

# **COASTAL MASTER GARDENER ASSOCIATION, INC.**

## **BY-LAWS**

### **ARTICLE I NAME**

The name of this organization is the Coastal Master Gardener Association, Inc. (CMGA). This Association is organized exclusively for charitable, educational and scientific purposes as a nonprofit under Section 501 (c) (3) of the Internal Revenue code or corresponding section of the Federal Tax Code.

This Association is not organized for profit and will not have any capital stock or employees. The policies of the Association will not reflect any political partisanship or any preference and will not discriminate based upon age, sex, race or religious affiliation. No Distribution or contribution will be made to any individual.

### **ARTICLE II PURPOSE**

Section 1. The purpose of CMGA is to provide its members with information about environmentally responsible gardening. CMGA functions in cooperation with the University of Georgia College of Agriculture and Environmental Sciences and its Cooperative Extension. The CMGA is an educational organization whose objectives are:

- A. Increase Master Gardener knowledge by providing educational opportunities for CMGA members.
- B. Provide opportunities for CMGA members to meet and share information.
- C. Support the public horticultural outreach efforts of the UGA Extension.
- D. Assist Master Gardener Interns in fulfilling their volunteer commitment.
- E. Provide the community with information about best management gardening practices for the home gardener through news articles, clinics, exhibits and presentations to garden clubs, schools and other community groups.

### **ARTICLE III MEMBERSHIP**

- Section 1. All Certified Master Gardeners and Interns, as defined by the University of Georgia Extension, are eligible for membership and will, upon payment of annual dues, be eligible for member benefits.
- A. A certified Master Gardener is one who has completed the classroom training sessions and the volunteer service requirements of the Georgia Master Gardener Program. Only certified Master Gardeners are eligible to vote and hold an office in the Association.
  - B. A Master Gardener Intern is one who is in the process of becoming certified. After certification as a Master Gardener, the Intern is eligible for full membership, as stated in Section 2 of this Article.
- Section 2. Membership in the Association is on a yearly basis. Membership dues are due January 1 of each calendar year. After March 1, members who have not paid dues and submitted their annual log of completed volunteer hours by December 31 are listed as inactive. Inactive members may be reinstated during the calendar year by paying dues and actively volunteering. After two years of inactive status, members are then classified as alumni and are removed from the membership list.
- Section 3. New members who join the Association on or after July 1 of the calendar year will pay membership dues equal to one-half of the annual dues.
- Section 4. Master Gardeners who are certified in other states and are current residents of Georgia must apply for certification through the UGA Extension Office before becoming eligible for membership.
- Section 5. A Lifetime membership may be awarded to distinguished individuals by the Board of Directors. This is an appointment without voting or office holding privileges.
- Section 6. No member shall use their position within the Association to further the manufacture, distribution, promotion or sale of any. Material, products or services for personal or material gain.
- Section 7. A CMGA member can have their membership canceled in the event that he/she demonstrates actions that are in conflict with the mission and goals of UGA Extension and have been relieved of his/her title and privileges by the UGA Extension.

**ARTICLE IV**  
**Board of Directors, Elections**  
**And Terms**

Section 1.

- A. The Board of Directors of the Association, hereafter referred to as the Board, will consist of Executive Officers (namely the President, Vice-President, Secretary and Treasurer), the Immediate Past President, and any Directors needed to support the purpose of the Association. The Officers and the Directors shall initiate and direct Association policies.
- B. The immediate Past-President shall be a member of the Board of Directors for one year. After that year, he/she will be eligible to be placed in nomination for a position as a Director or an Officer. If that individual has just completed eight consecutive years of service on the Board of Directors or as an Officer, there shall be a one year waiting period before eligibility for nomination.
- C. Directors shall be elected for two-year terms and must stand for re-election to serve consecutive terms. Directors will be elected at the fourth quarter annual meeting.
- D. Terms of office for the Board of Directors shall be from January 1 through December 31.
- E. An Association member may serve on the Board a maximum of eight consecutive years on the Board, irrespective of the Board position held. After serving eight consecutive years, a Board member will not be eligible for re-election for one year.

Section 2. Officers and other members of the Board of Directors will be nominated by the Nominating Committee, and a slate of candidates will be presented to the Board of Directors at its third quarter meeting. All nominees must be member in good standing.

Section 3. Officers shall be elected at the fourth quarter annual meeting.

Section 4. All officers shall be elected for two-year terms.

Section 5. The Officers of the Association consist of the President, Vice-President, Secretary, and Treasurer. They shall be collectively referred to as the Executive Committee, and will have the powers given them by the Board of Directors between meetings of the Board.

Section 6. Vacancies that occur on the Board following the annual membership meeting will be filled by the President with the advice and consent of the Board.

- Section 7. The office of any Executive Committee or Board Member may be declared vacant by the Board of Directors upon failure of that member to attend, without adequate reason, two consecutive general membership meetings or officially called Board of Directors meetings.
- Section 8. The Board of Directors will have the power to recommend expulsion of any member of the Association for just cause. Written notice of the meeting to consider expulsion will be given to the member at least two weeks prior to the meeting. The notice of pending expulsion will specifically state the nature of the charges and will advise the member of his/her right to appear to defend himself/herself. Notice of the general membership meeting at which the expulsion is to be considered, will be provided to all active members at least two weeks prior to the meeting and will contain the name(s) of the member(s) under consideration for expulsion and a statement of charges. A two-thirds vote in-favor of expulsion by active members present is required for expulsion.

## **ARTICLE V DUTIES OF OFFICERS**

- Section 1. **The President** will preside at all meetings of the Association
- Serve as Chairperson of the Board of Directors
  - Appoint the Chairpersons on the standing committees
  - The President will work with the Treasurer on the budget
  - Be authorized to sign checks and use the debit card in the absence of the Treasurer
  - Review in detail all budget and progress reports of all committees
  - Vote only if there is a tie
- Section 2. **The Vice President** will assist the President
- Take charge of the meetings in the absence of the President
  - Attend committee meetings at the President's request
  - Assist the Communications Committee in communicating with the general membership via email, telephone calls, and other written materials
  - Become President at the expiration of the current President's term
  - The VP will arrange speakers for the Association meetings

Section 3. **The Secretary**

- Will keep all pertinent forms for membership to be distributed
- Will record the minutes of each meeting
- Distribute the minutes of the previous meeting
- Keep a record of attendance at the meetings of the Board of Directors
- Keep a record of attendance at all general membership meetings

Section 4. **The Treasurer**

- Serves as the primary fiduciary for the organization
- Receives all monies (except dues) for the Association
- Keeps complete, accurate and current financial records
- Receives dues from Membership
- Makes disbursements as necessary for expense reimbursements, honoraria, approved projects and other disbursements as approved by the Board
- Keep a complete file of bank statements, matching up receipts to statements and keeping account in balance
- Present financial records for audit annually
- Produce a hard copy Treasurer's report for each Board meeting
- Facilitate bank business such as adding and removing authorized signers
- File Form 900-N with the IRS during the first quarter of each year
- File annual registration with the Secretary of State for the State of Georgia during the first quarter in order to maintain our non-profit status

Section 5. **The Communications Coordinator** shall be responsible for

- Be responsible for all emails sent to CMGA members including newsletters

Section 6. **The Projects Coordinator** shall be responsible for

- Keeps a list of active projects that the Educator has provided
- Will communicate with the project leaders to get updates and pictures

Section 7. **The Membership Coordinator** shall be responsible for

- Handling questions, information requests and complaints about members
- Processing membership applications, renewals and resignations and changes in member status
- Maintaining the list of active CMGA members
- Tracking membership statistics and preparing reports on this
- Coordinating with the Treasurer to track membership revenue

**Section 8. At Large Board Members**

- Will be appointed by the Board of Directors for a term of 1 year
- Has no specific duties, unless assigned by the President
- Does not have the right to vote

**ARTICLE VI  
MEETINGS AND DUES**

- Section 1. The fiscal year of the Association will be from January 1 through December 31. Dues run concurrently with the fiscal year.
- Section 2. The annual dues will be determined by the Board of Directors.
- Section 3. Master Gardener Interns will be given a free membership to the Association until December 31 of their first year.
- Section 4. The Association will conduct a minimum of one general membership meeting per year. If only one meeting is held, it should be the fourth quarter annual meeting.
- Section 5. Members of the Association should be notified of meetings at least two weeks prior to the date of the meeting.
- Section 6. The Board of Directors will meet at least quarterly. A quorum of half of the Directors must be met before a vote can be taken. A quorum of 20% must be present at membership meetings for a vote to be taken.
- Section 7. The fourth quarter annual meeting will include; voting on the coming year's slate of officers, presentation of the budget and a financial report.
- Section 8. The Executive Committee can conduct the business of the Association during the intervals between scheduled meetings of the Board. The President will report Executive Committee actions to the Board at the next scheduled Board meeting.

**ARTICLE VII  
BY-LAW AMENDMENTS**

- Section 1. Proposed amendments and/or changes to the By-laws will be presented for approval to the Board of Directors at the third quarter meeting. The membership will be notified of the proposals two weeks prior to the fourth quarter annual meeting. The vote taken at the fourth quarter annual meeting will require a two-thirds vote of the voting members present.

## **ARTICLE VIII FUNDS AND EXPENDATURES**

- Section 1. No member or group of members may incur any indebtedness in the name of the Association without prior approval from the President, The Executive Committee or the Board of Directors.
- Section 2. The funds of the Association shall be collected and expended by the Treasurer in accordance with directions provided by the Board or by the Executive Committee.

## **ARTICLE IX COMMITTEES**

- Section 1. Committees may be appointed by the President and/or Board of Directors as necessary. Each committee will have a specific purpose and report to the Board. The following committees may be considered and appointed by the President or Board of Directors as necessary to carry out the objectives of the Association: Executive Committee, Finance Committee, Membership Committee, Programs Committee, Project Committee, Communications Committee, Hospitality Committee and Nominating Committee.
- a. Executive Committee: This Committee is chaired by the President and can act in place of the Board of Directors between meetings. The Executive Committee acts to support the objectives of the Association and reports actions taken to the Board of Directors. The Executive Committee can expend monies not to exceed \$500 per expenditure. The Executive Committee reviews and approves grand requests from members not to exceed \$500.
  - b. Finance Committee: This Committee is chaired by the Treasurer to prepare and report the budget and expenses occurred by the Association.
  - c. Membership Committee: This Committee is chaired by a member of the Board of Directors. The committee is responsible for maintaining and distributing membership information.
  - d. Project Committee: This Committee will assist the Extension Office to maintain a list of active projects for Association members. This Chairperson will help disseminate this information at quarterly meetings.
  - e. Program and Hospitality Committee: This Committee is chaired by the Vice-President and will schedule speakers for quarterly meetings and conferences to help meet the educational needs of Association members.
  - f. Communications Committee: This Committee will be responsible for the quarterly newsletter, and communicating with the general membership via e-mail, telephone and other written materials.
  - g. Nominating Committee: This Committee is composed of the Executive Committee and the Board of Directors. Requests for nominations for open offices are announced at the third quarter meeting. The slate of candidates is then announced 2 weeks prior to the fourth quarter meeting and can accept

nominations from the floor prior to a vote being taken. If there is more than one nominee for the same office, the candidate with the largest number of votes cast for that office will be elected to that office.

## **ARTICLE X WAIVER OF RESPONSIBILITY**

The Coastal Master Gardener Association assumes no responsibility for personal injury or the loss or damage of property when events, field trips or projects are attended by CMGA members.

## **ARTICLE IX CONDUCT OF BUSINESS**

The business of the Association will be governed by the current version of "Robert's Rule of Order" unless specified by the Coastal Master Gardener Association, Inc., By-laws or amendments to the By-laws.

## **ARTICLE X DISSOLUTION**

- Section 1. Dissolution of the Association will be in accordance with the Georgia Non-Profit Corporation Code, Title 14-3-1404.1.
- Section 2. Prior to dissolution of the Association, any remaining assets must be used to pay debts and liabilities.

Upon a duly made motion, these By-laws are mended and adopted by the Board of Directors and the members of the Coastal Master Gardener Association, Inc., on November 15, 2020.

President

Secretary

Coastal Master Gardener Association, Inc.  
By-laws  
November 15, 2020  
Amended September 1, 2022  
Amended March 20, 2024



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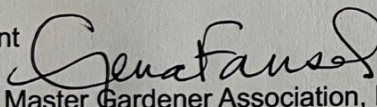
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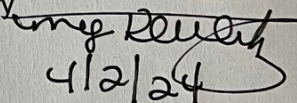
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Secretary

  
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