

# ROBERTSON COUNTY MASTER GARDENERS ASSOCIATION

## **BYLAWS**

As Amended

March 18, 2022, October 25, 2020, and June 26, 2014

Originally Written March 9, 2006

### **ARTICLE I                      NAME**

Section 1.01                      The Name of the association shall be Robertson County Master Gardener Association, Tennessee doing business as RCMGA (hereafter referred to as “RCMGA”).

### **ARTICLE II                      PUBLIC LAW**

Section 2.01                      These Bylaws shall not be enforced in any manner to conflict with public law. If any article, sections, sub-section or portion thereof of these Bylaws should be held illegal, invalid or null and void by a court or competent jurisdiction, each provision of the remaining guidelines shall remain in full effect.

### **ARTICLE III                      PURPOSE**

Section 3.01                      The purpose of RCMGA shall be to support and engage in projects and activities which are related to horticulture and which educate and enhance the quality of life of the residents of Robertson County, Tennessee. All such projects and activities shall be under the supervision of and in cooperation with University of Tennessee Extension (“UT Extension”) and the Tennessee Extension Master Gardener Program “TEMG”.

### **ARTICLE IV                      PROHIBITIVE**

Section 4.01                      RCMGA shall not intervene in or participate or engage in political campaigns. The RCMGA shall not lobby, attempt to influence legislation, or interfere with any political campaign on behalf of or in opposition of any candidate for public office.

(Article IV cont'd)

Section 4.02                      Neither RCMGA nor its members may use Master Gardener status to promote any commercial activity or private business.

## **ARTICLE V                      TERMS OF EXISTENCE**

Section 5.01                      RCMGA shall have a perpetual existence, but may have the form of its organization changed in compliance with these Rules and Bylaws.

Section 5.02                      Upon dissolution of the RCMGA the board of directors or officers shall surrender all funds and assets to the UT Extension, Robertson County office.

## **ARTICLE VI                      POWERS OF THE RCMGA**

Section 6.01                      The RCMGA shall have the following powers:

- A. To collect, receive, hold, manage, invest and expend dues and donations consistent with the purpose of the RCMGA.
- B. To employ agents and enlist the services of independent contractors paying to each reasonable compensation for services provided with the consent of the members.
- C. To incorporate as a 501(c)(3) non-profit corporation.
- D. To perform all other lawful purposes, deeds, and acts consistent with the purposes of the RCMGA.

## **ARTICLE VII**

## **MANAGEMENT OF THE RCMGA**

Section 7.01                The business affairs of the RCMGA shall be managed by the officers of the RCMGA as defined in Article XIII “Executive Board”.

Section 7.02                The Tennessee Extension Master Gardener Volunteer Handbook, as revised, provides the basic information to guide the official activities of the RCMGA and holds precedence over these Bylaws.

Section 7.03                All education, projects and activities shall be subject to the approval of and under the supervision of the Robertson County Tennessee Extension Coordinator (“RCMGA Ext. Coordinator”) and in cooperation with the University of Tennessee and the TEMG UT Extension. The refusal or dismissal of any project by the RCMGA Ext. Coordinator shall be submitted to the RCMGA Executive Board in writing with an explanation of the decision.

## **ARTICLE VIII**

## **MEMBERSHIP**

Section 8.01                The membership of the RCMGA shall be open to all persons who have completed or are in the process of completing the required course of study and have had or will have the title of “Master Gardener” conferred upon them by UT Extension or by the Extension Service of any other state in the United States in accordance with Section 8.04 herein without regard to race, religion, sex or sexual orientation.

(Article VIII cont'd)

Section 8.02                      Term of Membership shall be for one calendar year with the following qualifications: Members are responsible to pay annual membership dues, submitting all paperwork required by the state and local coordinators of the UT Extension Master Gardener Program, meeting annual certification requirements and recording their volunteer hours and Continuing Education Unit hours ("CEU's") in the online TEMG database located at: [temg.tennessee.edu](http://temg.tennessee.edu).

Section 8.03                      Certification Requirements are dependent upon membership status:

A. All members must pay annual dues and attend a minimum of four (4) RCMGA monthly association meeting each calendar year. Interns must pay dues beginning with the January immediately following completion of the required course of study.

1. Interns must complete their initial certification as a Master Gardener in one (1) year by completing the training courses (classroom instruction), eight (8) CEU's, and contributing a minimum of forty (40) hours of volunteer service.

2. Active members with less than ten (10) years of service, must complete a minimum of eight (8) CEU's and twenty-five (25) hours of volunteer service.

3. Active members with ten (10) or more years of service, must complete a minimum combined total of fifteen (15) hours of volunteer service and CEU's.

(Article VIII cont'd)

#### Section 8.04                      Transfers

A. Tennessee Extension Master Gardener volunteers who are certified and in good standing may transfer to another county TEMG group or association. The Transfer Form must be completed and given to the county coordinator of the group where the volunteer intends to transfer.

B. Accepting an Extension Master Gardener from other states is possible by using the criteria outlined in the TEMG Program Volunteer Handbook.

#### Section 8.05                      Inactive Members per TEMG Program Volunteer Handbook

A. Inactive members are either:

1. Members who have requested and received approval for Leave of Absence status with the RCMGA Ext. Coordinator (refer to TEMG Volunteer Handbook for documentation) or;

2. Members who have failed to meet certification standards in a given calendar year.

B. Inactive members must pay the current year's dues to be reinstated.

C. Inactive members may attend all RCMGA activities but cannot vote, teach, hold project leader positions, or hold Executive Board positions.

(Article VIII Section 8.05 cont'd)

**D. Reactivation/Reinstatement Policies:**

1. Reactivation applies to previously certified RCMGA members who wish to return from Leave of Absence status. The individual must have a completed Leave of Absence form on file with the RCMGA Ext. Coordinator before cessation of volunteer service. To be reactivated, a Reactivation Form must be submitted and approved by the RCMGA Ext. Coordinator. Certification standards must be met within one (1) year.

2. Reinstatement applies to previously certified RCMGA members who wish to return but did not complete the Leave of Absence paperwork. To request reinstatement the Reinstatement Form must be submitted and approved by the RCMGA Ext. Coordinator and the RCMGA Executive Board. If it has been less than five (5) years since the volunteer was an active member, the individual must audit the next available TEMG Training in Robertson County and meet certification standards within one (1) year (Section 8.03).

**ARTICLE IX**

**DISMISSAL OF A MASTER GARDENER**

Section 9.01                      As representatives of the UT Extension, RCMGA volunteers agree to abide by the University of Tennessee policies and expectations. If a volunteer's behavior is not acceptable or in the best interest of UT Extension, the volunteer program or program clientele, they may be reprimanded or asked to leave the program according to the TEMG Program Volunteer Handbook guidelines and procedures.

## **ARTICLE X                      DUES**

Section 10.01                      Dues shall be recommended by the Executive Board and approved by a majority vote of the RCMGA at the October stated meeting.

Section 10.02                      Annual Membership dues are payable as of January 1 each year.

Section 10.03                      Any member failing to pay dues by March 31 forfeits membership privileges as outlined in Section 8.06 until dues are paid. *Such member will be considered as not in good standing.*

## **ARTICLE XI                      MEETINGS**

Section 11.01                      Association Meetings of the RCMGA shall be held monthly on the fourth (4th) Thursday of each month at 6:30pm except when there is a need to reschedule.

Section 11.02                      Executive Board Meetings shall be held as directed by the association President, preferably with at least one week notice prior to a monthly RCMGA stated meeting. Executive Board meetings shall be open to all members.

(Article VI cont'd)

Section 11.03               Special meetings of the RCMGA and/or Executive Board may be called by the RCMGA Ext. Coordinator, the Association President, or by a majority vote of the Executive Board. The RCMGA shall be notified of the special called meetings by written notice via electronic media.

Section 11.04               Voting on routine matters at RCMGA stated meetings requires a simple majority of voting members of RCMGA in attendance. Non-routine matters such as changes to these bylaws shall be handled in accordance with Article XIV Amendments.

Section 11.05               “Roberts Rules of Order”, Revised, shall govern all meetings of the RCMGA.



## **ARTICLE XII                      ELECTIONS**

Section 12.01                      A Nominating Committee will convene each year to identify qualified candidates willing to hold office. The Chair of the Nominating Committee shall be the most recent past President of the RCMGA, unless otherwise appointed by the Executive Board. The Chair will appoint two (2) other RCMGA members to serve on the committee. Acceptance of a position on the Nominating Committee precludes running for RCMGA Executive Board office during tenure on the committee.

Section 12.02                      Annual elections of the RCMGA officers shall be voted on at the December stated meeting annually. Elections shall begin with nomination from the Nominating Committee, followed by nominations from the floor. Nominees presented from the floor must be present to accept or decline the nomination.

Section 12.03                      The newly elected officers will assume their responsibilities effective January 1.

## **ARTICLE XIII**

## **EXECUTIVE BOARD**

Section 13.01           The Executive Board shall be composed of all RCMGA officers, the RCMGA Ext. Coordinator and the immediate past President of the RCMGA. The RCMGA Ext. Coordinator and the immediate past President of the RCMGA will act as advisors to the Board and serve as ex-officio members with no voting privileges. All voting Executive Board Members are required to attend two-thirds (2/3) of the Board meetings held per calendar year.

The Executive Board shall:

1. Approve standing committee recommendations for the RCMGA.
2. Oversee the execution of an annual peer review financial audit.
3. Meet at the discretion of the President.
4. Submit an annual budget to the RCMGA for approval at the January stated meeting. After approval of the annual budget, the Executive Board shall have the authority to approve non-budgeted expenses up to two hundred dollars (\$200.00). Such approvals shall be included in the minutes of the Executive Board meetings. Non-budgeted expenses over two hundred dollars (\$200.00) shall be presented to the Executive Board by the requester, then presented by the President to the RCMGA membership at the next stated meeting for approval.
5. Have the authority to fill the unexpected vacancy of any officer for the remainder of the unexpired term.

(Article VIII cont'd)

Section 13.02            The Executive Officers of the RCMGA shall consist of President, Vice President, Secretary, Treasurer and Certification Officer, all of whom must have met the requirements to be an active certified Master Gardener at the time of nomination. Responsibilities shall include:

A. President shall be the presiding officer at meetings of the Executive Board and the RCMGA. To hold the office of President, candidates must be active, certified members of the RCMGA one year prior to holding office. The President shall appoint and charge all committees with the agreement of the Executive Board. The President shall be an ex-officio member of all standing and special committees and is responsible for requesting a project report from all active committees detailing activities, project impact, program impact and anticipated budget.

B. Vice President shall perform the duties of the President in their absence and shall become President for the unexpired term of the President upon their death, incompetence or resignation. Additionally, the Vice President is responsible for planning the programs for the stated meetings.

C. Secretary shall take minutes at all general, special and Executive Board meetings and submit them to the Executive Board in a timely manner. The Secretary shall be responsible for all RCMGA correspondence and maintain complete record of minutes and attendance at Executive Board meetings.

(Article VIII Section 13.02 cont'd)

D. Treasurer shall maintain all income and expenditures in ledger form and conform to GAAP (Generally Accepted Accounting Principles) and such guidelines as recommended by the UT Ext. Master Gardener Program. The Treasurer will be responsible for:

1. Collecting dues and all other income for the RCMGA, issuing receipts and paying all Executive Board approved debts. A report of revenue and expenses shall be prepared and made available at each meeting or as requested by the Executive Board.
2. Maintaining the official roster of dues paid.
3. Maintaining and submitting all financial records, returns and reports as required by local, state and federal laws as applicable, as well as providing financial documents for annual peer review audits as required by the University of Tennessee.
4. Obtaining a signed Memorandum Of Understanding ("MOU") with the Robertson County UT Extension by January 15, annually.
5. Preparing and filing an annual report of the financial status of the RCMGA with the Robertson County UT Extension by January 15, annually.
6. Preparing a budget proposal for the following year and submitting it to the Executive Board no later than the December meeting.

(Article VIII 13.02 cont'd)

E. Certification Officer shall maintain the official roster of active certified Association members. The Certification Officer will also be responsible for:

1. Instructing Interns on the reporting of volunteer and CEU hours.
2. Tracking the annual certification of members.
3. Reporting individual project hours as needed.

Section 13.03                      Removal of Officer. An officer or chairperson may be removed from office for reasons of neglect, lack of interest of other causes that work against the interest of the RCMGA. Removal of an officer or chairperson must be by a majority vote of the Executive Board with subsequent notification to the general membership at the next RCMGA meeting.

## **ARTICLE XIV**

## **AMENDMENTS**

Section 14.01            These Bylaws of the RCMGA may be amended only by a two-thirds (2/3) approval of the voting members present at such a meeting.

Section 14.02            Any proposed amendment to these Bylaws shall be presented at least one (1) association meeting before a vote is taken on said amendment(s). Notice of any amendment(s) will be communicated to the RCMGA members at the preceding stated meeting.

## **ARTICLE XV**

## **NON-PROFIT 501(c)(3) STATUS**

Section 15.01           The members of the RCMGA shall operate as a 501(c)(3) non-profit with the United States Internal Revenue Service solely to comply with federal tax code and in no way to distance the organization from the mission and goals of the Tennessee Extension Master Gardener Program or the University of Tennessee.

Section 15.02           If 501(c)(3) status is in any way contradictory to policies made by the University of Tennessee, the RCMGA's designation as a 501(c)(3) shall be formally dissolved. RCMGA will comply with all University of Tennessee policy directives; and RCMGA will once again be solely under the authority of the University of Tennessee. In this instance, this addendum shall be void and stricken from the Bylaws of the RCMGA.

Approved by a two-thirds (2/3) vote of the RCMGA membership present at the meeting held on Membership Meeting.