

# ESSEX GARDEN CLUB, INC.

## BYLAWS

AMENDED AND RESTATED

September 14, 2020

### ARTICLE I – NAME

The name of this organization shall be Essex Garden Club, Inc. hereinafter known as the Club.

### ARTICLE II – PURPOSE

1. To operate exclusively on a non-profit basis and solely for the charitable and educational purposes conducive to the well-being of the community and useful to the public. As a Club, we consider this to include funding spent on recognition of community accomplishments, in accordance with approved charitable spending guidelines.
2. To further the knowledge of gardening and artistic use of plant materials, to stimulate interest in civic beautification, to aid in the conservation of natural resources and to promote educational and charitable projects which emphasize conservation, ecology and civic improvement.

### ARTICLE III – AFFILIATION

This organization shall be a member of the Federated Garden Clubs of Connecticut, Inc. and shall adhere to their objectives, aims and purposes.

### ARTICLE IV – MEMBERSHIP

1. **Active Members** The number of Active Members shall be unlimited. All Active Members shall have voting privileges.
  - a) Active Members are encouraged to attend monthly meetings in each club year.
  - b) Any Active Member who has been in the Club at least five years may, by application in writing to the Membership Chair and by unanimous vote of the Executive Committee, have the residency requirements waived.
  - c) A former member in good standing, who has resigned, may be reinstated to Active Membership.
2. **Associate Members** This membership shall enjoy all the privileges of the Club except voting, holding office or serving on the Board of Directors. They may serve on all committees except Nominating and Membership. Members in this classification are expected to fulfill a portion of the duties of Active Membership as specified by the Board of Directors.
  - a) Written application for change to Associate Member shall be made to the Membership Chair to be approved by a majority vote of the Board of Directors.

- b) An applicant must have been a Club member for at least seven years to be eligible. However, a change in membership classification may be granted to a member in good standing at the discretion of the Board of Directors.
3. **Past President Members** This membership is granted to any past President. The member will enjoy all the privileges of the Club except holding office or serving on the Board of Directors. They are not obliged to participate in activities of the Club.
  4. **Sustaining Members** This membership shall enjoy all the privileges of the Club except voting, holding office or serving on the Board of Directors. They are not obliged to participate in activities of the Club.
    - a) Written application for change to Sustaining Member shall be made to the Membership Chair to be approved by a majority vote of the Board of Directors.
    - b) An applicant must have been a Club member for at least ten years or more to be eligible for a change in membership. However, a change in membership classification may be granted to a member in good standing at the discretion of the Board of Directors.
  5. **Honorary Lifetime Achievement Award Members** This membership may be awarded to any Active, Associate or Sustaining Member of the Club by unanimous vote of the Board of Directors as an honor for outstanding service to the Club. They shall be exonerated from all further dues.

#### **ARTICLE V – ADMISSION OF MEMBERS**

1. All candidates for admission to the Club shall have resided in Essex for at least six months. A candidate who has been an active member within the past five years of the Federated Garden Clubs of Connecticut, Inc. or the Garden Club of America need not meet the six month residency requirement.
2. Candidates must be proposed and seconded in writing by two members of the Club (excluding the President and First Vice President) and must be known to the Membership Committee. They must attend one or more business meetings.
3. Sponsors must have been members of the Club for at least one year. They may propose two names for membership annually and second two names annually.
4. The name(s) of the candidate(s) approved by majority vote of the Membership Committee along with the names of his or her proposer and seconder shall be presented to the Board of Directors for its acceptance by majority vote.
5. New members will be introduced to the membership at the next regular meeting.

## **ARTICLE VI – OFFICERS AND ELECTIONS**

### **1. Officers**

- a) The Officers of this Club shall be: President, two Vice Presidents, Treasurer, Assistant Treasurer, Recording Secretary and Corresponding Secretary.
- b) There shall be a Board of Directors consisting of the Officers, the Chairs of the Standing Committees and such special committees as the President from time to time may appoint. The Chairs of the Standing Committees shall be appointed by the President, if necessary.

### **2. Elections**

- a) Elections shall be held at the April meeting each year.
- b) The Officers and Chairs of the Nominating and Membership Committees shall be elected at the April meeting by a majority vote of those voting members present. They shall take office at the end of the Annual Meeting. They shall hold office for a two year term and not more than two consecutive terms.
- c) The Chair of the Nominating Committee and the Recording Secretary shall have charge of the election.
- d) When a vacancy occurs in the Office of the President, the First Vice President shall assume the Office of the President.
- e) When a vacancy occurs in the Office of the Treasurer, the Assistant Treasurer shall assume the Office of the Treasurer and shall appoint a new Assistant Treasurer subject to approval of the Board of Directors.
- f) When a vacancy occurs in any other Office, the Nominating Committee shall present the name of an eligible candidate as soon as possible to the Board of Directors for election by the Board of Directors to fill the vacancy for the balance of the term.

## **ARTICLE VII – MEETINGS**

1. The Club Business meeting shall be held on the first Monday of each month except the months of January, July, August and December or as determined by the Board of Directors.

### **ORDER OF BUSINESS**

1. Call to Order.
2. Approval of the previously distributed minutes of the last meeting.
3. Treasurer's Report.
4. Corresponding Secretary's Report.
5. Committee Reports.
6. Unfinished Business.
7. New Business.
8. Announcements.

2. The Annual Meeting shall be held on the second Monday of September, or as determined by the Board of Directors. The Annual Meeting shall include the Annual Reports of the President and Standing Committees and the introduction of the incoming President.
3. The September monthly meeting will be held immediately following the Annual Meeting. The Treasurer will present the new budget to the general membership and have it approved by the Board of Directors.
4. The meetings of the Board of Directors shall be held on the last Monday of every month except the months of December, June, and July or as determined by the Executive Committee. Members of the Board of Directors are required to attend every Board meeting. Non-attendance at three consecutive meetings without valid reason given to the President shall be considered a resignation.
5. The President may call a special meeting of the Club, of the Board of Directors or the Executive Committee at any time or upon written request of four members of the Club.
6. The business section of any meeting, except the Annual Meeting, may be suspended by the Board of Directors if the nature of the program makes it seem advisable.
7. A majority of the voting members present shall constitute a quorum to transact business at all regular and special meetings of the Club. A majority of the Executive Committee shall constitute a quorum. A majority of the Board of Directors shall constitute a quorum.

#### **ARTICLE VIII – MEMBERSHIP DUES**

1. The fiscal year of the Club shall be August 16<sup>th</sup> through August 15<sup>th</sup>.
2. The annual dues shall be authorized by the Board of Directors and shall be paid annually.
3. All dues shall be payable by September 30<sup>th</sup> for the current fiscal year. Any member in arrears on November 30<sup>th</sup> shall be considered delinquent and may be removed from membership at the discretion of the Executive Committee.
4. The Assistant Treasurer shall send the names, addresses and emails of new Club members accepted during the fiscal year to The Federated Garden Clubs of Connecticut, Inc. accompanied by the annual FGCT dues, where appropriate. The Assistant Treasurer shall send changes in addresses or names of members to the Federation office.

#### **ARTICLE IX – AMENDMENTS**

1. These Bylaws may be amended at any annual meeting of the Club by a two-thirds vote of those voting members present, provided a copy of the proposed amendment shall have been sent in writing to each member with voting rights at least one month in advance of the meeting and that these amendments have prior approval of the Board of Directors.
2. Amendments become effective at the adjournment of the meeting.

#### **ARTICLE X – PARLIAMENTARY AUTHORITY**

The parliamentary authority for the Club shall be the current Roberts Rules of Order.