



BYLAWS OF THE HILL COUNTRY MASTER GARDENERS

Revised December, 2012

ARTICLE I - NAME

The name of this organization shall be the Hill Country Master Gardeners.

ARTICLE II - OBJECTIVE

This organization shall be a non-profit, educational, literary and charitable association to support Texas Cooperative Extension. Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. This organization shall not be affiliated with any commercial enterprises. Its objectives shall be:

- A. To increase the knowledge of gardening among members and the general public.
- B. To support and assist the Texas Agricultural Extension Service by providing the community with information on good gardening practices through educational projects, including publishing news articles and other mass media, presenting programs at garden clubs, schools and other community groups, and responding to telephone inquiries.
- C. To assist Master Gardener Interns in fulfilling their volunteer commitment.

ARTICLE III - MEMBERSHIP

SECTION 1. Members of this organization shall be graduates of a Texas Master Gardeners program and certified by Texas Cooperative Extension, the Texas A&M University System, or an equivalent Master Gardener program. An active member is a member not on an approved leave of absence.

SECTION 2. Non-voting associate membership shall be extended to Master Gardener Interns in the Hill Country Master Gardener Program.

SECTION 3. To maintain good standing, each member must have paid the dues for the current year.

SECTION 4. Dues set annually by members of this organization shall be payable not later than December 31st of the preceding year by all members regardless of membership status except that members of a particular Master Gardeners-in-training class shall be exempt from payment of dues for the fiscal year in which they first started the training program.

SECTION 5. Associate members will be accepted into full membership upon certification.

SECTION 6. Members must be recertified each year to retain membership in the organization. Recertification hours will include a minimum of six hours of education and a minimum of 25 hours of Extension approved volunteer work.

ARTICLE IV - MEETINGS

SECTION 1. General membership meetings will be held monthly unless otherwise announced.

SECTION 2. Special meetings of the general membership may be called at the discretion of the Executive Committee.

SECTION 3. One-fourth of the active members shall constitute a quorum.

ARTICLE V - FISCAL YEAR

SECTION 1. The fiscal year of the organization shall run from January first to December thirty-first of each year.

ARTICLE VI - OFFICERS

SECTION 1. Officers of this organization shall be: President, Vice-president, Secretary and Treasurer.

SECTION 2. Officers shall be nominated by the Nominating Committee and a slate of candidates shall be presented in October. Officers shall be elected at the November meeting, installed at the December meeting and assume their duties on January 1 of the following year.

SECTION 3. Officers may be re-elected to the same office to serve the maximum of two full, consecutive terms.

SECTION 4. All nominees for office must be active members in good standing.

ARTICLE VII - DUTIES OF OFFICERS

SECTION 1. The President shall:

- A. Preside at all meeting of the organization.
- B. Appoint a chairman of each standing committee and any special committees.
- C. Be an ex-officio member of all committees except the Nominating Committee.
- D. Oversee the operation of the organization.



HILL COUNTRY MASTER GARDENERS BYLAWS continued:

SECTION 2. The Vice-president shall:

- A. Take charge of meetings in the absence of the President.
- B. Attend committee meetings assigned by the President.

SECTION 3. The Secretary shall:

- A. Record the minutes of the meetings.
- B. Be custodian of all records.
- C. Be the corresponding secretary.

SECTION 4. The Treasurer shall:

- A. Be responsible for all receipts and disbursements of money in accordance with good fiscal policy.
- B. Keep adequate records of all financial transactions.
- C. Make a monthly financial report to the membership.

ARTICLE VIII - COMMITTEES

The need for standing or temporary committees shall be determined by the Executive Committee and appointments to these committees be made by the President.

SECTION 1. The standing committee chairs shall be appointed by the President.

SECTION 2. Certified members may serve as members and chairs of committees. Interns may serve only as members.

SECTION 3. The standing committees are:

- A. Education Committee
 - Shall plan and conduct Master Gardeners-in-training programs.
 - Evaluate the Master Gardeners-in-training program.
 - Obtain information from other Master Gardener programs.
 - Plan future Master Gardener-in- training programs.
- B. Horticulture Inquiry Committee
 - Shall be responsible for scheduling Master Gardeners and interns for service at the Extension office.
 - Shall develop best practices in researching, communicating and documenting public inquires.
- C. Project Committee
 - Shall be responsible for the selection and completion of special projects.
- D. Speaker Committee
 - Shall coordinate speaking engagements.
- E. Nominating Committee
 - Shall consist of a chairman and two members who are not currently serving on the Executive Committee.
 - Provide a slate of candidates for officers at the October meeting.
- F. Program Committee
 - Shall be responsible for arranging programs for monthly meetings.
- G. Public Relations Committee
 - Shall publicize the Master Gardener program and activities.
- H. Archivist Committee
 - Shall document and maintain records of the organization's activities.
- I. Volunteer Coordinator Committee
 - Shall organize volunteers needed for any event.
- J. Junior Master Gardeners Committee
 - Shall be responsible for all youth programs.
- K. Greenhouse Committee
 - Shall maintain and organize the operation for the greenhouse.
- L. Market Days Committee
 - Shall maintain and organize the operation for Market Days.
- M. Demonstration Gardens Committee
 - Shall be responsible for supervising the operation and maintenance of the demonstration gardens.
- N. Mentor Committee
 - Shall organize and supervise mentors for students and interns.
- O. Membership Committee
 - Shall be responsible for communication with members regarding membership requirements and member status.



HILL COUNTRY MASTER GARDENERS BYLAWS continued:

ARTICLE IX - EXECUTIVE COMMITTEE

SECTION 1. The Executive Committee shall consist of the President, who will serve as chairman, the Vice-president, the Secretary, the Treasurer and the immediate past president who will serve as a voting ex-officio advisor.

SECTION 2. The County Extension Agent shall serve as advisor to the Executive Committee.

SECTION 3. The Executive Committee shall meet monthly or when necessary.

SECTION 4. In the event a vacancy occurs on the Executive Committee, said vacancy shall be filled for the remainder of the term by a person approved by a majority vote of the Executive Committee and of the general membership.

ARTICLE X - AMENDMENTS

SECTION 1. These Bylaws may be amended by a two-thirds vote of the active membership.

SECTION 2. Notice of all proposed amendments to the Bylaws must be presented in writing at the regular monthly meeting with a copy sent to absent members. Proposed amendments will be voted on at the next regular meeting. Members not present may vote by written proxy.

ARTICLE XI - INDEMNIFICATION

SECTION 1. Indemnification of Board of Directors, Officers and Members. The Organization shall indemnify its past and present Directors, Officers and Members to the fullest extent permitted and in the manner provided by Article 1396-2.2A of the Texas Non-Profit Corporation Act and other applicable law, who was, is, or will be threatened to be named defendant or respondent in a proceeding because the person is or was a Director, Officer or Member in all instances, except if it is determined by a court of competent jurisdiction that the person did not (i) conduct himself/herself in good faith, (ii) reasonably believe that his/her conduct was not opposed to the Organization's best interest, and (iii) in the case of any criminal proceeding, have reasonable cause to believe his/her conduct was unlawful.

ARTICLE XII - DISSOLUTION

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 corresponding sections 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 asset not disposed of shall be disposed of by the court of Common Pleas 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.