BY-LAWS of the WASHINGTON COUNTY CHAPTER of
The OREGON MASTER GARDENER™ ASSOCIATION

NAME

The Washington County chapter of the Oregon Master Gardener™ Association, Inc. is a non profit public
 corporation under Section 501(c)(3) of the Internal Revenue
 Code.

ARTICLE I: PURPOSE

The primary purpose of the organization is to enhance and supplement the Oregon State University (OSU)
 Extension Service Master Gardener™ program. To this end, the Washington County Chapter of the Oregon Master
 Gardener™ Association (OMGA) shall, in close cooperation the OSU Horticulture Agent for the Metro Area.

1.1 Assist with Extension Service responsibilities to provide home horticulture information to the public.

1.2 Encourage and provide OSU Master Gardener™ continuing education opportunities.

1.3 Develop and maintain appropriate Chapter involvement in community partnerships and public service projects.

1.4 Offer Chapter meetings and programs for the benefit of members and the general public.

1.5 To award scholarships for post-secondary education in the fields of horticulture and plant
 sciences on the basis of scholastic merit and need.

1.6 Raise funds and seek contributions in-kind for the support of the above activities.

ARTICLE II: ORGANIZATION

2.1 The governing body of the Chapter is the Executive Board consisting of the officers, directors and
 representatives as defined in Article IV. The Board shall conduct day-to-day Chapter business, reporting to and
 submitting any actions requiring member approval at the next scheduled Chapter meeting according to these
 Bylaws.

ARTICLE III: MEMBERS

3.1 Classes and Voting: There shall be three classes of members, this in accordance with OMGA bylaws: Active,
 Honorary and Associate. Membership in the Washington County Chapter of OMGA is an acknowledgement by
 the member that he or she willingly adheres to OSU home horticulture standards when acting as a Master
 Gardener.

3.2 Active Member: Anyone completing the Master Gardener formal training or Oregon State University Extension
 Service Master Gardener certification is qualified to be an Active Member upon payment of dues. All persons
 successfully completing the Master Gardener Training Program are certified for one year, and they are exempt
 from paying dues through December of the training year. Active members shall be entitled to all Chapter
 privileges. An Active Member is eligible to vote as provided in these bylaws.

3.3 Honorary Member: Honorary Members automatically include the Extension Staff engaged in the Home
 Horticulture Master Gardener program. Honorary Members are exempt from payment of dues, and may not
 vote or hold office. Extension Staff eligible for honorary membership, but who have completed the Master
 Gardener training and who otherwise qualify for active membership may elect to pay dues and participate as an
 Active Member.
3.4 Associate Member: Associate Members are persons who further the objectives of the Master Gardener program. Such membership carries no voting rights. Associate Members are ineligible to hold office. Associate Members shall pay dues.

ARTICLE IV: OFFICERS, DIRECTORS, REPRESENTATIVES, AND DUTIES

4.1 Officers of the Chapter shall be a President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer. There shall be five Directors, one OMGA Representative, and an Alternate OMGA Representative. The Past-president shall be an advisory, but non-voting, member.

4.2 The President shall preside at Chapter and Executive Board meetings; shall appoint all committee chairs, subject to approval by the Board and is an ex-officio member of all committees except the Nominating Committee. As an ex-officio member, the President has the same rights as other committee members but is not obligated to attend meetings.

As presiding officer of a Chapter meeting the President shall:
  a) Open and call the meeting to order and state the order of business.
  b) Recognize voting members who are entitled to the floor to conduct Chapter business. Visitors may be recognized at the discretion of the presiding officer.
  c) State, and put to vote, each legitimate motion that comes before the assembly, and announce the results of each vote.
  d) Maintain the rules of debate and decorum of the assembly.
  e) Respond to all questions on procedures bearing on business of the Chapter
  f) Declare meetings adjourned at designated time or as the group so votes.

4.3 The Vice-President shall stand-in for the President when the President is not available. If the President resigns or is otherwise unable to complete the duties of office, the Vice-President shall perform the duties of the President for the unexpired term and shall appoint his/her own successor subject to approval by the Board.

4.4 The Recording Secretary shall keep the minutes of the Chapter and Executive Board meetings; the official membership roster; and, in the absence of the President and Vice President, shall assume the duties of the President.

4.5 The Corresponding Secretary shall assist the President in conducting general correspondence that is not a function of the other officers or committees; shall maintain attendance records and keep committee reports; shall keep the calendar of events, perform related duties as requested by the President and act in the absence of the recording secretary.

4.6 The Treasurer shall have custody of Chapter funds and shall keep an accurate account of receipts and disbursements in books belonging to the Chapter. The Treasurer shall deposit all moneys in the name of, and to the credit of, the Chapter in such depository or depositories as may be designated by the Executive Board. The Treasurer shall disburse the funds of the Chapter in accordance with the approved budget or as directed by the Executive Board. An abbreviated treasurer's report of all such transactions and of the financial condition shall be presented at Chapter and Executive Board meetings as requested by the President. The Treasurer shall submit a full financial report at the December Chapter meeting. The Treasurer may serve without bond.

4.7 There shall be five Director positions: The terms of office of the Directors shall be staggered. Position 1 shall chair the Audit Committee; Position 2 shall chair the Program Committee; Position 3 shall chair the Publicity Committee; Position 4 shall chair the Fundraising committee and Position 5 shall chair the Chapter Relations Committee.

4.8 OMGA Representative, or Alternate Representative, shall attend the state OMGA meetings and is given the authority (vote) to represent the Chapter in conducting the state organization's business. If the actions of the state organization require this Chapter's ratification, the Representative shall bring the required business to this Chapter's Board for action. The OMGA Representative shall keep this Chapter's Board and members informed about OMGA activities.
4.9 Term of office shall begin at the close of the December Chapter meeting and continue for one year or until their successors are elected for officers; two years or until their successors are elected for Directors, OMGA Representative and Alternate OMGA Representative.

4.10 A member shall not serve more than two consecutive terms in the same office. A member appointed to fill an unexpired term of an officer is eligible for election to the same office or any other office at the expiration of the appointed term. Such completion of an unfulfilled term shall not be considered to be a part of the two consecutive term restrictions.

4.11 Chapter officers, directors, or representatives may be removed from office because of unfulfilled duties, lack of support for the program, or repeated absence from Chapter or Executive Board meetings. Removal for cause shall be at the recommendation of the Executive Board and shall require a two-thirds majority of the members present at a Chapter meeting. Written ballots are required.

4.12 The Executive Board shall receive and manage financial gifts, property and other donations on behalf of the Chapter.

ARTICLE V: STANDING COMMITTEES

5.1 The Standing Committees are Audit, Program, Publicity, Fundraising, and Chapter Relations. Elected Directors shall chair the committees as stated in paragraph 4.7 herein. The President shall appoint all other committee chairs subject to approval by the Board. Each chair shall select an adequate number of committee members to complete the task(s) at hand. Ad Hoc committees may be appointed at the discretion of the President with the approval of the Executive Board.

ARTICLE VI: MEETINGS

6.1 The Chapter meetings shall be held 10 times a year, as is contained in the Standing Rules.

6.2 The Board meetings shall be held 10 times a year, as is stated in the Standing Rules. Special Board meetings may be called by the President or at the request of six members of the Board. The Board shall determine time and date of Board meetings.

6.3 The President shall call special Board or Chapter meetings when necessary. Members shall be notified in advance of meetings; and, when a special meeting is called, members shall be provided with an agenda specifying the reasons for calling the meeting.

6.4 A Quorum for Chapter and Executive Board meetings shall be required to conduct all Chapter business. A quorum for a Chapter meeting shall consist of the members in attendance at the Chapter meeting. A quorum for Board meetings shall be a simple majority of the members of the Board.

6.5 Meetings are open to all Master Gardeners. Visitors are welcome at all meetings.

ARTICLE VII: ELECTIONS

7.1 A Nominating Committee shall be appointed by the President. The Nominating Committee shall submit a slate of candidates to the membership at the dates stated in the Standing Rules. The slate shall consist of the Chapter officers, directors and OMGA representatives. Additional nominations may be made from the floor.

7.2 Candidates shall be elected by a majority of members present at the date stated in the Standing Rules; written ballots are required.

7.3 If a vacancy occurs in an elected position before the expiration of the term, the President shall appoint a replacement, subject to approval by the Board of Directors.
ARTICLE VIII: ANNUAL BUDGET

8.1 A proposed annual budget for the upcoming fiscal year will be prepared by the Treasurer and submitted to the Executive Board for review, comment and approval, at the dates stated in the Standing Rules.

8.2 The annual budget proposed by the Board of Directors shall be submitted to the members for review, comment, and approval, at the dates stated in the Standing Rules.

8.3 The Treasurer may submit supplements to the Board on budgeted and unbudgeted items for the current fiscal year as needed. If the requested funds are equal to or less than the guidelines in the Standing Rules, they can be approved by the Board subject to the availability of funds. If the requested funds exceed the guidelines in the Standing Rules, and moneys are available, approval must be given by a majority vote of the voting members who are present at the next Chapter meeting.

ARTICLE IX: MISCELLANEOUS

9.1 No discrimination in any aspects of the Master Gardener Association shall be allowed for sex, race, color, age, sexual preference, creed, or national origin.

9.2 Robert's Rules of Order shall govern the conduct of all meetings.

9.3 These Bylaws may be revised or amended by a written vote of at least two-thirds of the members present at a Chapter meeting, provided the amendment or revision has been submitted in writing (including e-mail) to the members prior to the Chapter Meeting. Changes to these Bylaws become effective at the time of approval by the members.

9.4 All service shall be voluntary without remuneration, except pre-approved reimbursement may be made to members for appropriate out-of-pocket expenses upon presentation of verifying receipts to the Treasurer. The OMGA representative will be reimbursed at the Extension Service Rate per mile for travel to attend the State OMGA meetings.

ARTICLE X: DISSOLUTION OF THE WASHINGTON COUNTY CHAPTER

10.1 In the event the Washington County Chapter ceases to function and dissolves itself, all assets after the obligations and expenses of the Chapter have been satisfied shall be transferred to the Oregon State University Foundation, which is tax-exempt, on behalf of the Oregon Master Gardener™ Program Endowment fund. In no event shall any of the assets be distributed to any organization, which doesn’t qualify as exempt under Section 501 (C) (3) of the Internal Revenue Code of 1954, or its corresponding future provisions.

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