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**BYLAWS OF THE**

**LINN COUNTY CHAPTER**

**MASTER GARDENER™ ASSOCIATION**

**HISTORY OF REVISIONS:**

Revised Article VIII, Section 1 – Approved 10/07.

Revised Article III-5; Article V-6; & Article VI-3 – Approved 3/11

Removed Mission Statement, Extension Service; Removed III-2 and renumbered remaining sections; Revised new III-2, 6; IV-1, 2, 4, 5; V-2 to include sections 2-8 and renumber as A-G; Renumber V-9 to V-3; Revised VI to Finance, Revised VI-1, added new Section 1, renumbered remaining sections. 1/2012

Revised Article III, Section 2 and Article V, Section 2. Approved 11/15

Revised Article II- Membership, Section 3 and Article VII, Section 1 Approved 9/16

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**THE OREGON MASTER GARDENER ASSOCIATION**

**LINN COUNTY CHAPTER BY-LAWS**

**ARTICLE I: PURPOSE**

**Section 1.** The Linn County Master Gardener Chapter of Oregon Master Gardener Association is organized exclusively for charitable, educational and scientific purposes, including for such

purposes the making of distributions to organizations that qualify as exempt organizations

under section 501(c)(3) of the Internal Revenue Code.

The purposes shall be:

1. To enhance and supplement the Oregon State University Home Horticulture Program

(Master Gardener Program)

2. To assume responsibility for performing special tasks and engaging in continuous activities

related to the program.

3. To promote a wide dissemination to Oregon citizens information available as a result of

University study and experimentation. Such information shall be in accordance with Oregon

State University standards.

4. To work with other garden organizations to enhance gardening when appropriate.

**ARTICLE II: MEMBERSHIP**

**Section 1.** There shall be three classes of membership as follows:

1. Active Membership: Anyone successfully completing the Master Gardener training of the

Oregon State University Extension Service is qualified to be a member upon payment of

dues.

2. Honorary Membership: Extension Service Staff engaged in the Home Horticulture Master

Gardener Program are automatically honorary members who are exempt from payment of

dues. They may not vote or hold office.

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3. Associate Membership: Interested persons who are not Master Gardeners may be elected

as associate members. They have no voting privileges and cannot hold office. Associate

members are persons who further the objectives of the Master Gardener program.

**Section 2.** Transfer members:

All transfer members are accepted upon approval of the Extension Faculty who oversees the

Linn County Master Gardener program.

**Section 3.** Recertification

1. Annual recertification is required to participate in public outreach programs such as

answering questions at the Master Gardener desk and at plant clinics, and in giving

presentations.

2. Recertification requires meeting the National Standards for recertification.

**ARTICLE III: ORGANIZATION**

**Section 1.** This association is a non-profit organization subject to the general supervision and

control of the Oregon Master Gardener Association.

**Section 2.** This organization shall be governed by a Board of Directors elected by the Linn

County Master Gardener Association members and consisting of a President, a first and second

Vice President, Secretary, Treasurer, Immediate Past President, Oregon Master Gardener

Association Representative and alternate representative and standing committee chairs. Each

has one vote*.* A maximum of five (5) Members-at-Large shall be appointed to the Board of Directors for the year by the incoming President. They will be active members with full voting privileges at Board Meetings and may serve two consecutive years.

**Section 3.** Board of Directors meetings will be monthly and at other times as the President may deem necessary, after reasonable notice is given.

**Section 4.** There shall be regular membership meetings as determined by the board*.*

**Section 5.** All meetings are open to all members and the general public. All are encouraged to

attend and participate in the discussions. Robert’s Rules of Order (Newly Revised) shall govern

the conduct of all members in the event conflict in process arises.

**Section 6.** A quorum for the local chapter shall consist of a simple majority of active members

present at a meeting. A quorum of the Board shall consist of a simple majority of elected

officers.

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**ARTICLE IV: ELECTIONS**

**Section 1.** Active members shall elect officers in November of each year from nominations

made by the nominating committee. The Nominating committee shall consist of at least 2 active

members appointed by the Board and chaired by the Second Vice President*.*

**Section 2.** The officers of the chapter shall be elected *to serve* for a one year term commencing January 1 and ending December 31.

**Section 3**. Officer vacancies occurring before expiration of the term shall be filled by

appointment by the President with approval of a majority of the Board members.

**Section 4.** An officer shall not serve more than two consecutive years; one year must elapse

before a former officer is eligible for election for the same position*.* Under extenuating

circumstances officers may be elected to serve more than two consecutive years.

**Section 5**. The officers shall be elected by *a* simple majority of active members present at the

November membership meeting.

**ARTICLE V: OFFICERS**

**Section I.** The chapter shall elect from among the active membership a President, First Vice

President, Second Vice President, Secretary, Treasurer, OMGA Representative and alternate

OMGA Representative.

**Section 2. Duties of Officers**

***A.*** The President shall preside at the meetings of the chapter and shall have the

power to appoint budget committee, committee chair-persons and

representatives as necessary and to oversee the activities of the Board.

**B.** The First Vice President presides in the absence of the President and is in

charge of arranging programs for the membership meetings, arranging chapter

tours, and will serve as parliamentarian at the discretion of the President. In the

absence of Second Vice President, the First Vice President assumes these duties.

**C.** The Second Vice President shall be the Awards Coordinator, Mini College

coordinator for the chapter, chair the nominating committee and preside in the

absence of the President and First Vice President. In the absence of First Vice

President, the Second Vice President assumes these duties.

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**D.** The Secretary shall keep the minutes of the meetings; submit electronically *draft* minutes of the last meeting to the board and committee chairpersons prior to the next board meeting. The Secretary shall submit *approved* minutes to the Extension staff for posting, provide the OMGA database manager with current officer information, assist the President in conducting necessary correspondence and perform related duties as requested by the President.

**E.** The Treasurer shall serve without bond and keep electronic financial records of

the chapter, provide a treasurer’s report at each meeting or as requested, submit

a year-end financial statement to the OMGA treasurer by January 31 of each year. The Treasurer shall maintain the membership roster and submit directory information to the Extension staff as approved by the Board. The Treasurer shall also receive and disburse funds on behalf of the chapter and chair the budget committee. All amounts not addressed in the annual budget

require board approval.

**F.** The immediate Past President shall serve on the Board in an advisory capacity

for one year with voting rights.

**G.** The OMGA Representative shall serve as the voting representative for the

Linn County Chapter on the Oregon Master Gardeners Association Board of

Directors. Principle duties include carrying issues and concerns to and from the

OMGA board meetings and to provide a brief oral report about the County’s

activities at each state meeting. The Alternate Representative attends state

meetings in the absence of the OMGA Representative.

**H.** The Members-at-Large shall represent the Linn County Master Gardener

Association members by maintaining open communication regarding interests and

concerns of the membership and reporting those interests and concerns to the

Board as needed.

**Section *3*.** The personal liability of each member of the Board of Directors and each officer of

the association or its members, for monetary or other damages, for conduct as a director or

officer or member shall be eliminated to the full extent permitted by law.

**ARTICLE VI: FINANCE**

**Section I.** The fiscal year shall be January 1 through December 31.

**Section 2.** Annual dues to the chapter shall be decided at each August Board meeting. Chapter dues should be collected by December 31 for the following year. The membership year is January 1 through December 31 of each year.

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**Section *3*.** All service shall be voluntary with no remuneration except for out-of-pocket

expenses, if funds are available and the disbursement is approved by the board.

**Section *4*.** The Association may promote fund raising programs to cover expenses incidental to activities within the scope of these By-Laws. This association will not issue bonds nor use

professional fund raisers.

**ARTICLE VII: AMENDING BY-LAWS**

**Section 1.** These By-Laws may be amended or revised by a vote of at least two-thirds of the

active members present at a regular or special meeting called with a two month prior electronic or written notice with an agenda specifying the issue.

**ARTICLE VIII: DISSOLUTION OF THE ASSOCIATION**

**Section 1.** In the event of dissolution of the Linn County Master Gardener Association, assets

shall be distributed to the Oregon Master Gardener Association, a tax exempt organization, or

for one or more exempt purposes within the meaning of section (501) (c) (3) of the Internal

Revenue Code, or corresponding section of any future federal tax code or shall be distributed to

the federal government or to a state or local government for a public purpose.