to pay dues. Associate Lifetime Members will only receive email newsletters.

### **ARTICLE IV: Meetings**

#### **A. General Meetings**

The Board of Directors shall set the minimum number of general meetings per year. Usually, there is one general meeting per month, with no meeting in July. At each monthly meeting the Board of Directors will present the Treasurer's report and Minutes for approval by a simple majority of the members present. An Annual Business Meeting will take place in June of each year and shall at least include reports from current officers, standing committees, and election of officers for the coming year.

#### **B. Special Meetings**

Special Meetings may be called by the Board of Directors or by petition of seven voting members. The meetings shall be announced to the membership at least seven days prior to the meeting date. Meeting notice must contain the date, time, location and agenda of the meeting.

## **ARTICLE V: Fiscal Year**

The fiscal year shall be from July 1 through June 30. Recertification of active members, payment of annual dues, and terms of elected officers shall coincide with the fiscal year.

## **ARTICLE VI: Officers and Duties**

### **A. Officers**

1. The officers of the OCIMG shall be: President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Treasurer and the Immediate Past-President. Officers excepting Immediate Past President, are elected for one year or until their successors are elected and installed, but may not serve more than three consecutive terms in the same elected office.
2. Candidates for officers shall be nominated by the Nominating Committee and presented to the membership in May. Nominations may also be made from the floor on the day of the election with the consent of the nominee.
3. All Candidates must hold an active or life membership in the OCIMG.
4. Candidates are elected by a two-thirds vote of members present.
5. Should an officer fail to fulfill his/her duties, the Board of Directors may request his/her resignation.
6. The Board of Directors may fill a vacancy in any elected office by appointing a member in good standing to fill the position until the next general election occurs.
7. The candidate for President shall have served on the Board of Directors or as a non-voting chairperson of a standing committee for at least a year, preferably within the preceding three years.
8. The candidate for Second Vice-President must have been a member of OCIMG for at least one year.

### **B. Duties of the OCIMG Officers**

#### **1. Duties of the President shall be to:**

- a.. Preside at all general, special, and Board of Directors meetings of OCIMG;
- b. Appoint, with the approval of the Board of Directors, the Parliamentarian, and the Chairpersons of standing and ad hoc committees;
- c. Be an ex-officio member of all committees except the Nominating Committee;
- d. Coordinate efforts of the OCIMG in fulfilling its objectives;
- e. Be responsible for overseeing financial and administrative record keeping for OCIMG; and
- f. Serve as the immediate Past President on the Board of Directors for the following fiscal year as Parliamentarian.

#### **2. Duties of the First Vice President shall be to:**

- a. Assume the duties of the President when the President is absent;
- b. Assist the President as needed; and
- c. Chair the Public Education Community Outreach Committee.

#### **3. Duties of the Second Vice President shall be to:**

- a. Assume the duties of the President when both the President and First Vice President are absent;
- b. Assist the President as requested;
- c. Chair the Master Gardener Certification Training Committee; and
- d. Serve as the advisor to the incoming Second Vice President in following fiscal year.

**4. Duties of the Recording Secretary shall be to:**

- a. Record and maintain a permanent record of the minutes of all General, Board of Directors, Special meetings of the OCIMG;
- b. Distribute copies of minutes to the Board of Directors and the Parliamentarian no more than seven days following each meeting;
- c. Keep an accurate record of attendance at all meetings;
- d. Maintain a current list of members in good standing;

**5. Duties of the Treasurer shall be to:**

- a. Receive all funds of the OCIMG and deposit them in the OCIMG approved bank account;
- b. Receive reimbursement request forms and reimburse when requests have been approved by two Board of Directors members;
- c. Prepare and keep an accurate account all financial transactions of the OCIMG by presenting a report of the financial condition at each General and Board of Directors meeting and submit the accounts for an annual audit;
- d. Chair the Budget Committee;
- e. Notify Corresponding Secretary, Recording Secretary and volunteer hour coordinator of any members who have not paid dues by the deadline;
- f. Ensure that OCMG adhere to all requirements and record keeping maintaining non-profit status [501(c) (3)].

**6. Duties of the Corresponding Secretary shall be to:**

- a. Communicate with groups, individuals and organizations as directed by the President and/or Board of Directors;
- b. Notify members of any Special meetings or changes to the General meeting; and
- c. Notify members who have not paid dues and/or completed recertification requirements as of September 30.

**C. Duties of the Non-Elected Officers/Coordinators****1. Duties of the Parliamentarian shall be to:**

- a. Advise the President on parliamentary procedure;
- b. Advise the Nominating Committee of proper procedures at its first meeting;
- c. Maintain an up-to-date copy of the Bylaws and Standing Rules;
- d. Chair the Bylaws Committee; and
- e. Be a non-voting member of the Board of Directors.

**2. Duties of the Volunteer Hours Coordinator shall be to:**

- a. Manage the volunteer hours and continuing education check-sheets and make an annual report to the Board of Directors;
- b. Update the education and volunteer hours of each member on a monthly basis and recommend to the Board of Directors when certification or recertification has been earned;
- c. Notify the President when membership badges and OCIMG certification have been earned by trainees; and
- d. Report to the Board of Directors, as needed.

**3. Duties of the Newsletter Editor/Coordinator shall be to:**

- a. Manage the Newsletter editing, printing, and mailing/e-mailing the Newsletter in a timely manner to the membership;
- b. The Newsletter contents shall consist of:
  - The business of OCIMG;
  - Volunteer and continuing education opportunities;
  - Other pertinent information;
- c. Obtain the President's approval prior to publication/ mailing of each issue; and
- d. Report to the Board of Directors, as needed.

**ARTICLE VII: Board of Directors**

- A.** The Board of Directors shall consist of the President, First and Second Vice Presidents, Recording Secretary, Treasurer, Corresponding Secretary, Parliamentarian, and the Immediate Past President.
- B.** A quorum shall be four elected Board members.
- C.** The Board of Directors shall determine **OCIMG** policies and procedures.
- D.** The Board of Directors shall approve volunteer activities/projects that qualify for certification, recertification and continuing education hours.
- E.** The Board of Directors shall meet as necessary to conduct the business of the OCIMG.

**ARTICLE VIII: Standing Committees**

**A. Public Education Community Outreach Committee**

1. The First Vice President is the Chair
2. Duties are to:
  - a. Arrange enrichment programs at general meetings;
  - b. Schedule tours and field trips;
  - c. Maintain a list of available OCIMG members to speak to civic and community organizations;
  - d. Coordinate all speaking engagements;
  - e. Keep a master list of approved volunteer opportunities; and
  - f. Report to the Board of Directors, as requested.

**B. Master Gardener Certification Training Committee**

1. The Second Vice President is the chair. He/she serves as advisor to incoming Second Vice President in the following fiscal year.
2. Duties are to:
  - a. Supervise the new applicant process;
  - b. Monitor the classroom, including room set-up and clean-up, introductions, etc.
  - c. Create and grade the final examination;
  - d. Report to the Board of Directors, as-requested;
  - e. Determine the course selection and obtain instructors; and
  - f. Orient and work with the class coordinator.

**C. Budget Committee:**

1. The Treasurer is the Chair.

2. Consists of two OCIMG members appointed by the President no later than March.
3. Duties are to:
  - a. Propose a budget for the coming year;
  - b. Present the budget to the Board of Directors for review and tentative approval; and
  - c. Present budget to the General Membership for revisions, if required, and approval at the June meeting.

**D. Hospitality Committee:**

1. Will be appointed by the President.
2. Duties are to:
  - a. Plan and manage all social events of the OCIMG; and
  - b. Report to the Board of Directors, as requested.

**E. Financial Review Committee:**

1. Consists of a Chair and two OCIMG members appointed by the President with the approval of the Board of Directors.
2. Duties are to:
  - a. Conduct an annual review of the finances of OCIMG; and
  - b. Report findings to the Board of Directors and the General Membership at the June business meeting.

**F. Bylaws Committee:**

1. Consists of the Parliamentarian and two OCIMG members who volunteer from the membership.
2. Duties are to:
  - a. Review Bylaws every three years, or as requested by the Board of Directors; and
  - b. Report to the Board of Directors and the membership for approval of any revisions.

**G. Nominating Committee:**

1. Consists of two members selected by the Board of Directors prior to the February meeting.
2. The general membership shall elect three voting members to serve on this committee at the February meeting.
3. Duties to secure nominees for each elected office and report at the general meeting in May. The slate of nominees shall be published in the June Newsletter.

**H. Historical Committee:**

1. Reports to the Corresponding Secretary.
2. Duties are to:
  - a. Collect and preserve the following for future reference and documentation: *Garden Clippings*, newspaper articles, thank-you notes, any other requested correspondence, and photographs of club activities including the Master Gardener's Trainee classes and
  - b. Report to the Board of Directors, as requested.

**I. Scholarship Committee**

1. Reports to Recording Secretary. Consists of a chair and four OCIMG members who volunteer from the membership.
2. Duties are to:
  - a. Provide a policy for the granting of OCIMG scholarships.
  - b. Receive and review applications and make recommendations to the Board for approval.

**ARTICLE IX: Quorum / Voting / Elections****A. Quorum**

A quorum for a **General Meeting** shall be 30 percent of the voting members in attendance. A quorum is the number (as a majority) of officers and members of the body that when duly assembled is legally competent to transact business.

**B. Elections:**

1. Officers shall be elected by majority vote of the voting members present and voting.
2. Elections shall be held at the annual business meeting in June.

**C. Assumption of Duties**

Officers shall assume duties at the next regularly scheduled Board of Directors meeting in July.

**ARTICLE X: Amendments****A. Amendments to these Bylaws may be initiated by any of the following actions:**

1. Any member obtaining the signatures of 20 percent of the voting members; or
2. A majority vote of the Board of Directors; or
3. A Bylaws committee.

**B. To amend, there must be a written previous notice given to all voting members at least 15 days in advance of the voting.****C. A two-thirds approval vote of the eligible members present and voting is necessary for adoption of amendments.****ARTICLE XI: Parliamentary Authority**

Roberts Rules of Order Newly Revised edition shall govern the OCIMG in all cases where applicable and when not in conflict with the OCIMG Bylaws.

**ARTICLE XII: Dissolution of Assets**

The assets of OCIMG are irrevocably dedicated to educational purposes and they shall not inure to the private benefit of any officer or member of OCIMG, or to the private benefit of any other private persons. Upon dissolution of OCIMG, any assets remaining after payment or provision for payment of all its debts and liabilities shall be distributed to another similar non-profit organization.

**1997 Bylaws Committee:**

Pat Sawyer, Chairman  
Bob Anspach  
Kittie Rau  
Barry Williams

July 26, 1997

Reviewed by the Board of Directors August 21, 1997

Adopted by the General Membership October 4, 1997

**2001 Bylaws Committee:**

Pat Sawyer, Chairman

Reviewed September 2001. Housekeeping changes only. Bylaws stand as written.

Adopted by the General Membership October 6, 2001

**2005 Bylaws Committee:**

Cheryl Spencer, Chair  
Diane Gipson  
Sharon Neely  
Jean Rice

December 5, 2005

Reviewed by the Board of Directors January 19, 2006

Adopted by the General Membership February 4, 2006

**2007 Bylaws Committee:**

Co Wilkins, Chair  
Lois Daybell  
Jean Rice  
Bob Shaw

November 2007

Reviewed by the Board of Directors January 14, 2008

Adopted by the General Membership April 5, 2008

**2009 Bylaws Committee:**

Virginia Carlson, Chair  
Lois Daybell  
Sharon Neely

March 2009

Reviewed by the Board of Directors

Adopted by the General Membership 5/8/2009



## STANDING RULES

### 1. Date of General Meeting

- a. The general meeting of the OCIMG shall be held the first Saturday of each month.
- b. When a meeting date falls on or near an official holiday, meetings will be moved to the following Saturday.

### 2. Annual Dues

The annual dues for Active, Associate, and “Master Gardener Trainee” members shall be twenty dollars (\$20.00). Annual dues for married couples and domestic partners who together are Active, Associate, and “Master Gardener Trainee” members shall be thirty-five dollars (\$35.00) annually. **(Board of Directors approved the second sentence August 13, 2007)**

### 3. Limits on Spending

- a. The Board of Directors may authorize expenditures of up to two hundred and fifty dollars (\$250.00) for an item that exceeds the annual budget. Any greater amount must be presented to the membership for approval. **(Adopted November 3, 2001)**
- b. The President may authorize expenditure not to exceed one hundred dollars (\$100.00). **(Adopted November 3, 2001)**
- c. All bills must be submitted within forty-five days of the expenditure.

### 4. Procedure/Policy Book

Each Officer and Standing Committee chair shall organize, update and deliver a Procedure/Policy book to the successor at the Annual Meeting.

### 5. Duplicate/Replacement Badges

OCIMG duplicate or replacement badge costs shall be the responsibility of the individual Master Gardener. **(Adopted October 4, 1997)**

### 6. Preparation Time for Volunteer Activities

All preparation time associated with Board of Directors activities shall be counted as volunteer hours.

### 7. Volunteer Hours Required During Training Course

Master Gardener Trainees are required to earn 10 volunteer hours before the completion of the course. These hours will be counted toward the 50 hours required for certification.

### 8. Wearing Master Gardener Badges

Members shall wear their Master Gardener badges at approved venues.

### 9. Travel Time for Volunteer Activities

Travel time for approved volunteer activities will be counted toward volunteer hours. **(Adopted November 1, 1997)**

### 10. Volunteer Hours Credit

All volunteer hours must be horticultural related. **(Adopted September 6, 1998)**

### 11. Refunding Class Fees to OCIMG Trainees Dropping Class

Refunds must be requested within the first month of class and will be considered on a case by case basis. The student will have the option of returning the following year since they have already paid for the training class. For good cause, if a student must drop the class and can not/will not return the following year, the refund will be equal to the fees paid minus a processing fee of twenty-five dollars (\$25.00) and the cost of the training manual, which they will keep. **(Adopted November 14, 2006)**