TEXAS GARDEN CLUBS, INC.
BYLAWS

ARTICLE I - NAME

The name of this organization shall be: "TEXAS GARDEN CLUBS, INC."

ARTICLE II - OBJECTS & PURPOSES

The objects and purposes of this non-profit organization are as follows:

1. To operate on a non-profit basis and exclusively for garden club activities and for benevolent, charitable, scientific and educational purposes, conducive to the well being of the community and useful to the public.

2. To coordinate and further the interest and activities of Texas Garden Clubs, Inc., together with similar organizations.

3. To aid in the protection and conservation of natural resources, to protect civic beauty and encourage the improvement of roadsides and parks.

4. To encourage and assist in establishing and maintaining botanical gardens and horticultural centers for the advancement of science and for the enjoyment and education of the public.

5. To advance the fine art of gardening, landscape design, the study of horticulture and floral design.

6. To promote youth communication through club sponsorship of Junior, Intermediate and High School garden groups; to teach the youth through involvement in poster, speech and essay contests.

7. To further horticultural education, conservation and landscape design through gift scholarships.

8. To cooperate with other organizations in the furtherance of the foregoing objectives and in such activities as may be determined by the Board of Directors.

9. To establish and maintain permanent headquarters and to construct and furnish buildings and improvements to house the same in the city of Fort Worth, Texas, to be used exclusively for educational activities.

10. To acquire real and personal property and any legal interest therein, by purchase, gift or any other legal means, as may be necessary and proper for carrying on its legitimate affairs.

11. To restrict the activities of the Corporation so that it shall not be used or operated for private profit and to insure that no property of the Corporation shall inure to the private profit of any member or special group or be used for any purpose other than those enumerated in No. 1 above. All activities shall be in furtherance exclusively of charitable, scientific and educational objectives.

ARTICLE III - CORPORATE SEAL

SECTION 1.

a. The Corporate Seal shall be circular in form and shall have inscribed upon it the following: "TEXAS GARDEN CLUBS, INC." It shall be embellished with a five-pointed star; two sprays of bluebonnets and in its center the official flower of Texas Garden Clubs, Inc., the rose, which shall appear in three stages of development. Its history with detailed description of design and color shall be kept on file at Headquarters with other corporate records.

b. The Corporate Seal shall be kept by the President and imprinted only when authorized by the President or the Executive Committee.

ARTICLE IV - MEMBERSHIP

The membership of Texas Garden Clubs, Inc. shall consist of two classes: Voting members and non-voting, contributing members.

SECTION 1.

a. Voting members shall consist of Garden Clubs paying per capita dues to Texas Garden Clubs, Inc.[1]

b. Each application received for a new club shall be accompanied by a written recommendation from a member club in the same District. This recommendation, with a check covering dues for the first year together with a complete roster of members, must be sent to the State Membership Chairman who will process the application.[1]

c. Councils of Garden Clubs may be admitted to membership upon request by payment of annual dues, provided they meet the following criteria:

    a. be composed of a minimum of three (3) organizations in good standing, two (2) of which are Federated Garden Clubs.

    b. Third organization necessary to qualify as a Council may be an Affiliate member in good standing. Additional Council members may be either Federated Garden Clubs or Affiliates, all in good standing.

SECTION 2.

Non-voting contributing members shall consist of six (6) classes: **Life, Affiliate**, **Members-at-Large, Junior, Intermediate** and **High School Gardeners**. Non-voting contributing members shall have the right to attend any semi-annual convention of Texas Garden Clubs, Inc. They shall not have the right to vote or debate unless they are accredited delegates from their own garden clubs, nor are they eligible to hold office unless otherwise in accordance with these bylaws.

a. **Life Membership:** May be accorded any person presented to the appointed Life Membership Chairman by application and payment of appropriate fee. (See Article V, Section 3) Such membership to include and non-member who has provided outstanding service. Application shall be presented by the Life Membership Chairman to the Executive Committee for ratification at the next meeting of that committee. Life Members shall receive *The Lone Star Gardener*.[1]

b. **Affiliate Membership:** Any organization within the State of Texas, distinguished in its field, signifying adherence to the objectives of Texas Garden Clubs, Inc., and a desire to cooperate with its aims and purposes, shall be eligible for affiliate membership by submitting application to the State Membership Chairman. Admission shall be by vote of the Executive Committee, and subject to ratification by the Board of Directors. The President of such organization shall receive *The Lone Star Gardener*.

c. **Member-at-Large:** An individual who is a member of an affiliate organization of Texas Garden Clubs, Inc. is eligible for a member-at-large membership upon payment of annual dues, and shall receive a copy of *The Lone Star Gardener*.

d. **Junior, Intermediate, and High School Gardeners:** Shall be organized

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1 amended South Padre Island 4/07

under the sponsorship of a member club in good standing and according to rules adopted by the Board of Directors.

SECTION 3.

a. Garden clubs belonging to Texas Garden Clubs, Inc. are allocated to the appropriate geographical district in the State, and individual members of such clubs automatically become members of Texas Garden Clubs, Inc., South Central Region, and the National Garden Clubs, Inc.

b. Bylaws of such clubs shall not conflict with National or State Bylaws.

c. Member clubs of Texas Garden Clubs, Inc. shall be in good standing (including membership) in their respective Districts to be eligible to receive State, Regional and/or National Awards.

d. Member clubs of Texas Garden Clubs, Inc. are self-governing in the conduct of their affairs, and are bound to Texas Garden Clubs, Inc. by the common pursuit of purposes and objectives.

ARTICLE V – FISCAL YEAR, DUES AND FEES

SECTION 1. FISCAL YEAR

The Fiscal year of Texas Garden Clubs, Inc. shall be from June 1 through May 31.

SECTION 2. DUES AND DELINQUENCIES

a. Dues are payable to Texas Garden Clubs, Inc. at Headquarters in Fort Worth.

b. The annual dues of each club shall be five dollars ($5.00) per capita on its membership, including its Life Members of Texas Garden Clubs, Inc., and members who are not active. Dues are payable April 1 and shall be considered delinquent after May 31. The presidents of delinquent clubs shall be notified when delinquent and clubs shall be dropped from membership if dues are not paid by December 1. For reinstatement, clubs shall make application following the same procedure required for a new club. Clubs failing to remit dues by October 31 shall be excluded from the state awards program.

c. Dues of five dollars ($5.00) shall be remitted promptly by each club to Texas Garden Clubs, Inc. Headquarters for each additional new member joining after April 1 (see b. above). New members may be added throughout the fiscal year; however, they shall not receive Texas Garden Clubs, Inc. membership benefits until dues are received at Headquarters.

d. Dues paid by new clubs joining after January 1 shall be applied to the following year.

e. In compliance with requirements in Article IV, Membership, Section 1b. Councils of Garden Clubs, in good standing, shall pay annual dues of fifteen dollars ($15.00)[2.] Dues shall be payable April 1 and shall be considered delinquent after May 31.

f. Clubs shall report promptly to Headquarters any deletion in membership.

SECTION 3. LIFE MEMBERS

A Life Member shall pay the sum of one hundred dollars ($100.00) at the time of acceptance as a Life Member, after which no further Life Membership fee to Texas Garden Clubs, Inc. shall be required.

SECTION 4. AFFILIATE MEMBERS

Affiliate Memberships in Texas Garden Clubs, Inc., may be granted to Men's Garden Clubs of America, Inc., National Plant Societies and other like organizations upon payment of fifteen dollars ($15.00)[2] annual membership dues. Dues shall be payable April 1 and shall be considered delinquent after May 31.

SECTION 5. JUNIOR and INTERMEDIATE GARDEN CLUBS

Junior and Intermediate garden clubs may be admitted as non-voting members upon payment of one dollar ($1.00) annually by a sponsoring garden club. Dues are payable to Texas Garden Clubs, Inc. at Headquarters in Fort Worth, and must be paid between April 1 and September 30 for such clubs to be eligible to compete for awards.

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2 amended San Angelo 10/08

SECTION 6. HIGH SCHOOL GARDENERS

High School Gardener units shall pay one dollar ($1.00) registration fee annually, to be remitted by sponsoring club. Dues are payable to Texas Garden Clubs, Inc., at Headquarters in Fort Worth, and must be paid between April 1 and September 30 for such units to be eligible to compete for awards.

SECTION 7. MEMBERS - AT - LARGE

Members-at-large shall pay five dollars ($5.00) annual membership dues, payable to Texas Garden Clubs, Inc., at Headquarters in Fort Worth between April 1 and May 31. Membership dues shall be paid through their affiliated member organization and not on an individual basis.

ARTICLE VI - MEETING & CONVENTIONS

SECTION 1. SEMI-ANNUAL CONVENTIONS

a. Regular semi-annual meetings shall be held at a time and place recommended by the Conventions Chairman of Texas Garden Clubs, Inc., in agreement with the President and ratified by the Executive Committee.

b. Special Meetings may be called at the discretion of the President provided the specific purpose for which it is called is stated.

c. One fifth (1/5) of those registered and qualified to vote shall constitute a quorum.

SECTION 2. CALL FOR CONVENTION

The Call for Spring and Fall Conventions shall be printed in the first and third quarterly issues of *The Lone Star Gardener* and shall be designate "THE OFFICIAL CALL TO CONVENTION". Time, place, registration blank, hotel information, program and other necessary information shall be included.

SECTION 3. PLANNING AND REPORTING

a. The local Chairman of a Convention shall first confer with the State President and the State Conventions Chairman to receive outline for procedure for conventions, for the programs desired and other activities to be scheduled.

b. Sixty (60) days after the close of the convention, the Convention Treasurer shall send to the Headquarters personnel of Texas Garden Clubs, Inc., with copy to the President, a financial statement of convention income and expenses together with remittance of one-half (1/2) the net income from the event.

SECTION 4. FALL CONVENTION

The Fall Convention shall be hosted each year in some city by invitation, and shall be open to the Executive Committee, the Board of Directors, all members of garden clubs in good standing, Life Members and all member in good standing of Affiliate organizations. All Elected and Appointed Officers shall report; and shall submit copies of written reports to the President, Recording Secretary, Parliamentarian, Historian and Vice President –*The Lone Star Gardener*. Committee Chairmen may report if they request time. (See ARTICLE X, SECTION 10.)

SECTION 5. SPRING CONVENTION

The Spring Convention shall be hosted each year in some city by invitation and shall be open to the Executive Committee, the Board of Directors, all members of garden clubs in good standing, Life Members and all members in good standing of member Affiliate organizations. Reports shall be given by all Elected and Appointed Officers, District Directors, and Committee Chairmen; and copies shall be submitted in writing to the President, Recording Secretary, Parliamentarian, Historian and Vice President – *The Lone Star Gardener* (See ARTICLE X, SECTION 10; and ARTICLE XVI, SECTION 2.D.)

SECTION 6. VOTING BODY

The voting body of the convention shall be composed of: Elected and Appointed Officers, former Presidents, members of the Executive Committee, the Trustees, Presidents of member clubs (or their alternates), one delegate from each club (or her alternate), Committee Chairmen, and one delegate (or alternate) from each Council having voting membership. All votes shall be cast in person, in only one capacity.

SECTION 7. ELIGIBILITY FOR VOTING

All those entitled to vote shall be active members of their garden clubs, and be familiar with the projects and policies of the State and National organizations.

SECTION 8. MOTIONS

All motions shall be in writing, signed by the maker, with copies presented to the President, the Recording Secretary and the Parliamentarian.

ARTICLE VII - HONORARY PRESIDENT

SECTION 1.

There may be one Honorary President who shall be a member of the Board of Directors. She shall have served as an elected officer of Texas Garden Clubs, Inc., and of National Garden Clubs, Inc. She shall have served with great distinction in both organizations.

SECTION 2.

The title of Honorary President may be conferred for life.

SECTION 3.

The Honorary President shall be nominated by the Executive Committee and may be elected at any semi-annual convention.

SECTION 4.

The office of Honorary President shall entitle the holder to all the privileges thereof but no responsibilities or obligations of the organization.

ARTICLE VIII - ELECTED OFFICERS, APPOINTED OFFICERS AND DIRECTORS; ELECTION OR RATIFICATION, TERM AND VACANCIES

SECTION 1. OFFICERS AND DIRECTORS

a. The elected officers of Texas Garden Clubs, Inc. shall be a President, seven Vice Presidents, Recording Secretary and Treasurer. The President-Elect shall be designated and elected from the seven Vice Presidents, Recording Secretary and Treasurer according to eligibility qualifications. (See Article IX, Section 1.)

b. Appointed officers shall be: Corresponding Secretary, Historian and Parliamentarian (appointed by the President and ratified by the Executive Committee).

c. Ten (10) District Directors shall be elected by their Districts and ratified by the voting body on the ballot with the elected officers.

SECTION 2. ELECTION, TERM AND VACANCIES

a. Officers shall be **elected** for a two (2) year **term** at the Fall Convention in the even-numbered years. Election of officers shall be by ballot. Following the nominations from the Nominating Committee, nominations from the floor may be made with the following provisions: the consent of the nominee has been received; the nominator attests to the eligibility of the nominee (Article IX, Section 2a): and qualifications of the nominee for the assigned job be outlined. A majority of votes cast shall constitute election.

b. District Directors shall be **elected** in each District at the Spring Convention in even-numbered years as provided in the Bylaws of the District. The incumbent Director shall immediately notify the Chairman of the State Nominating Committee by letter, the name, address and telephone number of the District Director-Elect, in order that the name may be placed on the slate and presented for ratification by the General Assembly. District Directors shall **take office** along with other state officers and shall serve as representatives of their Districts

on the Executive Committee of Texas Garden Clubs, Inc.

c. Officers shall **take office** following their installation after the Spring Convention in odd-numbered years. The retiring President, Finance Chairman and Treasurer shall continue to handle the financial matters of the organization until the end of the fiscal year, May 31.

d. A member's term of office may be terminated by death, resignation, inability or failure to function. Failure to attend two consecutive semi-annual conventions; failure to complete assigned duties in a timely manner or failure to uphold ideals of Texas Garden Clubs, Inc., shall be considered failure to function. Resignation is accepted by the Executive Committee for reasons as outlined.

e. In the event of a **vacancy** occurring during an unexpired term of office, the incumbent Nominating Committee shall nominate a replacement to be elected at the next General Meeting. The nominee shall be, if possible, from the same District as person vacating. (See Standing Rules I, Officers 3, b.) In the event the President-Elect assumes the office of President, the remaining officers shall retain the duties and responsibilities of the office assigned at the time of election. The incumbent Nominating Committee shall nominate for election, a new President-Elect, subject to eligibility requirements (Article IX Section 1), retaining duties and responsibilities already assigned.

f. A **vacancy** in the office of **District Director** shall be filled as provided in the Bylaws of the involved District and Article IX, Section 4. The election shall be ratified by Voting Body at the next convention of Texas Garden Clubs, Inc.

SECTION 3. EMERGENCY ELECTIONS

a. In the event of a national emergency, elections by mail may be held. A majority of the ballots returned to the appointed Chairman of Tellers prior to the deadline established in the ballot shall determine the results. Ballots shall be mailed to all members of the Board of Directors, and to all Presidents of garden clubs of Texas.

b. In the event of a vacancy of one of the offices, an election by mail may be held. The Nominating Committee shall nominate a replacement. Ballots shall be mailed to all members of the Board of Directors. A majority of the ballots returned to the Recording Secretary, received by the deadline established in the ballot, shall determine the results.

ARTICLE IX - ELIGIBILITY

SECTION 1. PRESIDENT

To be eligible to hold the office of President of Texas Garden Club, Inc., a member shall have:

a. Served a minimum of four (4) years on the Executive Committee and preferably in at least two of the areas of Finance, *The Lone Star Gardener*, Awards or Organization Study.

b. Attended three of the last four semi-annual conventions at the time of nomination.

c. Attended at least one of the preceding three annual conventions of National Garden Clubs, Inc.

d. A President having served one full term, shall not be eligible for re-election to this office.

SECTION 2. OTHER NOMINEES

a. To be eligible for elective office, a member shall have served a minimum of two (2) years or currently be serving on the Board of Directors of Texas Garden Clubs, Inc., at the time of nomination, and shall have attended a minimum of three (3) of the last four (4) semi-annual State Conventions.

b. A nominee for Treasurer shall be experienced in business bookkeeping and investments.

c. A nominee for Recording Secretary shall have experience in typing, be knowledgeable in letter composition, and if possible, experienced in shorthand.

SECTION 3. ELECTED OFFICERS OTHER THAN PRESIDENT

Above officers serve as one of the seven Vice Presidents, Recording Secretary or Treasurer. They are eligible for re-election and may be assigned to the same Chairmanship, Recording Secretary or Treasurer for no more than two full terms.

SECTION 4. DISTRICT DIRECTORS

To be eligible for ratification, a District Director shall have served as an officer or chairman in her District, and have attended a minimum of one (1) State convention in the last year as a full time participating registrant, at the time of election in the District. No Director shall serve as a representative from her District for more than two full terms.

ARTICLE X - DUTIES OF ELECTED AND APPOINTED OFFICERS

SECTION 1. PRESIDENT

a. The President shall be the Chief Executive Officer of Texas Garden Clubs, Inc. She shall preside at all meetings of Texas Garden Clubs, Inc., the Board of Directors, and the Executive Committee. She shall appoint the Corresponding Secretary, the Historian, and Parliamentarian, subject to ratification by Executive Committee. Other than the committee chairmanships assigned to the Vice Presidents by the Nominating Committee, the President shall appoint the chairmen of all committees, except the Nominating Committee. She shall plan the programs for the semi-annual conventions together with the local chairman of each convention, and shall be assisted by the State Conventions Chairman.

b. The President and the Trustees shall be responsible for the administration of the Headquarters of Texas Garden Clubs, Inc. They shall employ such personnel as are necessary for the transaction of business at Headquarters. With the approval of the Executive Committee, the President shall appoint legal counsel and auditor. Such personnel shall be reviewed by each administration.

c. The President shall appoint ten (10) delegates and ten (10) alternates to attend the annual National Council Conventions as voting members representing Texas Garden Clubs, Inc.

SECTION 2. VICE PRESIDENTS

The duties of all Vice Presidents shall be assigned at the discretion of the Nominating Committee.

SECTION 3. PRESIDENT - ELECT

a. The President-Elect shall be designated by the Nominating Committee and duly elected, and the following term shall automatically succeed to the Presidency.

b. President-Elect shall serve as an officer in a designated area as prescribed by the Nominating Committee, and as a member of the Finance Committee.

c. In the absence of the President, the President-Elect shall perform the duties of that office. Upon the death, resignation or removal of the President from office, the President-Elect shall become President and hold office until the next election.

d. Following election of officers at the Fall Convention in even-numbered years, the President-Elect shall assume the title and begin the preliminary work necessary for the next administration.

SECTION 4. VICE PRESIDENTS

Each Vice President shall be Chairman of a designated area of the work of Texas Garden Clubs, Inc. These shall be: Awards (State), Finance *The Lone Star Gardener*, Membership, Organization Study, Scholarship, and Youth Activities. The Vice Presidents shall chair committees of three (3) or more members except as may be provided elsewhere in these Bylaws. No Vice President shall serve for more than two (2) full terms in the same chairmanship. (See Article IX Section 3)

SECTION 5. RECORDING SECRETARY

The Recording Secretary shall keep in permanent form the minutes of the Meetings of the Executive Committee, the Board of Directors, the semi-annual conventions and all called meetings. She shall prepare these minutes for distribution to the President, President-Elect, Organization Study Chairman, the Historian, the Chairman of Trustees and the Parliamentarian.

SECTION 6. TREASURER

a. The Treasurer shall pay all bills presented by the Headquarters Personnel and initialed by the President. The Treasurer shall pay routine bills (utilities and operational contracts) presented by Headquarters Personnel. The Treasurer shall pay invoices submitted by chairmen of committees with budgeted allowances, provided such bills do not exceed the budgeted amounts. She shall have authority to sign all checks for withdrawal of funds from the General Fund checking account.

b. The Treasurer shall compile a monthly financial report to be presented to the President, Finance Chairman, Chairman of Trustees and the Auditor.

c. The Treasurer shall deliver procedures books and records to the new Treasurer on June 1st in the odd-numbered years, and the completed fiscal year records to the Auditor not later than June 30th each year.

SECTION 7. APPOINTED OFFICERS

a. Corresponding Secretary: The Corresponding Secretary shall conduct all correspondence designated by the President, the Executive Committee and/or the Board of Directors.

b. Historian: The Historian shall compile and record the achievements of each administration: in a one-page Short Summary in the list format required by NGC, Inc. She shall submit a copy to the President for approval by February 15th in the **even numbered years**. One copy shall be sent to Fort Worth Headquarters for permanent file, and one copy shall be left in a work kit made for the incoming Historian. She shall send a copy to the South Central Region Historian one month prior to the SCR convention and to the NGC, Inc. Historian by the date directed. At the close of an administration, the same procedure and deadlines are followed with the Short Summary included in an up to 12-page narrative, also as directed by NGC, Inc. highlighting conventions, major events, achievements, etc. in details to interest future readers and historians.

d. Parliamentarian: The Parliamentarian shall, upon request, give opinions on parliamentary procedure and interpretation of the Bylaws of Texas Garden Clubs, Inc. She shall, upon request, assist member clubs in formulating or amending their Bylaws. She shall incorporate authorized changes into bylaws of the organization. At the end of each administration in the odd numbered years, she shall provide a true, completely accurate copy for the President, the Recording Secretary, Organization Study Chairman, and a copy for official use by Headquarters Personnel.

SECTION 8. DISTRICT DIRECTORS

District Directors shall perform the duties set forth in Article XIX Section 7, and such other duties as may be assigned by the President. (See Art. XI Sec. 1.c, Art. XIV, Sec. 4)

SECTION 9. ADDITIONAL DUTIES

The President or the Executive Committee may assign to any officer additional duties as may be deemed necessary to the proper execution of the business of Texas Garden Clubs, Inc.

SECTION 10. OFFICER REPORTS

All officers, except District Directors, shall report at each semi-annual Convention. District Directors shall report at each Spring Convention. Copies of written reports shall be submitted to the President, Recording Secretary, Parliamentarian, Historian and Vice President – *The Lone Star Gardener*. See Art. VI Sec. 4, 5).

SECTION 11. RECORDS TRANSFER

Each elected and appointed Officer, at the expiration of her term of office, shall deliver to her successor on or before May 31, such books and records as belong to her office.

ARTICLE XI - NOMINATING COMMITTEE

SECTION 1

a. A Nominating Committee shall consist of eleven (11) members: The Chairman and one (1) member from each of the ten (10) Districts of Texas Garden Clubs, Inc. The elected member or alternate from all ten (10) Districts shall be present when votes are cast for nominees for State Officers.

b. Eligibility

(1) Chairman of the Nominating Committee shall be a member of the Executive Committee and shall have attended two (2) of the last three (3) State Conventions. A **member** of the Nominating Committee shall have served a minimum of two years on the Board of Directors at State and District levels, and shall have attended two (2) of the last four (4) State Conventions.

c. Selection and Term

(1) The Chairman shall be the immediate past president of Texas Garden Clubs, Inc. If unable to serve, a Chairman shall be elected by and from the Executive Committee at the **Spring Convention in odd-number years,** or when the vacancy occurs.

(2) One member and one alternate shall be elected by the voting body of each of the ten Districts at their **Spring Meeting in odd-number years.**

(3) The incumbent District Director shall immediately notify the Incoming Chairman of the State Nominating Committee and the President-Elect, by letter, the name, address and telephone number of the member and alternate.

(4) The Nominee for State Office from each District must have the endorsement of the voting body of each District at the **Spring Convention in even-numbered years.**

(5) Nominating Committee member and alternate shall become members of the Board of Directors upon election.

(6) The **term** of the Nominating Committee begins after the Spring Convention in odd-numbered years and continues through the Spring Convention in the next following odd-numbered year. No member of the Nominating Committee shall serve two consecutive terms.

SECTION 2. DUTIES

a. The Nominating Committee shall nominate a candidate for each elective office of Texas Garden Clubs, Inc. and before reporting, shall have secured the willingness of each nominee to serve if elected.

b. The Nominating Committee shall have the responsibility of assigning specific chairmanships to each prescribed Vice President commensurate with her ability to serve in the particular area of work to which she is assigned.

c. The Chairman of the Nominating Committee shall send a report of the names of the proposed slate, including the nominees for District Directors and District Trustees as appropriate, to the President, to be published in *The Lone Star Gardener*, no less than sixty (60) days prior to the Fall Convention in the even-numbered years.

SECTION 3. EXTENDED RESPONSIBILITY

The Nominating Committee elected at the beginning of an administration shall have the responsibility of:

a. Meeting in the Fall of **odd-numbered years** to acquaint members and alternates with procedures and duties.

b. Meeting in the Spring of **even-numbered year** to nominate a slate of officers for the next administration.

c. Making nominations for any vacancy occurring among the elected officers (Art. VIII Sec 2 d. and e.)

ARTICLE XII - BOARD OF DIRECTORS

SECTION 1. COMPOSITION

The Board of Directors shall consist of the elected and appointed Officers, District Directors, former Presidents, Trustees, the Chairmen of all Committees and the members and alternates of Nominating Committee.

SECTION 2. POWERS

The Board of Directors shall be empowered to transact the business of Texas Garden Clubs, Inc., shall be responsible for its operation, and take action on matters presented to it by the Executive Committee.

SECTION 3. MEETINGS

a. The Board of Directors shall meet at least twice a year, at the Spring Convention and Fall Meeting and Fall Convention of Texas Garden Clubs, Inc.

b. Fifty (50) members shall constitute a **quorum** of the Board of Directors.

SECTION 4. ATTENDANCE

Member attendance at a minimum of three (3) of the semi-annual Conventions during a term of office shall be expected - unless absence is excused by the President.

SECTION 5. CALLED MEETINGS

Special meetings may be called by the President upon written request of fifteen (15) members of the Board of Directors.

SECTION 6. EMERGENCIES

a. In the event of a National or State emergency, meetings may be postponed or canceled upon approval of the President and nine (9) members of the Executive Committee.

b. In the event of such an emergency, a vote by mail upon any question within the jurisdiction of the Board of Directors may be requested upon recommendation of the Executive Committee.

ARTICLE XIII - EXECUTIVE COMMITTEE

SECTION 1. COMPOSITION

The Executive Committee shall consist of the elected officers, the District Directors, Chairman of the Trustees, Chairman of the Nominating Committee, Appointed Officers (Corresponding Secretary, Historian and Parliamentarian) and all active Former Presidents.

SECTION 2. POWERS AND DUTIES

The Executive Committee shall have, possess and exercise, duties and responsibilities of the Board of Directors between conventions, subject to ratification by the Board of Directors.

SECTION 3. MEETINGS

The Executive Committee shall meet at least two (2) times per year:

a. Immediately preceding the Fall Convention.
b. Immediately preceding the Spring Convention.
c. Additional meetings, if deemed necessary, shall be called by the President or upon request of four (4) members.
d. Nine (9) members shall constitute a quorum of the Executive Committee.

ARTICLE XIV - TRUSTEES
(Headquarters Committee)

SECTION 1. COMPOSITION

The Trustees shall be composed of ten (10) members elected by their Districts and ratified by the Voting Body; with the President of Texas Garden Clubs, Inc. serving as ex-officio member. The Trustees shall be members of the Board of Directors of Texas Garden Clubs, Inc. The Immediate Former President, unless elected as a Trustee, shall become an advisory member for one (1) two year term; this member may attend meetings, speak, and shall have all privileges except make motions and vote. The term of the Immediate Former President shall in no way exclude this member from election to a regular term from the appropriate district.

SECTION 2. TERM OF OFFICE AND VACANCY

a. Term of office of a Trustee shall be four (4) consecutive administrative years. After a lapse of a minimum of two (2) years, the member is eligible for election to another four (4) year term. A Trustee may not hold another state elective office concurrently.

b. In case of a vacancy, the unexpired term should be filled by the vacating district. A Trustee serving more than one-half of an unexpired term shall be considered to have served a full term and is not eligible for a successive term.
i. In the extreme event that a District level Trustee cannot be provided, a special privilege term extension may be considered, or the President may appoint a new Trustee. Such special privilege or new appointment to be granted if deemed appropriate after review by President, Trustees' Chairman, Director of District in question and the nominee. Review shall include conformance to eligibility requirements stated in PROCEDURE MANUAL FOR TRUSTEES – OPERATION AND ADMISTRATION OF HEADQUARTERS, ARTICLE XIV – TRUSTEES, Headquarters Committee, SECTION 4 A. ELIGIBLITY.
The special privilege measure may not be granted sequentially.[3]

SECTION 3. POWERS AND DUTIES

a. The Trustees shall direct and control the operations of Headquarters in Fort Worth, Texas, and employ and direct the personnel there, in consultation with the President and subject to ratification of Board of Directors.

b. The Trustees shall administer the Endowment Funds assigned to their control in accordance with terms set forth in each. (See ARTICLE XVII, Section 3a (1), (2), (3), and (5). The Trustees shall make recommendations on the investment and reinvestment of these funds subject to approval by Voting Body.

SECTION 4. ELIGIBILITY

a. To be eligible for election, a Trustee must be a member of a club in good standing, have served on the Board of Directors for a minimum of four (4) years, and have attended two (2) of the last three (3) conventions of Texas Garden Clubs, Inc. as a full-time registrant.

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3 amended South Padre Island 4/07

b. To be eligible for election as Chairman of Trustees, the Trustee must have served two (2) years of current four (4) year term. The Chairman shall be elected by the Trustees. The Chairman shall be a voting member of the Executive Committee of Texas Garden Clubs, Inc. and act as the Reporting Trustee, presenting a semi-annual report to the Voting Body.

SECTION 5. NOMINATIONS AND ELECTION

a. Trustees shall be nominated by the District Nominating Committee in appropriate rotation order at the same time other District Officers are nominated. They shall be elected at their regular meeting following nomination in even-numbered years.

b. The District Director shall send the name to the Chairman of the State Nominating Committee at least three months prior to the Fall State Convention with a statement verifying eligibility (see Section 4a) to be placed on the election ballot for ratification.

SECTION 6. MEETINGS

a. The Trustees shall meet annually at Headquarters in Fort Worth and at each semi-annual meeting of Texas Garden Clubs, Inc. Special meetings may be called by the Chairman or upon request of six (6) members.

b. The time of the annual meeting shall be set by the Trustees but it may not conflict with meetings of Texas Garden Clubs, Inc., District, South Central Region, or National Garden Clubs, Inc. meetings which conflict for a member.

c. The importance of the duties of the Trustees dictates that all members are expected to attend all meetings of the Committee. Should a Trustee be unable to attend two (2) consecutive regular meetings, the appropriate District shall be requested to provide a Trustee who is able to attend. Trustees are required to attend all sessions of an entire convention of Texas Garden Clubs, Inc.

SECTION 7. VOTING AND RECORDS

a. Six (6) members shall constitute a quorum. For a recommendation from the Committee, an affirmative vote of the majority shall be necessary in every case. In the event of an emergency, a vote by mail or telephone may be taken.

b. The Trustees shall keep minutes of their proceedings in permanent form available for inspection. A report of the Trustees, given by the Chairman shall be given at every semi-annual convention of Texas Garden Clubs, Inc. The minutes and copy of Chairman's semi-annual report shall be kept in binders by administration, and in due course stored at Headquarters.

ARTICLE XV - ADVISORY COMMITTEE

SECTION 1. FORMER PRESIDENTS

a. The Advisory Committee shall consist of former Presidents of Texas Garden Clubs, Inc.

b. When consulted, this Committee shall consider questions affecting Texas Garden Clubs, Inc., and make recommendations to the President.

c. Meetings may be called as deemed necessary by the President.

ARTICLE XVI
COMMITTEES AND THEIR DUTIES

SECTION 1. VICE PRESIDENTS' COMMITTEES

a. Any recommendation relative to change in procedure of any/all committee(s) shall be submitted to the Executive Committee for approval before such change can become effective.

b. Each Committee shall consist of three (3) or more members appointed by the Vice-President who is chairman of the committee, plus any additional members as ordered elsewhere in the Bylaws. The committee members appointed by the Vice-Presidents of Texas Garden Clubs, Inc., shall be approved by the President, ratified by the Executive Committee, and approved by the Board of Directors.

c. Awards (State): The Chairman of Awards (State) shall be a Vice President of Texas Garden Clubs, Inc. She shall be responsible for maintaining accurate records and preparing certificates which are presented at each Spring Convention. The presentation of Awards shall be her report. She shall have ready for publication a list of awards for the President, District Directors, State Publicity Chairman, and Former Presidents. All new awards given by Texas Garden Clubs, Inc. shall have prior approval by the Executive Committee.

d. Finance

(1) The Chairman of the Finance Committee shall be a Vice President of Texas Garden Clubs, Inc. She shall have the authority to perform the duties of the Treasurer, including the authority to sign checks for the withdrawal of funds, in event the Treasurer for any reason is unable to serve.

(2) The Finance Chairman shall compile up-to-date financial reports for distribution to each member of the Board of Directors at each convention, and an Annual Financial Report as of the end of the fiscal year (May 31) shall be prepared for distribution at the Fall Convention. A duplicated copy of both reports shall be provided for each member of the General Assembly in attendance at each convention. Other financial reports as may be required by the President, Executive Committee and the Chairman of Trustees shall be prepared upon request.

(3) The Finance Chairman shall be responsible for the audit of the accounting records of the organization by the independent Certified Public Accountant appointed by the President at the beginning of each administration.

(4) It shall be the responsibility of the Chairman of the Finance Committee to compile and present the budget to the General Assembly for approval at the Spring Convention.

(5) The Finance Chairman shall act as Financial Advisor to *The Lone Star Gardener* Chairman, and supply data on expense of the magazine when requested.

(6) The Finance Chairman shall notify the Scholarship Chairman on or before the Fall Convention each year as to estimated amount of interest available for distribution to scholarship winners.

e. *The Lone Star Gardener* - Managing Editor

The Managing Editor of *The Lone Star Gardener* shall be a Vice President of Texas Garden Clubs, Inc. She shall have the authority to appoint her staff. She shall supervise the assembling and editing of a minimum of three (3)[4] issues of *The Lone Star Gardener* per year.

f. Membership

(1) The Chairman of Membership shall be a Vice President of Texas Garden Clubs, Inc. She shall promote public relations between individual clubs and the State organization, initiate programs for enlarging rolls of existing clubs, encourage and process new clubs. She shall facilitate transfers of members between Texas Districts and cities, and welcome new members from out of state. She shall assist local Texas members who transfer to other states by writing letters of introduction to the President or Membership Chairman of Garden Clubs in the new state.

(2) She shall receive and process applications for membership from garden - related groups and organizations desiring affiliate member status.

g. Organization Study

The Chairman of the Organization Study Committee shall be a Vice President of Texas Garden Clubs, Inc. She shall be responsible for updating and presenting necessary changes in the Bylaws. The State Parliamentarian and the State Policy Chairman shall be members of this committee.

h. Scholarship

(1) The Chairman of the Scholarship Committee shall be a Vice President of Texas Garden Clubs, Inc. She shall be responsible for promoting the Scholarship Program throughout the State. She shall receive and process all Scholarship Applications and have them evaluated by qualified judges.

(2) She shall submit a report to the Executive Committee at each Fall Meeting for approval and provide copies to the appropriate chairmen.

(3) The Scholarship Chairman shall notify the recipients and the sponsoring organizations. She may invite and introduce the winners as guests of Texas Garden Clubs, Inc. for the Youth Luncheon during the Spring Convention each year.

i. Youth Activities

(1) The Chairman of the Youth Activities Committee shall be a Vice President of Texas Garden Clubs, Inc. and shall coordinate the youth programs for Junior, Intermediate and High School Gardeners and the Youth Communication Projects of Speech, Essay and Poster Contests. The Chairmen of these five (5) committees shall be members of the Youth Activities Committee.

(2) Meetings of the Youth Activities Committee shall be scheduled so they will not conflict with meetings of Texas Garden Clubs, Inc.

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4 amended Midland 4/09

SECTION 2. STANDING AND SPECIAL COMMITTEES

a. All Chairmen of the Standing and Special Committees (see Biannual Roster in 3rd Quarterly issue of *The Lone Star Gardener* in odd-numbered years) other than those assigned to Vice Presidents by the Nominating Committee, shall be appointed by the President and ratified by the Executive Committee.

b. Standing Committees shall be appointed to correspond with the Chairmen of National Garden Clubs, Inc.

c. Any other committees deemed necessary shall be appointed by the President.

d. All Committee Chairmen shall make annual reports to the Board of Directors in writing, and shall furnish copies of same to the President, Recording Secretary, Parliamentarian, Historian and Vice President – *The Lone Star Gardener*; and to their successors after the Spring Convention in the odd-numbered years.

e. Chairmen shall attend a minimum of three (3) semi-annual conventions during their two-year term of office.

ARTICLE XVII - FUNDS

SECTION 1. DEPOSITORIES

a. The official Depositories for all Texas Garden Clubs, Inc. funds shall be in fully insured banks; who are members of F. D. I. C.; U.S. Treasury Securities; and AAA Corporate Bond Funds; designated by the Finance Chairman and subject to approval in sequence by the Executive Committee, the Board of Directors, and the Convention Voting Body.

b. Operating funds for schools or other projects sponsored by Texas Garden Clubs, Inc. may be deposited in other fully insured financial institutions (F. D. I. C.) when approved by the Executive Committee and ratified by the Board of Directors.

c. The President, Finance Chairman, Treasurer and Headquarters personnel responsible for funds shall be bonded at Texas Garden Clubs, Inc. expense. The amount of the Bond(s) shall be set, from time to time, by the Board of Directors. Said Bond(s) shall be approved by the Executive Committee.

SECTION 2. GENERAL FUND

a. Membership dues, one-half of all Life Membership fees and other general income received by Texas Garden Clubs, Inc. shall be deposited in the General Fund Checking Account and shall be expended for budgeted and operating expenses of the organization by direction of the President, Finance Chairman and Treasurer.

b. Other funds are separately maintained as advances from General Fund for Specified Projects of Texas Garden Clubs, Inc. and are subject to annual audit. (1) Flower Show School Fund (2) Landscape Design Schools Fund (3) Garden Study School Fund (4) Environmental School Fund (5) Petty Cash Fund (6) Library Fund, and (7) Headquarters[5]. Other schools or projects when authorized by the Executive Committee. See Standing Rules for amounts and administration of these funds.

5 amended Midland 4/09

SECTION 3. RESTRICTED FUNDS

Endowed Funds provide Texas Garden Clubs, Inc. with a permanent source of income through gratuitous gifts/contributions from its membership and other supporters of the organization. The gratuitous gifts/contributions are considered Permanent Portions of each Endowed Fund and are therefore not spendable. The interest generated by each fund is considered available/spendable funds for the specific purpose for which the Endowed Fund was established. With exception of the Madge Horn Endowment Fund and the Magnolia Neighbors Greene Bequest, all Endowed Funds are open for further designated donations. Investment and reinvestment of these funds are made upon recommendation of the Trustees, and approved by Executive Committee, Board of Directors and Voting Body. Expenditure of interest is approved in same sequence except for Fuchs Fund.

a. Endowment Funds

(1) Texas Garden Clubs, Inc. Endowment Funds: represents one-half (1/2) of all Life Membership fees, designated donations, and accumulated interest pending distribution for maintenance and specified expense of Headquarters.

(2) Madge Horn Endowment Fund: A fund closed at $38,000 representing contributions from Madge Horn and the Madge Horn Estate; and the project of District VIII, together with gifts, to build fund to its current principal. Accumulated interest is held pending distribution for maintenance and specified operational expense of Headquarters.

(3) Magnolia Neighbors Greene Bequest of $5,000. A closed fund administered according to her will. Accumulated interest is specified for Headquarters maintenance and a $50.00 Conservation Award annually in her honor. If award is not given, the $50.00 remains in the interest account.

(4) Edna Z. Fuchs Endowment Fund: represents contributions by Edna Z. Fuchs plus other gifts which may be made in her honor for needs at Headquarters; and accumulated interest until used as specified by Executive Committee.

(5) Renee Dhossche Blaschke Endowment Fund; represents contributions by the Blaschke family in her honor specified for maintenance of landscaping at Headquarters; and accumulated interest until used as specified.

b. Scholarship Fund

(1) Donations and bequests designated for scholarships shall be maintained in this fund, established to further the education of worthy students in the fields of Floriculture, Horticulture, Forestry, Landscape Design, Urban Development, Land and Water Management, Park Management, and allied subjects.

(2) Only the interest of this fund shall be used for awarding scholarships each year, the available amount of which shall be determined by the Finance Chairman and furnished to the Scholarship Committee.

(3) The Scholarship Committee may allocate awards honoring Nellie Day Trigg, Bess Buchanan, Florence H. Thomas, Mary Badham Kittel, Hazel Raska, Ethel W. Spears, Bea Dooley and subsequent donors approved by the Executive Committee. (See page 16– Policy Statement, TGC, Inc. XIII. Scholarships. 3) The Chairman shall present the names and amounts awarded each recipient to the Executive Committee for approval, at the Fall Convention each year.

c. Award Funds

The following funds shall be administered by the Executive Committee as recommended by the Awards Committee each year:

(1) Awards Account

a. A depository for Adult and Youth Award donations and Grant Funds. Annual interest from this fund, as well as the donations and grants, shall be used as award/s in the Youth and/or Adult Awards Program. [See exception (1)(b)].

b. A permanent portion of the Awards Account shall be the Irene Blanke Junior Award Fund ($1,000) named for the donor. The interest from this fund shall be used to perpetuate the Irene Blanke Junior Yearbook Awards. Any unused annual interest from the Irene Blanke Junior Fund may be used in the Youth Awards program.

ARTICLE XVIII - QUORUMS

SECTION 1. CONVENTIONS

One-fifth (1/5) of those registered and qualified to vote shall constitute a quorum for the semi-annual conventions of Texas Garden Clubs, Inc.

SECTION 2. BOARD OF DIRECTORS

Fifty (50) members shall constitute a quorum of the Board of Directors of Texas Garden Clubs, Inc.

SECTION 3. EXECUTIVE COMMITTEE

Nine (9) members shall constitute a quorum of the Executive Committee of Texas Garden Clubs, Inc.

SECTION 4. TRUSTEES

Six (6) members shall constitute a quorum of the Trustees of Texas Garden Clubs, Inc.

ARTICLE XIX - DISTRICTS

SECTION 1. DIVISIONS OF TEXAS

The State of Texas shall, for convenience, be divided into ten (10) arbitrarily numbered Districts based on scientifically secured data from Texas A&M University on soil and climatic similarities, problems, and plant material. Within these large major units, subdivisions may be made when desired for greater efficiency, scope and concentrated endeavor, provided all clubs are in good standing with Texas Garden Clubs, Inc. (See Sec. 5 of this Article)

a. Boundaries of a District shall remain flexible for the convenience of garden clubs. Convenience shall refer to travel time, accessibility, ease of participation and distance involved.

b. Clubs shall be allowed to function within the District of their choice. In order to move from one geographical District to another, the consent of both Directors involved is required in writing for the action to be ratified by the Executive Committee.

c. The original geographical division as set forth by Texas A&M University was used for a working outline and shall be maintained as far as feasible. These geographical Districts shall be changed only when an application by the involved District is submitted to the Executive Committee for approval.

d. A District that maintains at least one (1) Federated club or project within a county shall not lose its territorial jurisdiction over that county. If no Federated club exists within a county, the county shall remain in the geographical District prescribed by Texas A&M University in its divisions for the Districts.

e. For travel convenience a border club may transfer from one District to another, provided permission is secured from both Directors of the affected Districts. The change shall be reported to the Headquarters Personnel and the President of Texas Garden Clubs, Inc.

SECTION 2. DISTRICTS AND BOUNDARIES

These Districts shall be known as:

#1 PANHANDLE: Composed mainly of sandy soil in the western half and "Amarillo", "Miles", and "Vernon" Series in the eastern half; also called "High Plains" area; extending (east) to Hardeman, Foard and Knox counties of District II; bounded (south-east) by Haskell, Jones, Fisher, Mitchell, Sterling, Reagan, Crockett, and Terrell counties of District VIII; and on south and west by Jeff Davis, Culberson counties of District IX.

DISTRICT I - 60 Counties: Andrews, Armstrong, Bailey, Borden, Briscoe, Carson, Castro, Childress, Cochran, Collingsworth, Cottle, Crane, Crosby, Dallam, Dawson, Deaf Smith, Dickens, Donley, Ector, Floyd, Gaines, Garza, Glasscock, Gray, Hale, Hall, Hansford, Hartley, Hemphill, Hockley, Howard, Hutchinson, Kent, King, Lamb Lipscomb, Loving, Lubbock, Lynn, Martin, Midland, Moore, Motley, Ochiltree, Oldham, Palmer, Pecos, Potter, Randall, Reeves, Roberts, Sherman, Stonewall, Swisher, Terry, Upton, Ward, Wheeler, Winkley, Yoakum.

#2 BLACKLANDS: Composed mainly of black, limestone, or heavy soil; bounded by Childress, Cottle and King counties of District I; Throckmorton, Shackelford, Stephens and Eastland

counties of District VIII; Comanche, Hamilton, Coryell, McLennan and Limestone counties of District V; and bounded on the east by Grayson, Collin, Dallas, Ellis and Navarro counties of District X.

DISTRICT II - 23 Counties: Archer, Baylor, Bosque, Clay, Cooke, Denton, Erath, Ford, Hardeman, Hill, Hood, Jack, Johnson, Knox, Montague, Palo Pinto, Parker, Somervell, Tarrant, Wichita, Wilberger, Wise, Young.

#3 EAST TEXAS: Composed mainly of sandy-acid soil, timber country; bounded on the west by Grayson, Collin, Hunt, Rockwall, Kaufman and Navarro counties of District X; Limestone, Robertson and Brazos counties of District V; Orange, Hardin, Liberty, Montgomery, and Washington counties of District IV.

DISTRICT III - 41 Counties: Anderson, Angelina, Bowie, Camp, Cass, Cherokee, Delta, Fannin, Franklin, Freestone, Gregg, Grimes, Harrison, Henderson, Hopkins, Houston, Jasper, Lamar, Leon, Madison, Marion, Morris, Nacogdoches, Newton, Panola, Polk, Rains, Red River, Rusk, Sabine, San Augustine, San Jacinto, Shelby, Smith, Titus, Trinity, Tyler, Walker, Wood, Upshur, Van Zandt.

#4 COASTAL PRAIRIE: Composed of sandy alluvial soil generally extending to Guadalupe, Wilson, Karnes, Goliad and Refugio counties of District VII; bounded on the north by Newton, Tyler, Polk, San Jacinto and Grimes counties of District III; Brazos, Burleson, Lee, Bastrop, and Caldwell counties of District V.

DISTRICT IV - 23 Counties: Austin, Brazoria, Calhoun, Chambers, Colorado, Dewitt, Fayette, Fort Bend, Galveston, Gonzales, Hardin, Harris, Jackson, Jefferson, Lavaca, Liberty, Matagorda, Montgomery, Orange, Victoria, Waller, Washington, Wharton.

#5 CENTRAL: Composed of black prairie soil and embracing the rich central basin; bounded on the north by Navarro County of District X, by Hill, Bosque and Erath counties of District II; bounded on the east by Freestone, Leon and Madison counties of District III; on the south by Washington, Fayette and Gonzales counties of District IV; Wilson, Guadalupe, Comal, Bexar, Bandera and Kerr counties of District VII, while the western line extends to Runnells, Concho, Eastland, Coleman, Menard and Kimble Counties of District VIII.

DISTRICT V - 28 Counties: Bastrop, Bell, Blance, Brazos, Brown, Burleson, Burnet, Caldwell, Comanche, Coryell, Falls, Gillespie, Hamilton, Hays, Kendall, Lampasas, Lee, Limestone, Llano, McCulloch, McLennan, Mason, Milam, Mills, Robertson, San Saba, Travis and Williamson

#6 LOWER VALLEY: Composed of largely fertile, heavy-textured soil of alluvial origin with semi-tropic, semi-desert climatic conditions; bordered on the north by District VII.

DISTRICT VI - 4 Counties: Cameron, Hidalgo, Starr, Willacy.

#7 SOUTH TEXAS: Composed of striking contrasts of great ranches and large cities, hill country, brush lands, coastal plains, reaching from Mexico to the Gulf Coast; bounded on the east by District IV; on the north by District V; and Kimble, Real, Sutton and Kinney counties of District VIII.

DISTRICT VII - 32 Counties, plus the City of Nixon in Gonzales County; Arkansas, Atacosa, Bandera, Bee, Bexar, Brooks, Comal, Dimmit, Duval, Edwards, Frio, Goliad, Guadalupe, Jim Hogg, Jim Wells, Karnes, Kennedy, Kerr, Kleberg, LaSalle, Live Oak, McMullen, Maverick, Medina, Nueces, Real, Refugio, San Patricio, Uvalde, Webb, Wilson, Zapata and Zavala.

#8 PLATEAU: Composed of prairie, black and semi-dark soil and considerable rough, stony land; extends westward to Brewster and Jeff Davis counties of District IX; bounded on the north by District I; on the east by District II and V, and on the south by District VII.

DISTRICT VIII - 29 Counties: Callahan, Coke, Coleman, Concho, Crockett, Eastland, Fisher, Haskell, Irion, Jones, Kimble, Kinney, Menard, Mitchell, Nolan, Reagan, Runnels, Schleicher, Scurry, Shackelford, Stephens, Sterling, Sutton, Taylor, Terrell, Tom Green, Throckmorton and Val Verde.

#9 MOUNTAIN PLAINS: Composed of an area of mountains interspersed with alluvial plains of adobe, sand and caliche soils, with an arid to semi-arid climate. It is bounded on the south by the Rio Grande River and Mexico, on the east by District I and VIII, and on the north and west by the State of New Mexico.

DISTRICT IX - 6 Counties: Brewster, Culberson, El Paso, Hudspeth, Jeff Davis and Presidio.

#10 BLACKLANDS: Composed mainly of black, limestone or heavy soil; bounded on the north by the State of Oklahoma; on the east by Fannin, Hopkins, Rains, Van Zandt, Henderson and Freestone counties of District III; on the south by Limestone cCunty of District V; on the west by Hill, Johnson, Tarrant, Denton and Cooke counties of District II.

DISTRICT X - 8 Counties: Collin, Dallas, Ellis, Grayson, Hunt, Kaufman, Navarro and Rockwall.

SECTION 3. OBJECTIVES

a. All Districts shall first adopt the projects and objectives of Texas Garden Clubs, Inc., before adoption of District projects, if the latter are not related in some degree to the general projects and objectives of the State organization.

b. All Districts shall in their bylaws recognize and set out therein their subordination to the parent organization - Texas Garden Clubs, Inc. Standing Committees of the Districts shall coincide with those of State in so far as practical.

SECTION 4. MEMBERSHIP

Member clubs of Texas Garden Clubs, Inc. shall be in good standing (including membership) in their respective Districts to be eligible to receive State, Regional and/or National Awards.

SECTION 5. DUES AND GOOD STANDING

The Districts shall assess and collect dues from member clubs. "Good Standing" including dues, shall be determined by the appropriate District. Dues per member (or per member club) shall be reported to the President of Texas Garden Clubs, Inc. for record and shall in no case exceed the annual State dues. Additional conditions or requirements

for good standing may be imposed by each District. However, requirements or restrictions in District Bylaws shall in no way conflict with the Bylaws of Texas Garden Clubs, Inc.

SECTION 6. OFFICERS

Each District shall elect a Director as specified in Article IX Section 4 and Article VIII Section 2 b; and in the appropriate year of rotation, a Trustee representative to serve on the Headquarters Committee (Trustees). (See Art. XIV Sec. 4) Other needed officers shall be elected by each District group to serve its area. Term of office for these officers shall run concurrently with that of the District Director.

SECTION 7. DIRECTOR'S DUTIES

a. Each District Director shall aid all garden clubs in the District that are members of the State organization and request her assistance. She shall send notices of District meetings to the President of each District member club; compile into one report all annual reports of individual member clubs and send it to the State President. The compiled report shall be in the hands of the President no later than March 1.

b. District Director shall be a member of the Executive Committee of Texas Garden Clubs, Inc., the Board of Directors, and the State Life Membership Committee as applicable (See Art. XVI Sec 2. f).

c. Each District Director shall appoint a Personnel Chairman in the spring of even-numbered years to report to the President-Elect of Texas Garden Clubs, Inc. qualified members of the District for consideration for appointment as State Chairmen. (See Art. IX, Eligibility).

SECTION 8. MEETINGS

Regular District meetings shall be held following the Fall Convention of Texas Garden Clubs, Inc. and approximately one month preceding the Spring Convention of the State organization.

ARTICLE XX - PARLIAMENTARY AUTHORITY

"ROBERT'S RULES OF ORDER NEWLY REVISED, 1990 EDITION" shall be the parliamentary authority for Texas Garden Clubs, Inc. in all cases not covered in these Bylaws.

ARTICLE XXI - DISSOLUTION

In the event of its dissolution any remaining assets of Texas Garden Clubs, Inc. shall be distributed only to non-profit organizations which are at that time qualified for exemption from Federal Income Tax as an organization described under the Tax Reform Act of 1969 as a non-profit Private Organization, classified specifically under Form #4563 (9); Section 501 (c) (3) Internal Revenue Code of 1954, as amended.

ARTICLE XXII - AMENDMENTS

SECTION 1

These Bylaws may be amended at any regular Convention by a two-thirds (2/3) vote provided that the amendment has been submitted in writing at the previous regular Convention. (pg. 574, Art. IX, Robert's Rules of Order Newly Revised, 1990 Edition)

SECTION 2

These Bylaws may be amended at any regular Convention by a two-thirds (2/3) vote provided the proposed amendment has been sent in writing to each member of the Board of Directors at least thirty (30) days prior to the date of the Convention.

Adopted
April, 2003
Tyler

amended South Padre Island 4/07
amended San Angelo10/08
amended Midland 4/09