

**BYLAWS OF THE
RAPPAHANNOCK GARDEN CLUB
OF WHITE STONE, VIRGINIA**

ARTICLE I—NAME AND ADDRESS

The name of this organization shall be the Rappahannock Garden Club of White Stone, Virginia, hereinafter known as the Club. The permanent mailing address of the Club shall be Box 394, White Stone, VA, 22578.

ARTICLE II - OBJECTIVES

The objectives of the Club shall reflect the objectives of National Garden Club (NGC) and Virginia Federation of Garden Clubs (VFGC) including:

- aid in the protection and conservation of our natural resources,
- encourage civic beauty and roadside beautification,
- study the fine art of gardening in all its aspects, and
- cooperate with other organizations in furthering the Club's objectives.

ARTICLE III – MEMBERSHIP

Section 1. Categories

There shall be three categories of members: Active, Associate, and Emeritus.

A. Active Members:

- contribute to the objectives of the Club;
- participate in all activities of the Club;
- attend meetings;
- pay dues on time;
- try to exhibit horticulture and/or design at a minimum of two meetings a year;
- support at least one Club committee or serve as an officer;
- serve as a hostess each year, or as assigned;
- serve as a horticulture/design clerk, guide, and/or novice judge each year; or as assigned;
- may vote and hold office; and
- by satisfying the above a member is an active member in good standing.
- The number of active members shall not exceed 69.

B. Associate Members:

- contribute to the objectives of the Club,
- are encouraged to participate in all activities but are not required to do so,
- pay dues on time,
- may vote,
- may hold appointed office, and
- by satisfying the above a member is an associate member in good
- Any active member in good standing who has been a member for a minimum of 10 years may apply for associate status.
- The number of associate members may not exceed 10% of active members (rounded to the nearest whole number with .5 being rounded upward). Note: changed November 8, 2018 from 10.

C. Emeritus Members

- may participate in all Club activities,
- may not vote or hold office, and
- are not required to pay dues.
- Any active or associate member in good standing who has been a member for a minimum of 15 years may apply for emeritus status.

Section 2. Eligibility and Acceptance

- Any person who is interested in the objectives of the Club and agrees to fulfill membership responsibilities is qualified for membership.
- After attending two meetings as a guest, a prospective member shall submit an application form and the required dues.
- New members will be welcomed at their third meeting.
- The Membership Committee shall manage all membership-related activity with review by the Executive Board.

Section 3. Dues and Fees

- The Club year begins June 1, and dues are payable at or before the first regular meeting in March.
- Annual dues shall be \$50.00.
- Associate members shall pay annual dues that are ten dollars (\$10.00) more than active member dues.
- Members joining the Club after November 30 shall pay one half of the yearly dues.
- All dues are due no later than March 31.
- The Treasurer shall make every effort to collect overdue dues by contacting members. Members who have not paid by April 30 will be inactive members and will remain inactive until the Treasurer resolves the issue or the inactive member resigns. The Treasurer shall advise the Membership Committee and the Executive Board.
- The Club is a non-profit organization under IRS section 501(c)(3). Donations are tax deductible.

Section 4. Change of Status and Resignation

- Any member desiring to resign or change membership status shall present a letter of request to the Membership Committee or a Club officer.
- A member may apply for change of membership category after meeting eligibility requirements for the new category. All wait lists will be processed based on date of application for the new category.
- An associate member in good standing or emeritus member may be reinstated to active membership by written request to the Membership Committee or a Club officer.
- An active member may apply to the Membership Committee for a six- month leave of absence with one six-month extension. At the end of the leave the member shall resume active membership or resign. During leave, the member's Club assignments will be reassigned and Club seniority will not accrue.

ARTICLE IV — OFFICERS AND ELECTION OF OFFICERS

Section 1. The elected officers of the Club shall include President, First Vice President, Second Vice President, Recording Secretary, and Treasurer. The appointed officers shall be Historian, Parliamentarian, Chaplain, and Corresponding Secretary, and they shall be appointed by the President.

Section 2. Any active member in good standing who supports the objectives of the Club and has consented to serve is qualified to serve as an elected or appointed officer. Associate members in good standing are qualified to serve as appointed officers. Current and former officers are eligible to serve as elected or appointed officers if a member in good standing of their membership category.

Section 3. Nominating Committee

- At the regular September meeting (even numbered years) a Nominating Committee of three members shall be elected by nominations from the floor.
- Of those elected one shall be a member of the Executive Board and shall chair the committee. The other two shall be active members. No member of the Nominating Committee may serve two consecutive terms.
- The Nominating Committee shall present to the Club at the April meeting a slate of officers for the next administration to be voted on at the May meeting.
- At the time of election there may be nominations from the floor. No member shall be nominated who has not consented to serve.

Section 4. Election

- Election shall be by ballot. A majority vote shall elect. If there is only one candidate for an office the election for that office may be by acclamation.
- The term of office shall be two years or until a successor is elected.
- The newly elected officers shall be installed at the annual meeting in June and shall assume their offices at the close of the meeting.

ARTICLE V — DUTIES OF ELECTED AND APPOINTED OFFICERS

Section 1. The President's duties shall include:

- preside at all meetings of the Club and the Executive Board;
- call the meetings of the Executive Board;
- appoint the Parliamentarian, Chaplain, Historian, Corresponding Secretary, all standing committees, all special committees, and the chairs of all committees, excluding the Nominating Committee;
- be an ex-officio member of all committees, excluding the Nominating Committee;
- submit an annual report in writing and present it at the annual meeting in June;
- appoint persons to finish out unexpired terms of office during the current term;
- and be a signatory on all Club accounts.

Section 2. The Vice Presidents' duties shall include:

- assist the President in the work of the Club;
- in their successive order, in the absence of the President, perform the duties of that office;
- the First Vice President shall serve as chair of the Program Committee and be responsible for securing meeting locations;
- the Second Vice President shall serve as chair of the Yearbook Committee and the Communications Committee and coordinate with the Publicity Committee, Membership Committee, Photographer and Historian, to assure detailed documentation of the administration, and to assure that coordinated Club objectives are communicated to Club members and the community; and
- both Vice Presidents shall be ex-officio members of Finance Committee.

Section 3. The Recording Secretary's duties shall include:

- keep a record of the proceedings of Club and Executive Board meetings;
- with the Membership Committee, keep a roster of members and record attendance of the Club members;
- prior to each business meeting, notify the President whether a quorum of active and associate members (voting members) is present; and
- have charge of all documents pertaining to the current administration. With the Historian, assure that necessary documents are safely stored in order to provide archives of the administration.

Section 4. The Treasurer's duties shall include:

- receive and disburse all funds of the Club;
- deposit funds in a bank that is approved by the Executive Board;
- collect dues;
- present monthly budget and expense reports at all regular meetings;
- pay membership dues to Piedmont District and VFGC;
- submit budget and financial statement to VFGC annually;
- submit an administration's financial records for audit every two years;
- pay documented budgeted expenses;
- pay documented non-budgeted expenses if approved by the Executive Board;
- maintain the permanent mailing address of the Club at Box 394, White Stone, VA, 22578 in order to comply with Section 501(c)(3) of the Internal Revenue Code;
- chair the Finance Committee; and
- be a signatory on all Club accounts.

Section 5. The Corresponding Secretary shall conduct such correspondence as may be requested by the President, the Club, or the Executive Board. The Corresponding Secretary shall chair the Sunshine Committee.

Section 6. The Historian shall keep a record of Club activities and prepare a notebook that shall include all documents (including meeting minutes, attendance, horticulture/design points, financial reports, committee reports, and more) and photographs pertaining to the administration. The Historian shall coordinate with the Second Vice President, Recording Secretary, Photographer, and Publicity Committee.

Section 7. Parliamentarian duties shall include:

- advise the President, members of the Executive Board, and Club members on points of parliamentary procedure when requested;
- attend Club meetings and Executive Board meetings, and
- fulfill required duties as outlined in the current edition of *Robert's Rules of Order Newly Revised*.

Section 8. Chaplain shall prepare and deliver a short spiritual message for meetings and the yearbook.

Section 9. All officers shall perform the duties assigned by these Bylaws and any other duties delegated to them by the Executive Board and applicable to their office as prescribed by the adopted parliamentary authority.

ARTICLE VI—MEETINGS

Section 1. The regular meeting of the Club shall be held the second Thursday in each month, except July and August, unless otherwise ordered by the Executive Board.

Section 2. The regular June meeting shall be designated the annual meeting and shall be **for the receiving of the annual reports of officers and committee chairs and for any other business that may come before the Club. In election years (odd numbered years) newly elected officers shall be** installed.

Section 3. Special meetings of the Club may be called by the President or on written request to the President by seven active and/or associate members (voting members).

Section 4. The quorum for all regular meetings of the Club shall be 51% of active and associate (voting) members attending the meeting.

ARTICLE VII - EXECUTIVE BOARD

Section 1. The Executive Board shall be composed of the elected and appointed officers of the Club, the past President, and chairs of committees. A quorum shall be Fifty-one percent (51%) of Board members attending the meeting..

Section 2. The Executive Board shall have general supervision of the affairs of the Club between meetings. The Executive Board is subject to the orders of the Club and none of its acts shall conflict with any action taken by the Club.

Section 3. The Executive Board shall meet three times a year, or more at the call of the President or on written request of seven active members and/or associate members. Online e-meetings and email may be used to conduct business and voting between regular Executive Board meetings as long as a quorum participates and voting results are ratified at regular Executive Board meetings.

ARTICLE VIII - COMMITTEES AND DUTIES

Section 1. Standing and/or special committees shall be established by the President as necessary in order to carry out the objectives of the Club. Standing committees may be added or deleted at the direction of the President.

Section 2. All standing committees shall

- meet during the period March through May to develop a budget and plan for the new Club year,
- recruit members to support the committee's goals,
- provide plans and duty assignments to the President and Second Vice President no later than July 1, so the yearbook may be developed, published, and distributed at the September meeting,
- present an annual report each year at the annual meeting and provide a written copy to the President, and
- chairs of committees shall conduct the work appropriate to the respective committee.

Section 3. All members serve on committees for a period of two years or until the end of the administration, assuming their role at the end of the annual meeting in odd numbered years or when appointed by the President.

Section 4. Standing committees and their duties include the following:

Artistic Design Committee shall encourage creative expression of members through floral design by developing a schedule of themes and designs for meetings, stage member's exhibits at general meetings and maintain records of members' participation. The Committee shall encourage membership participation and education by presenting photographs, demonstrations, exhibits, critiques and discussions.

Audit Committee shall conduct a financial review of the financial records of the Club. The President shall appoint three members to conduct the audit. The Audit Committee shall meet at least once every two years and submit a written report to the Executive Board.

Awards Committee shall select internal club awards as well as eligible awards from District, State, Regional and National Garden Club lists which complement the Club's objectives, collect the required material, prepare the award booklet and submit according to the respective guidelines. Details of the awards are located in the online sites of Piedmont District, Virginia Federation of Garden Clubs, South Atlantic Region and National Garden Club or in the VFGC yearbook.

Community Gardens Committee shall be responsible for:

- **Blue Star Memorial Garden Committee** maintaining the marker and surrounding landscaping in coordination with Trinity Episcopal Church, Virginia Department of Highways, and the Village of Lancaster Court House.
- **Free Health Clinic Committee** shall develop, implement, budget for, and maintain the gardens at the Northern Neck Free Health Clinic

Communications Committee shall be chaired by the Second Vice President and shall

- prepare a monthly newsletter to Club members providing meeting information, Club news, financial information, and meeting minutes. The purpose is to communicate the administration's objectives, keep Club members informed, and to allow pre-reading of important Club information so that informed and expedient decisions may be made at monthly business meetings. All members are encouraged to submit garden-related material to the newsletter. Email is the primary delivery method, and US Postal mail is available to those without email.
- maintain the Club's email address, rappahannockgardenclub@yahoo.com,
- maintain an online email address book of all Club members with updates provided by the Membership Committee, and
- initiate the telephone/email tree at the request of the President when urgent Club matters need to be communicated.

Finance Committee shall be composed of the Treasurer (chair), First and Second Vice Presidents and two members appointed by the President. It shall prepare an annual budget to present to the Executive Board for approval.

Horticulture and Food Garden Committee shall advance the education of members in horticulture and food gardens, stage members' exhibits at general meetings, and maintain records of members' participation.

Hostess Committee shall schedule a Hostess Committee for each Club regular meeting, provide support and direction to the monthly hostesses and maintain records of members' participation.

Judges Committee shall schedule judges for each Club regular meeting when horticulture and/or artistic design are exhibited; and provide support, education, and direction to the judging process. The Judges Committee shall encourage the continuing education of all members in horticulture, food gardens, and floral design; and encourage attendance at National Education Programs: Flower Show School, Landscape Design, etc.

Membership Committee shall

- manage all membership issues detailed in Article III of these bylaws with review by the Executive Board,
- maintain accurate membership information,
- provide membership information to Club officers and committees as needed,
- conduct orientation meetings for new members,
- welcome guests
- maintain name badges, and
- maintain attendance roster with Recording Secretary.

Photographer shall support the Historian, Publicity Committee and Yearbook Committee.

Program Committee shall be chaired by First Vice President and shall plan and implement programs that support the Club's objectives for each Club meeting.

Publicity Committee promotes the Club on the basis of the Club's objectives. It arranges for all media information, and manages publicity files. The Publicity Committee shall coordinate with the Photographer and Historian.

Ways and Means Committee plans and implements fund-raising projects. The committee is responsible for meeting the income amount set in the annual budget by the Executive Board, and is responsible for reporting all income and expenses to the Treasurer.

Youth Program Committee shall work with the local community to develop and sponsor youth programs that are focused on the objectives of the Club. It shall determine financial requirements, implement, and maintain these programs.

ARTICLE IX – FINANCE

Section 1. The fiscal year shall be June 1 to May 31 as required by IRS 501(c)(3) group exemption.

Section 2. Finance Committee: see Article IX, Section 4.

Section 3. Audit Committee: see Article IX, Section 4.

Section 4. In the event of the dissolution of the Club, see Articles of Association.

Section 5. Donations made to the Club for specific designations shall be accounted for outside the general fund.

ARTICLE X – IRS GROUP COVERAGE

Articles of Association are attached to and part of these bylaws in order to comply with section 501(c)(3) of the Internal Revenue Code or corresponding sections of any future federal tax code.

ARTICLE XI – PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern the proceedings of the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any other special rules of order the Club may adopt.

ARTICLE XII - AMENDMENTS

These bylaws may be amended, at any regular meeting of the Club, by a vote of fifty-one percent (51%) of the active and associate members present and voting, provided the proposed amendment has been submitted in writing at the previous regular meeting of the Club. Amendments shall become effective immediately upon adoption unless the motion to adopt specifies another time for it's becoming effective.

These Articles of Association and Bylaws were revised and adopted November 13, 2014 and supersede all versions in effect since the Club's formation in June 1962.

Amended May 11, 2017 – changed club year to align with National, Regional, State and District club year.

Amended November 8, 2018 – changed maximum number of Associated Member from 10 to 10% of Active Members.

Amended November 14, 2019 – Changed membership cap from 89 to 69; updated membership requirements; eliminated requirement for letter of recommendation from RGC member for potential members; changed quorum requirement from 7 for Executive Board to 51%; changed quorum requirement to change Bylaws from 2/3's of voting members to 51% of voting members; merged Blue Star and Free Health Clinic Gardens into one committee; added internal awards to Awards Committee; deleted Sunshine, Conservation and Flower Power Committees.