

# TAHOE DONNER GARDENING CLUB

## BYLAWS

### ARTICLE I – NAME

Section 1. The name of this club is the Tahoe Donner Gardening Club.

### ARTICLE II – PURPOSE

Section 1. This Club is organized to accomplish the following purposes:

- a. To furnish pleasure and recreation to its members in connection with gardens of their own and surrounding areas;
- b. To foster camaraderie, appreciation and encouragement for gardening in the High Sierras;
- c. To encourage the sharing of knowledge and experience for the good of all.

Section 2. The Club shall be operated exclusively for the purposes enumerated in Section 1 of this Article II, and its organization and activities are not designed for, and shall not result in, financial or pecuniary gain or profit for the members thereof.

Section 3. Notwithstanding anything to the contrary set forth herein, use of any Tahoe Donner facilities by the Club and its Members shall be in accordance with the Rules and Regulations established by Tahoe Donner Association.

### ARTICLE III – DIRECTORS

Section 1. The Club shall be governed and managed by a Board of Directors consisting of three (3) of its Full Members, who are currently Tahoe Donner Association property owners (defined as holders of Tahoe Donner Association amenity-access member identification cards).

Section 2. A Director shall serve a term of one (1) years, or until their successor is elected or the Director resigns. Candidates for election to the Board shall be nominated from among the Club's Full Members by any Full Member, including the candidate, him/herself, during the 2 month period before the annual membership meeting. [Provisions for staggering terms, if desired.]

Section 3. A Director may resign for any reason by tendering notice of such to the Board. Immediately upon a Director's loss of Full-Member status (e.g., is no longer a Tahoe Donner property owner), his/her Director's seat shall be declared vacant. Vacancies on the Board shall be filled by majority vote of the remaining Directors appointing any Full Member of the Club to serve for the remainder of the vacant term.

Section 4. Meetings of the Board shall be held as frequently as is determined necessary by the Board. Special meetings of the Board may be called by the President or any other ( ) Directors. A majority of the Directors then serving on the Board shall constitute a quorum for the transaction of business.

#### ARTICLE IV – OFFICERS

Section 1. The officers of the Club shall be a President, a Vice President, a Treasurer, and a \_Communications Officer\_. Said officers shall be appointed by the Board from among the Directors.

Section 2. The President shall preside at all meetings of the Board and of the membership.

Section 3. The Vice President, in the absence of the President, shall preside at all meetings of the Board and of the membership.

Section 4. The Treasurer shall maintain adequate records of, and be ultimately responsible for, all funds and accounts of the Club. All checks issued by the Club shall be signed by the Treasurer and one other officer designated by the Board.

Section 5. The Communications Officer shall take minutes if required and ensure members have the information they need in a timely fashion. I'm hoping this is someone with social media experience as I think that might be the easiest place for dissemination while building a resource.

#### ARTICLE V – MEMBERSHIP

Section 1. The Club shall have two classes of membership: Full Members include those who own residential property within Tahoe Donner and their immediate family members (holders of amenity-access member identification cards); Associate Members include all others. All Tahoe Donner property owners are eligible for membership in the Club.

Section 2. At least sixty percent (60%) of the Club's membership shall at all times be Full Members. No new Associate Members shall be permitted to join while Full Members number less than 60% of the total membership.

Section 3. Full Members shall be entitled to vote at Club membership meetings; Associate Members shall have no voting rights.

Section 4. [Insert provisions for required dues, if desired.]

Section 5. Following reasonable notice and an opportunity to be heard, the Board may revoke the membership of any Member whose conduct is determined to be contrary to the best interests of the Club.

## ARTICLE VI – MEMBERSHIP MEETINGS

Section 1. Meetings of the membership shall be called by the President, the Board, or by five percent (5%) of its Full Members.

Section 2. Notice of membership and Board meetings shall be given to all Members, if reasonably practicable, at least fourteen (14) days in advance thereof.

Section 3. Those Full Members present at any membership meetings shall constitute a quorum for the transaction of business, provided that at least any two (2) officers or those members who called the meeting are present.

Section 4. The annual meeting of the membership shall be held during March- likely via Google Meets - each year, at such time and place as may be determined by the Board. Directors shall be elected and the Board shall then appoint officers at the annual meeting.

## ARTICLE VII – COMMITTEES

Section 1. All committees of the Club shall be established, and their members shall be appointed, by the President.

Section 2. The Board shall determine the responsibilities and authority of all committees.

## ARTICLE VIII – AMENDMENT

Section 1. These Bylaws shall only be amended by the affirmative vote of at least two-thirds (2/3) of the Full Members present at a duly called meeting of the membership; notice of the proposed amendment shall be provided in the notice by which the meeting is called.

## ARTICLE IX – EFFECTIVE DATE

Section 1. These Bylaws shall become effective upon their approval by the Tahoe Donner Association Board of Directors.

Section 2. Amendments to these Bylaws shall become effective upon their approval by the Club's Full Members and the Tahoe Donner Association Board of Directors.

Approved by the Tahoe Donner Association Board of Directors on: \_\_\_\_\_