

Bylaws of the
Rossmoor Garden Club
Effective November 11, 2023

ARTICLE I. NAME

The name of this not-for-profit organization is the Rossmoor Garden Club, herein referred to as the "Club."

ARTICLE II. OBJECTIVES

The mission of the Club shall be to:

- provide good stewardship of the garden area provided and owned by the Golden Rain Foundation of Rossmoor (GRF);
- provide members with a place to cultivate a garden; and
- encourage members to increase their knowledge of gardening by sharing information and experiences with fellow gardeners in accordance with the Bylaws and Rules issued by the Rossmoor Garden Club Board of Directors.
- promote the knowledge of sustainable gardening and environmental responsibility to interested local groups;
- provide opportunities to the general public, including school students to learn about sustainable gardening practices;

- Offer grants to organizations for promoting gardening knowledge and education.

ARTICLE III. OFFICERS, ELECTIONS, AND DUTIES

Section 1. The elected officers of the Club shall consist of seven Club members. The officers shall be designated as the Board of Directors ("Board") and shall consist of the President, Vice-President, Secretary, Treasurer, Membership Director, Communications Director, and Social Director

Section 2. An officer of the Board may be removed by majority vote at a regularly scheduled meeting of the Board if the proposed action is placed on the agenda and distributed at least two weeks in advance of the meeting.

Section 3. The term for each office is one year. Board members may serve consecutive terms in one position upon re-election at the annual fall membership meeting. In the event that the President shall become permanently unable to serve during a term of office, the President shall be succeeded by the Vice President. The successor shall then immediately call a meeting to elect a new Vice President. In the event that the office of Secretary or the office of Treasurer shall become vacant, the President shall

appoint a member to serve in such office until the next regular meeting. Vacancies on the Board of Directors shall be filled for the balance of the term by a majority vote of the Board of Directors.

Section 4. On or before the annual fall membership meeting, the President shall appoint a Nominating Committee composed of members of the Board. The Nominating Committee shall accept nominations and recommendations from Club members; shall determine whether nominees will consent to serve if elected; shall prepare a list of candidates with at least one nominee for each position; and shall notify Club members of the names of the candidates at least one week before the regularly scheduled fall meeting.

Section 5. Elections shall be held by secret ballot with a majority vote required; however if only one nomination is made for any office election may be by voice vote or show of hands by the members at the fall membership meeting.

Section 6. Newly elected officers shall take office on January 1 of the following year.

Section 5. President. The President shall:

- direct the activities of the Board

- direct the flow of all business including emails related to the Garden Club;
- act as the official spokesperson for the Club;
- develop and maintain a working relationship with the Golden Rain Foundation (GRF) and Mutual Operations Division (MOD);
- appoint and assist committees as needed;
- give an annual report;
- sign or endorse checks in the absence or disability of the Treasurer;
- work with the Budget Committee to develop budgets and propose projects;
- working with the Membership Director, conduct garden tours for new membership applicants and garden trade list applicants;
- coordinating with the Vice President and Membership Director, identify violations of the Rules and determine appropriate disciplinary action;
- obtain approval from the Board for all expenses exceeding \$500.
- Sign legal and other documents in the name of the Club when directed to do so by the Board of Directors;
- Perform such other duties as are usual to this office.

Section 6. Vice-President. The Vice-President shall:

- stand in for the President when necessary;
- work closely with the President to ensure that Board functions are carried out in the best interests of the Club membership;
- work with the President to coordinate garden maintenance and water-related and mechanical issues with MOD and the Board's Water Committee and Maintenance Committee;
- work with the President to conduct lot inspections as needed;
- work with the Social Director and Treasurer to schedule events and organize event agendas and fundraising efforts;
- schedule compost/mulch/chips/manure delivery; and schedule compost dumpster pick-up as needed;
- assist in the audit of Club finances;
- with the President and Membership Director, identify violations of the Rules and determine appropriate disciplinary action.

Section 8. Treasurer. The Treasurer shall:

- manage all income and expenditures and be responsible for the following:
- deposit incoming receipts with proper documentation;
- ensure bills are paid by invoice (or proper documentation) in a timely manner and with accuracy;

- reconcile monthly bank statements;
- generate monthly and year-end financials using income and expenditure data;
- maintain files for accounts receivable, accounts payable, bank statements, and financials and make those files available to the Board for review upon request;
- work with the Board and the Budget Committee to plan and execute yearly budgets;
- work with the Vice President and Social Director regarding handling of funds during social events;
- maintain the yearly financial files for five years.

Section 9. Secretary. The Secretary shall:

- draft and distribute a Board meeting agenda for review and approval by Board members;
- record the minutes of all meetings of the Board and send a draft of the minutes to Board members for review before the next scheduled Board meeting;
- with the President, maintain and update Club Bylaws and Rules and forward approved changes to the Communications Director for publication on the Club website
- assist with individual member communications as requested;

- maintain a roster of members with their mail and email addresses and telephone numbers;
- maintain and manage Club documents of historical interest and value.

Section 10. Membership Director. The Membership Director shall:

- work with the President to maintain and keep current the Club's membership roster and database including member, assistant, and applicant contact information;
- maintain and keep current member contact information on the Club's email account;
- forward changes in the roster to the Communications Director;
- receive and process applications for membership, garden assistants, and those members wishing to trade their garden lots;
- provide applicants with acknowledgement of receipt of an application;
- send welcome letters with a copy of the Rossmoor Garden Club Rules to new members. Collect a signed copy of the Rules from each new member and store for file accordingly;
- with the President and Vice President, work to identify violations of the Rules and determine appropriate disciplinary action.

Section 11. Communications Director. The Communications Director shall:

- coordinate and submit to the webmaster entries for publication on the Club website, and documents that keep the membership up to date on board business, such as Board meeting agendas and minutes, and the annual financial report;
- write articles for the Rossmoor News with assistance from others as necessary;
- work with the President in writing Constant Contact emails as needed;
- review and respond to messages received in the club email account;
- work with the Social Director to publicize fundraising/social events.

Section 12. Social Director. The Social Director shall:

- organize all social functions with assistance from others as necessary;
- generate and submit a budget worksheet with financial detail to the Board for all social activities;
- work within a budget as provided by the Board;
- document and maintain event plans for all social activities;

- provide the Communications Director with information for publication;
- work with the President and GRF Recreation Department to reserve meeting rooms and picnic areas.

Section 13. Committees. Standing Committee chairs and Special Committee chairs shall be appointed by the President except for the Budget Committee chair who shall be the Treasurer. Committee members shall be appointed by the chairs. Standing Committees shall include: Water Committee, Maintenance Committee, Social Committee, Volunteer Committee; Nominating Committee and Audit Committee. Special committees shall be formed as the Board deems necessary. A Board member will serve as liaison to support Special Committees.

- The Water Committee shall work closely with the Vice President to manage water use including monitor water usage and to give regular reports to the board; sanitize wells; clean main system valves and storage tanks; maintain system infrastructure below ball float valves; manage water system components; and, work with MOD staff on regular maintenance upgrades to the water system and major system repairs.

- The Maintenance Committee shall work closely with the Vice President to identify areas of the garden in need of upgrade or repair and notify the President of the intended course of action including estimated cost. Committee members shall carry out the repairs and upgrades upon approval.
- The Social Committee shall work closely with the Social Director to plan and execute various garden social functions.
- The Nominating Committee shall, before the fall membership meeting, determine interest among members to serve on the Board. The committee shall accept nominations and recommendations from Club members and determine the best possible candidates for board positions. Additional nominations may be made from the floor.
- The Budget Committee shall, before the fall membership meeting, prepare a budget for the next fiscal year.

Section 15. Rules.

- a) The Board shall develop and enforce Rules, which establish standards for garden use and for the proper and safe conduct by Club members.
- b) Membership in the Club requires abiding by the Rules.

- c) The membership shall be notified of significant Rules changes as they are made.

ARTICLE IV. MEETINGS

Section 1. Regular monthly meetings of the Board shall be held at least eight times per year at a time and place to be decided by the Board. Meetings may be held by video conferencing or other interactive means. Business may be transacted by e-mail or by mail, in which case a report of such action shall be made part of the minutes of the next meeting.

Section 2. Semi-annual meetings of the Club membership shall be held in the fall and spring at a time and place to be determined by the Social Director and the Social Committee.

Section 3. Quorum.

- a) A quorum for conducting the business of the Board shall be a simple majority.
- b) A quorum for the election of officers or a change in the Bylaws at the annual fall membership meeting shall be a simple majority of the membership in attendance or by voting proxy.

ARTICLE IV. MEMBERSHIP

Section 1. Qualifications for membership shall include being a resident of Rossmoor, having an active interest in gardening, and having a willingness to share in the work and responsibilities of the Club. Members are encouraged to volunteer at least 10 hours of community work per calendar year unless physically unable to do so. Volunteer work may include working in the garden, on scheduled events, or other projects as approved by the Volunteer Coordinator or President.

Section 2. The application for membership shall be available on the Club's website at www.rossmoorgardenclub.com. If no garden lots are available, the applicant's name will be entered on a waitlist in the order received. Members may be assigned only one regular lot, one berry patch and one orchard.

Section 3. Dues and fees.

Dues. Club dues shall be paid annually by December 1. Failure to pay dues by December 31 shall result in the forfeiture of

membership and the relinquishment of the garden lot. Dues shall be set by the Board of Directors.

Fees. Members shall pay a one-time fee at the time of their lot acquisition. Fees shall be set by the President and the Membership Director and shall be based on the size and condition of the lot chosen by the applicant. These fees are not refundable upon relinquishment of the lot.

Section 4. Assessments.

If operating costs or capital expenses exceed revenue and/or reserves, an assessment to cover these costs may be charged to each member proportionately. Full lots shall be assessed at full share and half lots and orchards shall be assessed at half share. Senior lots and berry patches shall not be assessed.

Section 5. Co-membership.

Upon acquisition of a lot, two applicants may apply as co-members. An existing member may add a co-member to a membership at any time. If one co-member leaves, the lot reverts to the remaining member.

Section 6. Garden Assistants.

- a) Each member may have one garden assistant. The member and applicant shall complete the Garden Assistant Application form available at the Club's website at www.rossmoorgardenclub.com. Requests shall be reviewed by the Club Membership Director who shall notify the applicant by email of the approval or denial.
- b) The approved assistant shall be in possession of his/her approval letter while in the garden.
- c) Garden assistant approvals expire on December 31 each year. To continue working as an assistant, a new application shall be filed in accordance with Section 6. a) above.
- d) Garden assistants shall adhere to the same Rules as members, as applicable.
- e) A member may not also be an assistant.

Section 7. Member-for-Life. Special Recognition Membership.

Member-for-Life is a special honor conferred by the Club to show appreciation to members for years of loyal service and achievements. Members who have made outstanding contributions to the Club and who have worked effectively for the betterment of the Club may be considered for this special

recognition. No annual dues shall be collected from members awarded this recognition. Nominations may be made by the general Club membership and candidacy must be approved by the Board and the candidate. A 51% vote by the membership confers the honor.

Section 8. Member Conduct

- a) Failure to adhere to the Rules may result in a Notice of Warning, a monetary fine, forfeiture of membership, and/or cancellation of assistant approval. A member who does not fulfill membership requirements may be removed from membership by a two-thirds vote of the Board.
- b) Members whose memberships have been terminated shall be given such time as determined by the Board to remove personal possessions from the garden lot. Members shall leave lots in a clean and orderly condition. If the Board is required to hire help to clean up a lot, the member shall be billed for the labor and any supplies necessary to restore the lot.

ARTICLE V. FINANCIAL ADMINISTRATION

Section 1. Fiscal Year: The fiscal year shall be from January 1 to December 31, inclusive.

Section 2. Dues: Any proposed increase of dues of more than \$20 per year shall be decided by a vote of the membership. Dues must be paid by December 1 except as provided in Article IV.

Section 3. Budget: Prior to the November meeting, a budget committee shall be appointed by the President to prepare a budget for the next year. The Treasurer shall serve as the Chair of the budget committee.

Section 4. Budget review: The Treasurer shall present a proposed budget to the Board for review and approval at the December Board meeting. If no Board meeting is scheduled, the proposed budget shall be provided to board members and a vote taken by email.

ARTICLE VI. BYLAWS

Section 1. Amendments: These Bylaws may be amended at any regular meeting of the Club by a simple majority vote of the members in attendance, provided the Board has first studied and

approved the changes, and that members have had two weeks' notice of the pending changes.