



# Bylaws of the Paradise Garden Club, Inc.

P.O. Box 1246, Paradise CA 95967

[email@paradisegardenclub.org](mailto:email@paradisegardenclub.org)

[www.paradisegardenclub.org](http://www.paradisegardenclub.org)

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## **ARTICLE I: NAME AND OBJECTIVE**

**Section 1.** The name of the organization is the PARADISE GARDEN CLUB, INC., hereinafter referred to as the Club.

**Section 2.** The objective of the Club is: To devote its activities and funds to community education in horticultural practices and conservation; to promote and support community beautification and the study of floral arranging; and to invest in the continued education of students in horticulture and the environmental sciences.

## **ARTICLE II: MEMBERSHIP AND DUES**

**Section 1.** Any person interested in the Club's objectives is eligible for membership.

**Section 2.** Attendees at a PGCI meeting are MEMBERS or VISITORS (or PRESENTERS).

a. MEMBERS have completed an application and are current in their dues. A member who is not current with their dues (if required) is the same as a visitor.

b. VISITORS do not pay dues and have no membership rights, such as voting, holding an office, chairing a committee, or receiving gifts distributed to members. A visitor may become a member at a meeting by presenting a completed application and paying dues.

c. PRESENTERS may or may not be members.

**Section 3.** There are four classes of membership.

a. **REGULAR** – Upon payment of dues, enjoys all rights and privileges of the Club, including voting rights.



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- b. **LIFE** – Title conferred after 25 years of REGULAR membership. Enjoys all rights and privileges of a REGULAR member. Dues are waived.
- c. **CHARTER** – Member since the Club was organized. Enjoys all rights and privileges of a REGULAR member. Dues are waived.
- d. **HONORARY** – Title conferred by majority vote of members present at a general meeting. Dues are waived.

**Section 4.** The annual dues amount is proposed by the executive board and approved at a general meeting. The dues amount is then stated in the Standing Rules.

**Section 5.** While the Club's fiscal year is from July 1<sup>st</sup> through June 30<sup>th</sup>, members are charged dues on a subscription model based on the day they joined the Club.

## **ARTICLE III: MEETINGS, QUORUMS, AND MAJORITIES**

**Section 1.** The date, time, and format of board and general meetings are advertised in the club newsletter and/or via email.

**Section 2:** In the event of a local, state, or national crisis, disaster, or quarantine, the President shall, in consultation with what members of the executive board can be reached, be allowed to either alter the format of, or cancel, any general or board meeting.

**Section 3:** "Format" can be in-person or remote by video over computer or phone.

- a. For in-person meetings, announcements are to include the physical location and any instructions required for entry.
- b. For remote meetings, announcements are to include the link and any other relevant digital connection information.



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**Section 4.** Regardless of the format, in order to conduct business a quorum shall be a majority vote of members in good standing present; provided half of the elected officers are present, including one presiding officer and one recording officer.

**Section 5:** All voters must be visible on camera for votes at video meetings.

**Section 6.** Additional meetings of the executive board may be called by the President.

- a. The presence of half of the elected officers *plus* one more elected officer constitutes a quorum.
- b. Unless otherwise stated, a simple majority carries the vote.

## **ARTICLE IV: CLUB FUNDS**

**Section 1.** An expenditure that is up to \$100.00 greater than a previously approved budget may be approved by the executive board. Expenditures more than \$100.00 above budget must be approved by majority vote of those present at a general meeting.

**Section 2.** A minimum of fifteen hundred dollars (\$1,500.00) shall remain in the General Fund at the end of each term.

## **ARTICLE V: OFFICERS AND EXECUTIVE BOARD**

**Section 1. Elected Officers** are the President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Auditor, and Membership Chair.

**Section 2. Executive board** consists of the elected officers, each having one vote. Chairs of standing or special teams and members with



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business to be considered by the executive board will notify the President in advance and request to be added to the agenda. Chairs who need information from the Board are encouraged to attend. Team Leads and members will have no vote.

Duties of the executive board are:

- a. Recommend policies, procedures, and activities to the general membership for consideration or vote.
- b. Approve expenditures not to exceed \$100.00.
- c. Approve President's nominations to fill elective office vacancies.

**Section 3.** Officers may be elected for as long as is mutually agreeable.

## **ARTICLE VI: DUTIES OF OFFICERS**

**Section 1.** The President shall:

- a. Preside at all executive board and general meetings.
- b. Appoint Chairs of Standing Teams.
- c. Call any special executive board and general meetings.
- d. Be an ex-officio member of all teams except the Nominating Team.

**Section 2.** The First Vice-President shall:

- a. Assist the President and, in the President's absence, assume the duties of the President.
- b. Serve as Program Chair, arranging for programs to be held at general meetings.
- c. Deliver the list of programs for September through July to the Yearbook Chair by September for publication in the Yearbook.



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- d. Be responsible for proper physical arrangement of the meeting room.

### **Section 3.** The Second Vice-President shall:

- a. In the absence of both the President and the First Vice President, assume the duties of President.
- b. Serve as Publicity Chair, arranging publicity for general meetings and special events, arranging for photography when appropriate and maintaining a written record of all publicity.

### **Section 4.** The Recording Secretary shall:

- a. Be responsible for written minutes of executive board and general meetings, providing copies by e-mail for the President, First Vice-President, Treasurer, the Email-List Manager (who will distribute to the membership), and the E-Librarian.

### **Section 5.** The Treasurer shall:

- a. Be custodian of all Club funds and deposit funds in a bank approved by the executive board.
- b. Maintain proper official record of all income and expenses of the Club.
- c. Give a Treasurer's Report at executive board and general meetings, providing copies to the President and Secretary.
- d. Assure that all checks are signed by the Treasurer and countersigned by the President or Recording Secretary.
- e. Assure that all requests for reimbursement are properly documented and signed by the appropriate Officer or Team Chair.
- f. Have all financial records available for audit at the end of term of office or upon request of the executive board.
- g. Provide financial information to the executive board.



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- h. Chair the Budget Team, to consist of at least one other elected officer. The team shall prepare a proposed budget and present it for approval before the beginning of the new fiscal year. The budget becomes effective July 1st. (See the PGCi Standing Rules for greater detail.)

### **Section 6.** The Corresponding Secretary:

- a. Assists with the correspondence of the President's office and conducts the routine correspondence of the Club as instructed by the President or the executive board.
- b. Serves as Sunshine Chair described more fully in the Standing Rules.
- c. Upon request, sends printed material to any call list member.

### **Section 7.** The Auditor:

- a. Has enough financial experience to conduct a meaningful review of Club's financial records.
- b. Chairs the Audit Team, consisting of Auditor, one or two members appointed from the general membership and one appointed from the executive board.
- c. Assures that an audit of all Treasurer's records is made at the end of fiscal year or at any other time deemed necessary by the executive board.
- d. Submits a written Audit Report at the September general meeting following the audit.
- e. Optionally, at completion of the audit, offers objective advice for improving financial reporting and internal controls to maximize Club's financial performance and efficiency.





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### **Section 8.** The Membership Chair:

- a. Signs up new members, turns their dues over to the Treasurer at the end of the meeting, and reports their areas of interest (listed on form or gathered in conversation) to the President and the members of any relevant teams.
- b. Collects annual dues and turns them over to the Treasurer in timely fashion.
- c. Creates a list of updates to the member list and gives it to the Email List Manager, the Yearbook Chair, and the E-Librarian monthly.
- d. Keeps a tally of membership including Charter Members, Life, Honorary, and Paid Members.
- e. Provides tally to Treasurer by June 30 for payment of CGCI dues.
- f. Arranges for name badges, the cost of which is payable by the member at the time of order.
- f. Presents Lifetime Member certificates to members who have remained in the club for 25 years at the May meeting.
- g. Produces empty PGCI Yearbook notebooks for new members and guides those members in printing content and keeping their notebooks current.





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## **ARTICLE VII: STANDING AND SPECIAL TEAMS**

- Section 1.** The Standing Teams will be listed in the Standing Rules.
- Section 2.** The Special Teams are *ad hoc* teams appointed by the President with the approval of the executive board.
- Section 3.** The President appoints Chairs of all Standing and Special Teams, unless otherwise provided for in these Bylaws.

## **ARTICLE VIII: NOMINATIONS AND ELECTIONS**

- Section 1.** The Nominating Team formed in February (comprised of a Chair appointed by the President, one member appointed by the executive board and a third member volunteering from the general membership) presents a slate of proposed officers at the April Board and general meetings. Nominations from the floor will be accepted at the April general meeting prior to the vote. No nomination will be made without prior consent of the nominee.
- Section 2.** The Nominating Team can propose any member in good standing for a role.
- Section 3.** Elections are held at the May general meeting. If there is more than one nominee for any office, voting will be conducted by written ballot at in-person meetings and by chat to the



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Nominating Team Lead in video meetings. When there is only one candidate for each office, a voice or visual vote is employed.

**Section 4.** Installation of Officers is held at the July general meeting.

## **ARTICLE IX: RULES OF ORDER**

Current Bylaws and Standing Rules govern Paradise Garden Club, Inc.

## **ARTICLE X: REQUIREMENTS TO BE EXEMPT AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE**

**Section 1.** Said organization is organized exclusively for charitable, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 2.** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

**Section 3.** No substantial part of the activities of the organization shall be the carrying on of propaganda, lobbying, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of



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statements) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 4.** Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 5.** Upon the dissolution of the organization assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XI: AMENDMENTS**

As one of the club's core documents these Bylaws are distributed to all members as part of the Yearbook. When changing times suggest updates to the Bylaws, such updates are managed by an update team, including distribution for review and implementation of review comments approved by the Board.



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**Section 1.** These Bylaws can be amended by a two-thirds vote of members present at the general meeting, provided all proposed amendments have been:

- a. Considered for up to two weeks by the executive board, passed by a majority, and...
- b. Presented in writing at a general meeting at least one meeting prior to the general vote.

**Section 2.** The Standing Rules may be added to, amended, or suspended by majority vote of members present at a general meeting.

- a. Considered by the executive board and passed by a simple majority.
- b. Presented in writing at a general meeting at least one meeting prior to the vote



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## **REVISION HISTORY**

Revisions to these *Bylaws* were made:

March 9, 1964	April 13, 1964	January 11, 1966
October 13, 1969	September 9, 1974	October 11, 1989
January 1, 1990	March 11, 1991	May 10, 1992
June, 1995	October, 1997	September, 2008
October, 2004	December, 2007	July, 2009
April, 2011	January 9, 2012	July 10, 2021