

Eureka Sequoia Garden Club, Inc.

Bylaws

ARTICLE I Name

The name of this Club shall be Eureka Sequoia Garden Club, Inc. (ESGC)

ARTICLE II Object and Purpose

The object of this Club shall be:

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 educate the public in matters relating to horticulture, gardening, floral and landscape design, civic beautification and resource conservation.

5. This Club is organized exclusively for charitable, educational or scientific purposes including, for such purposes, the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE III Membership, Dues, and Fiscal Year

Section 1. Membership. Individuals and families, who support the object and purpose of the Eureka Sequoia Garden Club, shall be eligible for membership upon payment of annual dues.

Section 2. Dues. Individual members shall pay annual dues of \$25.00 and families in the same household shall pay annual dues of \$35.00, payable starting April 1 and delinquent May 31.

Dues collected shall be in payment for the coming fiscal year. These dues include a membership in Humboldt District of California Garden Clubs, Inc., California Garden Clubs, Inc., including a subscription to Golden Gardens eNews, its official publication, Pacific Region Garden Clubs, Inc., including the WACONIAH, its newsletter, and National Garden Clubs, Inc. and its official publication, The National Gardener.

Section 3. After May 31 the Treasurer shall notify those members in arrears, and members whose dues are not paid by June 30 thereafter shall be dropped from membership in the Club.

Section 4. Fiscal Year. The fiscal year shall be July 1 to June 30.

Amended May 20, 2022

ARTICLE IV Officers and Duties

Section 1. Officers. The officers of the Club shall be a President, a Vice President, a Secretary, a Treasurer, two Directors and a Parliamentarian. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Club. The Parliamentarian shall be appointed by the President.

Section 2. Nominating Committee. In January of the odd-numbered year, the President shall appoint a Nominating Committee, composed of three members whose duties shall be to nominate a candidate for each office to be filled. The committee shall report at the March meeting. At the Annual Meeting in April, of the odd-numbered year, additional nominations from the floor shall be permitted and the election of officers conducted.

Section 3. The officers shall be elected to serve for two years or until their successors are elected. The officers shall be installed at the May meeting and their term of office shall begin on July 1.

Section 4. In the event of a vacancy in an elective office, the President shall appoint an officer to fill the vacancy for the unexpired term. The appointment shall be approved by the Executive Committee.

Section 5. Removal from Office. Any Officer may be removed from office upon a two-thirds vote of the Executive Committee at any Regular or Special Meeting.

ARTICLE V Meetings

Section 1. Regular Meetings. The regular meeting of the Club shall be held monthly unless otherwise ordered by the Club or the Executive Committee.

Section 2. Annual Meeting. The regular meeting in April shall be known as the Annual Meeting and shall be for the purpose of electing officers and for any other business that may arise.

Section 3. Special Meetings. Special meetings may be called by the President or at the request of four members of the Executive Committee. The purpose of the meeting shall be stated in the call. At least three days notice shall be given except in cases of emergency.

Section 4. Meetings of the ESGC (including all committees) may be conducted by electronic communication (provide all members may simultaneously hear each other and participate during the meeting). A report of any action taken by electronic communication shall be announced and made part of the minutes.

Section 5. Quorum. Eight (8) members of the Club shall constitute a quorum.

ARTICLE VI Executive Committee

Section 1. The officers and directors of the Club and the immediate past President shall constitute the Executive Committee.

Section 2. The Executive Committee shall have general supervision for the affairs of the Club between its business meetings, make recommendations to the Club, and shall perform such other duties as are specified in these bylaws. The Executive Committee shall be subject to the orders of the Club, and none of its acts shall conflict with action taken by the Club.

Section 3. At least four (4) meetings of the Executive Committee shall be called by the President each year. A special meeting of the Executive Committee may be called by the President or upon the request of three members of the Executive Committee.

Section 4. Four (4) members of the Executive Committee shall constitute a quorum.

ARTICLE VII Committees

Section 1. A Finance Committee composed of the President, Vice President and Treasurer shall submit a draft budget for the following year for discussion at the May meeting and adoption at the June meeting.

Section 2. The Vice President shall be chairman of the committee for compiling the Club yearbook and planning the Club's yearly programs.

Section 3. At the April meeting, the President shall appoint a Financial Review Committee composed of two (2) members whose duty shall be to review the Treasurer's accounts at the close of the fiscal year and to present their report at the next regular meeting.

Section 4. Such other committees, standing or special, shall be appointed by the President as the Club or the Executive Committee shall deem necessary to carry on the work of the Club. The President shall be an ex-officio member of all committees except the Nominating Committee.

ARTICLE VIII Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all cases in 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 IX Amendment of Bylaws

These bylaws may be amended at any regular meeting of the Club by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting.

Amended May 20, 2022

ARTICLE X Special Considerations

Section 1. No part of the earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Section 2. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 3. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI Dissolution

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Bylaws Amended January 2006, November 2007, November 2011, April 15, 2016, March 19, 2021, May 20, 2022.

Eureka Sequoia Garden Club, Inc.

Standing Rules

1. Regular Meetings of the Club shall be held on the third Friday of each month at 11:00 a.m. Meetings shall be held at the Humboldt County Agricultural Center, 5630 South Broadway, Eureka. The Regular Meeting shall include a business meeting and a program.
2. Amendments to standing rules may be made at any regular meeting of the Club by a majority vote with notice or a two-thirds vote without notice.
3. By letter, from the Internal Revenue Service dated June 7, 1977, ESGC “has been determined exempt from Federal income tax under the provisions of the Internal Revenue Code Section 501(c)(4)... Contributions ... are not deductible by donors.”
4. The only expenses that are authorized to be incurred on behalf of ESGC are those listed in the adopted annual budget. The budget may be amended at any meeting (regular or special) of the Club or the Executive Committee.
5. A Document Retention/Destruction Policy is established for maintaining and documenting the storage and destruction of the documents and records of the Eureka Sequoia Garden Club. Each term the President shall appoint a Committee consisting of the President, who serves as the Chairman, the Secretary and the Treasurer. The Committee shall meet at least annually to review the documents and records. They will follow the “Document Retention Policies” (From the National Council of Non-Profits) as posted on the CGCI website. The Committee will preserve those documents identified for permanent retention or for a specific number of years and will dispose of documents and emails that fall outside of the guidelines.

Adopted April 19, 2024.

Standing Rules Adopted November 2011

Amended April 15, 2016, February 16, 2018, March 19, 2021, May 20, 2022, April 19, 2024.