

## How To Create Club Bylaws

Club Bylaws may not be necessary. If you have Club Policies and Procedures and you operate under the FFGC Bylaws, you can obtain a TIN and 501c3 designation with tax exempt status. Check with your bank and the SUNBIZ website to see what applies.

If you wish to construct Bylaws or Articles of Incorporation and have your club membership vote on them, please remember that your parent organizations, FFGC and NGC, are the law and you cannot go against those established bylaws.

*Robert's Rules of Order (RRO) Newly Revised, 12<sup>th</sup> edition*, should be your guide and reference when constructing bylaws, however, you are welcome to use the FFGC Bylaws as a template. Chapter XXVI in *RRO* gives step-by-step procedures to forming a Bylaws Committee, gives things to consider for each situation, and finally, let's you know what to put in each Article and in what order. A sample Bylaws is given at the end of the Bylaws chapter. Some Articles and titles are optional or you may wish to add additional Articles for your particular situation. Remember not to make your Bylaws too restrictive. These are the rules. How to enact the rules will come in your *Policies and Procedures*.

Article I: Name. Please use the following so your name will appear close to FFGC in the listing on SUNBIZ—**Florida Federation of Garden Clubs, District \_\_\_\_\_, \_\_\_\_\_ Garden Club.**

Article II: Object. Please use the same statement given in the FFGC Bylaws as to our purpose (may require a bit of revision under (c)). This is basically our mission statement:

*Specifically, the purposes of the club are as follows:*

- (a) To further the education of the members and the public in the fields of gardening, horticulture, botany, floral design, landscape design, environmental awareness through the conservation of natural resources, civic beautification, nature studies, and to instill in our youth the love of gardening and the respect for and protection of the environment;*
- (b) To encourage the erection of memorials to veterans of the United States armed forces;*
- (c) To co-ordinate the interests of the Garden Club in the State of Florida to the extent such co-ordination represents a furtherance of the activities specified in (a) and (b) above provided always that such purposes shall be effectuated by activities which are within the scope of Section 501 (c)(3) of the Internal Revenue Code of 1954.*
- (d) To do and perform all other acts and things necessary to carry out the purposes of this Corporation as a Corporation not for profit in accordance with the law in such cases made and provided.*
- (e) Membership in the \_\_\_\_\_Garden club and the Florida Federation of Garden Clubs, Inc. is open to all regardless of gender, age race, ethnicity or religious affiliation.*

Article III: Members. Please use the same description of members as found in the FFGC Bylaws. We have **voting members** and **non-voting members** and a definition is given for each.

*Voting membership shall consist of members of Garden Club, Garden Clubs organized on the Circle Plan, Councils, and FFGC Life Members and Honorary Members of FFGC who are members of a Garden Club.*

*Non-voting membership shall consist of Life Members and Honorary Members of FFGC who are not members of a Garden Club; Affiliate Member Organizations; and individuals and groups of Junior Gardeners, Intermediate Gardeners, High School Gardeners, College Clubs and Vocational-Technical School Garden Clubs.*

If you have **club dues**, you may state that information here. You may wish to include how your club became a part of FFGC and the district and how your club/circle may, unhappily, resign from the organization.

Article IV: Officers. You will have your elected President, and Vice President plus Secretary, Treasurer, and an appointed Parliamentarian...Other officers, such as Chaplain, do not need to be listed. Be sure to clarify which officers are elected by the members and which are appointed by the President. List them in rank order, each with its own Section. Here you can address nominating procedure, ballot voting, term limits and filling vacancies. You can even address removal from office for cause!

Article V: Meetings. Most of you hold monthly meetings on a regular basis for 9 months or so, taking off the summer months. You may wish to provide a Section for a Called or Special meeting or a meeting of only the executive board. Here you will need to set your **quorum** to conduct business. Typically, a quorum is 2/3 of the majority eligible to vote if the membership was given 4-weeks' notice of the issues being considered. If no advance notice is given, the vote must be unanimous.

Article VI: Executive Board (or Board of Directors). Be sure to define who will make up your Executive Board as opposed to who makes up your Executive Committee.

It might read: *The Board of Directors (Executive Board) shall consist of the officers of (your club), Former club presidents, Chairmen and appointed Board members.*

It might read: *The Executive Committee shall consist of the elected officers of (your club), the Corresponding Secretary and certain chairmen. The Parliamentarian shall attend meetings of the Executive Committee as advisor.*

Usually, the elected and appointed officers of the club are entrusted with administrative authority and responsibility. When will they meet? What authority will they have in decision making? Will everyone on a committee be eligible to vote?

Article VII: Committees. Here you will list your **Standing Committees**, each in its own Section. Examples may include Finance Committee, Festival Committee, Plant Sale Propagation Committee and so forth. Be sure to state the composition of these committees, how appointed and what is their responsibility to the club. Remember, the President is an *ex-officio* member of all committees except the nominating committee.

Article VIII: Parliamentary Authority. This one is easy....*Robert's Rules of Order Newly Revised, 12<sup>th</sup>* edition is our authority of choice!

*Robert's Rules of Order Newly Revised shall govern the proceedings of (your club) in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and Standing Rules.*

Article IX: Amendment of Bylaws. Prescribe the method by which your Bylaws may be amended. Give the amount of advance notice given to members and by what manner, at which assembly the amendments may be voted on and how many votes it will take to pass the amendment (usually 2/3 of the registered delegates).

*These bylaws may be amended at any Club meeting by a two-thirds (2/3) vote of the delegates present and voting, provided the proposed amendments shall have been presented in writing to the Board of Directors for approval, and a copy of the approved amendments shall have been sent to each club member at least four (4) weeks prior to meeting.*

*Without the prescribed notice, these Bylaws may be amended at any club meeting by unanimous vote.*

And there you have it!! Do not make it harder than it needs to be and please do not add or take away anything that is in conflict with the FFGC or NGC Bylaws. If you need help, please do not hesitate to contact the FFGC Parliamentarian or the FFGC Bylaws Chairman.