

LINCOLN COUNTY MASTER GARDENER™ ASSOCIATION BYLAWS

Adopted and approved May 23, 1995; Proposed 4/20/95; Revised 6/96, Revised Spring 1999; Revised December 2001 to conform to Articles of Association dated January 2001; Revised April 2003; Revised September 2003; Revised October 10, 2006; Revised October 22, 2010; Revised August 11, 2012; Revised October 2016; Revised November 8, 2018; Revised April 22, 2025. These Bylaws are not in conflict with Oregon Master Gardener™ Association (OMGA) Bylaws.

ARTICLE I – NAME

The name of this organization shall be the Lincoln County Master Gardener™ Association (LCMGA), a nonprofit organization affiliated with the Oregon Master Gardener™ Association (OMGA).

ARTICLE II – PURPOSE

The LCMGA is a service organization supporting the Oregon State University (OSU) Extension Service Master Gardener™ Program and dedicated to:

1. Educating and supporting Lincoln County residents by providing leadership in the use of research-based sustainable horticultural practices;
2. Promoting and providing continuing education on research-based sustainable horticultural practices and fellowship opportunities for LCMGA members; and
3. Awarding scholarships for post-secondary education in fields that provide leadership in the use of research-based sustainable horticultural practices. Scholarships will be based on merit.

ARTICLE III – MEMBERS

1. LCMGA shall have four categories of membership: Certified, Associate, Life and Honorary.
 - a. **OSU Certified Master Gardener™ (hereinafter “Certified Member”)** shall have completed the OSU Certified Master Gardener™ Training Program and graduated as a Certified Master Gardener™. A Certified Member shall annually submit all fully executed forms required by OSU, complete the required continuing education and volunteer service hours, and pay the appropriate dues. Certified Members may participate in all LCMGA activities and events, may supervise LCMGA Associate Members and Apprentices, may vote, and may hold an elected office.
 - b. **LCMGA Associate Member (hereinafter: “Associate Member”)** is an individual who did not meet one or more of the requirements to be a Certified Member, as stated in “a” above, in the previous calendar year because of health, family, or other personal reasons. To qualify as an Associate Member, the individual must have been an OSU

Certified Master Gardener™ member for at least one year, not including the apprentice year, and pay the appropriate annual dues.

Associate Members may not vote on issues under consideration at general membership meetings. However, when serving on a committee, Associate Members may vote on issues under consideration by the committee. Associate Members may not hold elected office.

Associate Members may not wear their OSU Master Gardener™ badge or call themselves a Master Gardener™. They may not deliver public education about sustainable research-based gardening practices at any LCMGA-sponsored events, except with the prior approval of the LCMGA Board President and OSU Extension staff. Associate Members may not list their Master Gardener™ certification as a professional credential.

Associate Members may attend LCMGA meetings, Continuing Education classes, and social activities; and serve on committees that allow Associate Members to serve on them. In order to support the mission of LCMGA, and under the supervision of a Certified Member, Associate Members may volunteer to assist at the annual plant sale, as well as at demonstration garden events and at community gardens.

Associate Members may choose to recertify and return to Certified Member status by working with the OSU Extension Program Coordinator to create and fully implement a recertification plan.

- c. **LCMGA Life Member (hereinafter “Life Member”)** is an individual who has provided exceptional service to LCMGA over an extended period of time. The LCMGA Board of Directors awards Life Membership to individuals. Life members may be either Certified Members or Associate Members at the time they receive the Life Membership award. Life Members shall continue to meet the requirements of either Certified Members or Associate Members as defined in “a” and “b” above. Life members are not required to pay annual dues.
- d. **LCMGA Honorary Member (hereinafter “Honorary Member”)** is an OSU Extension Service staff person engaged in the OSU Lincoln County Master Gardener™ program. The Honorary Member is

exempt from the Master Gardener™ Training requirement and from paying dues and may not vote or hold office.

2. Lincoln County Master Gardener™ Apprentices are enrolled in the OSU Master Gardener™ training program and are completing their required first year volunteer hours. Apprentices automatically become Certified Members upon completing the certification requirements and are exempt from paying dues during the first calendar training year. Apprentices may not vote or hold elected office; however, they may serve on committees that allow Apprentices to serve on them.
3. LCMGA membership may be terminated for conduct violating the OSU Extension Service Master Gardener™ Code of Conduct as determined by the LCMGA Board of Directors. The Board of Directors shall provide the at-risk individual with written notification of how the individual has violated the Code of Conduct, and of the Board of Directors' intent to terminate the individual's LCMGA membership. The individual will be given fifteen business days to respond either in writing or orally to the Board of Directors' intent to terminate the individual's membership.

ARTICLE IV – OFFICERS

1. The Board of Directors of LCMGA shall consist of the following officers:

President

Vice President

Secretary

Treasurer

OMGA Representative

Historian/Alternate OMGA Representative

Immediate Past President (this individual is a Board Member by virtue of the fact that he/she held the position of President in the previous year)

An officer must be an OSU Certified Master Gardener™ and member of the LCMGA at the time of the election.

2. LCMGA officer positions may be jointly held when desirable. Each person holding office shall have one vote, except when the Board of Directors determines that a position jointly held by two or more people shall have only one vote collectively.
3. Nominations shall be accepted from any LCMGA Member or the Nominating Committee in October. The election of officers shall be held in November by vote of Certified Members only.
4. Term of office shall be for one year, January 1st – December 31st. Officers may serve consecutive terms in the same position.

5. Officer vacancies occurring before expiration of a normal term shall be filled by the President with the approval of the LCMGA Board.
6. An officer may be removed from office, with or without cause, by a vote of two-thirds of the Board members. An officer absent from three consecutive board meetings without excused absence may be deemed to have submitted a resignation to the Board.
7. The OSU Lincoln County Extension Master Gardener™ Program Coordinator is a member of the LCMGA Board, however only in an advisory capacity with no voting privileges.

ARTICLE V – DUTIES OF OFFICERS

1. The LCMGA Board of Directors shall manage the business of the LCMGA including but not limited to:
 - 1.1 Allocation of resources;
 - 1.2 Advocacy for Growing and Belonging;
 - 1.3 Selection of some award recipients;
 - 1.4 Appointment and oversight of standing and ad hoc committees as needed;
 - 1.5 Appointment of non-elected positions as needed.
2. The President shall preside at all Board meetings of the LCMGA and perform other duties as stated in the President Job Description. Annually in January, the President shall appoint Committee Chairpersons. The President shall assign oversight of each committee to a Board member. The President shall fill vacancies in elected positions with the approval of the Board.
3. The Vice-President shall preside at all General Membership meetings and, in the absence of the President, shall preside at the Board Meeting. The Vice President shall perform other duties as stated in the Vice President Job Description.
4. The Secretary shall keep the minutes of LCMGA meetings, assist the President in preparing necessary correspondence and perform related duties as requested by the President and/or the Board. The Secretary shall make minutes easily available to all Members, enter the minutes in the LCMGA Official Records Binder, and provide an electronic copy to the manager of the LCMGA website for posting. The Secretary shall perform other duties as stated in the Secretary Job Description.
5. The Treasurer shall serve without bond and keep financial records of the LCMGA, provide a Treasurer's report at each Board meeting, as required, and

prepare a year-end report. The Treasurer shall receive and disburse funds on behalf of LCMGA. Disbursements of amounts over \$100, not including previously budgeted items or regular/usual business expenses, shall require prior approval of the LCMGA Board. The Treasurer shall perform other duties as stated in the Treasurer Job Description.

6. The OMGA Representative shall prepare a quarterly LCMGA report, with input from LCMGA Board Members, to be presented at OMGA meetings. The OMGA Representative shall attend quarterly OMGA meetings and report OMGA business back to LCMGA. These reports shall be made available to all members. When the OMGA Representative is unable to attend, the Alternate OMGA Representative shall attend. When a new OMGA Representative is elected, he or she shall attend the year's final OMGA meeting with the current Representative. The OMGA Representative shall perform other duties as stated in the OMGA Representative Job Description.
7. The Historian/Alternate OMGA Representative shall provide documentation of LCMGA yearly activities. The Historian will also coordinate the development of a descriptive display of the year's activities at the annual OMGA Joy of Gardening conference. The Historian shall also serve as the Alternate OMGA Representative as needed. The Historian shall perform other duties as stated in the Historian Job Description.

ARTICLE VI – COMMITTEES

The President shall appoint all Committee Chairs who shall in turn select the committee members.

1. The President shall appoint a Nominating Committee Chair in September who will then form a committee.
2. The President shall appoint an independent Audit Committee Chair at the October LCMGA Board meeting who will form a committee consisting of at least two Certified Members. The committee shall report its findings at the February Board meeting.
3. The President shall appoint a Budget Committee Chair at the October Board meeting who will form a committee consisting of at least two Certified Members. The Committee will review the financial records and prepare a recommended budget for the upcoming calendar year. The budget will be presented at the final Board meeting of the year for tentative approval. Once approved, the Board shall be permitted to act in accordance with the tentative budget. The incoming Board shall review the tentative budget and may make modifications at the January Board meeting. The resulting budget shall be made available to all members through the LCMGA website. The Board shall be empowered to continue acting

in accordance with the tentative budget, modified or not, prior to its final approval at the next General Membership meeting.

4. The President shall appoint a Publicity Committee Chair who will form a committee consisting of at least two Certified Members. The Committee shall be responsible for updating and maintaining the Membership Roster. The scope of responsibilities of the Committee shall also include development and maintenance of any form of electronic communication including but not limited to the LCMGA website and all LCMGA social media accounts. The Committee shall be responsible for all press and other media releases, as well as all advertising for LCMGA public facing activities. This committee shall abide by the most current version of the OSU Master Gardener™ Association Style Guidelines. The committee chair shall report to the LCMGA Board at all regularly scheduled Board meetings.
5. The President shall appoint an Education and Outreach Committee Chair who will form a committee. The Education and Outreach Committee is broadly responsible for developing and publicizing opportunities for Master Gardeners™ to deliver accessible public education about sustainable research-based gardening practices and maintaining a repository of curricula that Master Gardeners™ can easily use/adapt for programming. These activities include but are not limited to events at demonstration/community/school gardens, roundtables, events for homeowners' associations, events with Lincoln County Parks & Recreation, events with libraries in Lincoln County, and Oregon Coast Community College courses. This committee shall abide by the most current version of the OSU Master Gardener™ Association Style Guidelines. The committee chair shall report to the LCMGA Board at all regularly scheduled Board meetings. All Committee members will be Certified Master Gardeners™ and members of the LCMGA.
6. The President shall appoint a Scholarship Committee Chair who will form a committee consisting of at least one Certified Member. The Scholarship Committee shall oversee the application process, advertise the scholarship, solicit applications, review applications, and select the winning candidate. The Committee shall report the results to the Board at the meeting immediately following the awarding of the scholarship.
7. The LCMGA Board may establish other committees as needed. The President shall appoint committee chairs. Committee chairs shall report to the oversight Board member before board meetings and report at board meetings as needed.
8. Annually, in January, the LCMGA Board will review the current list of committees. With the exception of the Nominating, Budget, Audit, Publicity, Education and Outreach, and Scholarship Committees, the Board may vote to disband any unnecessary committees.

ARTICLE VII – MEETINGS

1. General Membership meetings shall be held as determined by the Board of Directors. Notice of meetings shall be given to all members at least ten days before the meeting.
 - a. A quorum for LCMGA General Membership meetings shall consist of at least six Certified members.
 - b. A simple majority of all Certified members present shall be required to pass any action. Tie votes shall be resolved by the vote of the Presiding Chair.
 - c. General Membership meetings shall be open to all members and guests. However, only Certified Members may vote on issues under consideration at General Membership meetings.
2. LCMGA Board meetings shall be held monthly or as desired by a two-thirds majority of the Board.
 - a. A quorum for LCMGA Board meetings shall consist of a simple majority of the Board Members.
 - b. A simple majority of those Board members present shall be required to pass any actions. Tie votes shall be resolved by the vote of the Presiding Chair.
 - c. Board members shall be deemed present when attending Board meetings via electronic means such as telephone, video conferencing, internet-based communications, or other similar methods as long as all participating directors may be heard simultaneously by all the other participating directors during the meeting.
 - d. Special meetings may be held as required, in person or via electronic means such as telephone, video conferencing, internet-based communications or other similar methods as long as all participating directors may be heard simultaneously by all the other participating directors during the meeting.
 - e. All Members are encouraged to attend and participate in LCMGA Board meetings. However, only Board members are eligible to vote on issues under consideration by the Board.
 - f. An agenda shall be provided to all members at least five days prior to the meeting via the LCMGA listserv.
3. Committee meetings shall be called at the discretion of the committee chairperson.
 - a. A quorum at a committee meeting shall consist of a simple majority of all committee members.
 - b. A simple majority of those committee members present shall be required to pass any actions.

- c. Committee members shall be deemed present when attending committee meetings via electronic means such as telephone, video conferencing, internet-based communications, or other similar methods as long as all participating members may be heard simultaneously by all the other participating members during the meeting.
4. Robert's Rules of Order Simplified and Revised (latest version), when consistent with these Bylaws, shall govern the procedural conduct of all meetings.

ARTICLE VIII – AMENDMENTS

1. These Bylaws may be amended or revised by a two-thirds vote of Certified Members attending a General Membership meeting. Proposed revisions to the Bylaws shall be submitted to all members not less than fourteen days prior to the vote. The notice shall be given via LCMGA listserv, or announcement and distribution at an earlier General Membership meeting.
2. At least every five years the Board shall appoint a Bylaws Review Committee. The Committee shall examine the Bylaws and Officer Job Descriptions. The Committee shall recommend appropriate revisions to the Board.

ARTICLE IX - DISSOLUTION OF THE ASSOCIATION

In the event of dissolution of the association, all assets, after obligations and expenses of the association have been satisfied, shall be distributed to the Oregon Master Gardener Association, a tax exempt organization, or for one 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.

ARTICLE X – Miscellaneous

1. LCMGA does not discriminate on the basis of race, color, national origin, religion, sex, gender identity (including gender expression), sexual orientation, disability, age, marital status, familial/parental status, income derived from a public assistance program, political beliefs, reprisals or retaliation for prior civil rights activity. LCMGA supports a culture of growing and belonging, recognizing and following appropriate current OSU Extension policies.

2. LCMGA shall adhere to all approved OSU brand standards and guidelines relating to the design and development of all Program materials—including, but not limited to, using all proper OSU logos and statements—as well as the overall manner in which the LCMGA operates in the marketplace—including, but not limited to, messaging and tone.
3. LCMGA will comply with all federal and state laws.

LCMGA offers educational programs, activities, and materials without discrimination based on age, color, disability, familial or parental status, gender identity or expression, genetic information, marital status, national origin, political beliefs, race, religion, reprisal, sex, sexual orientation, veteran's status, or because all or a part of an individual's income is derived from any public assistance program. This publication will be made available in accessible formats upon request. Please call 541-574-6534, Ext. 20 for information.