

CENTRAL GORGE MASTER GARDENER™ ASSOCIATION

CONSTITUTION and BY-LAWS

August 2019

Article I - Name and Purpose

Section 1. The name of this organization shall be the “Central Gorge Master Gardener Association” (CGMGA).

Section 2. The purposes of this organization shall be:

- To enhance and supplement the Oregon State University Home Horticulture Program (Master Gardener Program) in cooperation with Hood River County Extension Office.
- To assume responsibility for performing special tasks and engaging in continuous activities related to the Program.
- To work with other organizations to enhance gardening by promoting and disseminating garden information to the community and Master Gardeners.
- To support education in the fields of agriculture and plant sciences through teaching.

Article II – Membership

Section 1. Categories and Voting: There shall be five membership categories of CGMGA; New Master Gardener Trainee, Recertifying Veteran Master Gardener, Associate Veteran Master Gardener, Lifetime Veteran Master Gardener, and Honorary Master Gardener. Master Gardeners in all membership categories except Honorary Master Gardener may vote.

Section 2. New Master Gardener Trainee: The following criteria are required:

- Attend all OSU Extension Master Gardener training
- Pass a written recertification exam
- Complete a specified number of volunteer hours.
- **Section 3. Recertifying Veteran Master Gardener:** The following criteria are required:
 - Complete specified hours of approved training
 - Pass a written recertification exam
 - Complete a specified number of volunteer hours
- **Section 4. Associate Veteran Master Gardener:** One of the following criteria must be met:
 - Has previously been a certified Master Gardener in good standing within CGMGA or another MG chapter in Oregon
 - Has previously been a certified Master Gardener in good standing in another state

Section 5. Lifetime Veteran Master Gardener: The following criteria are required:

- Completion of ten years of active participation (years do not need to be consecutive)
- Active participation is defined as the completion of a specified number of hours in approved training and volunteer hours in approved projects.

Section 6. Honorary Master Gardener: Honorary members automatically include the Oregon State University Extension Staff engaged in the Master Gardener program. Honorary members are exempt from payment of dues and may not vote or hold office. Extension Staff eligible for

honorary membership 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.

Section 7. Termination of Membership: Membership may be terminated by the Executive Committee after giving the member at least 15 days written notice by first class mail of the termination, the reason for the termination, and an opportunity for the member to be heard by the Committee, orally or in writing, not less than 5 days before the effective date of termination. The decision of the Committee shall be final and shall not be reviewed by any court.

Article III - Dues

Section 1. The fiscal and membership year shall be January 1st through December 31st.

Section 2. Dues shall be determined by the Executive Committee at a monthly meeting taking effect on January 1st the following year.

Article IV - Officers and Elections

Section 1. Titles: The officers of this association shall be elected as President, President-Elect, Secretary, Treasurer, State Representative and Alternate State Representative. A representative from the Extension Office shall act as an ex officio member.

Section 2. Terms: Terms of office shall be one year. Any officer may be re-elected. Officers will assume office on January 1st.

Section 3. Election: The President shall appoint a nominating committee for the election of officers. Elections are to be held in the Fall. Officers shall be elected at the Fall CGMGA meeting by a simple majority of those voting at the meeting and by email votes received at least 24 hours prior to the meeting.

Section 4. Vacancy: Officer vacancies occurring during a term of office shall be filled by appointment of the President with the approval of a majority of the Executive Committee.

Section 5. Removal: An officer may be removed by a vote of two-thirds of the Executive Committee.

Section 6. Duties of Elected Officers: In addition to the duties stated elsewhere in the CGMGA Position Descriptions, the following responsibilities and authorities are assigned to the CGMGA officers.

- A. The President shall preside at regular and special CGMGA meetings and shall have the authority to appoint such committee chairs and members as necessary.
- B. The President-Elect shall preside at CGMGA meetings in the absence of the President, and shall assume the office of President in the event that the President should be unable to perform the duties of the office. The President-Elect will assume the office of President at the expiration of the current President's term.
- C. The Secretary shall keep the minutes of the meetings, assist the President in conducting necessary correspondence and perform related duties as requested by the President.
- D. The Treasurer shall have custody of CGMGA funds, keeping full and accurate account of receipts and disbursements in the books belonging to CGMGA.

- E. The Treasurer shall deposit all monies and other valuables in the name of and to the credit of CGMGA in an FDIC insured bank or credit union. One of the three designated signatures on the signatory card will be required on all checks.
 - a. The Treasurer shall be authorized to disburse funds approved and specified in the annual budget.
 - b. The Treasurer is also authorized to disburse funds not specified in the approved annual budget when directed by action of the Executive Committee.
 - c. The Treasurer shall provide a report of all transactions of the Treasury and the financial condition of CGMGA at each regular meeting or as required.
 - d. The State Representative shall attend quarterly meetings of the OMGA as the CGMGA representative on the OMGA Board of Directors. The State Representative shall act as liaison between CGMGA and OMGA and provide information and reports as required.
 - e. The Alternate State Representative shall attend quarterly meetings of the OMGA in the absence of the State Representative and may attend meetings with the State Representative if approved by the Executive Committee. The Alternate State Representative shall assume the office of State Representative in the event that the State Representative is unable to perform the duties of the office.

Section 7. Compensation: Board members shall not receive compensation for Board services but may be reimbursed for documented expenses related to Board service.

Article V - Committees and Meetings

Section 1. Executive Committee. The Executive Committee shall consist of all elected officers, five additional members from the organization at large and a recent past president. Members at large are appointed by the elected officers. The past president will be appointed each year by the incoming president with the approval of the Executive Committee. (Revised 8/10/2109)

Section 2. Audit Committee: The Audit Committee shall consist of the president, the president-elect, and a member at large designated by the Executive Committee. The audit committee shall conduct an audit at least annually or upon request of the Executive Committee and report results to the Executive Committee. . (Revised 8/10/2109)

Section 3. Other Committees: The Executive Committee may establish such other committees as it deems necessary and desirable.

Section 4. Regular Meetings Regular meetings of the Association shall be held at the time and place to be determined by the Executive Committee. Notice of regular Association meetings will be included in the newsletter. The notice shall include the date, time, place and purpose of the meetings.

Section 5. Executive Meetings: Executive meetings will be held monthly as deemed necessary at a date and time determined by the Executive Committee.

Section 6. Special Meetings: Special meetings shall be held at a time and place to be determined by the President or if requested by two other members of the Executive Committee. Notice of such meetings, describing the date, time, place and purpose shall be delivered to each member by phone

or e-mail at least forty eight hours prior to the meeting.

Section 7. Open Meeting Policy: All meetings of the Association and Executive Committee are open to all current members of CGMGA and all are encouraged to attend and participate in the discussion.

Section 8. Quorum and Action: A quorum for the Association shall be ten voting members. A quorum at an Executive Committee meeting shall be a majority of the Executive Committee members. If a quorum is present, action is taken by a majority vote of those present.

Article VI - Amendments

Section 1. This Constitution and by-laws may be amended at any regular or special meeting by a three-fourths vote of the voting members present, providing the amendment has been reviewed and approved by the Executive Committee and notice of the amendment has been given to the general membership not less than 10 days prior to the meeting at which the amendment will be presented.

Article VII - Budget

Section 1. An annual budget proposal, reviewed and approved by the Executive Committee, will be presented for comments, revisions and approval at a CGMGA meeting in the Fall.

Section 2. Any requested revision to the approved budget shall be reviewed and approved by the Executive Committee and submitted for acceptance, if requested, at the next regular CGMGA meeting or by mailing.

Section 3. The Executive Committee may approve unbudgeted expenditures by a majority vote.

Article VIII - Dissolution of Association

Section 1. In the event that CGMGA ceases to function and dissolves itself, all assets, after obligations and expenses of CGMGA have been satisfied, shall be transferred to the OMGA, a tax-exempt organization. In no event shall any of the assets be distributed to any organization which does not qualify as exempt under Section 501 (c)(3) of the Internal Revenue Code of 1954 or its corresponding future provisions.