

CONSTITUTION

ARTICLE I – CLUB NAME

The name of this organization shall be the **Sand Lake Garden Club** (herein referred to as the club)

ARTICLE II – CLUB FLOWER

The official flower of the Sand Lake Garden Club shall be the **Forget-Me-Not**

ARTICLE III – PURPOSE

The purpose of the Club shall be as follows:

- (a) Learn and provide education about gardening, houseplants, and conservation.
- (b) Stimulate interests in gardening.
- (c) Enjoy the study of plants and wildlife in the area.
- (d) Improve the appearance of the community through gardening projects.
- (e) To promote a spirit of friendship and cooperation among the members of the Club.

ARTICLE IV – MEMBERSHIP

Sec. 1 There shall be four (4) classes of membership as follows:

- (a) Charter Member: Members who are registered at the time the constitution is adopted.
- (b) Regular Member: Open to anyone who is interested in gardening as it relates to the purposes mentioned in Article III above.
- (c) Honorary Member: Those individuals who by reason of outstanding devotion and contribution to gardening are found deserving of recognition by the Club
- (d) Sustaining Member: Those individuals, institutions, or corporations who by reason of their interest in gardening, and without recourse, aid in the financial support of the Club.

Sec. 2 ELIGIBILITY TO VOTE AND HOLD OFFICE

- (a) Eligibility to vote and serve as a member of the Board of Directors shall be restricted to Charter and Regular members in good standing in the Club.
- (b) Other membership classifications, Honorary and Sustaining shall enjoy all privileges of the Club except the right to vote and hold office.

ARTICLE V – OFFICERS AND BOARD OF DIRECTORS

Sec. 1 The administration of the Club shall be vested in its Board of Directors (herein referred to as the Board) as listed in the bylaws.

Sec. 2 ORGANIZATION

- (a) The Board shall consist of nine (9) elected members and each shall serve a term of three (3) years. The term of three Directors shall expire each year.
- (b) Officers consisting of President, Vice-President, Secretary and Treasurer shall be elected each year by the Board from among the members of the Board. They shall hold office for one (1) year or until their successors are elected.
- (c) In the event a seat on the Board becomes vacant, the majority of the voting members in attendance at the next regular scheduled meeting will elect a new member to the board.
- (d) The Board shall meet prior to the regular scheduled meetings. The time and place to be established at the annual meeting.
- (e) All Board meetings are open to the Sand Lake Garden Club membership upon request to the President.

Sec. 3 The duties and responsibilities of the Board and the officers elected by the Club shall be set forth in the By-Laws of the Club.

ARTICLE VI – MEETINGS

Sec. 1 The Club shall hold its annual meeting during the month of January for the purpose of electing Directors and the transaction of other business for the Club.

Sec. 2 Regular and special meetings will be held as provided in the By-Laws.

ARTICLE VII – AMENDMENTS

Sec. 1 This Constitution may be amended, in whole or part, at any annual meeting or at a special meeting called for that purpose by an affirmative vote of two-thirds of all ballots cast by the members in attendance or by proxy, provided that each amendment or amendments and ballots shall have been presented in writing to the members at least twenty (20) days prior to the date of the meeting.

BY-LAWS

ARTICLE I – MEMBERSHIP AND SEPARATION

- Sec. 1 An applicant for admission to the Club in the class of Regular, Honorary or Sustaining Member shall file with the Board, a written application in such form and detail as may be prescribed by the Board.
- Sec. 2 Honorary membership in the Club may be conferred upon the recommendation of the Board and an affirmative vote of two-thirds of the votes at any meeting.
- Sec. 3 Application for change in membership class shall be presented to the Board by written application in such form and detail as may be prescribed by the Board.
- Sec. 4 Upon written request of three (3) members (Charter or Regular) a member may be expelled for cause sets forth the following:
- (a) The Board shall consider the request and, where warranted, advise the accused member of the charges set forth against that member.
 - (b) The member may appear before the Board of Directors, in person or in writing within sixty (60) days, to answer the charges.
 - (c) After hearing the accused, or after sixty (60) days, the Board may dismiss the charge or, by two-thirds vote of the entire Board of Directors, may expel the accused member.

ARTICLE II – BOARD OF DIRECTORS

Sec. 1 BOARD MEETINGS

Special meetings may be called by the President for the purpose of transacting emergency business or discussing topics of extreme importance to the Club.

Sec. 2 QUORUM AND VOTING

- (a) No Board business shall be transacted at any meeting unless a quorum is in attendance.
- (b) A quorum shall be defined as a majority of five (5) Directors.

ARTICLE III – BOARD and OFFICERS

- Sec. 1 Officers shall be elected at the annual meeting for a term of one (1) year.

Sec. 2 The President of the Club shall:

- (a) Preside at all meetings of the Club.
- (b) Appoint standing committees in a timely manner, prior to the first meeting after election to office.
- (c) Appoint all temporary committees.
- (d) On or before the September meeting of each year, appoint a nominating Committee as provided in ARTICLE V. Sec. 2(a) of these By-Laws.
- (e) Present a report on the accomplishments of the Club at the annual meeting.
- (f) Perform such other duties as may be incumbent on the office.

Sec. 3 The Vice-President of the Club shall:

- (a) Perform the duties of the president in the president's absence.
- (b) Succeed to the office of president and assure the duties thereof for the unexpired term of said office in the event the President's Office is vacated.
- (c) Perform such duties as may be delegated by the President.
- (d) Be an ex officio member of all committees, except the nominating committee.

Sec. 4 The Secretary of the Club shall:

- (a) Keep minutes of all meetings of the Club and the Board.
- (b) Maintain a file of all reports, minutes, and correspondences. All meeting minutes and board meeting minutes to be posted to the website.
- (c) Conduct Club correspondence and carry into execution all directives, votes and resolutions not otherwise committed.
- (d) Keep a current roster of the names and addresses of all members and notify the Treasurer of all changes.
- (e) Notify members of their appointment to committees.

- (f) Provide receipts of all secretarial expenses to the Treasurer.
- (g) Collect votes on any issue requiring vote and present the voting record.

Sec. 5 The Treasurer of the Club shall:

- (a) Keep an accounting of all monies received and expended and maintain all receipts until after the annual audit.
- (b) Deposit all funds in a bank designated by the Board within thirty (30) days of receipt.
- (c) Report on the financial status of the Club at the annual meeting, at all regular Board meetings and such other meetings as requested by the President.
- (d) Collect all monies due the Club:
 - (1) Send dues notices prior to December 1st; delinquency notices prior to March 1st
 - (2) Submit a list of delinquent members to the Board prior to the June meeting for final action.
- (e) Disperse Club funds only as directed by the Board or as approved by membership for amounts over \$100. All checks issued by the Club must be signed by the Treasurer.
- (f) Submit all records, accounts, and correspondence to audit, as and when, requested by the Board.

Sec. 6 Responsibilities of the Board

The Board is authorized to approve and disperse fund related to operational expenses only. All other spending must be presented to the membership for approval and voting.

Sec. 7 All officers shall serve without compensation.

Sec. 8 ABSENCES AND VACANCIES

- (a) In the absence of, or temporary inability of the Secretary or Treasurer to serve, the President shall appoint a Secretary or Treasurer pro tem.

- (b) Any duly elected officer, excluding the President, who is unable to complete the elected term of office, shall be replaced for the unexpired term of that office without undue delay by the Board.

ARTICLE IV – MEETINGS

Sec. 1 MEETINGS

- (a) Unless otherwise ordered by the Board, regular meetings of the Club shall be held on the fourth Thursday during the months of January, February, March, April, May, June, July, August, September, and October at 7:00 pm at the Sand Lake Town Hall unless otherwise directed by the Board. The December meeting will be held at a time and place as directed by the Board.
- (b) The January meeting shall be the annual meeting and shall be for the purpose of electing officers, receiving reports from officers and committees and for any other business that may arise.
- (c) Special meetings may be called by the President for the purpose of transacting emergency business or discussing topics of extreme importance to the Club. Such special meetings must be called by the President at the written request of ten (10) voting members. Notice of all special meeting shall be mailed to all members at least five (5) days prior to the meeting, and no business other than that specified in the notice shall be transacts at that meeting.

Sec. 2 QUORUM AND VOTING

- (a) Passage or failure of all measures presented at any meeting for the Club action shall be determined by a majority vote of the voting membership present, except as specifically indicated in ARTICLE VII of the Constitution and ARTICLES I, IV and VII of these By-Laws.
- (b) The manner of casting ballots on all questions shall be at the discretion of the presiding officer, except as specifically provided under the Constitution or elsewhere in these By-Laws; and further excepted that a written or other form of secret ballot must be employed when requested by any member entitled to vote.
- (c) The rules in “Roberts Rules of Order” shall govern the Club in all cases when they are applicable.

ARTICLE V – COMMITTEES

Sec. 1 The following Standing Committees shall be appointed as needed by the President as outlined in ARTICLE III, Sec. 2(b) of these By-Laws.

(a) Finance Committee: This Committee shall:

- (1) Study the reports of the Treasurer and advise the President of any action that should be taken to protect the financial condition of the Club.
- (2) Review the financial condition and policies of the Club and recommend any steps deemed desirable to improve the financial status and operation of the Club.
- (3) Audit the books each year allowing the Treasurer sufficient time to prepare the “end of the year” report for the annual meeting.
- (4) Prepare the annual budget prior to November first (1) for submission by the President to the Club.

(b) Program Committee: This Committee shall:

- (1) Provide a varied choice of special programs of interest and value to the Club.
- (2) Determine nature or type of all programs.
- (3) Contract and arrange for speakers, participants, or special guests.
- (4) Notify the Club of all arrangements for the next meeting.

(c) Public Relations Committee: This Committee shall:

- (1) Cause to be published, articles of interest to the public.
- (2) Promote such public activities as to develop a better understanding of the Club.
- (3) Notify one (1) week in advance at least one (1) local newspaper and/or media, of each monthly meeting, emphasizing the program, speaker, or demonstration and extend an invitation to the public to attend.

(4) In the case of inclement weather members will be notified of meeting cancellation via email, posting on SLGC website or other means.

(d) Awards Committee: This Committee shall:

(1) Promote a beautification competition for commercial and residential properties in the Town of Sand Lake.

(2) Present nominees in each category to the Club to be voted on.

(e) Conservation & Preservation Committee: This Committee shall:

(1) Review the Cooperative Extension news bulletins and any other relevant publications and report briefly on any important features contained therein. The Cooperative Extension news bulletins shall be filed in the Club's library.

(f) Horticulture Committee: This Committee shall:

(1) Inform members on Horticulture matters.

(2) Encourage members to bring plants to monthly meetings to share their knowledge with the membership.

(3) Inform members as to when to do their gardening projects (plant seeds, transplant perennials, do pruning, etc.).

(g) Hospitality Committee: This Committee shall:

(1) Greet members and prepare nametags for each.

(2) Arrange for Club refreshments. Expenses to be borne by the Club.

(3) Chairperson shall appoint hosts for each meeting.

(h) Sunshine Committee: This Committee shall:

(1) Upon notification of hospitalization, illness or death of a member or their immediate family, send appropriate gift/card

Sec. 2 The following Temporary Committees shall be appointed by the President as outlined in ARTICLE III, Sec. 2(c) of this By-Laws:

(a) Nominating Committee: This Committee shall:

- (1) On or before the September meeting, the President shall appoint a Nominating Committee of at least three (3) members (Charter, Regular) to prepare a slate of candidates for Directors.
- (2) Discuss the proposed nomination with each candidate, describing the functions and responsibilities of the office and securing an assurance of the acceptance if the nomination is confirmed.
- (3) This committee shall report to the Club at the December meeting the slate of candidates and shall provide for nominations from the floor.
- (4) The final slate shall be given to the Secretary not later than thirty (30) days prior to the annual meeting.
- (5) The President shall not serve on the Nominating Committee and shall not influence the Committee's deliberations.

(b) Other Committees:

- (1) The President may appoint Temporary Committees deemed necessary to conduct the Clubs business or to offer an expedient means of furthering the affairs of the Club.

ARTICLE VI – DUES

Sec. 1 Dues for the various classes of the Club membership shall be set at the annual meeting by a majority of the voting membership present at the annual meeting.

Sec. 2 Dues for all classes of membership shall be payable on or before the first (1st) day of the month following the annual meeting. A member of any class delinquent in his dues on or after April first (1st) shall be considered not in good standing and if delinquent after June first (1st), shall be dropped from the rolls of the Club and lose all privileges thereof.

Sec. 3 Any member dropped for the Club rolls for nonpayment of dues may be reinstated upon payment of current year's dues.

Sec. 4 Honorary Members shall not pay annual dues.

ARTICLE VII – AMENDMENTS

Sec. 1 These By-Laws may be amended, in whole or in part, at any annual meeting or at a special meeting called for that purpose by an affirmative vote of two-thirds of all ballots cast by the members; provided that such amendment or amendments and ballots shall have been presented in writing to the members at least Twenty (20) days prior to the date of the meeting.

ARTICLE VIII – CONFLICT OF INTEREST

Sec. 1 A conflict of interest exists when a matter to be acted upon by the Board of Directors confers a direct, substantial benefit to any Chairman of the Board, or business or agency from which such a Director derives any income or has authority in governance.

Sec. 2 A member of the Board of Directors shall abstain from voting or attempting to influence the vote on any matter before the Board that places him or her in a conflict of interest. Said board member shall disclose the conflict or potential conflict as soon as he/she recognizes the conflict. If self-disclosure is not revealed, the President or any member of the Board of Directors can, prior to voting on a specific matter in which a potential conflict of interest exists, inquire whether any member of the Board desires to abstain from voting because of a conflict of interest. If no conflict of interest is disclosed and the President or any other member of the Board states the opinion that such a conflict exists and the challenged Board member refuses to abstain from the deliberations or voting as requested the President shall immediately call for a vote of the Directors to determine whether to require the abstention of the challenged Director, and if the vote shall be in the majority, that director shall not be permitted to vote.

ARTICLE IX – SEXUAL HARASSMENT

Sexual harassment of any kind will not be tolerated by the Sand Lake Garden Club. Any Officer or Member of the Sand Lake Garden Club who engages in sexual harassment or retaliation against a member who reports Sexual Harassment will be subject to remedial and/or disciplinary action (e.g., termination, counseling).

ARTICLE X – WHISTLEBLOWER PROTECTION

It is the intent of the Sand Lake Garden Club to adhere to all Laws and Regulations that apply to the organization. The Sand Lake Garden Club will not retaliate against an officer or member who has made a protest or raised a complaint against some practice of the Sand Lake Garden Club or another individual or entity with whom the Sand Lake Garden Club has a business relationship. The officer or member is protected from

retaliation if that individual brings the alleged unlawful act, policy, or practice to the attention of the Sand Lake Garden Club and provides the Sand Lake Garden Club a reasonable opportunity to investigate and correct the alleged unlawful activity.

SCHEDULE OF REVISIONS

January 25, 1995 – Original Adoption

January 27, 1999 – BYLAWS – ARTICLE IV; Section 1;(a): Revised
ARTICLE VIII added.

April 2002 – BYLAWS – ARTICLE IV; Section 1(a) Revised.

September 27, 2018 – BYLAWS - ARTICLE IV MEETINGS; Section 1(a) Revised.

September 24, 2020 – CONSTITUTION BYLAWS	ARTICLE IV MEMBERSHIP Section 1(c) Revised ARTICLE III BOARD AND OFFICERS Section 5(e) Revised ARTICLE III BOARD AND OFFICERS Section 6 Revised ARTICLE V COMMITTEES Section 1 Revised ARTICLE VIII CONFLICT OF INTEREST Added. ARTILE IX SEXUAL HARASSMENT Added. ARTICLE V WHISTLEBLOWER PROTECTION Added
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