

**Proposed amendments to CGCI Bylaws
to be considered at the
2017 Convention in San Luis Obispo.**

1) ARTICLE V (page 85)

Now Reads:

Sec. 6. The financial secretary shall: (a) issue authorization, using the warrant system, to the treasurer for all budgeted expenses, transfers of funds, and for payment of all bills authorized by the board of directors;

Amend by moving “using the warrant system” up to after “(a)” and before “issue authorization”, delete comma after “issue authorization”, deleting the word “budgeted”, and after “transfer of funds,” insert “payment of awards,” No change to remaining sections.

To read:

Sec. 6. The financial secretary shall: (a) using the warrant system, issue authorization to the treasurer for all expenses, transfers of funds, payment of awards, and for payment of all bills authorized by the board of directors;

Rationale:

Only the financial secretary authorizes issuing checks via the warrant system. The awards chairman needs to go through the financial secretary to follow procedures established between the financial secretary and treasurer as part of CGCI's checks and balances. No individual has authorization to go directly to the treasurer requesting checks be issued without first requesting payment through the financial secretary to issue a warrant to the treasurer authorizing the transaction.

2) ARTICLE V (page 85)

Now Reads:

Sec. 7. The treasurer shall: (a) receive all monies collected in the name of CGCI; (b) deposit all monies in the name of CGCI with a bank(s) authorized by the board of directors in designated general or specific accounts; (c) administer CGCI funds as authorized by the board of directors; (d) sign all checks; (e) upon receipt of authorization from the financial secretary, issue checks for payment of bills; (f) upon receipt of authorization from the awards chairman issue checks to award winners; (g) prepare financial statements for the board of directors' meetings; and (h) monitor bank accounts to ensure they do not exceed the limit insured by the FDIC.

Amend by inserting text from e) “upon receipt of authorization from the financial secretary, issue checks for payment of bills” to beginning of existing “(d)” and before “sign all checks;” thus deleting “e”, and before “sign all checks;” insert “and to award winners; transfer funds;” and delete “(f)” upon receipt of authorization from the awards chairman issue checks to award winners;”. Then renumber (g) and (h).

To read:

ARTICLE V

Sec. 7. The treasurer shall: (a) receive all monies collected in the name of CGCI; (b) deposit all monies in the name of CGCI with a bank(s) authorized by the board of directors in designated general or specific accounts; (c) administer CGCI funds as authorized by the board of directors; (d) upon receipt of authorization from the financial secretary, issue checks for payment of bills and to award winners; transfer funds; and sign all checks; (e) prepare financial statements for the board of directors' meetings; and (f) monitor bank accounts to ensure they do not exceed the limit insured by the FDIC.

Rationale:

To conform with changes recommended for #1.

3) New Article XVI – CIRCLE OF POPPIES

To read:

The Circle of Poppies was established in 2005 to honor those who have given extraordinary length of service to CGCI. Membership requires recommendation by the Executive Committee and approval by the Board of Directors which may occur at any meeting.

Membership confers a permanent ex officio position on the Board of Directors which includes all privileges, voting, making motions and holding positions but without the obligation of attendance. A member of the Circle of Poppies is not counted in determining the number required for a quorum or whether a quorum is present at a meeting, unless they also hold another position on the Board of Directors.

Current articles XVI, XVII, XVIII, and XIX to be renumbered. (pages 91 and 92)

Rationale: To define Circle of Poppies in the bylaws and eliminate negative impact on quorum when Circle members do not attend meetings.

4) ARTICLE VII - BOARD OF DIRECTORS (page 87)

Contingent upon approval of New Article XVI – CIRCLE OF POPPIES.

Now reads:

Sec. 1. Composition of the board of directors shall be: (a) officers; (b) district directors; (c) members of the nominating committee; (d) members of the board of trustees; (e) members of the advisory council; (f) members of the bylaws committee; (g) members of the Circle of Poppies; (h) editor and members of the *Golden Gardens eNews* committee; and (i) all committee chairmen. All board members except members of the advisory council and the Circle of Poppies shall hold membership in a member garden club. One-third shall constitute a quorum. No member shall be entitled to more than one vote.

Amend by inserting “(ex officio)” after “(g) members of the Circle of Poppies” delete “(h) editor and members of the Golden Gardens eNews committee;” and renumber (i) to (h).

To read:

ARTICLE VII - BOARD OF DIRECTORS

Sec. 1. Composition of the board of directors shall be: (a) officers; (b) district directors; (c) members of the nominating committee; (d) members of the board of trustees; (e) members of the advisory council; (f) members of the bylaws committee; (g) members of the Circle of Poppies (ex officio); and (h) all committee chairmen. All board members except members of the advisory council and the Circle of Poppies shall hold membership in a member garden club. One-third shall constitute a quorum. No member shall be entitled to more than one vote.

Rationale: Same as #3. and Golden Gardens eNews does not have a committee.

5) Article XII (pages 90-91)

Now Reads:

Sec. 10. Accounts of the financial secretary and treasurer shall be reviewed annually at close of fiscal year by a certified public accountant approved by the board of directors. This review report shall be presented for action at the fall board meeting. A special review may be ordered by executive committee in the event of a vacancy in a financial office.

Amend by replacing “A special review may” with “An internal audit or external review shall” in the last sentence. Replace the “.” With a “,”“in a financial office.” then add “that report to be presented for action at the next meeting of the board of directors”.

To Read:

Sec. 10. Accounts of the financial secretary and treasurer shall be reviewed annually at close of fiscal year by a certified public accountant approved by the board of directors. This review report shall be presented

for action at the fall board meeting. An internal audit or external review shall be ordered by the executive committee in the event of a vacancy in a financial office, that report to be presented for action at the next meeting of the board of directors.

Rationale:

Should a vacancy occur in the office of financial secretary or treasurer, the records shall be reviewed versus may (or may not). The executive committee shall choose to order either an internal audit or an external review. In making the decision the executive committee may consider the situation and the costs involved. This assures the new financial officer and the board of directors that the new officer may start at any point in the term, and be confident of the balances to that point.

6) ARTICLE IV (page 84-85)

Now Reads:

- Sec. 3. All dues are payable on July 1 and delinquent on October 1. Dues shall be payable to CGCI and mailed to the membership chairman who shall transfer the funds promptly to the treasurer.
- (a) Garden clubs and associate plant societies shall pay annual dues of two dollars seventy-five cents (\$2.75) per capita, which shall include dues to NGC.
 - (b) The per capita dues of any new club or associate plant society shall accompany application for membership. Clubs or associate plant societies shall forward dues periodically for additional members joining after July 1 to the membership chairman
 - (c) Affiliates shall pay annual dues of fifty dollars (\$50.00) regardless of size.
 - (d) New clubs, associate plant societies and affiliates joining CGCI between January 1 and June 30 shall pay one half of the annual dues for the period up to June 30. They shall be ratified at the winter board meeting or the pre-convention meeting and shall be entitled to representation at the convention.

Amend by moving the first sentence “The per capita dues of any new club or associate plant society shall accompany application for membership. “ from beginning of (b) and inserting at the beginning of (d) and before “New Clubs, associate plant societies”. No changes to remaining sections.

To Read:

- Sec. 3. All dues are payable on July 1 and delinquent on October 1. Dues shall be payable to CGCI and mailed to the membership chairman who shall transfer the funds promptly to the treasurer.
- (a) Garden clubs and associate plant societies shall pay annual dues of two dollars seventy-five cents (\$2.75) per capita, which shall include dues to NGC.
 - (b) Clubs or associate plant societies shall forward dues periodically for additional members joining after July 1 to the membership chairman.
 - (c) Affiliates shall pay annual dues of fifty dollars (\$50.00) regardless of size.
 - (d) The per capita dues of any new club or associate plant society shall accompany application for membership. New clubs, associate plant societies and affiliates joining CGCI between January 1 and June 30 shall pay one half of the annual dues for the period up to June 30. They shall be ratified at the winter board meeting or the pre-convention meeting and shall be entitled to representation at the convention.

Rationale: Since the first sentence pertains to new clubs or associate plant societies, when referring to clubs and associate plant societies in the second sentence it may be assumed that this also pertains to only new clubs or associate plant societies. This may be why the number of clubs and associate plant societies paying for additional member dues has declined when we went to periodic dues.