

Peninsula Garden Club
CONSTITUTION
Amended October 2008

1. The name of the society is "Peninsula Garden Club".
2. The Purposes of the Garden Club are to serve the gardening community of the Saanich Peninsula by disseminating garden and horticultural information by demonstrations, talks, lectures and monthly garden notes.

BYLAWS

Part 1 – Membership

1. Membership is open to any person who subscribes to the Purposes and Bylaws of the Club.
2. There are two classes of membership: Regular and Honorary Life.
 - (a) Regular members shall be a person paying the annual fee as determined by the membership, and shall be entitled to all Club privileges, to hold office and to participate in all activities of the Club. Voting privileges will be limited to one vote per member for motions presented at either regular monthly meetings or the Annual General Meeting.
 - (b) Honorary Life membership may be awarded to any person who has maintained active, continuous membership for 10 years and has served above and beyond all expectations. There will be a maximum of 10 members at one time who hold an Honorary Life membership for their extraordinary volunteer services to the Club. Such Honorary Members shall be entitled to full membership privileges for life without payment of annual fees.
 - Nominations for Honorary Life Member may be made in writing to the Executive by any member in good standing.
 - Such nominations must be approved by the Executive.
3. For members to be in good standing, current annual fees must be fully paid.
4. Annual membership fees shall be recommended by the Executive and ratified by members at the Annual General Meeting.
5. The membership year shall be for 12 months.
6. All members in good standing may speak to motions and may vote at Club general meetings.
7. A member may be expelled by special resolution passed at a General Meeting. The resolution must be accompanied by a statement of reasons for the proposed expulsion. The subject of the proposed expulsion must be given an opportunity to be heard at the General Meeting before the special resolution is put to a vote.
8. A person ceases to be a member by resignation in writing, death, expulsion or having fees unpaid.

Part 2 – Management of the Club

9. The ongoing management of the Club shall be conducted by an eight member Executive (also called Directors) elected by the general membership, and comprised as follows: Past President, President, Vice-President, Secretary, Treasurer, and three Directors.
 - **President** - responsible for chairing meetings and for the effective operation of the Club in meeting its Purposes.
 - **Vice-President** - responsible to be acting President as required and for special projects as assigned by the Executive.
 - **Secretary** - responsible for recording minutes, meeting notices, correspondence and custody of Club records.
 - **Treasurer** - responsible for receipt of membership dues, other income arising from Club activities, keeping banking records, financial statements, payment of accounts, and management of Club funds.
 - **Past President.**
 - Three **Directors.**
10. Chairs of standing or special purpose committees required from time to time for Club activities shall be ratified by the Executive.
11. Term of Office for members of the Executive is one year, unless re-elected at the Annual General Meeting. The maximum term for any one office is two consecutive years.
12. At the discretion of the Executive, vacancies that may occur during a term of office may be filled for the balance of the original term of office. These appointed Directors will be ratified at the next General Meeting.

The balance of the original term of office will not be considered as part of the maximum term of two consecutive years for any one office.

13. Signing authority for disbursement of Club funds shall be vested in the Treasurer, the President and Vice-President, two of whom are required for any transaction.
14. Committee chairs and other members in good standing are free to attend Executive meetings if interested, but do not have the right to vote or make motions.
15. An annual audit of the Club's accounts shall be conducted by an independent auditor approved by the Executive.

Part 3 – Meetings

16. A minimum of nine General Meetings will be held annually at a regular time to be determined by the Executive.
17. Meetings of the Executive shall normally be held once monthly, at times established by the Executive. Extraordinary meetings of the Executive may be called by any two Directors.
18. The Annual General Meeting shall be held in November each year at a time and place determined by the Executive.
19. Quorums for meetings shall be:
 - Monthly membership meetings: 15
 - Executive meetings: one half of the Executive in office
 - Annual General Meeting: 25
20. The Order of Business at all meetings shall be:
 - (1) Minutes of previous meeting
 - (2) Business arising from the Minutes
 - (3) President's Report
 - (4) Treasurer's Report
 - (5) Committee Reports
 - (6) Election of Officers (as appropriate)
 - (7) Other business
 - (8) Program

Nominations for Office

21. The President shall establish a Nominating Committee to secure candidates for membership to the Executive. The Committee will publish and announce the slate of nominees to the members not less than one month prior to the Annual General Meeting. Further nominations will be accepted from the floor at the Annual General Meeting if prior consent has been received from the nominee.
22. At the Annual General Meeting, the Chair of the Nominating Committee shall preside over the election of the Executive with election either by acclamation (no contest) or by secret ballot (for contested nominations).

Newsletter

23. A newsletter containing Club announcements, reports on activities and events, members' submissions, and other items of interest shall be published and provided to members - and others deemed appropriate - normally once per month, but no less than eight times per year.

Part 4 – Disposition of Club Funds

24. The Peninsula Garden Club's fiscal year is from October 1 to September 30.
25. Proposals for disposition of the Club's funds for individual expenses in excess of \$500 shall be ratified by majority vote at general membership meetings.
26. No person or persons or Society shall be empowered to borrow money for or in the name of the Club whatsoever.
27. In the event that the Club may disband, any funds and property remaining after settlement of accounts shall be dispensed for the benefit of horticulture on the Saanich Peninsula.

Part 5 – Amendments to Constitution and Bylaws

29. Amendments to this Constitution and Bylaws may be proposed by any member of the Club, and shall be ratified by a 75% majority of the members present at any General Meeting, provided that one month's notice of the amendment in writing is given to all members. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.