

Florida Federation of Garden Clubs, Inc.

Fall Board of Directors Meeting

September 7-8, 2022

Call to Order:

The regular Winter Meeting of the Board of Directors of the Florida Federation of Garden Clubs, Inc. was called to order at 12:30 P.M., September 07, 2022, by President Marge Hendon. President Hendon extended a warm welcome to all members.

Invocation/Pledge of Allegiance to the Flag of the United States of America:

Pat Strawn, FFGC Chaplain, gave the invocation and led the Pledge of Allegiance to the Flag of the United States of America.

Quorum:

The Chair declared a quorum present. Roster report is attached. Attendance was 64.

Special Appointments

The President announced that Peggy Gahn, assistant director of D X, will take Michele Maguire's place for this meeting representing District X.

Lois Shuster has resigned as Co-chairman of membership Appreciation. Margaret Chodosh will take her place.

Dave Spaulding has resigned as editor of the Florida Gardener magazine. Lisa Packard will replace him.

Linda Feifarek-Johnson will replace Carole Wood as FFGC Corresponding Secretary.

These appointments were ratified by the board and the new BOD members were welcomed.

Marge announced that Susan Mello is retiring after 15 years of service as Grounds Trustee.

REGULAR BUSINESS IN ORDER

Appointment of Committees:

The Chair named the following committees who were appointed with no objections.

Committee to Approve the Minutes – Joanne Mullinare, Andrea Finn, and Jana Walling

Tellers of the Meeting: Rosita Aristoff

Timekeeper for this meeting: Jennifer Barber

Introductions

Robin Hayes was introduced as the new FFGC Office Coordinator and was welcomed with a bouquet of flowers.

NGC Board Members were asked to stand and be recognized. Past NGC Presidents, Lois Shuster and Barbara May were not in attendance.

Deep South Garden Club board members were asked to stand and be recognized. Carol Hall, Deep South Director was introduced.

FFGC officers were introduced. Mary Whisler (3rd VP), Christy Linke (2nd VP), Tina Tuttle (1st VP), Sue Roberts (rec. secretary), Linda Feifarek-Johnson (corr. Secretary), Carolyn Nation (parliamentarian), and Jana Walling (treasurer).

We then sang the FFGC song.

Report of the Committee to Approve the Minutes of the September 2021 Fall Meeting of the Board of Directors:

Margaret Kirkpatrick reported that the minutes were approved as corrected.

REPORTS OF THE OFFICERS:

President: Marge Hendon. She postponed her report until the end of the meeting.

Treasurer: Jana Walling reported on June 2021- May 2022 Budget Vs Actuals and the June 2022- August 29, 2022 Budget Vs Actuals. These reports can be found on the website in the “reports and minutes” section under this meeting date. All Officer’s and BOD Chairmen’s reports will also be found there.

Treasurer’s comments:

June 2021-May 2022 report:

Most things already gone over at convention

Line 12 and 13 – dues received were 101,469 for renewals and 10,535 for new members – below budget.

Line 20 – Headquarters rentals were 50,124, a bit above budget

Line 90 – Wekiva donation from the Todd family was 700,000

Line 97 total revenue was 1,236,874.99, a large portion of that was the Todd family donation for Wekiva building

Line 231 – Net revenue was 747,310, again a large part of this was the big donation.

June 2022- August 29, 2022

Not reconciled with bank yet.

Line 10 - 7/12ths of dues received, 5/12ths will be deferred to next fiscal year, due to our change in fiscal year approved at the convention

Line 46- miscellaneous income was 50,610 – this is the payment received from insurance for the building damage due to a tree fall. We will begin paying this money out as repairs are completed.

Line 64 and line 141 - Wekiva Income was 191,797 and Wekiva Expenses were 198,921. Expenses have risen substantially, and we will be addressing this later in the meeting.

Line 197 – FFGC scholarships were awarded in a total of 10,500.

Line 210 - Net revenue was 85,609, over 50K of this was the insurance payment.

Note: all committee reports are included in the book of Officer and DD reports and the Book of board Chairman Reports. These are kept with the minutes and reside on the website under Report and minutes by the date for this meeting. Only motion items are reported in these minutes as all the reports have been filed.

Finance Committee – Tina Tuttle

Motion #1 – Finance Committee moved the acceptance of the Wekiva Youth Camp 2023 Budget which was sent via email. They used the actuals from this summer’s session as the budgeted amounts. It is not a balanced budget until some additional motions which will come in the Wekiva report are added.

Motion approved.

Motion #2 – Finance Committee moved that \$70,000 be transferred from the FFGC General Operating fund to the H&E account to cover past costs and future expected costs of repairs and maintenance.

The \$70,000 is broken down as follows:

Shortfall from 2021-2022	\$22,940.00
Insurance deductible	\$17,716.00
HVAC for auditorium Replacement	\$27,000.00
Additional Grounds Improvements	\$ 2,344.00
Total	\$70,000.00

Motion approved.

Motion # 3 – Finance Committee moved that a budget amendment of \$1,100 to cover the cost of equipment rental for the board meetings.

Motion approved.

Bylaws and Standing Rules Committee - Cissy Richardson

On behalf of the Bylaws and Standing Rules Committee, I move -

ART V FINANCES Sec 3 General Funds

After the sentence, The General Fund of FFGC shall be derived from the payment of dues and other sources as authorized by the Board of Directors.

INSERT: A reserve shall be established within the General Fund to support the Penal Garden Therapy Program at the Avon Park Correctional Institution. The source of funding shall be specific donations and specific fund raisers therefor, and the use of the funds shall be exclusively for support of Avon Park Correctional Institution Penal Garden Therapy Program.

RATIONALE: The AVPCI Penal Garden Therapy program was an established FFGC project. District IX has coordinated this program. This is an FFGC project and should be included in the FFGC Bylaws including all funding.\

DATE: 9/7/22 **ADOPTED:** yes LOST: COMMITTEE:

ART XXI DISTRICTS Sec 1 Structure a.

INSERT: a. (1) Districts form an integral part of the overall FFGC organizational structure.

Current a. **STRIKE: a. INSERT: (2)** If adopted, this will read a. (1) Districts form an integral part of the overall FFGC organizational structure. (2) Districts shall be established with boundaries defined by the FFGC Board of Directors.

DATE: 9/7/22 **ADOPTED:** yes LOST: COMMITTEE:

d. Transfer of a member Club from one District to another may be granted by the FFGC Board of Directors, provided such transfer is approved by the Directors of the respective Districts.

INSERT: FFGC STRIKE: is INSERT: was previously INSERT: and their District Board of Directors.

If adopted, this will read: d. Transfer of a member Club from one District to another may be granted by the FFGC Board of Directors, provided such transfer was previously approved by the Directors of the respective Districts and their Districts' Board of Directors.

DATE: 9/7/22 **ADOPTED:** yes LOST: COMMITTEE:

INSERT e. Bylaws for Districts are generally not required. Policies and Procedures are usually adequate. However, Articles of Incorporation, Bylaws, Policies and Procedures must conform to FFGC Bylaws. The Articles of Incorporation and/or District Bylaws must be reviewed by the FFGC Bylaws and Standing Rules Committee prior to District approval.

DATE: 9/7/22 **ADOPTED:** yes LOST: COMMITTEE:

INSERT: new Sec 4 Finances Districts are required to obtain individual TIN numbers in order to become unique organizations for IRS tax filing purposes. A 501(c)3 is not required in most instances.

RATIONALE: To clarify District requirements that are current FI Sales Tax Law. *Renumber remaining Sections.*

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

(Meetings becomes # 5)

STANDING RULES: Many suggested revisions are to conform with current Bylaws or updating procedures.

2. FUNDS a. The expenditure of FFGC funds by any member shall be subject to approval of the President and the Board of Directors. All bills shall be submitted for approval by STRIKE: May 1 INSERT: December 31.

c. Final fiscal reports shall be made to the Finance Committee prior to STRIKE: May 31 INSERT: December 31. Monies remaining in any committee fund except FFGC Wekiva Youth Camp and FFGC SEEK Youth Conference shall be transferred to the STRIKE: FFGC Treasurer INSERT: appropriate fund prior to STRIKE: May 1 INSERT: December 31.

STRIKE: e. The Budget shall include a courtesy fund to be used at the discretion of the President.

INSERT: e. An FFGC Contingency Fund of approximately 10% of annually collected member dues will be established and maintained.

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

3. FELLOWSHIPS AND SCHOLARSHIPS a. A named scholarship Scholarships established in perpetuity shall be one thousand Dollars (\$1,000.00) or more and shall be subject to approval by the Board of Directors.

STRIKE: A named scholarship INSERT: Scholarships STRIKE: In perpetuity shall be one thousand dollars (\$1,000.00) or more and

If adopted this will read: Scholarships established shall be subject to approval by the Board of Directors.

b. All checks for fellowships or scholarships awarded by FFGC shall be made payable to the university, college or organization concerned, with the stipulation that if the recipient fails to matriculate, withdraws, is dismissed, or fails to maintain a full-time student status, the unused funds, or any portion thereof, shall be returned within thirty (30) days.

INSERT: d. Scholarship Funds shall be available for awards to equal 5% of the average value, as of 5/31, of the past three years' Scholarship Funds.

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

4. HONORS c. Hall of Fame d. Earth Steward f. Pillar of Pride g. FFGC Life Membership

INSERT: (in above c, d, f and g) Recognition will be presented at the appropriate place.

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

5. CONVENTIONS AND MEETING OF THE BOARD OF DIRECTORS

a. Invitations for FFGC conventions are requested five (5) years in advance.

STRIKE: in entirety

INSERT: FFGC Convention contracts are considered and may be executed five (5) years in advance.

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

6. FFGC EDUCATIONAL ACTIVITIES STRIKE: ACTIVITIES INSERT: NGC OPPORTUNITES

If adopted, this will read - FFGC/NGC EDUCATIONAL OPPORTUNITIES

STRIKE: a. TRI-COUNCIL OF FFGC is comprised of members accredited as a Consultant by National Garden Clubs, Inc. in one or more of the following: Environmental Consultant, Gardening Consultant and Landscape Design Consultant.

INSERT:

- a. Environmental Schools (1) Net income shall be shared equally by FFGC, Tri-Council and the hosting group. (2) Any deficit shall be assumed equally by FFGC and Tri-Council.
- b. Gardening Schools (1) Net income shall be shared equally by FFGC, Tri-Council and the hosting group. (2) Any deficit shall be assumed equally by FFGC and Tri-Council.
- c. Landscape Design Schools (1) Net income shall be shared equally by FFGC, Tri-Council and the hosting group. (2) Any deficit shall be assumed equally by FFGC and Tri-Council.

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

STRIKE: red below INSERT: green below

d. Flower Show Schools (1) Net income after completion of STRIKE: Course IV INSERT: a series from Flower Show Schools shall be shared equally by FFGC, FI Flower Show Judges (FFSJ) and the hosting group.

e. Flower Show School STRIKE: Symposiums INSERT: Symposia (1). Net income from Flower Show School STRIKE: Symposiums INSERT: Symposia shall be shared equally by FFGC, FFSJ and hosting group.

If adopted, this will read: Flower Show School Symposia

(1) Net income from Flower Show School Symposia shall be shared equally by FFGC, FFSJ and hosting group.

f. FFGC Biennial State Flower Show

- (1) FFGC Biennial State Flower Show shall be limited to one (1) during each administration.
- (2) Net income from the FFGC Biennial State Flower Show shall be shared

g. Legislative Day Event (1) Net income from Legislative Day Event shall be....

h. INSERT: UF/FFGC Short Course (1) Net income from UF/FFGC Short Course shall be shared.....

If adopted, the remaining Educational Opportunities will be re-lettered.

DATE: 9/7/22 ADOPTED: yes LOST: COMMITTEE:

7. PERMANENT RECORDS STRIKE: Permanent INSERT: Retention (Paper and Electronic)

This will read: RECORDS RETENTION (Paper and Electronic)

- a. All awards won by FFGC, with the exception of NGC awards INSERT: (see current awards on FFGC website).

STRIKE: existing text INSERT: the following text

- b. Electronic copy of records will be maintained as designated by the Executive Committee. These may be stored on FFGC Google Drive or other approved method. No records may be destroyed without making certain required information is safely stored and available if requested.
- c. Expense for required records shall be expense of FFGC with Finance Committee approval.
- d. Copies/originals of all FFGC publications, including books or pamphlets written by FFGC members are the property of FFGC and will be electronically retained at Headquarters.
- e. The history of FFGC shall be electronically retained at Headquarters and maintained on the FFGC website.
- f. The FFGC Treasurer shall annually review the IRS requirements, regarding the retention of records. Any needed changes to this Standing Rule shall immediately be forwarded to the FFGC President, the Chairman of H&E Committee, the Chairman of the Bylaws Committee, the Chairman of the Finance Committee, the Chairman of Strategic Planning Committee, the Chairman of Wekiva Youth Camp, the Chairman of SEEK and the office Coordinator. Members of the Board of Directors, staff and volunteers shall adhere to this Standing Rule
- g. Permanent Records:
 - 1. Governance records, including the Charter, Amendments to the Charter, the Bylaws, Amendments to the Bylaws and other organizational documents.
 - 2. Board and Committee records, including Minutes and documents presented and acted upon during meetings of the Board of Directors, Bylaws Committee, Finance Committee, Strategic Planning Committee, Headquarters and Endowment Committee, Wekiva Youth Camp Committee and SEEK Committee.
 - 3. Tax records, including all tax returns both Federal and State.
 - 4. The IRS Letter of Determination and all correspondence related to it.
 - 5. Intellectual Property Records, including copyright and trademark registrations.
 - 6. Financial Records, consisting of fiscal year-end financial statements, audits, property records and depreciation schedules.
 - 7. Legal Documents including liability letters.
- h. The following records shall be maintained for seven years:
 - 1. All other financial records and supporting documentation, including Contracts, Licenses, the Annual Convention Financial Records and FFGC State Biennial Flower Show Financial Records.
 - 2. Employee/Employment records for terminated employees, including applications, evaluations, compensation, Worker's Compensation Claims and W4s.
- i. General Correspondence shall be maintained for two years.

8. Book of Information Information required for the Book of Information shall be sent to FFGC Headquarters by each Club before **STRIKE: June 1** **INSERT: May 1** of each year.

DATE: 9/7/22 **ADOPTED:** yes LOST: COMMITTEE:

STANDING RULES 9 – 11 WILL BE REVIEWED FOR JANUARY 2023 BOARD MEETING.

12. TRI-COUNCIL OF FFGC

INSERT: The TRI-COUNCIL OF FFGC organization is comprised of members provisional and/or accredited as a Consultant by National Garden Clubs, in one or more of the following: Environmental, Gardening and Landscape Design.

The President of the Tri-Council of FFGC shall serve as a Chairman on the Board of Directors acting as liaison between FFGC and Tri-Council.

RATIONALE: Define Tri- Council.

DATE: 9/7/22 **ADOPTED:** yes LOST: COMMITTEE:

Several FFGC committees including Bylaws and Standing Rules think it will be helpful to Districts, Clubs etc. to have a guide to use as a tool in developing Bylaws. This basic information will assist in the process and clarify the importance of conforming to FFGC/NGC Bylaws.

Although this will not be a Bylaw or Standing Rule, it has been developed by the Bylaws Committee with Input from the Parliamentarian.

The Bylaws Committee has been asked to present for approval. It will be available on the FFGC website in the appropriate place.

“HOW TO CREATE DISTRICT BYLAWS” will be presented today. In January, “HOW TO CREATE CLUB BYLAWS” Will be presented for adoption.

Thank you to the Bylaws Committee who have met throughout the summer. Please stand - President Marge, Arlene Rand, Tina Tuttle, Margaret Chodosh, Rosita Aristoff, Judi Jodoin and our Parliamentarian Carolyn Lowry Nation. These ladies are an amazing team.

The next order of business was the election of two members of the BOD to the FFGC Bylaws and Standing rules Nominating Committee. They will nominate two members to serve on the Bylaws and Standing rules committee to be elected at the January Board Meeting. The President has appointed **Brenda Luedeman** to serve as chairman of this nominating committee. **Mary Adams** and **Carol Hall** were nominated from the floor and were elected by consensus. The Bylaws and Standing rules Nominating committee will be Brenda Luedeman, Mary Adams, and Carol Hall and they will report in January 2023.

The **reports from District Directors** for district 1 -4 were next. Their reports are filed in the Book of Officers and Director Reports on the website for this meeting.

District I – Joyce Waters-Smith

District II – Sue Schmitz

Marianna GC disbanding

District III – Marilyn Larson (she was absent, report read by Sue Roberts)

District IV – Connie Gladding

Riverhaven GC disbanding

Committee Reports continued

Headquarters & Endowment Trustees– Sue Roberts

Review of the building repairs and ground maintenance status

Motion: from Committee to approve the updated H&E Policies & Procedures

Motion approved

Dues Renewal Committee – Sue Roberts

Member count at this time 9023, approximately 700 still to be renewed, 1600 deleted and 1075 added during the renewal process

5 clubs lost – Marianna GC (D2), Riverhaven GC (D5), Sanford Wildflowers GC (D7), Garden Gate GC (D8) and St Lucie West (D 10)

Strategic Planning – Gina Jogan

Deep South Unified Project – Gina Jogan

Matching Grants – Gina Jogan

District V – Donna Thomas

District VI – Suzi Bailey

New Club – Port Malabar GC

District VII – Charlotte White

Wildflower Circle of Sanford GC disbanding

District VIII –Kitty Wallace

Garden Gate GC disbanding

Palm Harbor returning

Tri-council – Pat Caren

FFSJ - Parke Finold

Fl. Wildflower Foundation – Carolyn Schaag

After her report Carolyn read a letter from Jeff Caster, chairman of the Fl. Wildflower Foundation, congratulating FFGC on their 100th birthday and giving us \$5000 to continue our work supporting the mission of the Fl. Wildflower Foundation.

5:15 recess to 9:00 AM tomorrow

Minutes of the FFGF BOD meeting 9/8/2022 continued

Reconvene at 9:00 AM

District 9 – Dale DeFeo

District 11 – Sharon Bogard

District 12 - absent

Miami Lakes GC returning

District 10 – Peggy Gahn for Michele Maguire

St. Lucie West disbanding

Tropical Short Course – Peggy Gahn

Centennial Celebration – Tina Tuttle

Wekiva Youth Camp – Christy Linke

Motion 1 – move that the Nurses at Wekiva Youth Camp receive a stipend of \$350/week not to exceed more than two RNs/Week. If nurses cover multiple weeks in each summer, they are given the stipend for each week worked.

Motion 1 Approved

Motion 2 – move that we increase the Nurse Coordinator's compensation from \$1650 (\$275/week) to \$3000 (\$500/week less withholding) plus room and board.

Motion 2 Approved

Motion 3 – move to raise registration fees \$30 across the board beginning with 2023 registration. The non-sponsored camper fee will go from \$325 to \$355, garden club sponsored camper fee will go from \$250 to \$280 and volunteer sponsored camper fee will go from \$145 to \$175. Critter Camp will go from \$100 to \$130 and LIT will go from \$375 to \$405.

Motion 3 approved

Short Course North – Kat Spieker

Trees and Reforestation – Kat Spieker

FFGC Scholarships – Helen Purvis

NGC/DSGC Scholarships – Mary Adams

FFGC Nominating committee – Helen Purvis

Amazon Smiles – Linda Johnson

BOI Editor – Linda Johnson

2022 Convention – Susie Berryhill

204 Full time Registrants and 84 partial Registrants

Net profit \$7307.41, half (\$3653.70) to FFGC

2023 Convention – Susie Berryhill and Kelley Wood

Motion – Advance \$2000 from FFGC for the 2023 FFGC Convention to establish a bank account.

Motion approved.

3 R's recycling – Carolyn Schaag

FFGC Awards – Gwen Carter

Award workshop on 9/23/22

Environmental Schools – Lydia Barbour

2023 Convention – Kelley Wood

Dates – 4/18-4/20

Get your opportunity drawing tickets

Announcements

Deep South Convention - Carol Hall

March 8-10, 2023, in Kenner, La,

Avon Park – announced Nursery sale 9/24/22

Calendar Committee – Claudia Bates

Fl. Gardener Magazine – Lisa Packard

D7 Flower Show – Margaret Kirkpatrick

Marge Hendon gave her presidents report thanking everyone for all their efforts on behalf of FFGC. FFGC values all of the volunteer hours. She asked for all clubs to look at Plant America Grants and apply. There is lots of money to be had that we are missing out on.

Pat Strawn gave a final benediction, and the meeting was adjourned at 11:20 AM.

Susan Roberts
Susan Roberts, Recording Secretary

Attest:

Marjorie Hendon *Marge Hendon*
Marjorie Hendon, President

Committee to approve the minutes: Andrea Finn, Joanne Mulinare, Jana Walling

I do approve - and I should have said so at that time. My apologies! Andrea

Approved with corrections, Joanne

Approved with questions and corrections, Jana

Reports Attached:

Roster

Book of Officer and DD Reports

Book of Board Reports

Financial Reports