

## **CALIMESA COMMUNITY GARDEN BYLAWS**

Approved by the Calimesa Community Garden membership on  
02/19/2010; amended 12/10/2013; amended 01/19/2018: amended 04/13/2025.

### **ARTICLE I – NAME**

The name of the organization shall be Calimesa Community Garden, hereinafter referred to as the CCG.

### **ARTICLE II – PURPOSE**

The purpose of the CCG shall be to provide Calimesa with a place to “grow” community. CCG's purpose includes promoting nutrition, recreation, fellowship, volunteerism, community spirit, and the sharing of garden bounty. CCG's purpose includes cultivating beauty, knowledge, the joys of gardening, local pride, and the value of Calimesa's agricultural heritage. CCG will also create opportunities for building community through the interaction of the CCG with other interested groups and organizations.

### **ARTICLE III – MEMBERSHIP & VOTING**

There shall be two categories of membership:

1. Plot Holder.
2. Non-Plot Holder

#### **Section 1. Privileges**

A Plot Holder membership and Non-Plot Holder membership shall include all of the same privileges and rights as designated in the CCG Bylaws and Standing Rules with the exception of a Non-Plot Holder's membership does not include the use of a garden plot.

#### **Section 2. Election to Membership**

Applicants must be a minimum of 18 years of age. Each applicant shall apply on a Application and Waiver of Liability form approved by Board of Directors and which shall provide that the applicant agrees to abide by the CCG Bylaws and Standing Rules. The application shall state the Primary Gardener's name, physical home address, telephone number and email. Accompanying the application, the prospective member shall submit dues payment for the current year.

All New Member Applications are to be filed with the Secretary or Membership Chair and a copy (hard copy or electronic) of each application shall be ***promptly*** given to the Board of Directors to be voted upon. Affirmative votes of 75% of the Board of Directors present at a meeting of the Board, or 75% of the entire Board voting by email shall be required to approve an applicant's membership.

**Section 3.** Plot Holders and Non-Plot Holders shall have full voting rights. Each member is entitled to only one vote (regardless of how many individuals or garden spaces are listed on a waiver or application).

**Section 4.** No commercial enterprise or agency shall be eligible for voting membership.

### **ARTICLE IV – DUES**

Annual membership dues are established by the Board of Directors and set forth in the Standing Rules. During the month of December the Treasurer shall send to each member, by mail or email, a statement of dues for the ensuing year. ***All payments are due and payable as outlined in the CCG Standing Rules and Procedures.*** Dues shall be made payable to the CCG and mailed to the Treasurer or deposited into the CCG Iron Ranger.

### **ARTICLE V- BOARD OF DIRECTORS**

The general management of the CCG's affairs and fiduciary responsibilities shall be entrusted to the Board of Directors.

The CCG Board of Directors is responsible for decisions regarding the membership as well as current and future Garden activities. The Board Members develop, interpret, and enforce the Standing Rules (a separate document).

#### **Section 1. Board of Directors Voting**

Voting members of the Board shall consist of the President, Vice President, Secretary, Treasurer, Director at Large One, and Director at Large Two.

Each member shall have one vote; no member shall be entitled to more than one vote. A majority of the positions filled of the Board of Directors shall constitute a quorum.

#### **Section 2. Removal from Board**

Any member of the Board of Directors may be removed from office upon a two-thirds secret vote of the board members present and voting at any regular or special board meeting, **after having moved into Executive Session**, and with a quorum being present.

**Section 3.** Business may be conducted in writing, by email or regular post or via conference call when necessary. ***A report of any action taken must be made a part of the minutes of the next board meeting.***

### **ARTICLE VI – OFFICERS AND THEIR DUTIES**

#### **Section 1. Officers**

The four officers shall be President, Vice President, Secretary and Treasurer.

**Section 2. The President shall:**

- (a) Preside at all CCG meetings and at the Board of Directors meetings.
- (b) Be an ex-officio member of all Standing Committees, except the Nominating Committee.
- (c) May call a meeting of the Board of Directors any time deemed necessary, providing a majority of the Board members agree.
- (d) Call a meeting of the Board of Directors upon written request of three members.
- (e) Appoint chairs for committees as required to achieve organizational goals. All appointments shall be approved by the Board of Directors by an affirmative vote by a majority of the Board.
- (f) In the event of a Board of Directors vacancy (either elected officer or Director at Large) the President shall appoint a replacement and that appointment shall be approved by an affirmative vote by a majority of the Board of Directors.
- (g) Perform all other duties pertaining to the office, and shall have the duties and powers normally appurtenant to the Office of President in addition to those particularly specified in these Bylaws.

**Section 3. The Vice President shall:**

- (a) Perform the duties of the President in the absence of, or at the request of the President.
- (b) Accept a Chairmanship as assigned by the President.
- (c) Maintain documentation of all CCG events and programs and present a year-end report to the Board of Directors by August 1.
- (d) Perform such other duties prescribed by the President or Board of Directors, and as described in these Bylaws or Standing Rules.

**Section 4. The Secretary shall:**

- (a) Keep a record of all meetings of the CCG and of all votes taken by mail or email, and of all matters of which a record shall be ordered by the CCG. Keep minutes of meetings and distribute copies to the appropriate recipients within two weeks following the meeting. Keep a copy of all records and papers of CCG, and provide a copy for the permanent file.
- (b) Maintain a file of amendments to Bylaws and Standing Rules, including one hard copy.
- (c) Notify the Board of Directors and Committee Chairs of their elections or appointments respectively.  
Shall have charge of the correspondence; notify members of meetings; maintain a current roll of all garden members with their addresses and contact information.
- (e) Maintain and provide to the Board of Directors, and when applicable to Committee Chairs, an updated copy of the membership roster at all times.
- (f) Have a copy of *Robert's Rules of Order Newly Revised*, and CCG's Bylaws, Standing Rules, and Membership Roster available at all meetings.
- (g) Perform such other duties prescribed by the President and Board of Directors, and as described in these Bylaws or Standing Rules.

**Section 5. The Treasurer shall:**

- (a) Receive and be custodian of all funds of the CCG, depositing monies in a bank or financial institution approved by the Board of Directors.
- (b) Pay out funds on expenditures budgeted or approved by the Board of Directors. A receipt must accompany a reimbursement for any expenditure.
- (c) File receipts and expenditures and report them to the Board and the membership at regular meetings. His/her books shall at all times be open to inspection by the Board, and any member in good standing. He/she shall report to them at every meeting the condition of the CCG's finances and every item of receipt or payment not previously reported.
- (d) Provide a detailed end of year treasury report to the membership either at the Annual Meeting, or via an electronic copy by email in advance of the meeting.
- (e) The Treasurer shall be bonded in such amount, as the Board of Directors shall determine, premium of such bond to be paid out of the funds of the CCG.
- (f) Perform such other duties prescribed by the President or Board of Directors, and as described in these Bylaws or Standing Rules.

**ARTICLE VII – MEETINGS**

**Section 1. Membership Meetings**

Regular meetings are to be held a minimum of 3 times a year, (or as many deemed necessary), one of which will be the Annual Meeting. Time and place of meetings are to be determined by the Board of Directors. Written notice of each such

meeting shall be mailed or emailed by the Secretary at least 10 days prior to the date of the meeting. Annual Meeting is to be held in June. The quorum for such meetings shall be 10% of the membership in good standing.

## **Section 2. Board Meetings**

Written notice of each Board Meeting shall be mailed or emailed by the Secretary at least five days prior to the date of the meeting. A special Board Meeting may be called without the five-day notice, providing a majority of the Board members agree to do so. Regular CCG members, committee chairs and advisors may attend Board Meetings, and participate in discussion, but without voting privileges.

The CCG Board may also invite a non-member to speak at a Board Meeting with a majority approval.

## **ARTICLE VIII – ELECTIONS**

**Section 1. The CCG Board of Directors' elections shall be for:** President, Vice President, Secretary, and Treasurer, a Director at Large One, and a Director at Large Two.

### **Section 2.**

(a) The President, the Secretary and the Director at Large Two, will be elected in even numbered years. The Vice President, the Treasurer and the Director at Large One will be elected in odd numbered years.

(b) Each term of office shall be two years, and shall commence following the Annual Meeting.

(c) Should the nominating committee fail to find a candidate for a board position, and the current board member is willing to continue in that position, the term of office may be extended with a majority approval by the Board of Directors.

### **Section 3. Nominating Committee**

(a) Each January, the President shall recommend a Nominating Committee of three (3) members in good standing, not more than one of whom may be a member of the board (not up for election), for approval by an affirmative vote of 75% by the Board of Directors. The Nominating Committee shall be provided a current copy of both the CCG's bylaws and the Membership Roster to perform their duties.

(b) On or before **March 15<sup>th</sup>**, the committee shall submit to the Secretary the slate of candidates (who have consented to serve as elected officers).

### **Section 4. Candidates**

(a) On or before **March 20<sup>th</sup>**, the Secretary shall mail, or email, to the membership the Nominating Committee's slate of candidates, along with a statement that additional nominations may be made at the **April membership meeting** by any member in good standing and in attendance, provided that the person so nominated does not decline when their name is proposed, and provided further that if a candidate running from the floor, is not in attendance at this meeting, the candidate shall have previously provided to the Secretary a written statement naming their desire to run for a specific office/position. No person may be a candidate for more than one position.

(b) **Within 3 days following the April Membership Meeting**, if there is more than one candidate running for the same office/position, the Secretary shall email the membership an updated list of candidates.

### **Section 5. Voting**

**There must be a minimum of 21 days between the April Membership Meeting and the May Membership Meeting at which elections are held.**

Elections shall be by secret paper ballot at a May meeting.

If the Secretary, on or before April 30<sup>th</sup>, receives no valid additional nominations for any position, meaning there is only one candidate running for that position, that candidate shall be considered elected.

### **Section 6. Installation**

Officers and Directors elected at a May meeting shall be installed at the June meeting.

**Section 7.** Outgoing officers shall deliver to their successors all records and other materials pertaining to the office within two weeks following the installation.

## **ARTICLE IX – COMMITTEES**

### **Section 1. Chair Appointments**

The President, with the majority approval of the Board of Directors, shall appoint Committee Chairs as necessary to carry on continued operations and to advance the work of the CCG.

### **Section 2. The Chair of each Standing Committee shall:**

Keep an up-to-date report of the committee's work that shall be submitted to the Board for their monthly meetings, and when applicable shall include an income/expense report. The Board may designate some committees' only need to provide their reports on a quarterly basis, and/or at the Board's request.

## **ARTICLE X – FINANCES**

The fiscal year shall be from July 1 through June 30. All accounts of CCG shall be reviewed annually at the close of the fiscal year. The Board of Directors shall approve the financial reviewer.

## **ARTICLE XI – PARLIAMENTARY AUTHORITY**

*Robert's Rules of Order Newly Revised* shall govern the business procedure of the CCG in all cases in which it is not in conflict with these Bylaws and Standing Rules.

**ARTICLE XII** - Requirements to be exempt as an Organization described in section 501(c) (3) of the Internal Revenue Code.

**Section 1.** CCG is organized exclusively for charitable, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 2.** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

**Section 3.** No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 4.** Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on **(a)** by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or **(b)** by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 5.** Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE XIII - AMENDMENTS**

These Bylaws may be amended at any regular meeting by a two-thirds vote of members present.

Amendments to the CCG Bylaws may be proposed by the Board of Directors, or by written petition addressed to the Secretary and signed by 20 percent of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members along with any recommendations of the Board by the Secretary for a vote within 3 months from the date when the Secretary received the petition.

## **ARTICLE XIV. Order of Business**

### **SECTION 1.**

At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- Roll Call
- Minutes of Last Meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Elections of Officers and Board
- Unfinished Business
- New Business
- Adjournment

### **SECTION 2.**

At a meeting of the Board, the order of business, unless otherwise directed by majority vote of those present, shall be as follows:

- Minutes of Last Meeting
- Report of Secretary
- Report of Treasurer
- Report of Committees
- Unfinished Business
- Election of New Members
- New Business
- Adjournment