

**THE GARDENERS OF AMERICA  
MEN'S GARDEN CLUBS OF AMERICA  
STANDING RULES**

The **STANDING RULES** of The Gardeners of America/Men's Garden Clubs of America, Inc. shall consist of matters not covered in the Bylaws of this organization and shall include policies, operating procedures, and such other matters of the continuing nature as may be necessary or desirable for the proper conduct of the affairs of the organization.

These **STANDING RULES** may be suspended, rescinded, or amended at any Directors' or Delegates' Meeting by a two-thirds (2/3) vote of those present. No previous notice is necessary for such a change.

These **STANDING RULES** shall not contain anything in conflict with the Bylaws or the Articles of Incorporation; or with the IRS Rulings, or with Robert's Rules of Order.

1. **NEW STANDING RULES** may be added to cover future needs. Motions passed with this intent should contain the clause (or its equivalent), "and that this subject be added to our Standing Rules."
2. **REGION PRESIDENTS** should not automatically advance to MGCA directorship, either during, or immediately following their term as region president.
3. The various **MEMORIAL FUNDS** are to be consolidated into one fund to be designated as an Endowment Fund, and unless otherwise specifically provided, the income from such funds may be spent for general expenses.
4. **ELECTED DIRECTORS** should attend all regular meetings of the Board of Directors. Any director who fails to attend three consecutive board meetings automatically relinquishes his directorship and the region concerned will be requested to elect a new director.
5. The **CONVENTION RESERVE FUND** shall be limited to \$5,000.00.
6. **WOMEN'S AUXILIARY.** Approved at the MGCA Board of Directors' meeting, November 3, 1983. Any men's garden club, who wishes to do so, may establish a women's auxiliary, and make the appropriate rules therefore.
7. **HALF-YEAR DUES.** Approved at the MGCA Board of Directors' meeting, November 3, 1983. Half year dues will be accepted after July 1 to carry through to December 31 of the current year. Such memberships will apply to first time new members.

8. **LIFE MEMBERS DUES.**

A. Beginning January 1, 1985, the Endowment and Investment Fund will reimburse the TGOA/MGCA for the expense of having provided services to life members during the previous year.

B. The amount of such reimbursement will be determined by multiplying the annual dues of the TGOA/MGCA by the number of surviving life members on December 31 of the previous year.

C. Funds for this reimbursement will be taken from the annual interest earned by the E&I Fund in the previous year. At the end of the year, any interest remaining after this reimbursement which is not used will be added to the principal to allow for further growth of the E&I Fund.

(Amended) Changed by action of the Board of Directors, November 6, 1987, Atlanta, Georgia. Approved with three nay responses.

That **STANDING RULE 12** (now 8) – Life member dues payment be changed to prescribe that the Endowment and Investment committee repay TGOA/MGCA for services provided to surviving life members at a rate not to exceed the interest earned annually by the principal of the life membership funds held in trust. This is to be effective January 1, 1988.

In addition, approval is given for limited funding to be provided for the maintenance of the TGOA/MGCA home office buildings and grounds, to be provided annually from the earning of the E&I Fund. Such funds will not exceed \$3,000.00 per year. These funds are to be taken from interest earned by the principal of funds in trust other than life members. Distribution IS to be made to TGOA/MGCA quarterly. If not used, it cannot be accrued, but additional funds may be requested, if needed.

9. **MEMBERS-AT-LARGE.** Approved by the MGCA Board of Directors, November 3, 1984, Des Moines, IA.

MGCA Bylaws make no provision for an “at-large club” in each region. Approval is given for member-at-large membership to be reported with the region in all future membership reports.

10. **MEMBERSHIP/NEW CLUBS COMMITTEE.** Approved at the Board of Directors’ meeting June 10, 2010, Grand Rapids, MI.

Establish the Membership/New Clubs Committee in a new rule to replace the previous rule #11, Membership Management Committee and previous rule #12, New Clubs Committee.

**OBJECTIVE:** To develop procedures and training material that will assist clubs in retaining members as well as gain new members; to develop program procedures and materials to recruit members-at-large.

Note: This new committee and objective have been included in the list of committees for some time. Beginning date not known.

11. **VOTING PROCEDURES:** (approved 11/92 Austin, Texas)(revision approved 11/93 Atlanta, Georgia, i.e.: item 1-A; addition of 1-B)( approved 11/94 Kansas City, MO) (revision approved 4/02 Tucson, AZ i.e.: change in 1-A and elimination of 1-B, 1-C and 1-D)(revision approved 10/09, Dallas, TX)

When measure(s) require the vote of the membership of the corporation, the procedures to be followed are:

1. Official ballot will be made available to each member of the corporation at least ninety (90) days prior to the annual member meeting, according to the most recent membership roster of the corporation and by the following means:

a. A copy of the ballot and a validation letter will be sent by email to each club president and each member-at-large. Individual ballots and a validation letter will be mailed to each club president and each member-at-large without an email address. Each club will print copies of the ballot for each paid national member and have members vote at a meeting. Marked ballots after voting are to be returned as a group by each club or individually by each member-at-large. Club presidents will sign a validation letter indicating that each ballot was voted by a paid national member. The validation letter is to be returned with the ballots. Ballots will not be counted without the validation letter. Mail address to receive the returned ballots and validation letters will be indicated on ballots and cover letters. Ballots are **not** to be returned to the TGOA/MGCA office.

2. The Credentials committee will complete the tally of all properly executed ballots where final results will be announced and will be published in the next corporation publication.

12. **BEQUESTS AND/OR GIFTS TO THE CORPORATION:** (approved 11/95 annual Board Meeting) Bequests, or gifts of money or property; real, personal, or mixed, made to The Gardeners of America, Inc. or to Men's Garden Clubs of America, Inc. may be designated to one or more of the following accounts:

1. **GENERAL ESCROW ACCOUNT** – For unrestricted general use of principal and interest.

2. **GARDENING ADVANCEMENT FUND ACCOUNT** – For the advancement of gardening.

3. **ENDOWMENT AND INVESTMENT ACCOUNT** – For all other restricted uses.

If no restricted use is specified for a gift, the amount of the gift shall be divided equally between the General Escrow Account and the Endowment and Investment Account.

General Escrow Account funds shall be controlled and administered by the Executive committee; Gardening Advancement Fund Account controlled by a committee elected by the Directors; Endowment and Investment Account fund by the Endowment and Investment committee.

13. **MECHANDISE/AWARDS:** (approved 11/95 Annual Board Meeting)

When a region or club orders materials from headquarters that carry a logo, that order will be filled with either MGCA or TGOA logo, depending on the region or club affiliation. All press releases or award originating from headquarters will likewise carry appropriate logo.

6/17/2000 – All merchandise, with the exception of caps, will carry both logos in order to decrease inventory and expenses.

14. **ALTERNATE DIRECTOR(S)** (approved 6/17/00 Board of Directors' meeting).

Each region shall be authorized to elect one alternate director for each director. The alternate director will attend meetings of the board of directors as a non-voting member of the board. Alternate directors will be included in all mailings and notifications sent to the board, and may enter into the discussion of any item of business before the board. If a director is absent from a meeting of the board, the alternate director from the same region will serve in place of the absent director, at such meetings, with full authority and voting privileges. The alternate director shall be elected for a three-year term in the same manner as the director(s) from that region. The alternate director will serve until replaced by the region. A region may replace its alternate director at any time provided that such region gives thirty (30) days written notice of such change to the national corporate office.

15. **DUES:** Approved change for regular member to \$15.00, effective January 1, 2005; Family member - \$23.00, effective January 1, 2009; Life memberships - all ages - \$200.00, effective June 29, 2003.

16. **JUNIOR MEMBERSHIPS,** effective January 1, 2002. Junior membership, at \$5.00 per child per year, living at the same address as a family membership, as non-voting member, per Bylaws, Article V, Section 2A.

11/92 Rule #13, revision approved.

11/93 Rule #13 addition of 1-B approved.

11/94 Rule #13 revision approved.

6/96/ Convention: Rule #10, Paragraph 3 deleted. Rule #14 deleted. Rules renumbered.

6/00 Convention: Rule #11 deleted. Rule #14, part 3 deleted.

6/00 Convention: Rule #15 Additional wording. Rule #16 added.

11/01 – Rule #18 added, per Board of Directors Meeting, July 19, 2001, Minneapolis, MN convention

04/02 – Rule #13- 1a changed. #13-1b, 1c, 1d, deleted, Tucson, AZ convention  
06/03 – Rule #17 changed Life Membership dues to one price for all ages, Albany, NY convention  
01/05 – Rule #17 changed Regular membership dues from \$20 to \$15  
11/08 – Rule #13-1.a changed method of sending ballots.  
01/09 – Rule #17 changed Family membership dues from to \$20 to \$23  
10/24/09 – Rule #13 changed the voting procedures  
06/10/10 – Rules #11 and #12 deleted and replaced by new Rule #10  
06/10/10 – Rule #2 reference advertising in The Gardener deleted and Rules renumbered.  
10/29/10 – Rule #14 provided for alternate directors to be elected for three-year terms in the same manner as directors are elected in a region.