

# **Heart of Texas Water Garden & Pond Society By-Laws**

**Approved 2-17-09**

## **Article I - Name and purpose of the society.**

**Section A** - The name of the Society shall be the Heart of Texas Water Garden & Pond Society (HOTWGPS).

**Section B** - The purpose of the HOTWGPS is to promote, create and enlarge the hobby of Water Gardening, to disseminate information about Water Gardening and to engage in educational and social activities related to Water Gardening (Ponding/Pondering).

## **Article II – Membership**

**Section A** – Any person who has an interest in Water Gardening and the care and feeding of water plants, fish and other aquatic life shall be eligible for membership. Upon application and payment of dues as outlined in Article IV, the applicant will become a member of the HOTWGPS in good standing

**Section B** – Any Member shall be considered a “Member in good standing” if they have paid their dues for the current year.

**Section C** - Any member may voluntarily withdraw or may be suspended or expelled by majority vote of the membership for violation of the bylaws, non-payment of dues or for conduct deemed detrimental to the HOTWGPS.

**Section D** - Membership and rights in the property of the HOTWGPS shall cease and terminate upon death, withdrawal, expulsion or other termination of membership in the HOTWGPS.

**Section E** – Memberships are NOT transferable or assignable.

**Section F** – There shall be no maximum limit on the number of Memberships in the HOTWGPS.

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## Article III – Membership Rights

**Section A** – Each Member (Individual/Family) in good standing shall have the right to vote at each regular or special meeting that they attend. Associate members do NOT have voting rights but may attend and participate in all HOTWGPS events.

**Section B** – Each Member (Individual/Family) in good standing shall have the right, in conjunction with four (4) other Members in good standing, to request a special meeting from the President of the Society.

**Section C** - All voting shall be done personally by members in good standing, proxies shall NOT be allowed.

**Section D** – Corporate Memberships shall be available to those businesses that compliment the purposes of the HOTWGPS. Corporate members will not be allowed to vote (see article V: section A: item 3).

## Article IV - Fiscal Year

**Section A** - The fiscal year shall be the calendar year from January 1 through December 31.

## Article V – Dues

**Section A** - The annual dues for members shall be payable on January 1st of each year. EXCEPTION: new members whose initial dues are payable with their application for membership may be prorated according to the time left in the calendar year. Membership becomes delinquent if dues are not paid in full by the last day of February. The three levels of annual membership shall be:

- 1. Regular Membership: Includes full voting rights and open participation in all events.**
  - a. Individual - \$18.00/year**
  - b. Two Member Family/Household - \$24.00/year**
- 2. Associate - \$12.00/year Does not include voting rights but includes open participation in all events.**
- 3. Corporate/Business Membership \$100.00/year—Does NOT include voting rights. Two designated representatives per membership are allowed to participate in all events. Corporate/Business Logo on HOTWGPS home page linked to a sponsor page within our website with a short paragraph about what they sell or the services they provide. A business card size ad may be included in the Newsletter. (NOTE: To obtain voting rights--a Regular Membership is also required--see #1**

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above. For Business to have voting rights(up to 2 individual votes) the cost is \$124/ year)

4. Dues are not refundable in whole or in part.
5. The Treasurer shall notify the Executive Committee at the general March meeting of each year of Members who have not paid their dues. The executive committee shall determine membership status of those individuals. Removal from the Membership Roster terminates Membership along with the corresponding rights and privileges. Reinstatement of Membership requires the payment of the full balance of yearly dues for the current year. Dues paid at a reinstatement of Membership are not prorated.
6. The monies collected from dues shall be used to further the purposes of the Society.
7. Dues may be increased or decreased as needed

### Article VI – Meetings

**Section A** - The annual meeting for the membership for the installation of officers and for receiving annual reports from the Secretary and Treasurer shall be held at the regular meeting in January of each year. Notice of the annual meeting must be submitted to the Membership by e-mail, at least five (5) days prior to said meeting. Notice will also be posted on the HOTWGPS website.

**Section B** - The regular meetings of the Membership shall be held the third Tuesday of each month (except December and during the pond tour & pre-tour) at 6:30 PM. A change in the established date, time and location of these regular meetings may be made by majority vote of the members present at any regular meeting and must be submitted to the membership by e-mail. Notice will also be posted on the HOTWGPS website.

**Section C** – A Quorum is achieved when at least five (5) Members in good standing with voting rights are present. If a quorum is not achieved, NO Official Society business may be conducted.

### Article VII - Officers of the Society

**Section A** - The officers of the Society shall be:

1. President
2. Vice-President
3. Secretary
4. Treasurer

These officers are elected by the membership and shall represent the Executive Committee for the HOTWGPS. These officers shall be elected for two (2) year terms.

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**Section B** - Vacancy in any office shall be filled by presidential appointment with the consensus of the individual appointee and the remaining Executive Committee. The appointee shall serve out the remaining term. If the Presidency is the vacant office, the Vice President will assume the office.

### **Article VIII - Election of Officers**

**Section A** - At the regular monthly meeting in the month of September, the President will appoint a Nominating Committee Chairperson.

**Section B** – The Nominating Committee Chairperson shall secure not less than two (2) additional Members for the committee.

**Section C** - The nominating committee will meet prior to the October meeting and choose a slate of candidates for elected officers to be presented to the Membership at the October meeting.

**Section D** - At the regular Membership meeting in October, the Nominating Committee Chairperson shall present the slate of candidates to the Membership.

**Section E** – The President shall call for nominations from the floor. All candidates must have given prior consent to be nominated.

**Section F** - Upon close of nominations, the President will call for a vote. Only Members in good standing may vote. This vote may be verbal, by hand or by secret ballot.

**Section G** – If two (2) or more candidates are nominated for a particular office, then the vote shall be by secret ballot. Those candidates with the highest number of votes shall be declared elected by the President. In the event of a tie, the President will call for another vote (run-off).

**Section H** - Prior to the January meeting, the President "elect" will appoint committees and chairpersons thereof as required. All elections or appointments are subject to the approval of those elected or appointed. The installation of the officers and announcements of appointments will be held at the annual Membership meeting in January.

### **Article IX - Duties of Officers**

**Section A - The duties of the President shall be:**

1. To preside at all meetings at which he or she is present.
2. To appoint all committees, with or without the assistance of the other officers.
3. To install the newly elected officers at the end of his or her term (or appoint someone to do so).

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4. To call special meetings of the Society, committees, or any other meeting which may be requested as outlined in the bylaws.
5. In case of any question or demeanor, while in office, the President is further governed by Roberts Rules of Order.

### **Section B - The duties of the Vice-President shall be:**

1. To assume all duties of the President during his or her absence or upon request by the president, plus other duties as assigned.

### **Section C - The duties of the Secretary shall be:**

1. Keep all records of the meetings.
2. To send out all notices of regular or special meetings as deemed necessary by the President. Meeting notices on the HOTWGPS website are deemed to comply with the bylaws.
3. To see that each member in good standing receives a copy of the bylaws.

### **Section D - The duties of the Treasurer shall be:**

1. To collect and record all dues, etc., paid to the HOTWGPS as a result of its activities plus any other money due the Society.
2. Prepare and present at each regular meeting a report of the receipts and expenditures during the previous month.
3. To pay pre-determined accounts as may be authorized by the membership of the HOTWGPS and to pay those bills presented and approved at each regular or annual meeting.
4. To pay those bills approved by the Executive Committee.
5. To prepare and submit all reports required by any governmental agency.

## **Article X – Committees**

**Section A** - All committees shall be created by the president as the need arises. All committee chairpersons shall keep a record of the proceedings and actions of their respective committees as a history and to assist successive committee persons.

## **Article XI - Approval & Amendments to the Bylaws**

**Section A** - These bylaws may be approved or amended by a vote of two-thirds (2/3) of the Members with voting rights in good standing present at any meeting of the Membership provided proper notice of said meeting is given, as specified in these by-laws. The full text of the by-laws, or amendments thereto, which are proposed must be provided to each Member with voting rights in good standing at least ten (10) days prior

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to the meeting at which such by-laws or amendments are to be voted upon. The use of an electronic or paper distribution shall be deemed proper notice.

**Section B** – The Heart of Texas Water Garden & Pond Society By-Laws will be reviewed by a committee established to review the currency and applicability at least once each five (5) years.

### **Article XII - Property Rights of Members**

**Section A** - The property of this Society is irrevocably dedicated to the objectives and purposes of the HOTWGPS as outlined in Article I, Section B of these by-laws.

**Section B** – No Member shall have individual rights to HOTWGPS property or assets.

**Section C** - In the event of the dissolution of the Society, its properties and moneys shall not revert to the possession of any or all of the Membership but shall be given to another non-profit society or educational organization whose aims and purposes are similar to those of the HOTWGPS. The receiving organization will be chosen by the Executive Committee of the HOTWGPS.

### **Article XII - Parliamentary Authority**

**Section A** - Robert's Rules of Order (revised) shall govern all proceedings of this Society provided they do not conflict with these bylaws.

Harvey E. (Harv) Peterson  
HOTWGPS President