

# By-Laws Master Gardeners of Greene County

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**ARTICLE I: NAME, PURPOSE, MISSION, AND COORDINATOR**

- A. The name of the organization is "Master Gardeners of Greene County".
- B. The overall purpose of Master Gardeners of Greene County is to provide volunteer assistance to the University of Missouri Extension, following guidelines established by the University.
- C. The specific mission of Master Gardeners of Greene County is to provide horticultural information and training to the gardening public based on proven research specific to the local climate, soils and plants, consistent with the "Policies and Procedures for the Missouri Master Gardener Program," (see Attachment 1) adopted November 3, 2000, and subsequent revisions (hereinafter "the State Policies and Procedures").
  - 1. "Attachments" are defined as documents and guidelines developed outside our local organization; generated by the state, Missouri University Extension, or Greene County, etc.
  - 2. "Policies" are defined as documents and guidelines developed from within our organization by the Board, Coordinator and/or General Membership.
- D. The Coordinator of the Master Gardener Program in Southwest Missouri (hereinafter "the Coordinator") is the University of Missouri Extension Specialist for the Southwest Region, or an employee designated by the Horticulture Specialist.

## **ARTICLE II: MEMBERSHIP**

- A. Consistent with the State Policies and Procedures, membership shall consist of the categories in Attachment 1.
- B. In addition to the basic training, Master Gardener Trainees will be required to complete and report a minimum of thirty hours to become certified as Master Gardeners: a minimum of fifteen hours served in the Master Gardener Demonstration Gardens or the Hotline, with any remaining required hours being contributed through Approved Projects, shown in Policy 2.
- C. Each Active Master Gardener shall participate in and report a minimum of twenty hours of annual volunteer service in chapter projects as defined by the Board and Coordinator (see Policy 2). Additionally, a minimum of six hours of continuing education (see Article XII) is required annually.
- D. Emeritus members have no minimum service requirements. All Emeritus volunteer hours should be reported using the approved reporting system. Emeritus Master Gardeners shall receive all benefits of membership in the chapter.
- E. No monetary dues shall be required for any of the Membership categories.
- F. Only Trainee, Active, Advanced and Emeritus Master Gardeners are voting members of the Organization.
- G. The Coordinator shall maintain a membership roster that identifies each member according to the following categories: Trainee, Active, Advanced, Emeritus, Inactive and Closed.

## **ARTICLE III: BOARD OF DIRECTORS (RESPONSIBILITIES)**

- A. The Board of Directors (hereinafter "the Board") shall advise and assist the Coordinator in providing leadership to all aspects of the Master Gardener Program in Southwest Missouri.
- B. In consultation with the Coordinator, the Board shall approve and oversee all Master Gardener projects and provide financial and or other resources through the development of an annual budget.
- D. The Board shall establish the date, time and place for General Membership meetings and provide reasonable notice to Trainees, Active, Advanced and Emeritus Master Gardeners.
- E. In consultation with the Coordinator, the Board shall consider, and if appropriate grant, requests for status as Emeritus Master Gardener according to the state policies and procedures for members who have completed ten years of service including their trainee year. (See Attachment 1).

F. The Board and the Coordinator shall review and approve these by-laws annually and each subsequent amendment thereto, prior to recommending them to the General Membership for approval (Article XIII).

#### **ARTICLE IV: BOARD OF DIRECTORS (MEMBERSHIP AND ELECTIONS)**

A. The Board shall consist of nine Active, Advanced, Emeritus or Trainee\* Master Gardeners elected at large. Board members are elected annually with each serving a term of two calendar years. Terms are staggered so that 4 members would be elected to serve in odd-numbered years, while 5 members would be elected to serve in even-numbered years.

B. Nominations for Board candidates shall be made by an Ad Hoc Nominating Committee. Candidates can also be nominated from the floor by General Membership during the scheduled August and September Chapter Meetings. The conclusion of the September Chapter Meeting will be the effective end-date for any further floor nominations or candidate nominations at large.

1. Candidates will be Active, Advanced, Emeritus, and Trainee\* Master Gardeners who have their hours reported, as required by statewide guidelines.

2. Trainees\* are eligible for candidacy if they have completed, and reported, their required 30 hours of volunteer service by the scheduled September Board Meeting. The Coordinator can verify hours, and submit Trainee candidates to the Nominating Committee for the final slate of candidates presented in the scheduled October Board Meeting and scheduled October Chapter Meeting to General Membership.

C. By the scheduled October Board Meeting, the Nominating Committee shall present to the Board a candidate slate of Active, Advanced, Emeritus and Trainee\* Master Gardeners who have previously agreed to serve. The slate is to include a *minimum* of "seats available, plus one"; with no maximum number of candidates to run for the Board. Ballots will then be prepared and distributed by the Board.

D. Secret balloting by all Active, Advanced, Emeritus and Trainee Master Gardeners shall be conducted by mail or electronic means and completed ballots returned by the Sunday (ending at midnight) prior to the scheduled monthly November Board Member Meeting annually.

1. Candidates receiving the largest number of votes shall be declared the winners. Votes for write-in candidates shall not be permitted and shall not be counted. Ballots shall be counted by at least two Board-appointed representatives.

2. In the event of a tie for the final open position, a run-off election shall be conducted by mail or electronic means among the tied candidates. Such run-off elections, if required, shall be completed as soon as possible but no later than January 1st.

E. Board members may be elected to no more than two consecutive terms and are eligible for reelection after at least a one-year absence from the Board.

F. A Board member may also serve as a Committee Chairperson.

G. The Coordinator shall appoint two persons to act as election judges annually

## ARTICLE V: BOARD OF DIRECTORS (OFFICERS)

A. As soon as possible following the election of Board members each year, the Coordinator shall chair a special meeting of the new Board for the purpose of electing officers for the following calendar year. If the Coordinator is unable to be present, he or she shall appoint an Active Master Gardener who is not a Board member to chair such meetings.

B. From among its nine Members, the Board shall elect the following officers annually for a one year term:

1. **President:** The President shall chair all General Membership Meetings and Board Meetings (except when the President is being elected). The President shall make arrangements for the location of each meeting and provide reasonable notice to all Trainee, Active, and Emeritus Master Gardeners. The President shall prepare the consent agenda and the preliminary Board Meeting Agenda and distribute to each Board member prior to the Board Meeting each month. The President will prepare the General Membership Meeting agenda.
2. **Vice President:** The Vice President shall assist the President and the Coordinator, as requested, and serve as President pro tem during absences of the President. In January of each year, the Vice President shall ensure that total volunteer hours for the prior year are reported to the Coordinator and are received by the state.
3. **Secretary:** The Secretary shall record attendance and take minutes at the Board and General Membership meetings. The Secretary shall also post and publish the approved consent agenda with the Historian and Webmaster. The Secretary shall provide a copy of the minutes after the Board and General Membership Meeting to the Coordinator and President. The minutes are a brief summary of major decisions and issues discussed at each meeting. The consent agenda shall consist of the Minutes from the Board and General Membership Meetings, the Treasurer's Report, Committee Reports and any informational records or handouts that are not confidential. The Secretary shall see that all general correspondence is issued and filed in a timely manner.
4. **Treasurer:** The Treasurer shall keep a record of all financial transactions involving the Chapter, including requests for payment, deposits, and checks written. He/she shall present the financial reports to the President for inclusion in the Consent Agenda in a timely fashion.

Furthermore, the Treasurer shall oversee the budgeting process.

All Master Gardeners of Greene County money will be under the Federal Employer Identification Number (EIN) of the Greene County Extension Council with Master Gardeners as a designated account. Checks will be written and money deposited by Greene County Extension staff. The Treasurer will work with the office manager to see that reimbursements are made to Chapter members in a timely manner. The Greene County Extension Council will provide bonding and financial liability coverage for the account as well as an annual audit.

5. At his or her discretion, the President shall serve as Parliamentarian or appoint another member of the Board to serve as Parliamentarian for both Board Meetings (Article VII) and General Membership Meetings (Article VIII). Appointed Parliamentarians shall serve one year terms.

C. No Board member shall hold more than one office simultaneously, with the exception of the Parliamentarian who may simultaneously hold one of the offices described in paragraph B of this Article.

D. There shall be no restriction on the number of terms which any officer may serve while a member of the Board.

E. Members of the Board may be removed from the Board by a three-fourths vote of the membership attending any General Membership Meeting or a three-fourths vote of the Board at any Board Meeting. That Board position will then be considered vacant. (see Article VI-B)

F. Members of the Board are required to attend at least nine Board meetings and two-thirds of the scheduled monthly General Membership Meetings each year of their term. Failure to do so will require a vote for removal or continuance by the Board as noted in Article V - E above.

#### **ARTICLE VI: BOARD OF DIRECTORS (VACANCIES)**

A. If an officer resigns from his or her office but remains on the Board, the President shall appoint another member of the Board to that office for the remainder of the current one year term.

B. If a Board position becomes vacant for any reason beyond completion of the established two year term, the President may either nominate another Trainee\*, Active, Advanced or Emeritus Master Gardener to serve the remainder of the term, pending Board approval, or may leave the Board position vacant until the next scheduled election.

C. A Master Gardener who is appointed to serve on the Board may be nominated as a Board candidate for the next two-year term, and serve a full term, if elected, and a second full term, if re-elected.

\* Trainee will need to have their 30 hours volunteer requirement in order to fill a vacant Board Position.

#### **ARTICLE VII: BOARD OF DIRECTORS (MEETINGS)**

A. The Board shall meet at least monthly on a regular schedule determined by the Board during its July meeting each year. In consultation with the Coordinator, the President may call or cancel regular or special Board meetings and shall provide reasonable notice to each Board member.

- B. Six Board members shall constitute a quorum at any scheduled or specially called meeting of the Board.
- C. All motions shall be agreed to by the vote of a simple majority, except where a rule provides otherwise, of the Board members voting yea or nay. Only Board members shall be permitted to make motions, second motions, or vote on motions before the Board. A 2/3 approval to motions is required where specified in Robert's Rules of Order. See Attachment 2
- D. Each Committee Chairperson shall write a brief report concerning committee activities and submit it to the President each month for inclusion in the Consent Agenda. The Coordinator and Committee Chairpersons (or their representatives) are encouraged to attend each Board meeting.
- E. Board Meetings shall be open to the General Membership. Representatives of the General Membership shall be given an opportunity to ask questions and provide input to the discussion as appropriate.
- F. All Board Meetings shall be conducted following the guidelines in Robert's Rules of Order Revised.
- G. Between scheduled Board meetings, an issue the President believes must be addressed before the next scheduled Board Meeting that is not considered of a nature to merit a specially-called Board meeting, may be addressed and voted on by electronic means.
1. Each Board member is asked by electronic means (e-mail, fax, or phone) if they approve of addressing the question at hand via electronic means.
  2. If there is no objection to the question being addressed by electronic means, the actual question is then presented electronically to the Board members for discussion and voting by electronic means.
  3. The roll call vote is recorded "as approved" in the minutes of the next regularly scheduled Board Meeting.

#### **ARTICLE VIII: GENERAL MEMBERSHIP MEETINGS**

- A. The date, time and place of General Membership Meetings shall be determined by the Board of Directors (Article III).
- B. A minimum of six meetings shall be held each year.
- C. Regular (a.k.a. monthly Chapter Meetings) or special General Membership Meetings may be called or cancelled by the President, in consultation with the Coordinator.
- D. To the extent possible, each General Membership meeting shall include an educational program and/or special activity related to gardening or other horticultural topics.

- E. Only Trainee, Active, Advanced, and Emeritus Master Gardeners shall be permitted to make motions, second motions, and vote on issues at General Membership Meetings.
- F. The business portion of each General Membership Meeting shall be conducted following the guidelines in Robert's Rules of Order Revised.

#### **ARTICLE IX: STEERING COMMITTEES**

- A. Steering Committees shall provide overall leadership in planning and organizing Master Gardener projects and activities. All Trainee, Active, Advanced and Emeritus Master Gardeners shall be encouraged to participate in the work on one or more Steering Committees. (See Policy 1 for descriptions of steering committees).
- B. Chairpersons may serve for an indefinite term. In the event of a Chairperson vacancy, the President shall seek input from the General Membership to identify Master Gardeners interested in filling the vacancy.
- C. By October 1st of each year, each Chairperson shall submit a tentative budget for next calendar year to the Board for review, discussion and approval at the November Board Meeting. The budget should be in place by the end of the year.
- D. The Coordinator, the President and other Board members, and Steering Committee Chairpersons shall ensure that the General Membership is aware of, and encouraged to help carry out projects and activities planned and organized by each Steering Committee.
- E. The President shall be an ex-officio member of all Steering Committees.

#### **ARTICLE X: AD HOC COMMITTEES**

- A. Ad hoc committees shall be appointed for specific purposes of limited duration.
- B. In consultation with the Coordinator and the Board, the President may appoint additional ad hoc committees, as needed.
- C. Each ad hoc committee shall appoint its own Chairperson and make other assignments among its members, as needed.
- D. The President shall be an ex-officio member of all ad hoc committees, except the Nominating Committee.
- E. Duties and schedule of the Nominating Committee
  - 1. Candidates to serve on the Nominating Committee will be solicited by the Coordinator in July via email, e.g. Chapter Newsletters, and General Membership at the scheduled July

Chapter Meeting via public announcement. At least three people need to be presented for election by General Membership.

2. At the scheduled August Chapter Meeting each year; General Membership in attendance consisting of Active, Advanced, Emeritus and Trainee Master Gardeners shall elect at least three members to serve as the Nominating Committee. Each candidate for the Nominating Committee must have previously agreed to serve.
3. The election of the Nominating Committee may be conducted by open vote or by secret ballot by General Membership in attendance at the scheduled August Chapter Meeting.
4. The Nominating Committee will present the final slate of all candidates for the scheduled October Chapter Meeting to General Membership. There is no limit to the maximum numbers of candidates in the running, but a minimum slate must be filled.

#### **ARTICLE XI: REPORTING VOLUNTEER SERVICE HOURS**

- A. Members shall report their volunteer service hours monthly, using forms, guidelines, and categories provided by the Coordinator.
- B. The Chapter shall report hours in accordance with state policies by reporting the number of volunteer service hours contributed to the Master Gardener Program during the previous calendar year.
- C. By February 1st each year, the Vice President shall summarize the volunteer service hour reports for the previous calendar year and present a summary to the Board at its February meeting.
- D. Based on the volunteer service hour reports for the previous year, the Board shall make recommendations to the Coordinator concerning the status of Master Gardeners who did not submit reports or who did not report the minimum number of required volunteer service hours.
- E. Master Gardeners who have reached volunteer milestones shall be recognized annually.

#### **ARTICLE XII: RECRUITING, TRAINING AND CONTINUING EDUCATION**

- A. All recruiting, training and continuing education shall be consistent with the State Policies and Procedures (see Attachment 1).
- B. The determination of what counts as continuing education for Master Gardeners shall be at the discretion of the local Program Coordinator. The basic guideline is that continuing education should augment and reinforce the Master Gardener core course training. Hours may be earned by attending the educational portion of the monthly General Membership meeting,



monthly Hotline meeting, or by attending Annual Conference Workshop(s). Hours spent in Advanced Training Workshops may instead be credited to continuing education.

### **ARTICLE XIII: ADOPTING AND AMENDING BY-LAWS**

A. These by-laws, and each subsequent amendment thereto, shall become effective upon approval by two-thirds of the Trainee, Active, Advanced and Emeritus Master Gardeners present at the General Membership Meeting at which they are officially presented for approval. Balloting shall be by open vote, unless a majority request balloting by secret vote.

B. All Trainee, Active, Advanced and Emeritus Master Gardeners shall be notified at least thirty days before these by-laws, and each subsequent amendment, are presented for approval. Such notification shall include a complete copy of these by-laws and/or amendments, as appropriate. The attachments to the bylaws are beyond the control of the Chapter and are not subject to chapter voting approval.

## Revision History

Date	
11/13/2018	Clarification Attachment vs Policy; Removed XIII B, changed motion approval to those voting; added to follow RRO guidelines for 2/3 vote
7/11/2017	Increased board members to 9
Various	Adopted May 15, 1990; Revised 11/14/95, 4/10/01, 1/10/06, 11/13/07, 10/14/08, 08/10/10, 01/01/2013, 10/14/2014, 08/03/2015, 09/08/2015, 10/5/2015, 8/1/2016, 7/11/2017,