

## Peninsula Garden Club Constitution

Approved November 11, 2013

*The Club is registered with the Society Act, governed by the Minister of Finance for the Government of British Columbia. The registered name of the society is "Peninsula Garden Club" (PGC).*

  
CAROL PREST

### **2. Purpose**

The purpose of the PGC is to serve the gardening community of the Saanich Peninsula by disseminating garden and horticultural information through demonstrations, talks, lectures and our website.

## Bylaws

### **Membership**

1. Membership is open to any person who subscribes to the Purpose and Bylaws of the club.
2. There are two categories of membership: Regular and Honorary Life.
  - a. **Regular members** pay the annual fee and are 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 regular monthly meeting or the Annual General Meeting (AGM).

**Honorary Life membership** may be awarded to any person who has maintained active, continuous membership for ten years and has served above and beyond all expectations. There will be a maximum of ten members, at one time, who hold an Honorary Life membership. Such Honorary Life members shall be entitled to full membership privileges for life without payment of annual fees.

- i. Nominations for an Honorary Life member will be made in writing to the Executive by any member in good standing.
  - ii. Such nominations must be approved by the Executive.
3. Members in good standing are defined as persons who have their current annual fees fully paid.
4. Annual membership fees will be recommended by the Executive and ratified by the members at the AGM.
5. The membership year is defined as the twelve months following the start date of the membership.
6. All members in good standing may speak to motions and may vote at PGC meetings.
7. A member may be expelled by special resolution passed at a PGC 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 PGC meeting before the special resolution is put to a vote.
8. PGC membership ceases when the member: resigns in writing, is expelled by special resolution, fails to pay annual fees or dies.

### **Leadership of the Club**

9. Executive:

- a. The ongoing leadership of the Club shall be provided by a minimum of an eight member Executive elected by the general membership and comprised of the following roles which may be shared: President, Vice-President, Past-President, Secretary, Treasurer and at least three Directors\*.
  - i. **President** is responsible for chairing meetings and for the effective operation of the PGC in meeting its goals.
  - ii. **Vice-President** is responsible for special projects as assigned by the executive and shall act as President as required.
  - iii. **Past-President** is responsible for providing leadership, support and knowledge to the current Executive.
  - iv. **Secretary** is responsible for the custody of all written communication (except financial records).
  - v. **Treasurer** is responsible for providing leadership for all financial operations.
  - vi. **Directors x 3** (minimum) are responsible for special projects as delegated by the Executive.
- b. Roles and detailed responsibilities are outlined in specific role descriptions for each executive member.
- c. Term of office for Executive members is one year, unless re-elected at the AGM. The maximum term for any one office is three consecutive years.
- d. Vacancies of Executive Members that occur during a term of office may be filled at the discretion of the Executive for the balance of the original term of office. Those appointed will be ratified at the next PGC meeting. The balance of the original term of office is not considered as part of the maximum term of three consecutive years for any one office.

\*A Director in the Society Act is defined as a trustee, officer, member of an executive committee and a person occupying any such position by whatever name.

#### 10. Committees:

- a. Many PGC functions are managed by special purpose committees. Coordinators for these committees are approved by the Executive. Such committees may include: Publicity, Program, Parlor Show, Plant Stall, Plant Sales, Refreshments, Library, Membership, Raffle, Master Gardeners, Web Site Management, Garden Visits and others as required.
- b. Coordinators and other members in good standing are able to attend Executive meetings, with advanced notice, but do not have the right to vote or make motions.

#### **Nominations for Executive Officers**

11. The Past President will establish a Nominating Committee, including a chairperson, to secure candidates for membership to the Executive. The Committee will publish and announce the proposed slate of nominees to the members not less than one month prior to the AGM. Further nominations will be accepted from the floor at the AGM, if prior consent has been received from the nominee.
12. The Chair of the Nominating Committee shall preside over the election at the AGM. The election will have a secret ballot (for multiple nominations) or election by acclamation (no contest).

## **Meetings**

13. A minimum of nine General meetings will be held annually at a regular time, to be determined by the Executive unless extenuating circumstances dictate.
14. Meetings of the Executive may be held prior to each General meeting, at times established by the Executive. Extraordinary meetings of the Executive may be called by any two Executive members.
15. All Coordinators may meet with the Executive annually, or as required, to discuss relevant concerns.
16. The AGM shall be held in November each year at a time and place to be determined by the Executive.
17. Quorums for meetings shall be:
  - a. Monthly General meetings: 15 members
  - b. Executive meetings: one half of the current Executive
  - c. AGM: 25 members
18. Monthly General meetings consist of the Business meeting and Program
19. General meetings may include:
  - a. Approval of previous meetings minutes
  - b. Business arising from the minutes
  - c. President's report
  - d. Treasurer's report
  - e. Committee reports
  - f. Other agenda items
  - g. Election of officers (as appropriate)
  - h. A Parlour Show
  - i. Guest speaker presentation
  - j. Raffle draw
  - k. Plant Stall
  - l. Social break
  - m. Expert advice from Master Gardeners
  - n. Access to an extensive library on gardening

## **Club Funds**

20. The PGC fiscal year is from October 1 to September 30.
21. Signing authority for disbursement of PGC funds shall be vested in the Treasurer, the President and Vice-President, two of whom are required to sign for any transaction.
22. An annual audit of the PGC accounts shall be conducted by an independent auditor appointed and approved by the Executive.
23. Proposals for allocation of PGC funds for any one expense in excess of five hundred dollars shall be ratified by a majority vote at a General meeting.
24. Borrowing money for or in the name of the PGC shall not occur by any member or members of the PGC.
25. In the event that the club disbands, any funds and property remaining after settlement of accounts will be dispensed for the benefit of horticulture on the Saanich Peninsula.

## **Website**

26. A website containing PGC announcements, reports of activities and events, members' submissions and other items of interest will be available for members.

27. There will be regular updates to the website during the year.
28. The Website Manager is responsible for developing the website in conjunction with the Executive and Coordinators.

### **Amendments to Constitution and Bylaws**

29. Amendments to the Constitution and Bylaws may be proposed by any member of the PGC.
30. All amendments will be ratified by a seventy-five percent majority of the members present at a PGC meeting.
31. One month's notice of the proposed amendment is required in writing to all members.
32. Accidental omission to give notice of a meeting or non-receipt of notice to any entitled member does not invalidate proceedings at that meeting.
33. The Constitution and Bylaws will be reviewed periodically, at least every 5 years, to update and ensure it is current and applicable.

November 13, 2017 – At the Annual General Meeting of the Peninsula Garden Club, Bylaws 10a, 26, 27 and 28 were amended to reflect the inclusion of garden and horticultural information for club members on a website instead of a newsletter.

November 11, 2019 – At the Annual General Meeting of the Peninsula Garden Club, Bylaws Membership 2 a., Executive 9a & 9 a. vi, Committees 10 a. and Meetings 13, 14 and 15 were amended. Senior and family rates for membership were eliminated and changes to the Executive allows for members to share positions and include more directors if needed. Changes to bylaws 10 a., 14 and 15 saw the replacement of the word 'will' with 'may' to create greater flexibility. For bylaw 13 we added 'unless extenuating circumstances dictate' to cover situations where we are unable to reschedule a meeting.