

Clackamas County Master Gardener™ Association By-Laws
The term Master Gardener™ used in the Chapter By-Laws is a trademark name to be used exclusively by the Master Gardener Program.

Article I Purpose

Section 1. The Master Gardeners of Oregon State University Extension Service hereby associate to form a non-profit organization hereafter referred to as Clackamas County Master Gardener Association, The Clackamas County Chapter, The Chapter or Chapter, for the following purposes:

- (a) To enhance and supplement the Oregon State University Extension Service Home Horticulture Program (Master Gardener Program);
- (b) To assume responsibility of performing special tasks and engaging in continuous activities related to the program;
- (c) To promote a wide dissemination of information available as a result of university study and experimentation. Such information shall be in accordance with Oregon State University standards; and
- (d) Some of the Chapters financial resources will be used to support further horticulture education through scholarships and endowment programs.

Article II Organization

Section 1. This Association is a nonprofit, membership organization. The Association shall be financially and otherwise self-supporting by virtue of dues, fund raising activities and labor and services donated by Master Gardeners and other volunteers.

Section 2. The Clackamas County Chapter, is part of a state organization referred to as the Oregon Master Gardener Association.

Section 3. To vote on chapter business, no less than 20% of eligible voting members must be present at the chapter meeting. A simple majority of voting members present will rule except as defined in Article VI, Section 4, and Article XI, Section 1.

Article III Membership

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

Section 2. Active Membership. Anyone obtaining Oregon State University Extension Service Master Gardener certification is qualified to be an active member upon payment of annual dues. An Active Member pays dues to the chapter but may or may not be active in the Master Gardener Program. Active members have voting privileges.

Section 3. Honorary Membership. Oregon State University Extension staff engaged in the Master Gardener program are automatically honorary members who are exempt from payment of dues. They are encouraged to participate in discussions, but may not vote or hold office. Extension staff that has completed the Master Gardener Training may elect to pay dues and participate as active members.

Section 4. Associate Membership.

- a) Persons in the horticulture field who are not involved with or active in the Master Gardener Program may be elected by the membership as associate members of the Chapter. Such members shall have no voting privileges and shall not be eligible to hold office.
- b) All persons currently enrolled in the Master Gardener training program are automatically Associate Members without voting privileges. However, after successfully completing the Master Gardener formal training classes, these persons will be considered active members with voting privileges until January of the following year, when they may choose to become dues paying active members.

Section 5. There shall be no voting by Proxy.

Section 6. All service shall be voluntary with no remuneration except that pre-approved reimburse-

ment may be made to members for appropriate out-of-pocket expenses upon presentation of verifying receipts to the treasurer.

Section 7. No discrimination in any aspects of the Master Gardener Association will be made for sex, race, color, age, sexual preference, creed or national origin.

Section 8. Termination of Membership. Membership may be terminated by the Executive Board after giving the member at least 15 days written notice by first class or certified mail of the termination and the reason for the termination, and an opportunity for the member to be heard by the Board, orally or in writing, not less than five days before the effective date of the termination. The decision of the Board shall be final. The decision of the Executive Board shall be final and shall not be reviewable by any court.

Article IV Governing Body

Section 1. The governing body of the Clackamas County Chapter Master Gardeners Association shall be its Executive Board and its members. The Oregon State Master Gardener Association may assist and provide organizational assistance to the Clackamas County Master Gardener Chapter in order that all chapters perform in unison. The Clackamas County Master Gardener Chapter will function autonomously from and have no liability to OMGA, as stated in the OMGA By-Laws.

Section 2. Executive Board. The Clackamas County Chapter, shall form an Executive Board consisting of all officers of the Chapter, the Advisory Board, and the elected OMGA representative. In the absence of the elected OMGA representative, the alternate OMGA representative shall represent the Chapter at Executive Board meetings. The Executive Board shall conduct business that requires action prior to the next scheduled Chapter meeting. An account of any/all actions taken by this Board shall be fully disclosed at the next Chapter meeting.

Article V Officers

Section 1. Officers. Members of the Clackamas County Chapter, shall elect officers consisting of a President, Vice-President, Secretary, Treasurer and Assistant Treasurer (optional).

Section 2. President. The President shall preside at meetings of the Chapter and shall have the authority to appoint such committee chairpersons and members as necessary.

Section 3. Vice President. The Vice-President shall assist the President in conducting meetings, and will preside at Chapter meetings in the absence of the President.

Section 4. Secretary. 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.

Section 5. Treasurer. The Treasurer shall have the custody of the Chapter funds and shall keep full and accurate account of receipts and disbursements in books belonging to the Chapter. The Treasurer shall deposit all monies and other valuables 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 within the limits of the approved budget and as directed by the Executive Board. The Treasurer (Assistant) shall provide a Treasurer's report of all the transactions of the Treasurer and of the financial condition of the Chapter at each regular meeting, or as required. The Treasurer shall serve without bond.

Section 6. Assistant Treasurer (optional). The Assistant Treasurer shall perform those duties as delegated by the Treasurer.

Section 7. State Representative(s). Members of the Clackamas County Chapter, shall elect one representative and one alternate for the Board of Directors of OMGA to represent the Chapter at OMGA meetings. The Chapter shall be entitled to one vote at OMGA meetings in accordance with the By-Laws of OMGA.

Section 8. Advisory Board. The Advisory Board is to report to the President and advise and assist the chair(s) of the Spring Garden Fair. The Board will assist in planning long-range goals of the chapter.

The Advisory Board will consist of three persons, each to serve for three years, with one retiring each year (staggered terms). Members of the Advisory Board shall be voting members of the Executive Board of Directors.

Article VI Elections of Officers

Section 1. Nominations of officers, OMGA representative and alternate representative and one person for the Advisory Board shall be opened in September.

- a) Members shall elect officers, OMGA representatives, and one person to the Advisory Board at the October Chapter meeting from the nominations made by the Nominating Committee and from nominations submitted from the floor.
- b) Term of office of President, Vice President, Secretary, Treasurer(s), representatives for the Board of Directors of OMGA, and members of the Advisory Board shall begin January 1st.
- c) The term of office for all officers, OMGA representative and alternate representative will be one year and the Advisory Board members for three years. The officers shall be elected by a majority of voting members present at a regular Chapter meeting.

Section 2. Officer vacancies occurring before the expiration of the term shall be filled by appointment of the President with approval of a majority of the members present at the Chapter meeting.

Section 3. An officer shall not serve more than two consecutive terms in the same office. One year must lapse (during which time no elected position may be held) before a former officer is eligible for election to an office previously held. A member appointed to fill the unexpired term of an officer is eligible for election to the same office at the expiration of the appointed term, and such service shall not be considered to be a part of the two consecutive term restrictions.

Section 4. By the discretion of the Clackamas County Chapter, a Chapter officer or representative may be removed from office with or without cause by a vote of a majority of the members entitled to vote at an election of officers. Removal from office does not mean removal as a member of the chapter.

Article VII Meetings

Section 1. The President shall appoint a Parliamentarian. Robert's Rules of Order (newly revised) shall govern the conduct of all meetings in the event a conflict in process arises.

Section 2. Regular meetings of the Chapter shall be held at a time of day, day of week, and week of the month fixed by the Executive Board.

Section 3. Members shall be notified in advance of meetings, and when a special meeting is called shall be provided with an agenda specifying the reason the meeting was called.

Section 4. Meetings will be open to all Active Members, Associate Members, and Honorary Members. All are encouraged to attend and participate in discussions. Visitors are welcome at all meetings.

Article VIII Dues and Finances

Section 1. Annual dues shall be decided at the September Chapter meeting. The membership year shall begin January 1st of each year. The Chapter shall collect dues from members prior to January 1st in order to have names and phone numbers listed in the Chapter Directory. OMGA dues should be remitted to the OMGA Treasurer as required by OMGA.

Section 2. The Chapter is expected to promote fund raising programs to cover operational expenses incidental to activities within the scope of the By-Laws.

Section 3. The Executive Board shall have the authority to approve unbudgeted expenditures of up to \$200.00. Such action must be approved by a majority of the Executive Board present at the meeting and at least four members of the Executive Board must be present. Any proposed unbudgeted financial commitment over \$200.00 must be presented to the membership for consideration at a regular Chapter meeting and must be approved by a majority of the voting members present at the next Chapter meeting.

Section 4. Written ballots will be required when voting for Officers, Representatives, the budget and approval of unbudgeted expenditures over \$200.00.

Section 5. The fiscal year shall be from January 1st through December 31st.

Article IX Committees

Section 1. The President shall be empowered to create and establish any standing or ad hoc committee as necessary to conduct the business and program of the Chapter.

Section 2. Committee Chairs. All committee chairs not mentioned in Sections 3, 4 and 5 of this article will be appointed by the President and each committee chair will be responsible for recruiting their committee members. All committees shall be established with an odd number of members and the minimum membership shall be three.

Section 3. Audit Committee. The Audit Committee is made up of three members, each serving a three-year term (staggered terms), with one retiring each year. The President will appoint a replacement for the retiring committee member. The Audit Committee shall audit the Chapters books at a minimum of twice a year, as close to six-month intervals as possible. A report will be written and presented to the Executive Board. Each audit will be reported to the members at the following Chapter meeting.

Section 4. Budget Committee. The President shall appoint a Budget Committee in January, to be presided over by the Treasurer. The Vice President, Assistant Treasurer and one of the Spring Fair Co-chairs or their representative will also participate. The Spring Fair Co-chair will present the Spring Fair recommended budget at the first Budget Committee meeting. The budget will be presented to the Executive Board for review prior to the October chapter meeting. Such committee shall submit at the October meeting the proposed budget for the next year and make other recommendations, as they deem advisable. The proposed budget would be voted on at the November Chapter meeting.

Section 5. Nominating Committee. The President in accordance with Article IX, Section 2, shall appoint the Nominating Committee in January. The Nominating Committee will present the slate of officers at the September chapter meeting. The election shall be held at the October chapter meeting.

Article X Miscellaneous

Section 1. Clackamas County Association business not covered in these by-laws shall be treated in the chapter's Policies and Procedures.

Article XI Amendments

Section 1. These By-Laws may be amended or revised by a vote of at least two thirds of the voting members present at a chapter meeting that was called with a notice two months prior and with an agenda specifying the issue.

Article XII Dissolution

Section 1. Dissolution. In the event of dissolution of the Clackamas County Master Gardener Association, assets remaining after satisfaction of obligations and expenses shall be transferred to the Clackamas Community College Horticulture Scholarship Endowment Fund or a 501 (c) (3) organization of choice by the membership of the Clackamas County Master Gardener Association.

revised 2/5/2004

Adopted June 13, 2005