

# By-Laws

as amended and restated October 10, 2023

## ARTICLE I – NAME

The name of this Club shall be the Academy Garden Club of Lenox.

## ARTICLE II – OBJECT

Its object shall be to promote in our community interest in horticulture, artistic arrangements, education, beautification, and environmental protection.

## ARTICLE III – MEMBERSHIP AND DUES

Section 1. Types of Membership. The Club aspires to have a majority of Active Members.

The Club also offers an Associate Member status for those who wish to participate in membership but cannot participate as fully. The different expectations for Active and Associate Members are set forth in Section 2 and the different dues are set forth in Section 3.

**Section 2. Attendance at Meetings and Participation in Projects.** All members, Active and Associate, are expected to attend at least one meeting a year and are encouraged to attend as many meetings as possible. Active Members are asked to participate in at least one civic or fundraising project.

**Section 3. Dues.** The annual dues are \$30 per year for Active Members and \$40 per year for Associate Members.

Members whose dues payments are in arrears shall be notified in a timely manner and if after receiving one reminder and a note from the Treasurer concerning nonpayment of dues they shall be dropped from membership. A new member may join at any time by paying the annual dues fee and completing the new member information sheet. If a member joins in April, May or June, the payment of dues at the times of joining shall cover those months plus the next Club fiscal year.

## **ARTICLE IV – ELECTION**

**Section 1.** A Nominating Committee of two or more persons shall be appointed by the President to prepare a slate of officers. This slate shall be presented for acceptance at the May meeting.

Floor nominations shall also be accepted at this time. Final presentation and voting will take place at the June meeting. These officers will assume their new positions effective July 1st.

**Section 2.** The term for President will be for one year. The term for Vice President will be for one year with the person in that position moving into the President's position for the following year.

The term for Secretary and Treasurer will be two years. No person shall hold the office of Secretary and Treasurer for more than two consecutive terms. Whenever the books are turned over to a new Treasurer, two nonofficers will audit the Treasurer's records.

**Section 3.** Vacancies shall be filled by the President with the approval of the Executive Committee.

## **ARTICLE V – MEETINGS**

**Section 1.** The Club shall endeavor to meet at least 9 months of the year.

**Section 2.** Prospective members may be invited as guests of a member for up to two meetings.

**Section 3.** The final meeting of the fiscal year shall be called the Annual Meeting, at which time the annual reports shall be given, the officers shall be elected and an annual budget for the next Club fiscal year shall be approved.

**Section 4.** Business can be conducted with the approval of a majority of the members present unless a quorum is requested.

**Section 4a.** Seven Active Members shall constitute a quorum.

## **ARTICLE VI – LIST OF OFFICERS AND DUTIES**

**Section 1.** The President shall preside at the meeting of the Club, see that the provisions of the by-laws are carried out, and assume all duties assigned by custom to that office. The president shall act as a member ex-officio of all committees. The President shall not vote except in the event of a tie.

**Section 2.** The Vice-President shall assist the President and shall preside at meetings in the absence of the President.

**Section 3.** The Recording/Corresponding Secretary shall keep a full and complete record of the proceedings of each meeting, have custody of the records of the Club, and be responsible for all correspondence.

**Section 4.** The Treasurer shall have charge of the general funds. The Treasurer shall receive income and pay the bills of the Club after such bills are presented to the Club and approved by a majority vote. The Treasurer shall file the Club's federal and state returns.

**Section 5.** The Communications Chair shall be responsible for the handbook and communications to Members.

## **ARTICLE VII – STANDING COMMITTEES**

**Section 1.** There shall be the following Standing Committees: Nominating, Program, Communications, Horticulture, Civic Projects, Finance/Fundraising, Scholarship, and Historian.

**Section 2.** The Executive Committee shall consist of all elected officers, the most recent past President, and the chair of each standing committee. It shall meet by order of the President and oversee the general direction of affairs. Five members of the Executive Committee shall constitute a quorum.

**Section 3.** The committee in charge of a project has the authority to cancel that project with the approval of the President if in its best judgment that project becomes unworkable.

## **ARTICLE VIII – EXPENSES**

An annual budget shall be presented at the Annual Meeting for preapproval of expenses to be incurred in the next Club fiscal year. If an expense is not covered by the annual budget, it shall be submitted to the Members for approval before payment.

## **ARTICLE IX – [reserved]**

## **ARTICLE X – AMENDMENTS**

These by-laws may be amended at a regular meeting by a two-thirds majority vote of those present, providing such amendment shall have been presented to the Club in writing at one regular meeting immediately preceding the one in which the action is to be taken.

## **ARTICLE XI – DISSOLUTION**

In the event of dissolution, all the remaining assets and property of the organization shall, after payment of necessary expenses, be distributed to such organization as shall qualify under Section 501 C (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax Law or to the Federal Government, a State or Local government for public purpose, subject to the approval of a court of competent jurisdiction within the Commonwealth of Massachusetts.

**ARTICLE XII – DIVERSITY AND INCLUSION**

The Academy Garden Club of Lenox shall not permit in their conduct of club affairs any restriction or limitation whatsoever based upon race, color, creed, gender, and national origin or employment status.

**ARTICLE XIII – FISCAL YEAR**

The fiscal year of the Academy Garden Club of Lenox shall be from July 1 to June 30.

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