

**BLACK FOREST GARDEN CLUB**

**MEMBER OF COLORADO FEDERATION OF GARDEN CLUBS**

**Article I – Name**

**Section 1.**

The name of the club shall be Black Forest Garden Club

**Article II – Object**

**Section 1.**

The object of the club is to encourage an interest in all phases of gardening including plant care, landscape and floral design; to educate its members in the science and art of horticulture; to actively enhance the community environment through projects and to be an active member of the Colorado Federation of Garden Clubs, Inc (CFGC).

**Section 2.**

This Club shall operate on a non-profit basis under the umbrella of the Colorado Federation of Garden Clubs and shall not operate in any manner resulting in financial profit or gain to its individual members.

**Article III – Membership**

**Section 1.**

Membership of the Club shall be open to any person supporting the objectives of the Club.

**Section 2.**

Before a new member may vote in elections or other matters requiring a vote of the members, annual dues must be received by the Treasurer prior to any regular or special meeting.

### **Section 3.**

The fiscal year of the club shall be June 1st to May 31. Dues shall be due and payable on or before May 31 of each year. Dues will cover the Colorado Federation of Garden Club and local dues.

### **Section 4.**

New member's dues will be pro-rated based on months remaining in the fiscal year.

## **Article IV – Officers**

### **Section 1.**

The Officers of the Club shall be the President, Vice-President, Secretary, Treasurer, Communications Director and the immediate Past President. The Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Club.

### **Section 2.**

The President shall preside at all meetings of the Club; appoint Standing Committee Chairs; and be a member ex-officio of all committees except the Nominating Committee.

### **Section 3.**

The Vice-President shall perform all the duties of the President, in the President's absence. The Vice-President shall also act as Program Chairperson and coordinate all programs for the Club.

### **Section 4.**

The Secretary shall keep a record of all business transacted at the meetings of the Club; shall have on hand a correct list of the members, officers and committee members; shall have on hand the Bylaws and Standing Rules or Order.

### **Section 5.**

The Treasurer shall receive all moneys due the Club and disburse money only on the order of the Club with the exception(s) of reimbursement of expenses that are less than \$100 per invoice/receipt per calendar month; remit per capita dues to accompany the memberships list to the State Treasurer at the beginning of the CFGC fiscal year; and shall submit books for audit at the close of the administrative term.

### **Section 6.**

The Communications Director will establish and maintain a web site and email address, advise the Board on the effectiveness of existing marketing platforms and recommend other social media deemed beneficial by the board.

**Section 7.**

The Past President shall act in an advisory role to the Officers and especially the President.

**Section 8.**

At the Regular Meeting in ~~March~~ August, a Nominating Committee of three (3) members shall be selected by the Executive Board. This Committee shall report at the Annual Meeting in September with the name of a nominee for each office. Additional nominations from the floor shall be permitted at the Annual Meeting held in October.

**Section 9.**

The Officers shall be elected by ballot, unless there are but one (1) nominee per office when elections may be by voice, or acclamation. Officers elected shall serve for a term of one (1) year or until their successors are elected. The term of office shall begin at the close of Annual Meeting at which they are inducted.

**Section 10.**

No member shall hold more than one (1) office at a time and no member shall be eligible to serve more than two (2) consecutive terms in the same office except that of Treasurer.

**Section 11.**

In case of a vacancy in the office of President, the Vice-President shall automatically become President and the other vacancy occurs in the office of the Vice President. All other vacancies in the office shall be appointed by the Executive Board.

**Article V – Executive Board**

**Section 1.**

The Officers of the Club and the Past President shall constitute the Executive Board.

**Section 2.**

A quorum of the Executive Board shall be three (3) members.

### **Section 3.**

The Executive Board shall have general supervision of the affairs of the Club between its business meetings, fix the hour and place of the meetings, make recommendations to the Club and shall perform such other duties as are specified in the Bylaws. The Board shall be subject to the orders of the Club and none of its acts shall conflict with the action taken by the Club.

### **Section 4.**

Regular Meetings of the Executive Board shall be at least two (2) times a year. Special Meetings of the Board shall be called upon the request of two (2) members of the Board.

## **Article VI – Committees**

### **Section 1.**

Standing or Special, may be appointed by the President of the Club or by the Executive Committee, from time to time as deemed necessary to carry on the work of the Club. Standing committees may be for activities such as Horticulture, Membership or Community Outreach.

## **Article VII – Meetings**

### **Section 1.**

Special meetings may be called by the President or by any two (2) members of the Board or by request of fifty percent (50%) of the members of the Club. The purpose of the Special Meeting shall be stated in the call of the meeting. Except in cases of emergency a notice of at least seven (7) days shall be given.

### **Section 2.**

Thirty three percent (33%) of the members of the Club shall constitute a quorum.

## **Article VIII – Parliamentary Authority**

### **Section 1.**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special Rules of Order the Club may adopt.

## **Article IX – Amendment to the Bylaws**

### **Section 1.**

These Bylaws may be amended by a two-thirds (2/3) vote of the members attending ~~at~~ any regular meeting or any special meeting called for that purpose provided that the amendments have been given to all members at least thirty (30) days prior to the meeting at which they will be voted upon.

## **Article X – Dissolution**

### **Section 1.**

In the event of dissolution, the assets of the Club shall be liquidated, and all bills presented and paid and the remaining assets shall be distributed to an organization with like purposes or to a non-profit organization involved with gardening which shall qualify as an exempt organization under Section 501(c)(3) of the United States Internal Revenue Code and none of these assets shall be distributed to individual members.