

Springfield Civic Garden Club

Bylaws

Article I – Directors

Section 1: The business and affairs of the Club shall be managed by a board of twenty-one (21) directors, whom shall be elected from the members of the Club to serve for a term of two years or until their successors are elected. Names for consideration may be submitted to the Nominating Committee chair by any club member prior to October 15. The Nominating Committee will present a slate of ten or eleven candidates to the Board of Directors each year. Candidates will be voted upon individually by the Board of Directors via secret ballot after presentation.

Should the Board fail to approve any candidate, the Nominating Committee shall present new candidate(s) at the next scheduled Board meeting for a vote. The slate of proposed Board members shall be elected by a quorum of those club members attending the next general meeting. If not elected, the slate will be returned to the nominating committee. Directors shall assume office immediately after the annual meeting in March.

Section 2: The terms of office shall be two (2) years. No member of the Board of Directors shall serve more than two full terms in succession unless the member is an officer or consents to be elected an officer at the time of expiration of the second term. In such case the Board member shall serve no more than one additional term of two (2) years. Once a Board member has served three (3) terms, they must go off the Board for two (2) years before they may be asked to serve again.

Section 3: Should vacancies occur among the Directors during the term of office, the Nominating Committee shall nominate candidates to fill the vacancies and such candidates shall be elected by the Board at any regular or special meeting called by the President for the purpose of such election.

Section 4: Failure to attend three meetings without an excused absence from the Club President shall constitute removal from the Board of Directors per term.

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Article II – Officers

Section 1: The officers of this Club shall be a President, four Vice-Presidents, a Recording Secretary, a Corresponding Secretary, a Treasurer and an Assistant Treasurer. These officers shall be elected for a term of two years by the members of the Board of Directors. They shall not serve more than two successive terms in the same office.

Section 2: The President, Second Vice-President, Third Vice-President, Secretary and Assistant Treasurer shall be elected on the even years. The First Vice-President, Fourth Vice-President, Corresponding Secretary and Treasurer shall be elected on the odd years. The Nominating Committee shall present candidates to the Board of Directors at their regularly scheduled meeting. A quorum of the Board of Directors shall elect officers. Officers shall assume office immediately following the Annual Meeting in March.

Section 3: Should any vacancies occur among the officers for any cause whatsoever (other than the expiration of term of office as above mentioned) the Nominating Committee shall nominate candidates to fill said vacancies and election shall be at any regular meeting of the Board of Directors by majority vote.

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Article III – Members

The Club shall consist of Regular Members, Sustaining Members, Life Members, Honorary Members and Business Members as follows:

- (a) any person who upon admission to the Club pays annually \$30.00 shall be a Regular Member.
- (b) any person contributing \$40.00 or more annually shall be a Sustaining Member.
- (c) any person paying Five Hundred Dollars (\$500.00) over the course of five years, with a minimum payment of One Hundred Dollars (\$100.00) per year, shall become a Life Member of the Club for life without further payment of dues. Life membership shall be awarded at the time of the final payment; however, the yearly payment is considered as “dues” until life membership is granted. This money shall be deposited into the Special Endowment Account. Funds for Life Members’ annual dues to the Garden Clubs of Illinois, Inc. will be paid from the General Fund. If no valid address for a Life Member is available for a period of two (2) years, then a Life Member shall be removed from the list of members; membership shall be reinstated with valid address.
- (d) any person who has made an outstanding contribution to horticulture may be elected by the Board of Directors as an Honorary Member of the Club. An Honorary Member of the Club pays no dues.
- (e) any person who resigns from the Board after eight, three-year terms of service as a member of the Board of Directors shall become an Honorary Member of the Board of Directors of the Club. Honorary Board Member shall have no vote.
- (f) any business contributing \$60 half page in Yearbook or \$120 in Yearbook full page annually shall be a Business Member.

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Article IV – Meetings

Section 1: General meetings of the Club will be held the first Monday of each month with exceptions of no meetings in January and March, and on a legal holiday, in which case the meeting will take place the following Monday.

Section 2: The Annual Meeting of the Club shall be held in March of each year.

Section 3: Special club meetings may be called at any time by order of the Club President, or by a majority of the members of the Board of Directors or by written request of twenty-five percent (25%) of the members of the Club. Notice of such special meeting shall be sent by written notice to each member of the Club at least five (5) business days in advance of the meeting. Such notice of special meeting shall specify the business and matters to be considered at such meeting and no business other than that referred to in the notice shall be transacted at such meeting.

Section 4: A quorum for the transaction of business at any meeting of members shall consist of twenty percent (20%) of members.

Section 5: The regular monthly meetings of the Board of Directors shall be held on the second Wednesday of each month, except August. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

Section 6: Special meetings for the Board of Directors may be called at any time by order of the Club President or by a majority of the members of the Board of Directors. Notice of such Special meeting shall be sent by written notice to each Board Member at least five (5) days in advance of the meeting. Such notice of special meeting shall specify the business and matters to be considered at such meeting and no business other than that referred to in the notice shall be transacted at such meeting. Special meeting of the Board of Directors shall be put in the Club announcements at the next regular Club meeting.

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Article V – Parliamentary Authority

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

Article VI – Amendments

AMENDMENTS to the BY LAWS may be made by a two-thirds (2/3) majority vote of the entire Board of Directors at any stated meeting. The proposed amendments must be provided to each Director in writing at least five (5) days before such meeting.

Article VII – Duties of the Officers

President: The duties of the President shall be:

- To preside at general membership meetings and monthly Board of Directors meetings.
- To work with the four Vice Presidents to develop an organizational chart, published yearly in the Club Yearbook, becoming familiar with officers' duties.
- To confer with incoming President-Elect to assist in the transition from one administration to the next and to consult regarding all appointments to committees under the President.
- To call special meetings.
- To appoint a Nominating Committee of three members consisting of one member from the Board of Directors, one from the Past Presidents, and one from the membership-at-large.
- To appoint an Auditing Committee to serve a term of two years concurrent with the term of the President.

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Article VII – Duties of the Officers (cont'd)

- To be an ex-officio member of all committees except the Nominating Committee.
- To attend all meetings of District III of the Garden Clubs of Illinois or appoint a representative from the Springfield Civic Garden Club membership
- To attend the annual meetings of the Garden Clubs of Illinois, Inc., appoint a representative from the Springfield Civic Garden Club membership
- To have the Bylaws and policy printed or read prior to the regular Board meeting in May.
- To have the report of the Budget Committee read at the regular Board meeting in February for approval. The Budget Committee shall include all current, incoming and retiring officers except for the Recording and Corresponding Secretaries.
- To confer with the four Vice-Presidents to consider the selection of chairmen of standing committees of the Club.
- To direct the Board of Directors to appoint a two-year term Policy Committee by written ballot composed of five members including four (4) members of the current Board of Directors and one (1) member from the membership-at-large.
- To appoint Special Committees as needed.
- To review annually the Liability and Directors and Officer Insurance policies.

Past Presidents: In order to have voting rights under Article VIII and other rights and privileges accorded by the Board of Directors, past presidents shall maintain a current club membership and current address, phone number and email address where applicable with the membership committee.

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First Vice-President: The duties of the first Vice-President shall be:

- To become President in event of death, resignation or removal from the office of the President.
- To act as President in case of absence or physical disability of the President.
- To plan and coordinate the programs of the year beginning April 1.

The First Vice-President shall be in charge of the committees designated on the Organization Chart published in the annual Club Yearbook, shall select Chairmen and be an ex-officio member of these committees.

Second Vice-President: The duties of the Second Vice-President shall be:

- To act as President in case of absence or physical disability of the President and First Vice-President.

The Second Vice-President shall be in charge of the committees designated on the Organization Chart published in the annual Club Yearbook, shall select Chairmen and be an ex-officio member of these committees.

Third Vice-President: The duties of the Third Vice-President shall be:

- To act as President in case of absence or physical disability of the President, the First Vice-President and the Second Vice-President.

The Third Vice-President shall be in charge of the committees designated on the Organization Chart published in the annual Club Yearbook, shall select Chairmen and be an ex-officio member of these committees.

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Fourth Vice President: The duties of the Fourth Vice-President shall be:

- To act as President in case of absence or physical disability of the President, First Vice-President, Second Vice- President and Third Vice-President.

The Fourth Vice-President shall be in charge of the committees designated on the Organization Chart published in the annual Club Yearbook, shall select Chairmen and be an ex-officio member of these committees.

Recording Secretary: The duties of the Recording Secretary shall be:

- To keep the roll and attendance records of the Board of Directors.
- To provide all Past Presidents a copy of the minutes each month.
- To keep minutes of all meetings of the Board of Directors. These minutes are to be authenticated by the secretary's signature. A copy of the minutes is to be given to the President.
- To prepare, in cooperation with the President, a printed annual report of the activities of the organization for presentation at the annual business meeting in March. To provide a copy of the preceding months' approved Board of Directors minutes at the regular club meetings.
- To provide a copy of the preceding month's Board of Directors minutes for correction and approval at the next Board of Director's meeting. Upon approval of the minutes, they shall be distributed for posting on the Club's website.

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Corresponding Secretary: The duties of the Corresponding Secretary shall be:

- To direct and receive the correspondence of the organization.
- To give proper notice of all meetings to the Board of Directors.
- To be the backup for the Membership email database and to serve as the backup for the Announcement chair as necessary.

Treasurer: The duties of the treasurer shall be:

- To manage all funds of the Club, except for the Special Endowment Fund and the Community Project Fund; and provide an itemized report at each Board of Directors meeting for approval of the monies received and disbursed in the various accounts, and provide hard copies of the monthly report to the Recording Secretary and the President.
- To prepare a printed annual financial report of the preceding fiscal year, March 1 to February 28/29 for distribution and approval at the Annual Meeting in March.
- To receive all dues and other income of the organization.
- To pay all bills for items budgeted or approved by the Board.
- To pay the State and District dues by April 1.
- To pay the Club's membership to such other related organizations as agreed by the Board of Directors.
- To purchase Past President's pin for outgoing President who has served a term of two years.
- To collect the monies for all memorial funds.
- To be responsible for the Community Project Fund.
- To deposit interest/dividends from the Special Endowment Fund and other club accounts into the General Fund.
- To provide all necessary documentation of Club accounts to the Auditing Committee for the yearly audit.

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Assistant Treasurer: The duties of the Assistant Treasurer shall be:

- To assist the Treasurer, and to assume the duties of that office in the absence of the Treasurer.
- To be responsible for the Special Endowment Fund, Providing reports to the Board of Directors of quarterly activity occurring within the Fund.
- To provide all necessary documentation of the Special Endowment Fund to the Auditing Committee for the yearly audit
- To be responsible for the Community Project Fund by writing checks, making deposits and keeping the Ledger for the Community Grants and Project Fund, also to give Monthly Reports to the Board of Directors, and provide yearly Reports for the Annual Meeting.

Article VIII – Special Endowment Fund

Springfield Civic Garden Club shall maintain an Endowment Account. Monies received as memorials, bequests, Life Membership dues or specially donated to the account shall be deposited into said account. Principal monies of the Endowment Account shall not be expended unless first approved by 80% (eighty percent) of the Board of Directors and then 50% (fifty percent) of the living past presidents by the next regularly scheduled Board of Directors meeting. Ten (10) business days shall be given to Past President for notification and response. The President shall be responsible for securing written votes from the past presidents. Removal of funds from the Special Endowment Fund shall require the signature of two of the following officers: the President, Treasurer or Assistant Treasurer.

Article IX – Dissolution

In the event of dissolution of the Springfield Civic Garden Club, the total assets shall be liquidated and allotted to organizations of like purpose to be determined by the Board of Directors of the Springfield Civic Garden Club, in accordance with governmental regulations. No portion of such funds shall be distributed among members.

Revised: 3/12/19, 2/2020