

AUSTIN ORGANIC GARDENERS
By Laws
Revised 6/28/07, 10/17/2022

ARTICLE I – NAME AND ORGANIZATION:

The name of the Club is the **Austin Organic Gardeners**. It was founded in 1945 in Austin, Texas, by Charles and Josephine Huntley, Sara Penn Harris, and Winter Meta.

ARTICLE II – PURPOSE

Austin Organic Gardeners is organized for the purpose of educating people in gardening methods and techniques using only organic and other naturally occurring materials.

ARTICLE III – MEMBERSHIP AND DUES

Sec. 1 – Membership: Shall be open to any person upon payment of dues.

Sec. 2 – Dues: Annual dues shall be set by vote of the Executive Committee. Dues are payable on an annual basis 1 year from the previous payment. The club fiscal year is the same as the fiscal year of the Austin Area Garden Council (AAGC).

Sec. 3 – Lifetime Membership in the Club may be bestowed upon worthy individuals after presentation by the Executive Committee and a 60% majority vote at a general meeting. Lifetime Members of the Club do not owe dues to the Club and their dues to the AAGC will be paid by the Club. Lifetime Members of the AAGC neither owe dues to the Club nor to the AAGC.

ARTICLE IV – OFFICERS

Sec. 1 – Officers: President, Vice President, Secretary, Treasurer, two Members at Large, and ex officio most recent past president available.

Sec. 2 – Duties of the President:

- Preside at all general and executive meetings
- Act as a spokesperson for the Club
- Act as chairperson of the Executive Committee and may attend meetings of other committees, except the nominating and the audit committees.
- Appoint committee chairpersons, except as otherwise provided for, subject to the approval of the Executive Committee or of the membership by majority vote at any regular meeting.
- Appoint a representative to the Austin Area Garden Council (AAGC),
- Initiate special projects as approved by the Executive Committee,
- Approve expenditures not to exceed \$25.00 prior to their incurrence, and,
- Serve as a co-signer on the Club account.

Sec. 3 – Duties of the Vice President:

- Serve as chairperson of the Program Committee,
- Arrange for and conduct all programs of the Club at regular meetings, and,
- In the absence of the President, perform all duties of the President.

Sec. 4 – Duties of the Secretary:

- Prepare minutes of each meeting.
- Maintain custody of all non-financial records, minutes, and papers of the Club not otherwise provided for, and deliver same to his/her successor.
- Act as recording secretary of the Executive Committee and keep all records of the committee, and
- Notify all members of meetings on a bi-monthly schedule, or a schedule as determined by the Executive Committee.

Sec. 5 – Duties of the Treasurer:

- Receive and account for all monies of the Club, including dues.
- Issue membership cards upon receipt of dues.
- Maintain a complete membership list, and publish the list in September.
- Report the Club financial status at each regular meeting.
- Pay the Club dues to the Austin Area Garden Council on the date specified by the Garden Council and based on the club's membership count as of the date specified by the garden council
- Maintain custody of all financial records as primary co-signer on the Club account.

Sec. 6 – Duties of the Members At Large:

- Serve on the Nominating Committee

Sec. 7 – Duties of the ex officio most recent Past President available:

- Serve on the Nominating Committee.

ARTICLE V - COMMITTEES

Sec. 1 – Executive Committee: Shall consist of the President, Vice President, Secretary, Treasurer, the ex officio most recent Past President available, and two elected Members at Large. It shall meet at least quarterly, the first meeting being prior to the July regular meeting, the time and place to be decided by the Committee. Duties of the Executive Committee are:

- Establish general policies for the Club,
- Provide guidance to the officers relative to their duties,
- Approve or disapprove chairpersons of committees upon recommendation of the President,
- Fill any vacancies among the officers, and,
- Approve Club expenditures over \$25.00, except for member subscriptions to those gardening magazines which contribute to the Club.
- The President or any three Executive Committee members may call a special meeting of the

Executive Committee, provided all Executive Committee members are notified in advance.

Sec. 2 – Nominating Committee: Shall consist of the most recent Past President available and the two Members at Large of the Executive Committee. The Nominating Committee shall secure consent by candidate, and shall report one nomination for each elective office at the April meeting. Additional nominations may be made from the floor at the time of the election provided the nominee has consented to serve if elected.

Sec. 3 – Audit Committee: Shall be appointed at the April meeting by the President after approval of the Executive Committee. It shall perform an appropriate audit of the Club books and report at the July meeting.

Sec. 4 – Program Committee: Shall consist of the Vice President and other persons appointed by the Vice President. Its duty is to outline potential programs for the year.

Sec. 5 – Special Committees: Ad hoc committees may be designated by the President, subject to approval of the Executive Committee, for special purposes such as Zilker Garden Festival, special displays, procurements, etc. The President shall appoint Special Committee chairpersons, who will select their own members.

ARTICLE VI - ELECTIONS

Sec. 1 – Elections: Shall be held at the regular May meeting to elect all officers and the two Members at Large of the Executive Committee. These persons will take office after taking the installation oath at the June meeting.

Sec. 2 – Voting:

- Each member whose current dues are paid shall be entitled to one vote.
- A new member may vote only after a 25 day waiting period,
- There shall be no voting by proxy,
- If it is not feasible to achieve a quorum as specified in Article VIII Sec. 1 at the May meeting, elections may take place electronically. In this event, it must be assured that a quorum of members received the opportunity to participate in the election as specified in this article and that nominations are allowed from those participating as specified in Article V Sec.2.
- For absentee voting, mail-in ballots will be available from the Secretary, on an individual basis, and must be received by the Secretary not later than the time of the election.

ARTICLE VII – MEETINGS

Sec. 1 – Regular Meetings: There shall be a monthly meeting of the Club, to be held at 7:00 PM on the second Monday of each month, except December, at the Austin Area Garden Center, except that one regular meeting may be held at another site if approved by the Executive Committee. Regular meetings shall be conducted in accordance with Roberts Rules of Order.

Sec. 2 – Other Meetings: Subject to the approval of the Executive Committee, the President may call special meetings, provided that such business be stipulated in the call, and all members of the Club be notified at least three days before the meeting.

Sec. 3 – Program at Meetings: Programs and discussions presented at regular meetings shall be horticulturally related. The final decision concerning the applicability of a program or discussion to this definition shall be made by the Executive Committee. For introducing other topics or issues deemed important to members, descriptive literature may be displayed in the hall.

ARTICLE VIII – QUORUM

Sec. 1 – Club: 20% of the number of current members on the official membership list shall constitute a quorum.

Sec. 2 – Executive Committee: Four members shall constitute a quorum.

ARTICLE IX – AMENDING BY LAWS

These Bylaws may be amended at any regular meeting by two-thirds vote of the members present, provided the proposed changes and amendments have been submitted in writing and read at the previous meeting.

ARTICLE X – DISBANDING

Upon dissolution of the Club, the Treasurer shall, after paying or making provision for payment of all liabilities of the Club, turn any remaining assets over to the Austin Area Garden Council, or if it no longer exists, to another Austin garden club whose purpose is educational, as selected by the Executive Committee.