

# **BY-LAWS OF THE YAVAPAI COUNTY MASTER GARDENER ASSOCIATION**

## **ARTICLE I: NAME**

The name of this organization shall be the Yavapai County Master Gardener Association, hereafter referred to as the MG Association.

## **ARTICLE II: AFFILIATION**

The MG Association shall be affiliated with the Master Gardener Volunteer Program administered by the University of Arizona Cooperative Extension, and shall maintain liaison through the Yavapai County Agricultural & Natural Resources Agent, hereafter referred to as the Agent.

## **ARTICLE III: OFFICE**

The principal office for conducting business of the MG Association is the University of Arizona Cooperative Extension Office in Yavapai County, which is currently located at 840 Rodeo Drive, Building C, Prescott, Arizona 86305.

## **ARTICLE IV: PURPOSE**

The purpose of the MG Association is to encourage gardening and garden related opportunities to residents of Yavapai County through presentations, events, demonstrations, school and community gardens and other means and to support the Master Gardener Program by sustaining the interest and enthusiasm of Master Gardeners through networking and continuing education opportunities.

## **ARTICLE V: MEMBERSHIP**

Section 1: Members of the MG Association shall have successfully completed the Master Gardener Training Program of the University of Arizona Cooperative Extension of Yavapai County and established themselves as University of Arizona Designated Campus Colleagues (DCC's).

Section 2: Non-voting associate memberships shall be extended to participants in the current Master Gardener Training Program. Associate members shall be accepted as voting members upon becoming certified Master Gardeners.

Section 3: Voting members must qualify for re-certification annually, based upon a fiscal year of July 1st through June 30th. Re-certification requirements are six (6) hours of continuing education and twenty five (25) hours of volunteer service, as has been established by the Agent.

Section 4: The Agent shall be a non-voting member.

Section 5: Eligibility for membership shall be in accordance with current University of Arizona anti-discrimination laws.

#### ARTICLE VI: MEETINGS

Section 1: There shall be a minimum of five (5) general meetings per year at which time the MG Association business may be transacted.

Section 2: General meetings shall contain both educational and business portions. A quorum (10%) of the active members must be in attendance for business to be conducted.

Section 3: In addition to general meetings, special meetings may be called at the discretion of the Executive Committee. Such meetings shall be announced to the members by telephone, mail or e-mail at least seven (7) days prior to the meeting date.

Section 4: The annual meeting shall be held in November each year for the purpose of electing officers and conducting other business.

#### ARTICLE VII: ELECTIONS

Section 1: A slate of candidates shall be presented to the membership at least thirty (30) days prior to the election of officers in November.

Section 2: The slate shall consist of President-elect, Secretary and Treasurer.

Section 3: The President-elect shall advance to the President position the following year.

Section 4: Candidates for office shall be selected by a nominating committee.

Section 5: Nominations may also be made from the floor on the day of election.

Section 6: In the event that the President-elect cannot or does not assume the office, a special election for President shall occur within 60 days of January 1.

Section 7: All nominees must be active certified members of the MG Association. Current officers may be nominated for another term in the same office or in another office.

Section 8: A quorum (10%) of the active members must be in attendance for a vote.

Section 9: Voting for Officers shall be by a simple majority (50% + 1 vote).

#### ARTICLE VIII: OFFICERS

Section 1: The officers of the MG Association shall consist of a President, President-elect, Treasurer and Secretary. Elected Officers shall serve for a term of one (1) calendar year (January 1st through December 31st).

Section 2: Vacancies in an office shall be filled by appointments made by the Executive Committee.

#### AMENDMENT 1: FAILURE TO FULFILL RESPONSIBILITIES

If it is determined by the Executive Committee that an elected officer or committee chairperson is not performing the duties of that office the matter shall be brought to the attention of the general membership in writing at least 30 days prior to the ballot vote. The general membership may, by simple majority ballot, vote to take one of the following actions:

- a. Officially censure the officer or committee chairperson.
- b. Remove the officer or committee chairperson from office.

#### ARTICLE IX: DUTIES OF OFFICERS

The President shall:

- A. Preside at all general and special meetings of the MG Association and at Executive Committee meetings.
- B. Appoint the chairpersons of all standing committees and any special committee, if necessary.
- C. Be a non-voting member of all committees except the Nominating Committee.
- D. Coordinate preparation of an annual report with the Historian for completion by the end of January.
- E. Consult with the Agent to coordinate efforts of the MG Association in fulfilling its objectives.
- F. Appoint a person or committee to audit the treasury books at the end of each calendar year.

The President-elect shall:

- A. Assume duties assigned by the President and assist the President as needed.
- B. Attend committee meetings as requested by the President and provide the Executive Committee with a report of committee activities.

The Secretary shall:

- A. Record minutes of all meetings of the MG Association and Executive Committee.
- B. Keep a record of attendance at all meetings.
- C. Communicate with individuals, groups and organizations as directed by the President and/or President-elect.

The Treasurer shall:

- A. Keep an account of income and disbursements.
- B. Make a statement of the MG Association financial condition at each General Meeting.
- C. Prepare and submit accounts for annual report.

#### ARTICLE X: EXECUTIVE COMMITTEE

Section 1: Executive Committee shall consist of the President, President-elect, Treasurer, Secretary and the immediate Past-President.

Section 2: The Agent shall serve on the Executive Committee ex officio (without vote).

Section 3: The Executive Committee shall determine Standing Rules for the MG Association and serve as its governing body.

Section 4: The Executive Committee shall meet at least two (2) times per year and as needed to conduct the business of the MG Association.

Section 5: The Executive Committee shall meet with the chairs of all standing committees at least two (2) times a year to coordinate plans and activities for the MG Association.

#### ARTICLE XI: STANDING COMMITTEES

Section 1: Chairpersons shall serve for a one (1) year term; there shall be no limit on the number of terms served. Chairpersons are to be Certified Master Gardeners; Associate Master Gardeners may serve as committee members.

Section 2: Standing Committees shall be:

- A. Program/Education
- B. Volunteer Projects
- C. Membership
- D. Social
- E. Speakers Bureau
- F. Communications
- G. Historian

Section 3: Ad Hoc Committees.

- A. By-Laws
- B. Nominating
- C. Scholarship
- D. Other

Other Ad Hoc committees may be formed from time to time at the discretion of the Executive Committee.

#### ARTICLE XII: BY-LAW AMENDMENTS

Section 1: Voting to amend the By-laws may be by mail or attendance.

Section 2: Notice of proposed amendments must be presented to the MG Association members at least thirty (30) days prior to the vote (by electronic or regular mail).

Section 3: Only certified/active members may vote.

Section 4: By-laws shall be amended by approval of two thirds (2/3's) of the votes cast.

#### ARTICLE XIII: STANDING RULES

Section 1: Standing Rules for operating the organization can be adopted by a majority vote at any business meeting without previous notice and can be suspended temporarily during a meeting.

Section 2: Standing Rules are listed in a separate document from the By-Laws.

**ARTICLE XIV: REPEAL, RESCIND OR ANNUL**

Anything voted in by the membership may be voted out by the membership, according to Robert's Rules of Order, newly revised.

**ARTICLE XV: PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, newly revised, shall govern in all cases in which they are applicable and when not inconsistent with the By-Laws of the MG Association. A parliamentarian may be chosen by the President as needed.

**ARTICLE XVI: DISSOLUTION OF ASSETS**

The assets of this association are irrevocably dedicated to educational and charitable purposes, and they shall not inure to the private benefit of any officer or member of MG Association, or to the private benefit of any other persons. Upon dissolution or winding up of the MG Association, any and all assets remaining after payment, or provision of payment of all its debts and liabilities, shall be distributed to the University of Arizona Cooperative Extension of Yavapai County.

Adopted November, 2001

Revised 9-17-03

Revised 9-15-04

Revised 8-7-07

Revised 11/9/08

Revised 9/30/2010

Revised 6/15/2011

Revised 8/15/2012

Revised 11/19/14

Revised 3/17/2016

Revised 2/19/2020