LINCOLN COUNTY MASTER GARDENER™ ASSOCIATION BY-LAWS

Adopted and approved May 23, 1995; Proposed 4/20/95; Revised 6/96, Revised spring 1999; Revised December 2001 to conform to Articles of Association dated January 2001; Revised April 2003; Revised September 2003; Revised October 10, 2006; Revised October 22, 2010. These by-laws are not in conflict with Oregon Master Gardener ™Association (OMGA) by-laws.

ARTICLE I - NAME

The name of this organization shall be the Lincoln County Master Gardener™ Association (LCMGA), a nonprofit organization affiliated with the Oregon Master Gardener ™Association (OMGA).

ARTICLE II - PURPOSE

The Lincoln County Master Gardener™ Association is a service organization supporting the Oregon State University (OSU) Extension Service Master Gardener™ Program and dedicated to:

1. Educating and supporting Lincoln County residents by providing leadership in the use of effective and environmentally responsible horticultural techniques.

2. Promoting and providing continuing education and fellowship opportunities for LCMGA members.

ARTICLE III – MEMBERS

1. There shall be three classes of membership: Active, Associate, and Honorary.

2. Active Membership: Anyone successfully completing the Master Gardener (MG) Program is qualified to be an Active Member upon payment of dues. They may vote and hold office.

3. Associate Membership: Interested persons who are not MGs may become Associate Members upon payment of Associate Member dues. They may not vote or hold office.

4. Honorary Membership: Extension Service staff engaged in the OSU Lincoln County Master Gardener™ Program are automatically Honorary Members who are exempt from payment of dues. Other deserving persons may be nominated and approved by the general membership as Honorary Members. They may not vote or hold office.

5. OSU Lincoln County Extension MG Apprentices are automatically active members of LCMGA until the end of the calendar year of their Class. They are exempt from paying dues for that year. They may hold office or serve on committees at the discretion of the Board.

LCMGA membership may be terminated for conduct violating LCMGA standards as determined by the Board. Members shall be given 15 days written notice of the termination and the reason for termination and be given the opportunity to respond to the Board orally or in writing.
ARTICLE IV - OFFICERS

1. The Board of Directors of LCMGA shall consist of the following ten officers (active members) elected by the Active Membership for one-year terms:
   President
   First Vice President
   Second Vice President
   Secretary
   Treasurer
   OMGA Representative
   Alternate OMGA Representative
   Historian

   The following are members because of their positions in previous years:
   Immediate Past President
   Second Past President

2. LCMGA officer positions may be jointly held when desirable.

3. Nominations shall be accepted from any active LCMGA member or the nominating committee in October. Election of officers shall be held in November.

4. Terms of office shall be for one year, January 1st – December 31st. Officers may serve consecutive terms in the same office.

5. Officer vacancies occurring before expiration of a normal term shall be filled by appointment of the President with the approval of the LCMGA Board.

6. An officer may be removed from office, with or without cause, by a vote of two-thirds of the Board members. An officer absent from three consecutive board meetings without excused absence may be deemed to have submitted a resignation from the Board.

7. The OSU Lincoln County Extension Master Gardener™ Program Director is a member of the LCMGA Board, however only in an advisory position with no voting privilege.

ARTICLE V – DUTIES OF OFFICERS

1. The President shall preside at all board meetings of the LCMGA and perform other duties as stated in the job description. The President shall appoint Committee Chairpersons and fill vacancies in elected positions with the approval of the LCMGA Board.

2. The First Vice-President shall preside at all general meetings. In the absence of the President the First Vice-President shall preside at the Board Meeting. The First and Second Vice Presidents shall perform other duties as stated in the job description.

3. The Secretary shall keep the minutes of LCMGA meetings, assist the President in preparing necessary correspondence and perform related duties as requested by the President and/or the Board. The Secretary shall provide minutes easily available to all Members.

4. The Treasurer shall serve without bond and keep financial records of the LCMGA, providing a Treasurer’s report at each meeting or as required and prepare a year end report. The Treasurer
shall also receive and disburse funds on behalf of LCMGA. Disbursements of amounts over
$100, not including previously budgeted items or regular/usual business expenses, shall require
prior approval of the LCMGA Board.

5. The OMGA Representative shall prepare a quarterly LCMGA report, with input from LCMGA
Board Members, to be presented at OMGA meetings. The OMGA Representative shall attend
quarterly OMGA meetings and report its business to the LCMGA. These reports shall be made
available to the General Membership. The Alternate OMGA Representative shall perform the
duties of the OMGA Representative when necessary.

6. The Historian shall provide documentation of LCMGA yearly activities through photos, articles,
the LCMGA monthly newsletter, and a scrapbook. The Historian will also coordinate the
development of a descriptive display of the year’s activities at the annual OMGA Mini College.

ARTICLE VI – COMMITTEES

1. The President shall appoint a Nominating Committee in September.

2. The President shall appoint an independent Audit Committee, consisting of two active members,
at the October LCMGA Board meeting. The committee shall report its findings at the February
General Membership meeting.

3. The President shall appoint a Budget Committee at the October Board meeting. They will review
the financial records and prepare a recommended budget for the upcoming calendar year. The
budget will be presented at the final Board meeting of the year for tentative approval. Once
approved, the Board shall be permitted to act in accordance with the tentative budget. The
incoming Board shall review the tentative budget and may make modifications at the January
Board meeting. The resulting budget shall be made available to active LCMGA members at the
OSU Extension office. The Board shall be empowered to continue acting in accordance with the
tentative budget, modified or not, prior to its final approval at the next General Membership
meeting. (Amended 10/22/10)

The LCMGA Board may establish other committees as needed. The President shall appoint
committee chairs. Committee chairs will provide a written report to the President before board
meetings or present a verbal report at board meetings associated with their activities.

ARTICLE VII - MEETINGS

1. General Membership meetings shall be held monthly or as desired by a majority of the Active
Membership. Notice of meetings shall be given to Members at least 5 days before the meeting
via the newsletter.

   a. A quorum for LCMGA General Membership meetings shall consist of at least six active
      members.
   b. A simple majority (one more than half of those voting) of all Active Members present
      shall be required to pass any actions.
   c. General Membership meetings shall be open to all Members and guests.
2. LCMGA Board meetings shall be held monthly or as desired by a two-thirds majority of the Board.

   a. A quorum for LCMGA Board meetings shall consist of a simple majority of the Board Members.
   b. A simple majority of those Board members present shall be required to pass any actions.
   c. Special meetings may be held as required, in person or via Email and or by telephone.
   d. All Members are welcome to attend and participate in LCMGA Board meetings. However, only Board members are eligible to vote.

3. Committee meetings shall be called at the discretion of the committee chairperson.

   a. A quorum at a committee meeting shall consist of a simple majority of all committee members.
   b. A simple majority of those committee members present shall be required to pass any actions.

4. Robert’s Rules of Order (latest revision) and in which they are not inconsistent with these by-laws shall govern the procedural conduct of all meetings.

ARTICLE VIII - AMENDMENTS

These by-laws may be amended or revised by a two-thirds vote of the Active Members attending a general membership meeting. A 30 day notice of amendments or revisions to be considered shall be given prior to the vote.

ARTICLE IX - DISSOLUTION OF THE ASSOCIATION

In the event of dissolution of the association, all assets, after obligations and expenses of the association have been satisfied, 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.