

OSHAWA GARDEN CLUB CONSTITUTION

ARTICLE 1 **Name**

ARTICLE 1.1 The name of the Club is the Oshawa Garden Club (OGC).

ARTICLE 2 **Organization and Authority**

ARTICLE 2.1 The OGC is a not-for-profit organization in accordance with the Ontario Horticultural Association, incorporated pursuant to the laws of the Province of Ontario, without share capital, dedicated to carrying out its mission. The OGC is under the authority of the Ontario Agricultural Horticultural Organizations Act of 1988 (the Act) and all of this Constitution will conform to this Act.

ARTICLE 2.2 The OGC is a member of the Ontario Horticultural Association (OHA) and District 17 and will pay all affiliation fees set forth by the OHA and District 17 Constitutions.

ARTICLE 3 **Mission**

ARTICLE 3.1 The object of the OGC is to encourage interest and improvement in horticulture by:

- holding meetings respecting the theory and practice of horticulture
- encouraging the planting of trees, shrubs and flowers on public and private grounds
- promoting balcony and community gardening and outdoor beautification
- arranging field trips, contests, competitions and exhibitions related to horticulture and awarding of prizes
- distributing seeds, plants, bulbs, flowers, trees and shrubs
- promoting the protection of the environment
- promoting the circulation of horticultural information through any media
- promoting the benefits of therapeutic horticulture
- stimulating an interest in the study of horticulture and
- encouraging participation by youth in horticulture.

ARTICLE 5 Membership

ARTICLE 5.1 Individual Membership

ARTICLE 5.1.1 Every person at the full age of eighteen (18) years or over is entitled to membership.

ARTICLE 5.1.2 Any partnership, incorporated company or association directed towards horticultural interests may become a member of the OGC upon payment of the prescribed fee. In each case, the group shall delegate only one (1) person to exercise the privileges of membership in the OGC, including voting.

ARTICLE 5.2 Family Membership is available to two (2) persons residing in the same household. Each member holding Family Membership shall have all the rights and privileges of membership.

ARTICLE 5.3 Every person under the age of eighteen (18) is entitled to become a Youth Member, (non-voting), and the youth membership fee shall be half of the individual fee.

ARTICLE 5.4 The annual membership fee for the coming year shall be announced to the membership thirty days prior to the next fiscal year.

ARTICLE 5.5 Power to Vote

ARTICLE 5.5.1 All full members holding current membership (excepting Youth Members) are entitled to vote on all questions coming before any General or Annual General Meeting (AGM)

ARTICLE 5.5.2 Membership must be paid in full by the general meeting prior to the AGM in order to vote at the AGM.

ARTICLE 6 Board of Directors

ARTICLE 6.1 All members of the Board must hold current membership in the OGC.

ARTICLE 6.2 The Board of Directors, herein called the Board, is composed of the Executive, consisting of the President, Past-President, First Vice President, Second Vice President, Secretary and Treasurer, and ten elected Directors.

ARTICLE 6.3 Before serving as a Vice-President or President, a member must serve as a Director for a minimum of one year.

ARTICLE 6.4 A member shall not hold the office of President for more than two (2) consecutive one year terms. The President is an ex-officio member of every committee.

ARTICLE 6.5 The Past President of the OGC is an ex-officio (non-voting) member of the Board but may vote in Executive decisions.

ARTICLE 6.6 The Secretary and Treasurer shall be appointed by the Board and shall remain in office at the pleasure of the Board. The term for both positions shall take effect from the first Board meeting following the AGM. The Secretary and Treasurer are non-voting positions, both in Board and Executive decisions.

ARTICLE 6.7 All Directors are entitled to vote on all matters coming before the Board.

ARTICLE 6.8 The Board will act for and on behalf of OGC in all matters. In the event of urgent business arising between Board meetings, the Executive shall be empowered to act on behalf of the Board and this action shall be reported to and ratified by the Board at the next Board meeting.

ARTICLE 6.9 By-elections can be held at any general meeting for vacancies on the Board, with thirty days prior notice to the membership.

ARTICLE 6.10 Any member of the Board who is absent for three (3) consecutive Board meetings, without satisfactory cause, shall cease to hold office, and will be issued notice of this action.

ARTICLE 7 Fiscal Year

ARTICLE 7.1 The fiscal year of the OGC shall be from September 1-August 31.

ARTICLE 8 Meetings and Elections

ARTICLE 8.1 The Annual General Meeting (AGM) will be held during the November general meeting.

ARTICLE 8.2 The Treasurer will present the financial statement for the preceding year, certified by an auditor or two (2) Financial Reviewers, and the Secretary will present a summary of the year's activities to the membership.

ARTICLE 8.3 All positions will be declared vacant and a slate of nominees will be presented by the Nominations Chair. Any nominees who are not present must supply written permission to stand for office.

ARTICLE 8.4 All positions are elected for a one year term. Directors may serve a maximum of five (5) consecutive one year terms.

ARTICLE 8.5 Voting shall be conducted by a "show of hands" when only (1) one person vies for an Office. Voting shall be conducted by secret ballot when (2) two or more individuals vie for the same office. If the vote takes place by secret ballot, the Election Chairperson must approve the Election scrutineers. A minimum number of two neutral scrutineers is required. No proxy votes are allowed. (ballot counters cannot be scrutineers)

ARTICLE 8.6 When more than one nominee vies for the same office, each nominee shall be granted a preset time to address the members present.

ARTICLE 8.7 If the vote takes place by secret ballot, all ballots shall be destroyed at the closing of the election.

ARTICLE 8.8 In the event of suspected irregularity in the election, any member may make a written appeal within thirty (30) days to District 17 of the OHA for an investigation and review of the election. If the review and/or investigation reveals reasonable cause to support the appeal; the election shall be declared null and void and the previous Board shall be reinstated until new elections are conducted in the presence of at least two (2) District Officers.

ARTICLE 8.9 Nine General Meetings shall be held annually.

ARTICLE 8.10 Ten Board Meetings shall be held, the date, time and location to be determined by the Board.

ARTICLE 8.11 Special Board meetings may be called by the President or any three (3) members of the Board giving notice to all Board members thereof at least seven (7) days prior to the meeting. The notice will contain the names of the persons calling the meeting and the purpose of the meeting,

ARTICLE 8.12 Quorum at Board meetings shall consist of seven of the elected members. Quorum at the AGM shall be sixty (60) members with voting privileges.

ARTICLE 9 Rules of Order

ARTICLE 9.1 The most recent published edition of Robert's Rules of Order shall govern proceedings at all meetings of the OGC. If the rules of order are in conflict with the By-Laws, the latter shall prevail.

ARTICLE 10 Amendments to the Constitution

ARTICLE 10.1 The Constitution of the OGC may be amended or repealed by a majority vote of members present at an AGM or General meeting, when at least thirty (30) days notice has been given to the membership. This Constitution, on being approved by the membership, will rescind all previous Constitutions and By-Laws, and become effective immediately.

**Original Constitution of the Oshawa Garden Club
Approved by Committee on February 21, 1977.
Approved by General Membership April 4, 1977.
Amended at the AGM 1989, 1990, 1994, 1996, 1999, 2007**