



Comal Master Gardeners Association Bylaws

Amended October 2023

Article I. Organization

The name of this organization shall be "Comal Master Gardeners Association." Said organization is organized exclusively for charitable, 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 federal tax code. For the purposes of this document, the use of the word "shall" is equivalent to "will" or "must" and is not to be interpreted as "optional."

Article II. Objectives

This organization shall be a voluntary non-profit, educational, literary, and charitable association in support of the Texas AgriLife Extension Service.

Section 1. Objectives

- A. To provide research-based information and education on the best practices of horticulture and environmental stewardship to its members and to the general public.
- B. To support and assist the Texas AgriLife Extension Service by providing the community service projects and disseminating information on good gardening practices through news articles, clinics, presentations at garden clubs, schools, and other community groups and by telephone contact.
- C. To develop master gardeners through education and volunteer commitments.

Article III. Affiliation

This organization shall not be affiliated with any commercial, religious, or private enterprise except for the founding projects.

Article IV. Membership

Section 1. Active Member

- A. Active members of this organization shall be certified graduates of a Texas Master Gardeners Program, administered by the Texas AgriLife Extension Service, of the Texas A&M University System. Active members shall complete recertification once every year. Recertification shall consist of twelve (12) hours of approved continuing education, twelve (12) hours of approved volunteer service and attendance at a minimum of two (2) general membership meetings.
- B. Dues for active members of this organization shall be in the amount determined at a regular meeting, payable on or before January 1 of each year.

- C. To maintain good standing, each active member must have paid the dues, completed recertification annually, have signed the Volunteer Agreement Form, and be in compliance with the Background Check.
- D. Master gardeners seeking transfer from other counties in Texas or from other states will be reviewed by the Texas AgriLife Extension Agent and then considered by the Executive Board on an individual basis.

Section 2. Associate Member

- A. There are two levels of Associate Members: **Trainee** - Student who is enrolled in the CMG Training Class but has not yet graduated. **Intern** – Trainee who has successfully completed the CMG Training Class but has not yet completed volunteer hours.
- B. Trainee or Intern in the CMG Training Class. Non-voting membership while in training; no required dues. Associate Members will be accepted into Active membership upon completion of the Master Gardener Class, and fifty (50) volunteer hours accomplished by the end of the class's calendar year.

Section 3. Inactive Member

On January 1, any member who has not met the membership requirements as defined in Article IV, Section 1, C, and has not provided written notice of a planned departure from the organization to the Membership Chair by February 1, shall at the February Board meeting, be considered to have quit. The inactive member may apply to the Executive Board for reinstatement.

Section 4. Reinstatement Status

- A. Former members who failed to meet annual membership requirements may apply to the Executive Board for non-voting reinstatement status.
- B. An individual on reinstatement status may once again become an active member as stipulated in Article IV, Section 1, C.

Section 5. Leave of Absence Status

- A. Non-voting leave of absence may be requested in writing to the Membership Chair.
- B. The status may be granted for two (2) additional years.

Section 6. Retirement Status

- A. Members that have been active for five (5) years or longer and have provided a written notice to the president for their planned departure may request a non-voting retirement status.

- B. The names of those approved for retirement status shall be maintained by the Membership Chair in the event they request to be reinstated as active or if the member is considered for emeritus status.

Section 7. Resignation

Members who have provided a written notice to the Membership Chair for their planned departure from the organization before meeting the requirements of retirement status shall be considered to have resigned. Members who do not provide a written notice for their planned departure from the organization shall be considered to have quit as defined in Article IV, Section 3.

Section 8. Emeritus Status

- A. Emeritus status is an honorary title that may be awarded to a retired Master Gardener for distinguished service to the Comal Master Gardener Association.
- B. The designation must be approved by a consensus of the Comal Master Gardener Association Executive Board, and the Texas AgriLife Extension Agent or the Texas A&M Master Gardener Coordinator.
- C. The Emeritus status conveys all rights of an active member. Dues will be waived.
- D. Emeritus status may be bestowed posthumously.

Section 9. Improper Influence

No member shall use his position with the Association to further the manufacture, distribution, promotion or sale of any material, products or services for personal or material gain.

Section 10. Standard Operating Procedures

Standard Operating Procedures, approved by the Executive Board, outline, and prescribe organizational duties and procedures.

Section 11. Background Checks

Comal Master Gardener Association follows the Texas Master Gardener Guidelines and the Texas AgriLife Extension Service for background checks for active and associate members.

Article V. Meetings

Section 1. Meetings will be held at least every other month, as determined by the Executive Board.

Section 2. Special meetings may be called if the need arises at the discretion of the Executive Board. Meetings shall be announced to members by telephone, mail, or e-mail at least three (3) days before the meeting date.

Article VI. Fiscal Year

The fiscal year of this organization shall run from January 1 through December 31.

Article VII. Officers

Section 1. Officers of this organization shall be President, Vice President, Secretary, Treasurer and Membership Chair.

Section 2. Officers shall be chosen annually by election of the membership.

Section 3. All officers and nominees for office must be members in good standing.

Section 4. The President shall serve for one (1) year.

Section 5. The Vice President shall serve for one (1) year, and then succeed to the Presidency.

Section 6. Officers other than the President and Vice President may not serve more than five consecutive terms.

Article VIII. Duties of Officers

Section 1. The President shall:

- A. Preside over all meetings of the Executive Board and the General Membership.
- B. Appoint any special committees that are deemed necessary.
- C. Be an ex-officio member of all committees except the Nominating Committee.
- D. Present the proposed annual budget to the general membership prior to approval by the Executive Board, unless delegated to the Treasurer.
- E. Be a signatory on checks along with the Treasurer or Vice President.

Section 2. The Vice President shall:

- A. Assist the President in the performance of his/her duties and preside in his/her absence.
- B. Serve as chairperson of the Bylaws Committee and be an ex-officio member of all committees except the Nominating Committee.
- C. Review and/or update the Standard Operating Procedures annually.
- D. Be responsible for reserving the meeting room and ordering the necessary furnishings.
- E. Become the President at the expiration of the current President's term of office or upon the vacancy of that office.

- F. Be a signatory on checks along with the Treasurer or President in the absence of the other.

Section 3. The Secretary shall:

- A. Be responsible for all necessary correspondence of the association.
- B. Record the minutes of the Executive Board and general membership meetings.
- C. Present the minutes of the previous general membership meeting at the next general membership meeting.
- D. Serve as the official custodian of the organizational minutes, Bylaws, and all organizational records/documents/Standard Operating Procedures. Files will at all times be maintained in the Texas AgriLife Extension Service Office.
- E. Should both the President and Vice President be unable to continue serving, the Secretary will serve as Interim President until the vacant officer positions are filled through a special election.

Section 4. The Treasurer shall:

- A. Receive all dues and monies for the association.
- B. Keep an exact account of all dues, other incomes, bank deposits, disbursements and other financial matters. All financial instruments/records will be maintained in the Texas AgriLife Extension Service Office.
- C. Pay all bills upon receipt of a written statement and/or proof of transaction (and be a signatory with the co-signature of the President or Vice President).
- D. Make a financial report to the Executive Board meeting and to the general membership at each regular meeting and, if requested, at special meetings.
- E. Present the financial records for review annually and provide required Texas AgriLife Extension Service documents, as necessary.
- F. Prepare an annual budget from information submitted by each chairperson, to be reviewed by the Executive Board prior to presentation to the general membership.
- G. Arrange for the preparation and filing of pertinent tax documents and any required limited liability corporation documents as required by the Texas State Comptroller.

Section 5. The Membership Chair shall:

- A. Report at each Executive Board meeting on any status changes in our membership with appropriate actions taken.
- B. Advise the Executive Board of any perceived problems with membership currently or long term.
- C. Coordinate information regarding the status of individual recertification requirements of the members and report membership status to the Executive Board at the March Executive Board Meeting.

- D. Maintain a current list of members' names and addresses and publish a membership roster for the organization by the end of the first quarter of the fiscal year.

Article IX. TMGA Board of Directors

Two Directors and two alternates will be appointed by the Executive Board of the organization to represent the Comal Master Gardener Association on the Texas Master Gardeners Association (TMGA) Board of Directors. Elected Directors must be certified Master Gardeners who are members in good standing.

The Directors shall:

- A. Take office at the next meeting of the TMGA Board following their election.
- B. Attend Directors meetings.
- C. Vote regarding TMGA business.
Report TMGA business to the organization's membership via CMGA website and other means as necessary.

Article X. Elections

Section 1. In September, the Nominating Committee shall present to the Executive Board, then to the general membership meeting, a list of candidates for each office to be filled. The President shall re-announce this list of candidates at the October and November meetings. Additional nominations may be made from the floor at the September, October, or November meetings provided consent has been obtained from the nominees.

Section 2. The officers shall be elected at the November meeting by a majority of those present. Officers may only be elected to the same position for the terms stated in Article VII. They shall assume their duties on January 1 of the following year.

Section 3. Removal

- A. An officer or chairperson may be removed from office for reasons of neglect, lack of interest, or other causes that work against the interests of the association.
- B. Removal of an officer or chairperson must be by a majority of the Executive Board, and notification to the officer or chairperson will be made to the officer or chairperson and to the general membership at the next meeting.

Section 4. Special Elections

- A. In the event the President and/or Vice President are unable to serve, a special election to fill the position(s) will be held within sixty (60) days of the vacancy.

- B. The special election shall be held at a general meeting following adequate notice to the membership. Notification for the purposes of the special election may be given to the General Membership by any means, electronic or otherwise.
- C. The President and/or Vice President position(s) shall be elected by a majority of the membership at the meeting.
- D. The terms of office will be for the remainder of the unexpired term.

Article XI. Standing Committees

Section 1. The elected officers shall appoint necessary standing committee chairpersons, and co-chairpersons as needed, no later than the February Executive Board meeting each year.

Section 2. Standing committee chairpersons shall be members of the association. Associate members may serve as members of committees, unless otherwise specified.

Section 3. Standing committee chairpersons will be responsible for developing and submitting annually to the Treasurer a proposed budget for their areas of responsibility when requested by the Treasurer.

Section 4. Any proposed fund-raising activities and/or solicitations must be submitted to the Executive Board for approval.

Section 5. Each committee shall consist of a chairperson and at least two members. The Extension agent shall serve as advisor.

Section 6. The standing committees and duties of each are:

A. Educational Enrichment Program Committee

1. A Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.
2. The Committee is co-chaired by the Adult Educational Enrichment Chair and the Youth Education Chair.
3. The committee is responsible for arranging programs for meetings and additional educational enrichment programs, seminars, and field trips in accordance with Executive Board and Extension Office guidance and approval.
4. The committee works with the Extension Agent to determine acceptable programs for recertification and provides a list of programs for the general membership.

B. Volunteer Service Coordination Committee

1. A Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.

2. The committee shall consist of the Volunteer Service Coordinator as chairperson, at least two members, and the Extension agent as an advisor.
3. The Volunteer Service Coordinator shall supervise the Hospitality Chair.
4. The committee shall recommend members to serve as project chairpersons to the Executive Board for final approval. Project chairpersons serve a one-year commitment, from March 1 until February 28.
5. The committee shall evaluate proposed projects for their feasibility and make recommendations to the Executive Board for its final approval.
6. The committee shall provide an evaluation of each project and report to the Executive Board as necessary. Such evaluation shall consist of at least an annual evaluation in writing with recommendations for continuance/noncontinuance and any recommended changes.
7. The committee shall coordinate volunteer opportunities and report monthly to the Executive Board.
8. The committee shall maintain records of volunteer hours and furnish information to the Executive Board as requested.

C. Master Gardener-in-Training Committee

1. A Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.
2. The Class Coordinator shall serve as the committee chairperson and appoint the committee.
3. The Class Coordinator for the next class shall serve as the committee cochair person.
4. The committee shall follow the guidance of the Executive Board and the Extension agent in coordinating and presenting the Master Gardener Course.

D. Communications Committee

1. The Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.
2. The committee shall prepare and send communications to the membership via the website, email, eblasts, and eminders, as necessary.
3. The chairperson shall report to the Executive Board and shall follow guidance, procedures and philosophy as provided by the Executive Board and the Texas AgriLife Extension Service.

E. Website Committee

1. A Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.
2. The webmaster shall serve as chairperson.

3. The committee shall prepare and post revisions and additions to the organization's website as necessary and send out communication and announcements to the membership.
4. The webmaster shall report to the Executive Board and shall follow guidance, procedures and philosophy as provided by the Executive Board and the Texas AgriLife Extension Service.

F. Bylaws Committee

1. A Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.
2. The Vice President shall serve as chairperson.
3. The committee functions independently of the Executive Board and reports directly to the membership. The committee shall meet on an as needed basis, but at least annually.
4. For continuity, appointed members of the Bylaws Committee continue to serve as members of this committee until they resign, are no longer members of the association, or are replaced by the Executive Board. Vacancies shall be filled by the Executive Board as necessary.
5. All questions and concerns regarding the bylaws shall be referred to this committee.
6. The committee shall provide an orientation of the bylaws to the incoming Executive Board within two months of the start of the fiscal year.
7. The committee shall present proposed bylaws changes to the membership prior to a vote on the amendment(s) and provide its recommendation for each amendment submitted.

G. Nominating Committee

1. A Standard Operating Procedure approved by the Executive Board outlines the responsibilities of this Committee.
2. Each year by the July Executive Board meeting, the board shall appoint at least three active members (a Chairperson and a minimum of two other members) to a committee to nominate candidates for each CMG office to be filled. Nominating Committee members shall be from different households and CMG classes.
3. Members of the Nominating Committee cannot hold a position on the Executive Board or be nominated for office.
4. The Nominating Committee shall provide their list of proposed candidates to the Executive Board by September 1 of each year.
5. The President shall announce the list of proposed candidates at a minimum of one general meeting and ensure it is distributed via email to each active member prior to November 1.

6. Both announcements shall include the fact that additional nominations may be made in writing to the Nominating Committee or from the floor at general meetings provided consent has been obtained from the individual(s) being nominated.
7. In the event that a special election is required, the Nominating Committee shall present a list of proposed candidates to the Executive Board within thirty (30) days of the vacancy. The Board shall announce the list to the general membership by any reasonable means, but no later than one week prior to the next general meeting.

Article XII. Volunteer Project Committees

Section 1. Every Comal Master Gardeners Association project is open to all members and associate members of the association, and each participant shall have a voice in the functioning of a project.

Section 2. Chairpersons of all volunteer projects shall be members of the association.

Section 3. The chairperson of each project shall report to the Volunteer Service Coordination Committee and/or the Executive Board as necessary.

Section 4. The chairperson of each project committee shall prepare a proposed budget for each project and submit it to the Treasurer annually, if applicable.

Section 5. The chairperson of each project is responsible for the management and coordination required for that committee's proper functioning.

Section 6. Any project volunteer may express problems or concerns to the Volunteer Service Coordination Committee for its review and action.

Section 7. All projects shall be evaluated as stipulated in Article XI, Section 6, B, 6.

Section 8. Any proposed fundraising activities and/or solicitations must be submitted through the Volunteer Service Coordination Committee for its recommendation to the Executive Board for approval.

Article XIII. Executive Board

Section 1. Membership

- A. The voting members of the Executive Board shall consist of the (1) President, (2) Vice President, (3) Secretary, (4) Treasurer, (5) Membership Chair, (6&7) Educational Enrichment Committee Co-Chairs (Adult Educational Enrichment Chair and Youth Education Chair), (8) Volunteer Service Coordination Committee Chair (Volunteer Service Coordinator), and (9) Communications Committee Chair.

B. The President shall serve as chairperson.

C. The immediate Past President shall serve for one year in a non-voting board position to provide advice and continuity to Executive Board members as needed.

D. The Master Gardener-in-Training Committee Chair (Class Coordinator) shall serve an overlapping (non-annual) non-voting board position to provide advice and continuity to Executive Board members from the day after class graduation through the next graduation.

Section 2. The designated Extension agent shall serve as advisor to the Executive Board.

Section 3. The Executive Board shall meet as necessary, at least monthly.

Section 4. In the event a vacancy occurs on the Executive Board, a person approved by a majority vote of the Executive Board shall fill such vacancy for the remainder of the term, with the exception of the President or Vice President, in which case a special election will be held.

Article XIV. Amendments

Section 1. Notice of all proposed amendments to the Bylaws must be presented by the Bylaws Committee via email and at one (1) general membership meeting. General membership suggestions for amendments may be emailed to the Vice President at any time prior to this meeting. Proposed amendments will be voted on at the next general membership meeting.

Section 2. These Bylaws may be amended by a two-thirds vote of the members present.

Article XV. Parliamentary Authority

The rules contained in Robert's Rules of Order, Newly Revised shall govern the Association. At the discretion of the President, a Parliamentarian may be appointed and approved by the Executive Board to serve as a consultant to the presiding officer.

Article XVI. Dissolution

Upon the dissolution of the organization, assets shall be distributed for one (1) or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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 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.