

BYLAWS

ARTICLE I - NAME AND AFFILIATIONS

- Sec. 1. The name of this nonprofit corporation shall be California Garden Clubs, Incorporated, hereinafter referred to as CGCI.
- Sec. 2. This corporation shall be a member of National Garden Clubs, Inc. (NGC) and Pacific Region Garden Clubs, Inc. (PRGC) and may take membership only in national and international organizations.

ARTICLE II - OBJECTIVES

The objectives of this corporation are as stated in the Articles of Incorporation and also:

1. To create, promote and further interest in horticulture, gardening, floral and landscape design, plant and bird life, and appreciation of the natural beauties of the State of California.
2. To encourage civic beautification and roadside development.
3. To assist in projects for the conservation of our natural resources.
4. To coordinate and centralize the work of the various California garden clubs and bring them into a closer relation of mutual helpfulness.
5. To cooperate with other agencies in furthering interests in educational areas.

ARTICLE III - CORPORATE SEAL

The corporate seal shall be circular in form and shall have inscribed upon it the following: *California Garden Clubs, Inc., California. Incorporated May 18, 1936.* The corporate seal shall be registered with the California Secretary of State, it is for use on official papers only.

ARTICLE IV - MEMBERSHIP & DUES

- Sec. 1. The membership of this corporation shall consist of 5 classes: garden clubs, associate plant societies, affiliates, life members and all categories of youth gardeners. Voting memberships shall be garden clubs and associate plant societies. Nonvoting memberships shall be all categories of youth gardeners, affiliates and life members.
- Sec. 2. A garden club, associate plant society, affiliate, or category of

youth gardeners having one or more of the objectives of CGCI shall be eligible for membership providing no sectarian, racial, or political test for membership is required. Bylaws of each membership class shall not conflict with the bylaws of CGCI. Each category of youth gardeners shall be sponsored by a member garden club or district, registered annually with both appropriate CGCI and NGC chairmen and the members shall have all privileges of CGCI except the right to vote and hold office.

- Sec. 3. All dues are payable on July 1 and delinquent on October 1. Dues shall be payable to CGCI and mailed to the membership chairman who shall transfer the funds promptly to the treasurer.
- (a) Garden clubs and associate plant societies shall pay annual dues of two dollars seventy-five cents (\$2.75) per capita, which shall include dues to NGC.
 - (b) Clubs or associate plant societies shall forward dues periodically for additional members joining after July 1 to the membership chairman.
 - (c) Affiliates shall pay annual dues of fifty dollars (\$50.00) regardless of size.
 - (d) The per capita dues of any new club or associate plant society shall accompany application for membership. New clubs and associate plant societies joining between January 1 and June 30 shall pay one half of the annual dues for the period up to June 30. They shall be ratified at the winter board meeting or the pre-convention meeting and shall be entitled to representation at the convention.
 - (e) If dues are not paid by October 1, clubs and associate plant societies become ineligible for liability insurance and participation in the awards program. In addition clubs also become ineligible for the Group Tax Exemption Program.

(f) All categories of youth gardeners shall pay no dues to CGCI. Membership dues to NGC, including dues for youth gardeners and dues to PRGC shall be paid annually from the general fund.

(g) Life memberships are honorary and require a onetime contribution of one hundred dollars (\$100.00). A club or associate plant society shall pay dues for all members, including life members.

ARTICLE V - OFFICERS AND THEIR DUTIES

Sec. 1. Elected officers shall be president, first vice-president, second vice-president, third vice-president, recording secretary, corresponding secretary, financial secretary, treasurer, and communications director. The appointed officer shall be the parliamentarian.

Sec. 2. The president shall: (a) be the chief executive officer and official representative of CGCI; (b) preside at all meetings of the board of directors, the executive committee, the convention and the post-convention; (c) appoint the parliamentarian, all chairmen of standing and special committees (except the nominating committee, board of trustees, advisory council, and budget and finance), and fill vacancies on the board of trustees. All appointments shall be presented to the board of directors for ratification; (d) be an ex-officio member of all committees, except the nominating committee; and (e) perform all other duties pertaining to the office.

Sec. 3. The vice-presidents, in their order, shall: (a) perform the duties of the president in the absence of or at the request of the president; and (b) accept a chairmanship as assigned by the president. The first vice-president shall become president-elect at the close of the convention or on July 1 (whichever comes first) preceding the election year.

Sec. 4. The recording secretary shall: (a) keep minutes of meetings and distribute copies to the appropri-

ate recipients within six weeks of each meeting; (b) maintain a file of amendments to bylaws and standing rules; (c) keep the corporate seal, records and papers of the corporation; (d) provide a bound copy of the minutes of the administration for the permanent files; and (e) perform such other duties as prescribed by the board of directors.

Sec. 5. The corresponding secretary shall: (a) conduct correspondence of the corporation under the direction of the president; (b) mail (electronic or postal) notices of meetings; (c) mail (electronic or postal), following the organizational meeting, the official roster of names, addresses, telephone numbers and email addresses of officers, district directors and chairmen to the PRGC alternate director and to NGC headquarters, and subsequent changes as they occur; (d) mail (electronic or postal), following notification from the membership and life membership chairmen, the names and addresses of president, *Golden Gardens eNews* editor, club and associate plant society presidents, and current list of NGC life members to NGC headquarters, ATTN: Circulation, (e) supervise the mailing (electronic or postal) and count of any emergency ballot directed by the executive committee.

Sec. 6. The financial secretary shall: (a) using the warrant system, issue authorization to the treasurer for all expenses, transfers of funds, payment of awards and for payment of all bills authorized by the board of directors; (b) prepare financial statements for board of directors meetings; (c) serve as chairman of the budget and finance committee; and (d) monitor bank accounts to ensure they do not exceed the limit insured by the FDIC.

Sec. 7. The treasurer shall: (a) receive all monies collected in the name of CGCI; (b) deposit all monies in the name of CGCI with a bank(s) au-

thorized by the board of directors in designated general or specific accounts; (c) administer CGCI funds as authorized by the board of directors; (d) upon receipt of authorization from the financial secretary, issue checks for payment of bills and to award winners; transfer funds; sign all checks; (e) prepare financial statements for the board of directors' meetings; (f) monitor bank accounts to ensure they do not exceed the limit insured by the FDIC.

Sec. 8. The communications director shall oversee: (a) the creation and distribution of publications including, but not limited to, *Golden Gardens e-News, Yearbook, Manual & Roster*, press releases and brochures; and (b) the website.

Sec. 9. The parliamentarian shall: (a) advise on points of parliamentary law and procedure when requested; (b) maintain a record of all resolutions and motions adopted during each term of office which affect procedure or policy and provide a copy for the policy chairman and the permanent files; (c) serve as advisor to the bylaws committee; (d) give instruction to the nominating committee following its election and advise the nominating committee as requested; (e) serve as a member of the board of directors and the executive committee with all membership rights including voting privileges.

ARTICLE VI - NOMINATIONS AND ELECTIONS

Sec. 1. **OFFICERS:**

(A) When elected and term of office:

1. Officers shall be elected at the convention in odd-numbered years and assume office at the end of convention in the election year.

2. Term of office of all officers shall be two years or until their successors are elected or appointed. Any officer who has served more than half a term is considered to have served a full term in that office.

(B) Eligibility:

1. All officers shall hold membership in a member garden club.

2. All elected and appointed officers, except one financial officer per administrative term, shall have served previously on the board of directors.

3. Those serving as president and vice presidents shall not serve more than one two-year term in each position. No term limits apply to the other officer positions.

4. The president and first vice-president shall have served at least three years on the board of directors and one or more years on the executive committee and in one of the following capacities (a) president of a member garden club, associate plant society or equivalent nonprofit organization; or (b) district director.

5. The second and third vice-presidents each shall have served at least one year on the board of directors and shall have served in one of the following capacities: (a) president of a member garden club, associate plant society or equivalent nonprofit organization; or (b) district director.

6. The financial secretary and treasurer shall have knowledge of banking procedure and of recording financial transactions.

7. The following documents shall be sent directly to the nominating committee chairman:

a. Two (2) one-page letters of recommendation;

b. A written endorsement from the candidate's district.

c. A one-page resume of the candidate's qualifications.

Upon receipt, the nominating committee chairman shall send copies to the committee members.

(C) Elections:

1. At convention, after the nominating committee has presented its report and before voting for the different officers takes place, the

chair must call for further nominations from the floor.

2. The election shall be held on the first day that business is conducted at the convention.

3. The election board shall be composed of five members appointed at the winter board meeting from the board of directors: a chairman, two tellers, a clerk and a judge.

4. Vote shall be by ballot unless there is only one candidate for each office, when election shall be held by voice vote.

5. A majority vote shall elect. If a particular office is not filled after three ballots, then the next ballot shall be a run-off election between the two candidates for that office who received the highest number of votes on the third ballot.

6. In the event of an emergency and cancellation of convention, the executive committee shall conduct the election by the board of directors by an electronic meeting or by mail (electronic or postal).

(D) Vacancies:

1. In the event of a vacancy in an elected office, the president shall be empowered to appoint an interim officer, such appointment to be approved by the executive committee and ratified by the board of directors at the next meeting.

2. In the event of a vacancy in the office of president, the president-elect or first vice president shall succeed. If the president-elect or first vice president declines, the second and third vice presidents shall succeed in order. If the second and third vice presidents decline, the vacancy shall be filled by the board of directors, voting upon the recommendation of the executive committee.

Sec. 2. NOMINATING COMMITTEE:

(A) When elected and term of office:

1. A nominating committee of seven shall be elected following the

election of officers at the convention in odd-numbered years. In the event of an emergency and cancellation of convention, the executive committee shall conduct the election of the nominating committee by the board of directors by an electronic meeting or by mail (electronic or postal).

2. Term of office of all nominated committee member(s) shall be two years, or until their successors are elected or appointed.

(B) Eligibility:

1. Each member shall have served on the board of directors and shall be present when nominated.

2. No district shall be represented on the committee two consecutive terms.

(C) Election:

1. Following the election of officers, the chair shall call for nominations from the floor.

2. Vote shall be by ballot unless there are only seven (7) members nominated, when election shall be held by voice vote.

3. A plurality vote shall elect.

(D) Duties:

1. The committee shall assume office at the end of convention in the election year.

2. The committee shall elect a chairman. Five members shall constitute a quorum.

3. At the fall board meeting, in odd-numbered years, the committee shall notify all board members of offices to be filled, such notice to be published in *Golden Gardens eNews*.

4. The chairman of the committee shall file with the president and president-elect, two weeks before the winter board meeting of odd-numbered years a slate of at least one candidate for each office.

5. The slate shall be included in the chairman's preliminary report at the winter board meeting in odd-numbered years and shall be appended to the call to convention.

(E) Vacancies:

In event of a vacancy, the president shall appoint a replacement from the same district as the vacating member.

ARTICLE VII - BOARD OF DIRECTORS

- Sec. 1. Composition of the board of directors shall be: (a) officers; (b) district directors; (c) members of the nominating committee; (d) members of the board of trustees; (e) members of the advisory council; (f) members of the bylaws committee; (g) members of the Circle of Poppies (ex officio); (h) all committee chairmen. All board members except members of the advisory council and the Circle of Poppies shall hold membership in a member garden club. One-third shall constitute a quorum. No member shall be entitled to more than one vote.
- Sec. 2. The board of directors shall be the governing body of this corporation and shall: (a) transact routine business; (b) adopt standing rules; (c) ratify all classes of membership; and (d) adopt amendments to endowment charters.
- Sec. 3. Any member of the board of directors may be removed from office upon a two-thirds vote of the board members present and voting at any regular or special board meeting, a quorum being present.
- Sec. 4. (a) Regular meetings shall be the organizational (at the beginning of each term), fall, winter and pre-convention meetings. Permission for non-attendance at any regular meeting must be obtained from the president. Forty-five days notice of fall and winter board meetings shall be given. Notification of the pre-convention meeting and the post-convention and organizational meetings in odd-numbered election years, shall be included in the call for convention. A registration fee approved by the board of directors may be used for expenses of board meetings.
- (b) Pre-convention meetings shall

be held immediately preceding the opening of convention. At the pre-convention meeting in even-numbered, non-election years, new members to the board of trustees shall be ratified and assume their duties after close of convention.

- Sec. 5. Post-convention meetings shall be held in odd-numbered, election years to ratify appointments of the parliamentarian, all appointed chairmen and any new members of the board of trustees. Those eligible to attend the post-convention meeting shall be the officers and district directors, or assistant directors, and, after ratification, the district director coordinator and the parliamentarian.
- Sec. 6. Special meetings may be held at the call of the president or upon written request from no fewer than ten district directors and/or officers. Board members shall be notified of special meeting at least two weeks prior to said meeting. Minutes of the special meeting shall be approved at the next regular meeting.
- Sec. 7. Business of the board of directors (including all committees and the board of trustees) may be conducted by electronic meeting or by mail (electronic or postal). A report of any action taken by the board of directors by mail or by electronic meeting shall be announced and made part of the minutes of the next board meeting.

ARTICLE VIII - EXECUTIVE COMMITTEE

- Sec. 1. Executive committee shall consist of president, vice-presidents, recording, corresponding and financial secretaries, treasurer, communications director and parliamentarian. A majority shall constitute a quorum.
- Sec. 2. The committee shall meet at least three times a year: immediately preceding the Fall Board and Winter Board Meetings; and immediately preceding the pre-convention meeting. Additional meetings

- may be called by the President. The committee shall meet at the call of the president for the purpose of transacting any necessary business between board meetings. Any recommendations or actions taken shall be made part of the minutes of the next board meeting.
- Sec. 3. The committee may conduct business by electronic meeting or by mail (electronic or postal). Any action taken shall be announced and made part of the minutes of the next executive committee meeting.
- Sec. 4. The incoming committee may meet during the time of convention in the odd-numbered years.
- Sec. 5. In the event of a local, state or national emergency, disaster or crisis, all corporate business may be conducted by the committee with actions taken to be ratified by the board of directors at the next board of directors meeting. Exception: election of officers and nominating committee and amending of the bylaws shall be conducted by the board of directors.

**ARTICLE IX -
DISTRICTS & DISTRICT DIRECTORS**

- Sec. 1. The state of California shall be divided into districts as set forth in the standing rules. All clubs shall belong to a district. A district shall be governed by its bylaws which shall not conflict with those of CGCI. District dues shall be at the option of the district.
- Sec. 2. Officers of a district shall include a district director who shall serve as a member of the board of directors of CGCI and who shall interpret state programs to the district. District directors shall not fill any other position on the state board while serving as district director except when recommended by the executive committee and approved by board of directors.
- Sec. 3. District directors shall attend all regular meetings and be present at all business sessions of the board of directors. Permission for non-attendance shall be obtained from the president. The assistant district director or authorized alternate shall attend in the absence of the director and have voting privileges.
- Sec. 4. District directors' forums shall be held in conjunction with fall and winter meetings and any recommendations formulated at the meetings shall be presented to the executive committee.
- Sec. 5. Offers from districts or clubs to host state board meetings may be presented at any regular board of directors meeting. The offer shall state the voted approval of the member clubs or club membership.
- Sec. 6. Board meeting chairmen may be appointed by the president upon recommendation from the host district following selection of the board meeting locale.
- Sec. 7. The director shall file with the membership chairman by June 1 a legible list of all clubs, affiliates and youth gardeners in the district, with names, addresses, telephone numbers and email addresses of club presidents and treasurers, affiliate presidents and treasurers and youth gardener leaders. The list should follow the format of the CGCI roster.
- Sec. 8. Redistricting may be made by the board of directors upon receipt of a written request signed by a majority of the member clubs in the involved districts.
- Sec. 9. When there are three or more garden clubs in the same area a new district may be created by submitting a written request to the board of directors. The clubs in the proposed new district shall present the name of a person qualified and willing to serve as district director. After redistricting, as per Sec. 8, and the ratification of the district director, the district director shall become a member of the board of directors. A district created after 1993 which fails to maintain a district director and have three clubs shall lose district status. The district

shall then be recombined with the district from which it was formed and the boundary shall revert back to the original district's geographical boundary.

Sec. 10. A club wishing to transfer to another district may petition the board of directors, setting forth the reasons and indicating approval by a majority vote of the member clubs in the district to which it is transferring.

**ARTICLE X -
CHAIRMEN AND COMMITTEES**

There shall be such standing committees as are necessary for the operation of the corporation. The president shall appoint chairmen (except those of the nominating committee, board of trustees, advisory council, budget and finance committee), subject to ratification by the board of directors.

ARTICLE XI - ANNUAL MEETINGS

Sec. 1. An annual meeting (a convention) shall be held before the end of the fiscal year, place and date to be recommended by the board of directors and approved by the voting membership. In the event of a local, state or national emergency, disaster or crisis the executive committee may cancel a convention or may change the place and date. All corporate business (with the exception of the election of officers and nominating committee and amending of the bylaws) may be conducted by the executive committee.

Sec. 2. Offers from districts or clubs to host conventions may be presented at any regular board of directors meeting. The offer shall state the voted approval of the member clubs or the club membership.

Sec. 3. Written notice of time and place of the convention shall be mailed (electronic or postal) to club, associate plant society and affiliate presidents and members of the board of directors at least forty-five (45) days prior to the date of such meeting. The nominating committee ticket of candidates for elective

office, a list of districts ineligible for representation on the nominating committee, and any proposed by-laws revisions with rationale, shall be included.

Sec. 4. The voting membership at all conventions shall consist of members of the board of directors; authorized alternates of district directors; club and associate plant society presidents, or their alternates; and delegates or alternates of member clubs and associate plant societies. Members of the board of directors are entitled to one vote each, and their vote shall not be counted in the voting quota of their respective clubs. There shall be no proxy vote.

Sec. 5. Member clubs shall be entitled to representation by the club president or alternate and additional delegates as follows:

Clubs of 25 members or less,
one delegate

Clubs of 26 to 50 members,
two delegates

Clubs of 51 to 100 members,
three delegates

Increase one delegate for every 50 additional members or portion thereof.

Sec. 6. Club and associate plant society presidents shall send the names of delegates and alternate delegates to the credentials chairman at least twenty-one (21) days prior to convention.

Sec. 7. A quorum for the transaction of business shall be a majority of the voting members as set forth in Sec. 4 and 5 above who are registered at the convention.

Sec. 8. Convention chairman and treasurer, who shall be members of a club in the host district(s), may be appointed by the president upon recommendation from the host district(s) following selection of the convention locale. Registrar and credentials chairman, may be members of a club in the host district(s) or may be standing com-

- mittee chairmen appointed by the president.
- Sec. 9. A registration fee recommended by the convention committee and approved by the board of directors may be used for convention expenses.
- Sec. 10. Non-voting members and guests may attend the convention without voice or vote.
- Sec. 11. Financial records of the convention shall be maintained under the direction of the convention chairman and shall be reviewed by a member of the budget and finance committee. Copies are to be filed with the president, financial secretary, treasurer and boards and conventions chairman within ninety (90) days of the close of convention.

ARTICLE XII - FINANCES

- Sec. 1. The fiscal year shall be from July 1 through June 30.
- Sec. 2. The Scholarship Fund shall be used for state scholarships which shall be limited to the number stated in Standing Rule #37
- Sec. 3. District directors, presidents of all member clubs, associate plant societies, affiliates shall receive *Golden Gardens eNews* during their term of office.
- Sec. 4. Half of the net proceeds from conventions shall be placed in the general fund the remaining half shall be retained by the host.
- Sec. 5. The budget and finance committee shall: (a) include the financial secretary, who shall serve as the chairman, first vice-president/president-elect, treasurer, chairman of the board of trustees, Group Tax Exemption Program chairman and up to three (3) members who shall be appointed by the president; (b) submit the annual corporation budget for adoption at the pre-convention board meeting; and (c) recommend on proposed transfers or increases to budget accounts or expenditures of money in excess of twenty-five dollars (\$25.00) outside of budget before any action

- by the board of directors.
- Sec. 6. The following are budgeted from the General Fund: (a) president's reimbursement of up to \$10,000.00 annually for verified expenses incurred for state travel and office expenses including mileage reimbursement in accordance with the current IRS business mileage rate; (b) president's reimbursement of up to \$5,000.00 annually for verified expenses incurred in attending two meetings of NGC and one PRGC meeting; expenses over and above may be presented to the Board of Directors for approval; (c) president-elect's reimbursement of up to \$3,500.00 for verified expenses incurred in attending the PRGC and NGC Conventions; expenses over and above may be presented to the Board of Directors for approval; and (d) Pacific Region director's reimbursement of up to \$2,000.00 annually for verified expenses when the director is from California in its state rotation and when PRGC/NGC budgeted funds are expended.
- Sec. 7. No indebtedness shall be incurred on behalf of the corporation by any corporation member without authorization by board of directors.
- Sec. 8. The board of directors shall not take action upon a project which contemplates monetary contributions unless the details of such project have been presented at the previous regular meeting of the board of directors. All projects, including the president's project, must establish a restricted fund to handle the revenue and expenses.
- Sec. 9. A crime policy that includes *Computer and Funds Transfer Fraud, Employee Theft and Forgery or Alteration* coverage will be furnished by CGCI and paid from the general fund (line code 401).
- Sec. 10. Accounts of the financial secretary and treasurer shall be reviewed annually at close of the fiscal year by a certified public accountant ap-

proved by the board of directors. This review report shall be presented for action at the fall board meeting. An internal audit or external review shall be ordered by the executive committee in the event of a vacancy in a financial office, that report to be presented for action at the next meeting of the board of directors.

ARTICLE XIII - GOLDEN GARDENS eNEWS

- Sec. 1. The official publication shall be *Golden Gardens eNews*, which shall be delivered electronically.
- Sec. 2. The publication's objective shall be to publish information concerning CGCI and its activities and articles of interest for a balanced publication.
- Sec. 3. The *Golden Gardens eNews* editor shall: (a) supervise publication of *Golden Gardens eNews*, (b) be chairman of the *Golden Gardens eNews* Committee and (c) report to the board of directors at all board meetings and conventions.
- Sec. 4. Funds from donations shall be deposited in the general fund.

ARTICLE XIV - BOARD OF TRUSTEES

- Sec. 1. The board of trustees shall consist of six members, two of whom shall be replaced each even-numbered year, to serve for a six-year term. In the even-numbered year, the immediate past president shall be extended the option to become a member, and the president shall appoint a member who has served on the board of directors. Assumption of duties shall commence at the close of convention or July 1 (whichever occurs first). No trustee shall serve concurrently as an officer.
- Sec. 2. The board of trustees shall meet upon call of the chairman, or secretary acting in absence of the chairman. Four members shall constitute a quorum.
- Sec. 3. The chairman shall report to the board of directors at all board meetings and conventions. If the chairman is unable to report the secretary may act as alternate.

- Sec. 4. The board of trustees shall elect a chairman and a secretary who shall serve for one year. The name of this chairman shall be given to the president.
- Sec. 5. The board of trustees shall make recommendations in writing to the executive committee prior to any action by the board of directors regarding: (a) investments, (b) new gifts or donations to assure the best resolution for the donor and the corporation, and (c) existing gifts or donations to ensure that the administration of the funds is as directed by the grantors.
- Sec. 6. The board of trustees, together with the scholarship chairman, shall constitute the scholarship committee.
- Sec. 7. The board of trustees, together with the Golden Legacy chairman, shall constitute the Golden Legacy Society committee.
- Sec. 8. The board of trustees shall constitute the endowment committee which shall oversee the endowment fund and scholarship endowment fund as directed in the charters of the two funds. The endowment promotion chairman shall be a non-voting member of the endowment committee. Signers on all endowment accounts shall be the president, treasurer, and chairman of the board of trustees.
- Sec. 9. The board of trustees shall be responsible for the monthly internal financial review.
- Sec. 10. The board of trustees shall be responsible for collecting and maintaining important CGCI documents

ARTICLE XV - ADVISORY COUNCIL

Former presidents shall comprise the advisory council, which shall meet at the call of the chairman or two members of the advisory council for the purpose of discussing policies and procedures. The immediate past president shall act as chairman.

ARTICLE XVI - CIRCLE OF POPPIES

The Circle of Poppies was established in 2005 to honor those who have given extraordinary length of service to CGCI. Membership requires recommendation by the

executive committee and approval by the board of directors which may occur at any meeting. Membership confers a permanent ex officio position on the board of directors which includes all privileges, voting, making motions and holding positions but without the obligation of attendance. A member of the Circle of Poppies is not counted in determining the number required for a quorum or whether a quorum is present at a meeting, unless they also hold another position on the board of directors.

ARTICLE XVII - LIABILITY INSURANCE

- Sec. 1. Liability insurance shall be maintained for clubs and associate plant societies who choose to have this insurance, and are approved by the insurance carrier. The annual rate shall be recommended by the executive committee and approved by the board of directors at the pre-convention meeting.
- Sec. 2. If the master liability insurance policy is terminated, any premiums paid by the clubs in advance shall be returned to those clubs. Disposition of any remaining funds shall be determined by the board of directors.
- Sec. 3. A current copy of the declarations page from the electronic liability insurance policy shall be filed annually with the important CGCI Documents maintained by the board of trustees.

ARTICLE XVIII - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the corporation 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 corporation may adopt.

ARTICLE XIX - DISSOLUTION

Dissolution of the corporation shall be as stated in the Articles of Incorporation.

ARTICLE XX - AMENDMENTS

- Sec. 1. These bylaws may be amended at any convention by a two-thirds vote, provided that at least forty-five (45) days prior to convention all voting members shall have been

sent a copy of proposed amendments with rationale.

- Sec. 2. Proposed amendments to the bylaws must be submitted to the bylaws committee chairman by November 1.
- Sec. 3. Proposed amendments shall be submitted to the board of directors for recommendation at the winter board meeting before being submitted to the voting membership. Written notice of proposed changes shall be distributed at least one week prior to the meeting.
- Sec. 4. Bylaws may be amended by a two-thirds vote of the board of directors by electronic meeting or by mail (electronic or postal) if a convention cannot be held.
- Sec. 5. Any changes in the NGC bylaws that affect CGCI shall automatically become part of CGCI bylaws.

Complete revision of Bylaws, adopted May 1985.
Amended: May 1990, 1993, 1995, 1997, 1999, 2000, 2002, 2003, June 2006, 2007, 2008, 2009, 2010, May 2011, June 2012, 2013, 2014, 2015, May 2016. June 2017, 2018, 2019, May 2020, 2021

STANDING RULES

1. The geographical boundaries of the districts and their delineation are as follows:

ARBORETUM - San Gabriel foothills in Los Angeles County to Whittier, including Glendale, to Orange and San Bernardino Counties.

BAY BRIDGES - Alameda and Contra Costa Counties west of the Berkeley-Oakland Hills including the cities of Pinole and Fremont.

BAY OCEAN - All of San Mateo and San Francisco Counties including the City of Palo Alto.

BUTTES - Counties of Butte, Colusa, Glenn, Sutter (except for the Rio Oso Area in the southern portion) and Yuba (except for the Wheatland area on the southern border).

CASCADE - Counties of Shasta, Tehama and Trinity.

CENTRAL COAST COUNTIES - Counties of Monterey, Santa Cruz and San Benito.

CHANNEL ISLANDS - Counties of Ventura and Santa Barbara except that portion of Santa Barbara County west and north of a line drawn from Gaviota to the junction of Highways 33 and 166 near the northeastern corner of the county.

COSTA VERDE - Southwestern Los Angeles County south of Manchester Avenue-Firestone Boulevard (State Highway 42) to Interstate 5 and Orange County line.

DESERT EMPIRE - Kern County east of the cities of Tehachapi and Kernville, Antelope Valley in Los Angeles County, San Bernardino County northwest of Interstate 15 to Interstate 40, including Barstow, north of Interstate 40 and all of Inyo County.

DIABLO FOOTHILLS - Contra Costa and Alameda Counties east of Berkeley-Oakland Hills including the Highway I-680 corridor.

GOLDEN FOOTHILLS - Counties of El Dorado, Nevada and Placer.

GREATER LOS ANGELES - Coastal and central Los Angeles County north of Manchester Boulevard; Malibu and Hollywood.

HUMBOLDT - Counties of Humboldt and Del Norte.

LUTHER BURBANK - Counties of Sonoma, Napa and Marin.

MENDO-LAKE - Counties of Mendocino and Lake.

MONTANA DE ORO - All of San Luis Obispo County plus the portion of Santa Barbara County, which lies north and west of a line drawn from Gaviota to the junction of Highways 33 and 166 near the northeastern corner of the county.

ORANGE COUNTY - Orange County.

PALMS TO PINES - Western San Bernardino and western Riverside Counties; to northern and eastern boundaries of San Bernardino National Forest area.

PALOMAR - Counties of San Diego, Imperial.

PLUMAS LASSEN - Counties of Plumas, Lassen and Sierra.

ROADRUNNER - Eastern San Bernardino and eastern Riverside Counties, east from Interstate 15, and San Bernardino National Forest area; north to Interstate 15 and Interstate 40 excluding Barstow.

SACRAMENTO RIVER VALLEY - Counties of Sacramento, Solano, Yolo, Sutter (Rio Oso area) and Yuba (Wheatland area).

SAN FERNANDO VALLEY - Northwestern Los Angeles City and County from north face of the Santa Monica Mountains through San Fernando Valley, excluding Antelope Valley.

SANTA CLARA VALLEY - Santa Clara County excluding the City of Palo Alto.

SEQUOIA FOOTHILLS - Counties of Fresno, Kings, Tulare and western Kern County, including the cities of Tehachapi and Kernville.

TOP O' THE STATE - Counties of Siskiyou and Modoc.

VALLEY LODGE - Counties of Alpine, Amador, Calaveras, Mono, San Joaquin, Stanislaus and Tuolumne.

YOSEMITE GATEWAY - Counties of Madera, Mariposa and Merced.

2. The order printed in the *Yearbook, Manual & Roster* shall be the Articles of Incorporation, Bylaws, Standing Rules and Policy.

3. Proposed amendments to standing rules and policy shall be submitted to the bylaws and policy committee chairman. Amendments to standing rules may be made at a board meeting by a majority vote with notice or a two-thirds vote without notice.

4. New policies or proposed policy amendments shall be submitted to the bylaws and policy committee. The recommendations of the bylaw and policy committee shall be sent to the advisory council and the executive committee for final approval.

5. The president shall appoint a vice president to chair the bylaws and policy committee which shall include the parliamentarian and five additional members for a total of seven members. The other vice presidents may attend the meetings and participate without voice or vote.

6. The bylaws and policy committee shall

collect and review information and advise on the meetings/convention procedures and any other procedures deemed to be important to the organization.

7. The board of directors shall investigate and approve all proposals to endorse any products or commercial enterprises to determine if such endorsement would be in conflict with CGCI's stated objectives, or jeopardize CGCI's tax exempt status.

AWARDS

10. New awards or changes in awards shall be submitted to the awards chairman who shall present them to the awards committee for approval. Changes must be agreeable to both the awards committee and the sponsor. Any award may be discontinued from the awards program upon approval of the awards committee and consultation with the sponsor.

11. Cash shall be accepted for any new awards offered. Rosettes, ribbons, donor certificates, trophies and plaques will not be accepted. CGCI shall provide the certificates.

CHAIRMEN AND COMMITTEES

15. Each chairman has the responsibility of maintaining an updated procedure book pertinent to their chairmanship. The procedure book shall be passed on to the next chairman at the organizational meeting following convention in each election year.

16. The president-elect shall set his/her board (invite, select and confirm those serving as committee chairmen) no later than March 1 of the year he/she is installed.

17. Names and addresses of members of the nominating committee shall be published in *Golden Gardens eNews*.

DISTRICTS AND CLUBS

20. Clubs are encouraged to hold their elections before the convention in order to have correct information for the roster.

21. Districts are encouraged to compile a yearbook or roster listing names and addresses of district officers and chairmen, clubs within the district, dates of district meetings, presidents' conferences, other pertinent information.

22. Notification of changes in roster information for club, associate plant society and affiliate presidents and treasurers should be updated on the website with the annual contact information form.

FINANCE

30. Copies of financial reports of CGCI functions shall be sent by the event chairman within ninety (90) days of the close of function as follows: (a) board meetings to president,

financial secretary and board and convention coordinator (b) symposia, refreshers, forums and conferences to president, treasurer and appropriate state chairman, (c) each course in educational schools to president, financial secretary, appropriate state chairman and educational schools finance chairman

31. Anyone whether commercial or otherwise wishing to sell products for their own benefit at a CGCI function, must first be approved by the function host and president. The vendor shall pay a percentage of the gross sales and/or a table fee as agreed upon in the signed Vendor Sales Agreement. Revenues shall be divided equally between the general fund and the function host.

32. Organizers/chairmen of all CGCI fundraisers shall not benefit financially from the fundraisers.

33. The full balance sheet and income statement of the treasurer, as presented at each meeting of the board of directors, shall be attached to the minutes.

34. Loans for preliminary expenses for CGCI functions shall be made from the general fund.

35. Any motion that would propose a by-law change or involve an unbudgeted expenditure shall be submitted in writing to the executive committee for consideration before being presented to the voting body.

36. The executive committee shall approve the expenses of up to \$300 allocated to a member who shall represent CGCI by participating in a special, unbudgeted event by request of NGC. Normal chairmanship activities will not be included. The money shall come from the general fund.

37. The budget and finance committee shall recommend and include as a separate item in the yearly budget the dollar amount from the scholarship fund to be offered for scholarships. The number of scholarships offered in one year from this fund shall not be more than four (4).

38. Bills for the current fiscal year shall be presented to the financial secretary for authorization of payment on or before June 15th.

39. Printing and postage expenses of the call and minutes of all board meetings and conventions shall be budgeted and paid from the general fund.

40. Number of members for whom CGCI pays NGC dues shall be based on the total dollar amount of dues received from clubs and associate plant societies in the fiscal year

preceding the June 1 NGC due date.

41. The accountant's annual review letter shall be incorporated in the minutes and published in Golden Gardens eNews following the fall board meeting

42. A copy of the CPA's annual reviewed financial statements shall be given to members of the executive committee, board of trustees and budget & finance committee. A copy will be provided to board members upon written request and receipt of the cost of the reproduction and mailing.

43. All expenses incurred due to misuse of CGCI's Federal EIN and/or Franchise Tax Board Entity ID number or any other tax ID number shall be charged to the offending organization.

44. The treasurer and board of trustees shall monitor liquidity required to meet operating needs and contractual commitments while striving to maximize the investment of available funds.

45. The portfolio shall be invested with the objective of preserving the long-term real purchasing power of assets. Strategic asset allocation ranges are as follows:

Total stocks: 50% - 70%

Total Bonds: 30% - 50%

Asset allocations shall be rebalanced internally as needed, as determined by the endowment committee.

MEETINGS

50. Scheduled dates of all CGCI board meetings, PRGC and NGC annual meetings shall be posted on the website.

51. Board meetings and conventions procedure book shall be updated annually by the state boards and conventions Procedure Chairman and posted on CGCI's website. Current information from the district chairman on duties, procedures, and finances shall be included in the books.

52. The president shall approve program expenses and complimentary tickets using general funds budgeted for program speakers (l/c 2901) for board meetings and conventions.

53. The president is responsible for the agenda and plans the program with the host district or club chairman for board meetings or conventions.

54. The registration fee, cost of each meal and activity for all board meetings and conventions shall be itemized in the call to these meetings.

55. Upon approval of the board of direc-

tors the NGC President and/or the PRGC Director may be invited to attend a CGCI meeting. Expenditures for courtesies of accommodations, meals, and amenities at board meetings or conventions shall be paid from the general fund.

56. Upon approval of board of directors NGC or PRGC may be invited to hold any meeting in California.

57. Standing rules of the convention shall be included in the program of convention, and read aloud by the parliamentarian immediately after the credentials report. Board meeting standing rules shall be distributed at the organizational meeting.

58. A garden club, associate plant society or affiliate member who is not a member of the board of directors may attend a board of directors meeting without voice or vote.

59. Members of the board of directors shall attend regular and special meetings and conventions. Officers and district directors, or assistant directors, and the district director chairman shall also attend the post-convention meeting. Expenses incurred in attending these meetings shall be the personal responsibility of the member.

WEBSITE

60. 1. The website shall be chaired by the communications director and include: (a) items of interest to members as well as non-members, e.g. calendar of events, educational schools, membership and forms; (b) convention and board meeting information (call and minutes), annual financial statements, articles of incorporation, amended sets of bylaws and standing rules; (c) advertising approved by the executive committee or a designated chairman; and (d) endorsements approved by the board of directors.

2. Links: (a) districts, affiliates, associate plant societies and clubs that are members in good standing, Pacific Region and NGC; (b) non-member horticulture, design and environmental organizations or affiliates upon approval of the executive committee; (c) commercial links approved by the executive committee or a designated chairman.

3. Money for technical assistance shall be in the budget.

MEMBERSHIP

70. Membership chairman and/or communications director provide reports, as requested, to NGC chairmen, Pacific Region chairmen, CGCI officers, district directors and chairmen.

71. The membership chairman shall maintain a record of dues paid by member clubs associate plant societies and affiliates and notify them and their district directors when dues are delinquent.,

72. No commercial enterprise or agency shall be eligible for membership.

73. Affiliates shall (1) be organizations with one or more CGCI objectives, (2) have a membership of at least ten members, (3) pay dues in accordance with Article IV, Sec. 3(c), (4) be approved by the board of directors, and (5) not be eligible for liability insurance, and/or Directors & Officers insurance, awards program and the CGCI Group Tax Exemption Program. In addition, affiliates may also belong to a district.

74. An associate plant society shall (1) be a member of a permanent statewide or national plant society, (2) be entitled to representation at annual meeting by its president or alternate, and delegates as specified in Article XI, Section 5, (3) pay annual dues according to Article IV, Sec. 3 (a), (4) be eligible to apply for liability insurance, (5) be eligible to participate in the awards program and (6) not be eligible to apply for CGCI Group Tax Exemption Program. An associate plant society may belong to a district and then shall be classified as a club and pay district dues that shall be at the option of the district.

75. The categories of youth gardeners include, but are not restricted to, junior, intermediate and high school gardeners.

STATE PROJECTS

81. Any proposed new state project shall be verified by the person presenting the resolution as an established and viable project. No project will be accepted where CGCI would be a founding member or where the project is still only in the planning stages. The resolution shall state the aims and estimated time frame of the project. Should any project fail to fulfill the aims stated in the resolution, the board of directors shall vote on the termination of the project and determine disposition of any residual funds.

82. State projects approved by the board of directors are limited to initial aggregate funding from any CGCI funds of 10% of the stated project goal at the time of project approval.

YEARBOOK MANUAL & ROSTER

90. Job descriptions in the *Yearbook, Manual & Roster* may be changed only with the informed consent of the president and the

chairman involved.

91. Complimentary copies of the Yearbook, Manual & Roster shall be distributed to the board of directors and club, affiliate and associate plant society presidents; distribution to be determined by the president and Yearbook, Manual & Roster chairman. Copies may be purchased from the Yearbook, Manual & Roster chairman. They shall not be given or sold to commercial firms.

92. Major changes in format of the Yearbook, Manual & Roster shall be approved by board of directors.

93. The Yearbook, Manual & Roster shall not include advertising.

94. Unratified youth projects: school gardening and horticulture programs funded by clubs/districts, may be listed in the district roster section of the Yearbook, Manual & Roster.

MISCELLANEOUS

100. Permanent files, containing books and records, shall be under the supervision and control of the president and permanent files chairman. No materials may be borrowed from the files without consent and filing of a receipt with the permanent files chairman.

101. No member shall circulate at anytime letters or bulletins to the general public concerning policy or procedure without first having had such material approved by the executive committee and the board of directors. Copies of such material shall be sent to members of the executive committee prior to circulation.

102. Copies of all letters and other documents pertaining to the organization, except routine correspondence, shall be sent to the president.

103. A gift or donation shall state its purpose, use of funds, any time limit imposed, and disposition of any remaining funds after the time limit.

104. Permission shall be required from the executive committee to use the logo in the design of any fundraising merchandise sponsored by a member club, district, flower show judges council, the California Consultants Council or any combination thereof.

105. CGCI stationery is to be used for CGCI correspondence only and not to be used for club, district, or personal correspondence.

106. The concept of any new publication must first be approved by the executive committee and then recommended to the board of directors for approval. If approved, the content must be approved by the executive com-

mittee prior to publication.

107. Budgeted funds for officers, chairmen and district directors are for reimbursement of administrative expenses and for outreach activities on behalf of CGCI objectives.

This excludes all expenses for purchasing equipment unless specifically approved by the board of directors and expenses incurred in attending conventions and board meetings except for the president and president-elect.

108. The incoming president shall be honored with an NGC life membership or a donation to an appropriate NGC honor book or program. This is the responsibility of the second vice-president. The donation shall be of an amount equal to the cost of a NGC Life Membership.

109. (1) No member should vote on a question in which they have a direct personal or pecuniary interest. (2) To protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or member of the board of directors: (a) an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the board of directors; (b) the board of directors shall decide if a conflict of interest exists; (c) if a conflict exists, the board of directors, after exercising due diligence, shall determine whether the organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the board of directors shall determine whether the transaction or arrangement is in the organization's best interest for its own benefit.

110. CGCI Directors and Officers Liability Insurance coverage shall not be available to clubs, associate plant societies or affiliates that have any paid employees (either part-time or full-time).

Complete revision of Standing Rules, adopted May 1985.
Amended: May 1991, 1993, 1994.
Reorganized and amended: May 1995.
Amended: January 1996, 1997; May 1999, 2000, 2001, 2002, 2004; January 2006, June 2007, September 2007, June 2008, September 2008, January 2009, September 2009, January 2010, February 2011, 2012, September 2012, June 2013, June 2014, September 2014, February 2015, 2016, May 2016, February 2017, June 2017, January 2018, September 2018, January 2019, January 2020, February 2021

POLICY & PROCEDURES

Referenced page numbers are subject to annual change

AFFILIATE MEMBERSHIPS IN OTHER ORGANIZATIONS

Bylaws, Article 1, Section 2

1. CGCI affiliate memberships in other state, national and international organizations shall be as authorized by the Board of Directors upon determination that no conflict exists between the stated objectives of CGCI and the affiliate organization(s), and that membership in the affiliate organization(s) will not jeopardize CGCI's tax exempt status at any government level.
2. Dues for CGCI affiliate memberships in other organizations shall be included in the budget and paid from the General Fund when due.
3. Such affiliations are listed on the Title Page of the Yearbook, Manual & Roster under *Affiliate Memberships*.

AWARDS *To apply, refer to General Rules, pages 65-66, Flower Show page 72*

1. All awards shall be given on merit; there is no limit to the number which may be won by an individual, garden club, council, associate plant society or district.
2. Winners of Pacific Region and NGC awards may be announced at the CGCI Convention provided the Pacific Region and NGC Conventions precede it.

BLUE STAR MEMORIALS

1. A Blue Star Memorial Fund has been established to assist clubs and districts in purchasing Blue Star Memorial markers.
2. Blue Star Memorial Fund money may be used for refurbishing existing markers.
3. Requests for financial assistance in completing a Blue Star Memorial marker project shall be made through the Blue Star Memorial Chairman.
4. Expenses of the Blue Star Memorial Chairman, in excess of the chairman's budgeted \$50, shall be submitted to the Executive Committee for approval and paid from the Blue Star Memorial Fund.

COUNCILS

Council meetings may be held in conjunction with symposia, board meetings and conventions.

California Consultants Council (CCC)

1. CCC membership is open to fully accredited environmental, gardening and landscape design consultants, provisional consultants and consultants emeriti, upon payment of dues at the beginning of each two-year term.
2. The CCC chairman is responsible for planning and conducting meetings of the Council and for CCC sponsored awards and/or events.
3. The chairman's expenses, the CCC awards and related council expenses are paid from the CCC Temporarily Restricted Fund (line code 31519).

Flower Show Judges Council

1. A new council may be established upon presentation of a petition to the Executive Committee, this should include the proposed council's objectives and the signature of each founding member.
2. Flower show judges shall not accept fees for judging flower shows sponsored by member clubs or organizations affiliated with NGC. Mileage fees may be accepted.
3. Membership in more than one judges council is permitted.

EDUCATIONAL SCHOOLS (NGC)

Flower Show Schools Committee

1. The chairman shall be the Flower Show Schools Chairman. Other members are the chairmen of Awards, Schedules, Judges Credentials, Judges Council, Symposia and any others deemed necessary.
2. The Flower Show Schools Chairman is responsible for the Flower Show Schools program within CGCI and for adherence to NGC requirements; maintains the file of each flower show student and student judge; maintains a record of all courses of a flower show school series and the *Handbook* examination; provides a current list of student judges to the Yearbook, Manual & Roster Chairman by July 1st annually.
3. The Credentials Chairman must provide current lists of judges in good standing, including expiration year of their credentials, and judges emeriti to the Yearbook, Manual & Roster Chairman by July 1st annually.
4. NGC policy as defined in the *Handbook For Flower Shows, Flower Show School Manual, Instructor's Manual* and directives published in *The National Gardener* shall apply to the CGCI Flower Show Schools program.
5. Expenses of all Flower Show Schools committee chairmen are paid from the General Fund, budgeted chairman expenses up to \$50 each; expenses in excess of this shall be submitted to the Executive Committee for approval and paid from the Educational Schools Fund. Symposia Chairman expenses in excess of \$50 shall be paid from the Symposium Fund upon approval of the Executive Committee.
6. Correspondence to NGC chairmen and to NGC headquarters must be sent through the Flower Show Schools Chairman.
7. Flower Show symposia are held at least once per term.

Environmental Schools, Gardening Schools, Landscape Design Schools

1. Schools chairmen shall: (a) keep complete records of all consultants, provisional consultants and students, including refresher status; (b) answer questions regarding consultants certifications and notify consultants when their five-year renewal will lapse; (c) provide a current list of provisional, accredited and master consultants, including the expiration year of their credentials, and an updated list of consultants emeriti to the Yearbook, Manual & Roster Chairman by July 1st annually.
2. Chairmen expenses shall be paid from the General Fund, budgeted chairman expenses up to \$50 each, expenses in excess of the \$50 shall be submitted to the Executive Committee for approval and paid from the Educational Schools Fund.
3. Correspondence to NGC chairmen and to NGC headquarters must be sent through the relevant school chairman.
4. Advanced study programs are occasionally offered for all disciplines.

ENDOWMENTS *Refer to Bylaws Article XIV, Sections 8,9.*

CGCI Endowment Fund Charter, *Page 114*

CGCI Scholarship Endowment Fund Charter, *Page 115*

Donations may be designated for either fund or split between both.

FINANCES

1. All motions directing the expenditure of CGCI monies shall specify from which designated fund and line code the monies shall be paid.
2. Printing and postage expenses for the minutes of all board meetings and conventions shall be budgeted and paid from the General Fund as part of the Recording Secretary's budget.

Chairmen Who Process Funds

1. Each chairman who collects money in the name of CGCI shall complete the online Cash Receipt Form OR make a cash receipt schedule in triplicate. The chairman shall keep one copy for the files, send one copy to the Financial Secretary, and send one copy with check(s) to the Treasurer within 30 days of receipt.
2. Project chairmen or the Donations Coordinator will issue an IRS letter approved by the Financial Advisor acknowledging the donation amount.

Financial Procedure for Sponsoring or Hosting Functions

Board Meeting

Convention

Flower Show Schools

*Symposia

Landscape Design Schools

Gardening Schools

Environmental Schools

Bi-Refreshers/Tri-Refreshers

*Wildflower Conference

* CGCI's Employer Identification Number (EIN) for these functions **ONLY** is used with dedicated checking accounts available from the financial officers upon approval by the Board of Directors, signatories to be filed for each checking account.

1. **The CGCI EIN may not be used** (except * above).
2. Revenue from board meetings and conventions shall be governed as follows:
 - A. Revenue from board meetings shall be retained by the host.
 - B. Revenue from conventions is divided as follows: half the net proceeds go to the General Fund and half is retained by the host.
3. Individuals or commercial enterprises wishing to sell products or take orders at conventions and board meetings must be approved by the Executive Committee and pay an agreed percentage of the gross sales and/or a table fee. Revenues shall be divided equally between the General Fund and the function host.
4. Financial records of the convention shall be maintained under the direction of the Convention Chairman and may be reviewed by a qualified individual approved by the Board of Directors.
5. The financial objective of sponsoring or hosting the following state functions is to break even. If there is a gain or loss, the financial responsibility is as follows:

Gain or loss transferred to a specific fund:

Convention - 50% or half to/from the General Fund

Wildflower Conference – Wildflower Fund

Symposia - Symposium Fund

Gain or loss remains with sponsor or host:

Designation **sponsor** is used for schools, symposia, bi-refreshers and tri-refreshers.

Designation **host** is used for board meetings and conventions.

Board Meeting

Convention - 50% or half retained by the host

Flower Show Schools

Landscape Design Schools

Gardening Schools

Environmental Schools

Bi-Refreshers and/or Tri-Refreshers

If a loss should occur the sponsor or host may appeal to the Executive Committee for possible monetary reimbursement.

6. Within 90 days of the close of a function or each course in a school series, the chairman shall send copies of the financial report as follows:

Conventions

Send reviewed financial report to:

President, Financial Secretary, Treasurer, Hotel Contracts Chairman, Boards & Conventions Chairman.

Board meetings

Send financial report to:

President, Financial Secretary, Boards & Conventions Chairman, Hotel Contracts Chairman.

Educational Schools (each course)

Send financial report to:

President, Financial Secretary, Educational Schools Finance Chairman, appropriate school chairman.

Symposia, Bi-/Tri-Refreshers

Send financial report to:

President, Financial Secretary, Treasurer, Educational Schools Finance Chairman, appropriate school chairman.

7. The financial outcome shall be recorded in the minutes in the appropriate chairman's report.

8. The financial outcome of each course in educational schools will be monitored by the Educational Schools Finance Chairman.

9. NGC examination fees for NGC school courses, *Handbook* examinations, symposia examinations and refresher fees shall be processed by the applicable CGCI school chairman. NGC fees shall be sent to NGC.

GOLDEN LEGACY SOCIETY *Refer to Page 34*

GRANTS AND LOANS

Grants - *To apply refer to Page 35*

Grants of \$250 are available for each course of a ratified school upon approval of the proposed budget by the Educational Schools Finance Chairman. Excluding Course 1 for the following schools:

Flower Show School – see Helen Minor Fund.

Gardening School and Landscape Design School - see Eleanor Miller Fund

Loans

Upon approval of the Board of Directors the following loans for preliminary expenses are available:

\$1,000 - Convention; Pacific Region Convention when CGCI is the host.

\$500 - Flower Show Symposium.

\$500 - Board meetings; refreshers; wildflower conferences.

If Course 1 is profitable, no additional grants may be applied for remaining courses unless required for the school to break even overall.

GROUP TAX EXEMPTION PROGRAM (GTEP) *To apply refer to Page 22*

The application made by CGCI for a group exemption letter recognizing subordinate clubs as organizations of the type described in Section 501(c)(3) of the Internal Revenue Code was approved by the IRS on November 15, 2006. CGCI is thereby authorized by the IRS to include subordinate clubs, which have met all require-

ments set forth by the IRS under Section 501(c)(3) of the Code, to be included in the CGCI Group Tax Exemption Program. The California Franchise Tax Board (FTB) has authorized CGCI to grant similar state nonprofit tax exempt status to group exemption subordinates, retroactive to November 15, 2006. Therefore CGCI can grant qualified clubs and districts full, non-profit tax exempt status with the IRS and the California FTB; the CGCI annual filing of subordinates shall be completed to the IRS by March 15.

Participation in GTEP is optional and not included with membership, a district or club must apply to be included in the program. To qualify for inclusion in GTEP, clubs and districts must agree to follow the guidelines required by the IRS and the California FTB and successfully complete the application process administered under the supervision of the GTEP Chairman and the Financial Consultant. Group tax exemption status is renewable each year thereafter.

HONOR BOOK

This Honor Book has evolved from the Green, Gold and Copeland Fund Honor Books, all are displayed at the annual convention.

LIABILITY INSURANCE *Bylaws Article XVII. Refer to page 24*

MEETINGS

Annual Meetings/Conventions - *Refer to Bylaws Article XI*

Voting status of the attendee will be indicated by issuance of a voting card or indication of delegate status on attendee's identification badge

NGC & Pacific Region Conventions

1. CGCI shall be represented at NGC and Pacific Region Conventions as prescribed in the NGC and Pacific Region bylaws.
2. The suggested order for the selection of delegates to NGC and Pacific Region conventions shall be as follows: (a) former presidents in order of seniority; (b) officers; (c) district directors; (d) former NGC officers and chairmen; (e) former Pacific Region officers and chairmen; (f) chairmen; (g) other members.

MEMBERSHIP

Club Membership

1. Applications for membership shall be made to the Membership Chairman on an Application Form to be signed by the district director, except for associate plant societies, and accompanied by dues payable to CGCI. Upon receipt of application and dues a *New Member Packet* will be sent to the new president containing: welcome letter, guidelines for the treasurer, *Yearbook, Manual & Roster, Golden Gardens eNews* subscription and other relevant information. Clubs receive individual membership cards; associate plant societies receive individual membership cards upon request; affiliates receive one membership card for their records.
2. New clubs in all membership classes shall be ratified by the Board of Directors.

Youth Garden Clubs

1. Applications for junior, intermediate and high school youth garden clubs shall be made to the Youth Activities Chairman and signed by the sponsoring club president and the district director. Youth garden clubs are ratified by the Board of Directors.
2. Junior garden clubs comprise students from pre-school through sixth grade. Intermediate garden clubs comprise students from seventh through ninth grade. High school gardeners comprise students from tenth through twelfth grade and include

ninth grade in a four-year high school.

3. All youth garden clubs must be sponsored by a member garden club or district they have all the privileges of CGCI except the rights to vote and hold office. Dues shall be the option of each youth club.

4. Youth garden clubs pay no dues to CGCI.

5. CGCI pays a total amount of \$10 (ten) annually to NGC for youth garden clubs.

6. Youth Projects are unratified school gardening or horticulture groups whose projects and/or programs are supported in some manner by the sponsoring club or district.

Life Memberships

1. Applications are available from the Life Membership Chairman and the website.

2. Life Memberships are honorary and require a one-time designated fee -
Refer to Bylaws Article IV, Section 3(g).

3. All monies from the purchase of a Life Membership are deposited in the Scholarship Donations/Life Membership Fund.

4. New Life Members shall be ratified by the Board of Directors.

5. Clubs shall pay CGCI dues for all club members holding Life Memberships. CGCI Life Members shall pay club dues as prescribed by their club's bylaws.

MEMORIALS

1. Upon the death of a CGCI board member, a contribution from the General Fund in the amount of \$50 shall be made to the current President's Project.

2. Upon the death of a former CGCI president, a contribution from the General Fund in the amount of \$100 shall be made to the current President's Project.

NEWSLETTER: *GOLDEN GARDENS eNEWS*

A monthly electronic publication containing CGCI news, information and articles of interest. The newsletter is complimentary and disseminated via email to subscribers. Board Members and club presidents automatically receive subscriptions all others should complete the form at the website.

NOMINATIONS AND ELECTIONS

Refer to Bylaws Article VI

Nominations

1. The Board of Directors-elected members of the Nominating Committee are expected to attend Nominating Committee meetings at fall and winter board meetings, conventions and at the call of the Nominating Committee Chairman.

2. The Nominating Committee shall meet prior to the adjournment of the convention in odd-numbered years, at the call of the Parliamentarian, to elect its chairman.

3. Recommendations of qualified candidates may be sent to the Nominating Committee no later than January 1 in odd-numbered years. The Nominating Committee is charged with obtaining the best qualified candidates for the offices to be filled but it is not bound by recommendations received or suggestions of potential candidates submitted, these recommendations and suggestions serve as information only.

Elections

1. An election shall be held on the first day that business is conducted at the convention in an odd-numbered year; if there is only one candidate for each office election is by voice vote.

2. If the election is to be by ballot the appointed Chairman of the Election Board

shall supervise the arrangements for voting in a polling room separate from the assembly room; provide ballots containing the names of candidates submitted by the Nominating Committee, with additional spaces for writing in names of nominees from the floor including their district affiliation; and maintain order and quiet in the polling room.

3. An alphabetical list of eligible voting members shall be prepared by the Credentials Chairman prior to the opening of the polls. The voting hours, two or more, shall be determined by the Executive Committee. No less than three members of the Elections Board shall be on duty during voting hours.

4. The ballot box shall be sealed after the opening of the polls and until the count begins. The count shall continue without interruption until completed, when the ballot box shall again be sealed unless a recount is called for by the Executive Committee. At no time shall the ballots be handled by anyone other than the Election Board. The sealed ballot box shall be given to the Recording Secretary for storage until expiration of the term. At that time, the ballots shall be destroyed.

5. The Chairman of the Election Board shall report the results of the election to the president at the next business session conducted at the convention.

OFFICERS AND BOARD MEMBERS

Officers - Refer to Bylaws Article V

Board Members

District Directors - Refer to Bylaws Article IX; Guidelines Page 27

Chairmen - Refer to Bylaws Article X; Guidelines Page 29

SCHOLARSHIPS Refer to Page 49

1. Scholarships are funded by the CGCI Scholarship Endowment Fund and the Scholarship/Life Membership fund. They may be awarded to college juniors, seniors and graduate students, including doctoral program students, who plan careers in fields related to the activities and objectives of CGCI.

2. With the approval of the Executive Committee and the Board of Directors, additional scholarships may be offered through CGCI by individuals, clubs, or districts, with students applying through the Scholarship Chairman

WEBSITE Refer to Standing Rule 60.

MISCELLANEOUS

Amenities for NGC President and Pacific Region Director when CGCI Guests

Lodging, meals and registration are provided, including one day prior to and one day following the meeting or event.

CGCI Invited Guests

Meals of guests and speakers invited by the Executive Committee shall be paid from the General Fund. (l/c 2901)

CGCI Projects

The Advisory Council monitors current projects to determine their viability, worthiness and expiration date as per the project resolution. The Council will advise the Executive Committee at the winter board meeting on the continuation or termination of each project.

Product Endorsement or Commercial Enterprises

Proposals to endorse products or commercial enterprises shall be investigated to

determine that such endorsement would not be in conflict with CGCI's stated objectives nor jeopardize CGCI's tax exempt status at any government level.

Redwood Tree Honoring CGCI Presidents

Commencing at the Annual Meeting in 1970, and every ten(10) years thereafter, a redwood tree shall be purchased to honor each of the presidents in office during that decade. The tree is selected by the Sempervirens Fund Chairman in the Big Basin Redwoods State Park. Money to come from the Honor Book.