

# **GARDEN CLUB OF DEARBORN BYLAWS AS REVISED JULY 2022**

## **ARTICLE I: NAME**

The name of the organization shall be **THE GARDEN CLUB OF DEARBORN, INCORPORATED** (hereinafter referred to as the Club), a member of the **MICHIGAN GARDEN CLUBS, INCORPORATED**, and **THE NATIONAL GARDEN CLUBS, INCORPORATED**.

## **ARTICLE II: OBJECTIVES**

The objectives of the Club shall be: to stimulate the knowledge and love of gardening by encouraging interest in all phases of home gardening and sound horticultural practices; to aid in the conservation of our natural resources and the preservation of our native flora and fauna; to promote civic beauty by encouraging and contributing to landscape development in our community.

## **ARTICLE III: MEMBERSHIP**

**Section 1** — An individual interested in the objectives of this Club is eligible to become a member. All members are voting members.

**Section 2** — An application for new membership shall be submitted to the Vice President-Membership and signed by a member in good standing.

**Section 3** — A former member who left the Club in good standing may reapply for membership to the Vice President-Membership.

**Section 4** — Members are encouraged to participate in Club activities and projects.

(a) A 25-year member will be excused from participating in activities and projects and will be honored in the 25th year of membership at the September General Meeting.

(b) All years of membership will be combined to determine total years of membership, including those years before and after a break in participation.

## **ARTICLE IV: DUES**

**Section 1** — Annual dues of members shall be thirty (\$30) dollars.

**Section 2** — A member joining the Club after the January General Meeting shall pay dues of fifteen (\$15) dollars for the first year.

**Section 3** — Dues shall be payable on or before the Annual June General Meeting. Members whose dues are delinquent after July 31, and who have been duly notified in writing, will not be included in the Membership Directory.

## **ARTICLE V: FISCAL YEAR**

The Garden Club of Dearborn's fiscal year shall be from July 1 to June 30 of the following year. July 1 to June 30 are the fiscal year dates approved by the IRS and by the Michigan Department of Licensing and Regulatory Affairs and may not be changed in our Bylaws.

## **ARTICLE VI: EXECUTIVE OFFICERS**

**Section 1** — The Officers of the Club — also known as the Executive Board - shall be the: President, Vice President-Program, Vice President-Membership, Vice President-External Affairs, Recording Secretary, Communications Secretary, and Treasurer.

**Section 2** — All Officers shall be elected to a two (2) year term at the May General Meeting held in the odd-numbered years. Their term of office shall commence at the adjournment of the Annual June General Meeting at which they were installed. Any vacancy occurring in an office shall be filled by a member named by the President, with the approval of the Administrative Board.

An Officer shall not remain in the same office more than two (2) consecutive terms, excepting the Parliamentarian and Treasurer. Any part of a year in excess of six (6) months shall be considered a year in deciding eligibility for an office.

**Section 3** — In addition to the duty mentioned in Section 2 of Article VI above, the President shall:

- (a) Direct and coordinate the Club's overall program in keeping with the State and National objectives and conduct meetings according to the Club's Bylaws and Robert's Rules of Order, Revised.
- (b) Preside at all meetings of the Club and Administrative Board.
- (c) Appoint the Parliamentarian, Awards Chair, and all Special Committee Chairs.
- (d) Concur in the appointment of all Committee Chairs selected by the Vice Presidents.
- (e) Be an ex-officio member of all committees, except the Nominating Committee.
- (f) Serve as Chair of the Budget Committee.
- (g) Designate a Vice President to assume the duties of the President in the event of absence or incapacity.

**Section 4 —** The general responsibilities of **all Vice Presidents** shall be:

- (a) Upon designation by the President, assume the duties of the President in the event of absence or incapacity.
- (b) Discharge such other duties as may from time to time be required of them by the President.
- (c) Appoint Chairs in charge of various committees under their supervision after consulting with and receiving the concurrence of the President.
- (d) Assume the duties of Standing Committee Chair under their supervision in the event of absence or incapacity.
- (e) Section 5 — The Recording Secretary shall:
- (f) Keep minutes of all meetings of the Club and Administrative Board, submitting a copy to the President for approval following each meeting.
- (a) Be custodian of all records and papers pertaining to the office.

**Section 6 —** The **Communications Secretary** shall:

- (a) Carry on the correspondence of the Club, submitting a copy to the President, send notices of special meetings, announcements of activities and events to Club members.
- (b) Be custodian of all records, documents and paperwork pertaining to the office and maintain a database of all such information, including an up-to-date membership contact list, in order to promote effective communication within the Club.

**Section 7 —** The **Treasurer** shall:

- (a) Receive all revenue for the Club.
- (b) Keep an itemized account of all receipts and disbursements.
- (c) Pay all authorized bills.
- (d) Present a written report at each regular meeting of the Club.
- (e) Be a member of the Budget Committee and present the Budget to the Administrative Board and general membership for approval.
- (f) Assume the duties of Resident Agent of the Club.
- (g) File any required federal or state tax or financial returns/reports including: State of Michigan Department of Licensing and Regulatory Affairs; State of Michigan Return for Sales, Use and Withholding Tax; Federal 990-N "postcard".

- (h) Prepare a financial report at the close of the Club's fiscal year.
- (i) Submit the books for an internal review.

## **ARTICLE VII: ADMINISTRATIVE BOARD**

**Section 1 — The Administrative Board** shall include:

- ❖ Officers
- ❖ Standing Committee Chairs
- ❖ Awards Chair
- ❖ Parliamentarian
- ❖ Study Group Chairs
- ❖ Nominating Committee Chair

**Section 2 — The Administrative Board** shall:

- (a) Conduct the overall business of the Club.
- (b) Serve as an advisory group to the President.
- (c) Review Bylaws changes recommended by the Bylaws Special Committee, and, if they concur, present it to the general membership thirty (30) days prior to the vote for approval.
- (d) Approve all major plans, programs and projects developed by the Officers and Chairs. No such plan, program, or project shall be publicly announced in any way prior to approval of the Administrative Board.
- (e) Approve expenditures not included in the approved Budget, not to exceed one hundred dollars (\$100).

**Section 3 —** An Administrative Board member (other than an Officer, as specified in Section 2 of Article VI) may remain in the same office for more than two (2) consecutive terms until another member is available to serve in this capacity.

## **ARTICLE VIII: COMMITTEES**

**Section 1** — Standing Committee Chairs may serve on the Administrative Board more than two (2) consecutive terms in the same Administrative Board position if no other member is available to serve in this capacity.

**Section 2** — Special Committee Chairs, because of the temporary character of their responsibilities, do not serve on the Administrative Board but may attend to the extent required by their duties as non-voting Members.

**Section 3** — The **Vice Presidents** shall appoint and supervise the following Standing Committees:

**(a) Vice President - Programs**

- ❖ Programs
- ❖ Photography
- ❖ Hospitality
- ❖ Historian
- ❖ Publicity
- ❖ Study Groups
- ❖ Ways and Means

**(b) Vice President - Membership**

- Personnel
- Yearbook/Directory
- Communications
- Newsletter
- Website
- MGC, NGC, District I
- Nominating Chair
- Bylaws Review

**(c) Vice President - External Affairs**

- ❖ Education/Youth
- ❖ Holly Berry Fundraiser
- ❖ Museum Guild
- ❖ PRISM — Beaumont Hospital (patient flowers)
- ❖ Conservation/Legislation/Environmental
- ❖ Civic Landscapes - may include:
  - i. Blue Star Memorial
  - ii. Pollinator & Enabling Garden
  - iii. Plant It Pink
  - iv. Chapel Garden
  - v. Museum Garden
  - vi. Train Station Containers
  - vii. Library Planters

**Section 4** — The **Budget Committee** shall include the President, Treasurer, and up to three (3) members appointed by the President.

- (a) The Budget Committee shall present the Budget to the Administrative Board for approval prior to submitting it to the membership for approval at the September General Meeting. A majority vote shall constitute approval. Charitable donations are to be reviewed following the annual fundraiser.
- (b) Monies allocated in the approved Budget may be spent without further vote of the Club.

**Section 5** — The **Nominating Committee** shall include an elected Chair assisted by two (2) other members of the general membership. The Committee shall present its slate of officers at the biennial election in odd-numbered years, as prescribed in Article XII.

**Section 6** — The **Bylaws Special Committee**, appointed by the President, shall consist of at least two (2) members and the Club President. This group shall determine the Chair. The Bylaws Special Committee Chair shall present the recommendations of the Committee to the Administrative Board, and, if the Administrative Board concurs with these recommendations, they shall be presented to the general membership for approval, as outlined in the Bylaws Section in Article XIII: Amendments.

**Section 7** — The specific duties of all of the above committees are outlined in the Handbook of Duties, which may be revised by a Special Committee and approved by the Administrative Board.

## **ARTICLE IX: STUDY GROUPS**

**Section 1** — **Study Groups** may be formed upon approval of the Administrative Board.

**Section 2** — The Chair and program shall be determined by each group. The Chair shall serve on the Administrative Board.

**Section 3** — In the event of dissolution, a letter should be submitted by the Chair of the Study Group to the President of the Club.

**Section 4** — The Study Group Chairs bear the same general relationship to the Study Group as the President of the Club does to the membership.

## **ARTICLE X: AFFILIATIONS**

**Section 1** — The Club shall be a member of the following organizations:

- ❖ Michigan Garden Clubs, Inc.
- ❖ National Garden Clubs, Inc.
- ❖ Museum Guild
- ❖ Inter Service Club Council
- ❖ Dearborn Community Arts Council

**Section 2** — Participation in those organizations shall be at the discretion of the Administrative Board.

**Section 3** — The Club shall financially support only individuals, groups or organizations that contribute to or further the objectives of the Club, Michigan Garden Clubs, Inc., and/or National Garden Clubs, Inc.

## **ARTICLE XI: MEETINGS**

**Section 1** — The Administrative Board shall meet the first Wednesday of each month during the Club year (September through June) or at the call of the President.

**Section 2** — General Meetings shall be held the second Monday of each month during the Club year (September through June) or at the call of the President with the Administrative Board approval.

**Section 3** — The June General Meeting shall be the Annual Meeting.

**Section 4** — Special meetings of the Club may be held at the call of the President or a Vice President.

## **ARTICLE XII: NOMINATIONS AND ELECTIONS**

**Section 1** — The Nominating Committee at the April meeting preceding the biennial election at the May meeting in the odd-numbered years shall present nominees for the following offices:

### **Two-Year Term**

- ❖ President
- ❖ Vice President — Program
- ❖ Vice President — Membership
- ❖ Vice President — External Affairs
- ❖ Recording Secretary
- ❖ Communications Secretary
- ❖ Treasurer
- ❖ Nominating Committee Chair

**Section 2** — After the Nominating Committee has presented the slate, nominations may be made from the floor at the April meeting when the slate is presentect

**Section 3** — If there is more than one (1) nominee for any office, voting on that office shall be by written ballot vote at the May meeting in the odd-numbered years. If there is only one (1) candidate for each office, election can be by voice vote at that May meeting. A majority vote shall elect.

**Section 4** — The consent of the nominees must be obtained prior to proposing their names.

## **ARTICLE XIII: AMENDMENTS**

**Section 1** — Amendments to the Bylaws may be recommended by the Administrative Board or the Special Committee appointed by the President.

**Section 2** — The proposed amendments shall be submitted at least thirty (30) days prior to voting.

**Section 3** — The Bylaws may be amended at any General Meeting of the Club by a two-thirds (2/3) vote of those present.

## **ARTICLE XIV: QUORUM**

**Section 1** — Five (5) members shall constitute a quorum of the Executive Board.

**Section 2** — Six (6) members shall constitute a quorum of the Administrative Board.

**Section 3** — One-fifth (1/5) of the total Club membership shall constitute a quorum at a regular or Special General Meeting.

## **ARTICLE XV: PARLIAMENTARIAN AND PARLIMENTARY AUTHORTIY**

**Section 1** — The Parliamentarian shall rule upon all parliamentary procedures according to Robert's Rules of Order, Revised, on all points not covered by the Club's Bylaws.

**Section 2** — The Parliamentarian, or substitute approved by the President, shall attend all Administrative Board and General Meetings

**Section 3** — No standing rule, resolution, or motion is in order that conflicts with the Bylaws.

## **ARTICLE XVI: DISSOLUTION**

**Section 1** — In the event of dissolution of the Garden Club of Dearborn, Inc., the Executive Board in office at the time of dissolution, or such body as required by law, shall, after paying or making provision for payment of the Club's debts, dispose of all the remaining assets of the Club, including the silver tea service and projector, to a legally constituted nonprofit, charitable, scientific, literary or educational organization or institution, which qualify for exemption under the applicable provision of the Internal Revenue Code, as amended.

**Section 2** — None of the property or any other asset of the Club, nor any portion thereof, shall be distributed to or for the use of any member of the Club.

### **Amended:**

September 1986; February 1987; June 1990; February 1992; May 1993; May 2000; June 2005; June 2011; May 2015; May 2016; May 2018; August 2022



**NOTES:**

- ❖ *Effective 2005, the Flower Arrangers Guild is no longer affiliated with Garden Club of Dearborn.*
- ❖ *Effective June 2005, the name of the state organization changed from "Federated Garden Clubs of Michigan" to "Michigan Garden Clubs, Inc."*
- ❖ *Effective 2004, the name of the national organization changed from "National Council of State Garden Clubs" to "National Garden Clubs, Inc."*

