



## **Manitoba Master Gardener Association By-Laws, Revised 2022**

### **Article 1 – Name**

The organization shall be known as the Manitoba Master Gardener Association, hereinafter referred to as the MMGA.

### **Article 2 – Mission Statement**

The MMGA cultivates the development and continuous education of Master Gardeners, supports volunteerism, and encourages sustainable, proven gardening practices throughout Manitoba.

### **Article 3 – MMGA Organization and Purpose**

Master Gardener Associations belong to an international network. The Master Gardener Associations differ from other horticultural associations in that they require a specific horticultural training followed by the successful completion of an exam in order to acquire full membership. A further obligation to maintain membership in the Association is the provision of volunteer hours and proof of ongoing education to assist the development of horticultural knowledge and skills in the community.

The MMGA is an independent organization established in 2011. It serves as a networking and governing body for its members who are Master Gardeners and Master Gardener Interns for whom it provides oversight and educational programming. The MMGA is also an educational resource for the gardening public.

While the MMGA may have occasion to consult or work with another horticultural organization, the MMGA shall continue to exist as an independent organization. Further, as an independent organization, the MMGA shall not act as an arm of another organization nor come under the umbrella/direction of the Board of another organization.

### **Article 4 – Goals and Objectives**

The goals and objectives of the MMGA are:

1. To co-operate with and support the educational activities of our institutional affiliates in order to implement and develop the Manitoba Master Gardener Training Program.

2. To provide a communication network for Manitoba Master Gardeners to exchange ideas and information.
3. To support the ongoing training of Manitoba Master Gardeners by providing information.
4. To encourage the growth of horticultural communities by building connections with like-minded organizations.
5. To serve as a source of horticultural information for the general public.
6. To promote sustainable horticultural practices and environmental stewardship.

## **Article 5 – Membership**

Membership in the MMGA will be made up of persons who have paid their annual membership fees and fulfill the requirements of one or more of the following categories:

1. **Member in Good Standing** – Certified Master Gardener (MG) who fulfills the required number of volunteer hours per year and maintains their educational upgrade status. A Master Gardener who has received certification in another province or state, but has relocated to Manitoba, must provide proof of certification, volunteer records, and educational upgrade records. Members in Good Standing have voting privileges.
2. **Inactive/Sabbatical Member** – A member may request a one-year sabbatical if circumstances prevent them from fulfilling the requirements to maintain membership in good standing. After the one-year period, the member must decide if they can return to membership in good standing or request Emeritus status. Annual fees must be paid to maintain status. Inactive/Sabbatical Members have no voting privileges.
3. **Member Emeritus** – Master Gardeners who have been active members for at least 10 years, but can no longer fulfill all requirements to maintain active status. Members Emeritus must pay annual fees and have non-voting status.
4. **Intern Member** – Master Gardener Intern who is actively pursuing the requirements needed for certification. Interns are granted a complimentary membership in the MMGA for up to but not exceeding two years of enrolment in the Manitoba Master Gardener Program. Complimentary membership ends upon certification. Non-voting status.

Standards for volunteer hours and activities will be set by the MMGA. Educational requirements/upgrades will be set by the MMGA in co-operation with the institutional affiliates and periodically reviewed.

Membership in the MMGA ceases if annual fees are not paid in a timely manner, or volunteer hours are not maintained according to acceptable criteria and submitted on an annual basis, or the member submits their written resignation.

**Reactivation of former members** – If membership has lapsed, a former member wishing reinstatement must pay the membership fee and supply the pro-rated volunteer hours.

The fiscal year for membership in the MMGA is January 1 to December 31.

### **Article 6 – Statement of Privacy**

Personal information on members collected by the MMGA shall be for the exclusive use of the MMGA in order to inform members about educational opportunities, activities, and events that are relevant to the MMGA and will not be shared with any other persons or organizations without permission of the member. All Board of Directors and Committee members having access to this information will strive to preserve its confidentiality .

### **Article 7 – Meetings and Elections**

The Board meeting is integral to the Board's ability to fulfill its responsibilities to the membership of the MMGA and to further the goals of the organization. Regularly scheduled meetings of the Board of Directors shall be called by the Chair no fewer than three times annually. One of these meetings shall be the Annual General Meeting. Full attendance is requested of Board members. Attendance will be documented in the Minutes of Board meetings and made available to the membership prior to elections for Board Directors at the AGM.

In order to facilitate attendance, meetings will be scheduled well in advance so that if necessary, meetings can be rescheduled so as to coordinate with Board members' schedules. Board members are expected to attend a majority of the meetings. In addition, the Board will ensure that its meeting room has remote interactive accessibility to enable remote participation by directors unable to be present in person. All other MMGA business will be conducted through electronic correspondence.

Annual General Meeting dates will be determined by the Board of Directors and published on the web page and/or in the newsletter and Volunteer Impact system, stating meeting date, location, and agenda at least one month prior to the date of the meeting.

Election of officers will be held at the Annual General Meeting. Members in Good Standing of the MMGA may vote. Only certified Master Gardeners who are Members in Good Standing may hold Board of Directors positions. Each position is for a two-year term, except for the Past Chair, who has a one-year term. If an incumbent wishes to run for the same or another position, they must follow the nomination process. In order to maintain some continuity within the Board of Directors, 50% of the positions will come up for election each year.

The process for elections shall require the submission of a signed and seconded nomination form by the person seeking a Board position to the sitting Board Secretary two weeks prior to the Annual General Meeting. The Secretary will prepare the Nomination Slate to be considered. An Elections Officer who is a Member in Good Standing not seeking a Board Position will be appointed by the Board. At the Annual General Meeting, the Elections Officer will read the Nomination Slate and ask for any further nominations to be submitted no later than two hours prior to scheduled voting, at which time nominations will be declared closed. Voting will be done by secret ballot. Ballots will be counted by the Elections Officer with the help of a second Member in

Good Standing. Results and the newly elected Board of Directors will be presented to the membership. In event that an open Board position is uncontested, the vote shall be made using a show of hands and a majority vote of those present.

Should a position be unfilled or become vacant midterm, the sitting Board of Directors can appoint a qualified Member in Good Standing.

Quorum for election of Board of Directors and motions shall be:

51% of Board and Committee members for Board of Directors meetings and online decisions.

25% of eligible voting members for the Annual General Meeting.

## **Article 8 – Board of Directors**

The Board of Directors of the MMGA will strive to uphold the Goals and Objectives of the MMGA on behalf of the association's membership. They will conduct the business of the MMGA in a timely fashion, keep accurate records, and strive to share pertinent information with the members. Business will be conducted through electronic communication as well as the required number of scheduled meetings. The MMGA Board of Directors positions are strictly voluntary and no remuneration shall be given to Directors for performing the duties connected with their positions. Each Board Director holds one vote except for the Secretary, who only votes to break a tie.

Board positions shall consist of Officers, Directors, and Members at Large. The Officers are the Chair, Vice-Chair, Treasurer, and Secretary. The Directors positions are the Past Chair, Educational Standards Director, Online Media Director, Membership Director, Special Events Director, Director of Volunteers, Newsletter Director, and the Members at Large.

**Chair** – Schedules regular and annual meetings. Drafts agendas for all meetings. Chairs all meetings. Represents the MMGA as required. Serves as liaison between educational affiliate(s) and the MMGA. Holds signing authority for banking and legal purposes. Monitors financial situation of the MMGA.

**Vice-Chair** – Performs the duties of the Chair in his/her absence. In the event of a vacancy in the office of the Chair, serves as acting Chair until a General Meeting is held. Chairs the Nominating Committee. Assists the Elections Officer with preparations for the Board of Directors elections.

**Treasurer** – Oversees the association's financial matters, including but not limited to: managing accounts receivable and payable; producing and distributing financial statements and reports; maintaining accurate files and documents; purchasing insurance policies and licenses; administrating online banking for deposit accounts and investments; holds signing authority for banking purposes.

**Secretary** – Transcribes and distributes minutes of all meetings to the MMGA Board of Directors and upon request to MMGA members. Helps the Chair draft the agendas for all meetings. Maintains the MMGA files. Handles necessary correspondence.

**Past Chair** – One-year term. Serves as information resource for the new Chair and the Board.

**Educational Standards Director** – Provides opportunities and information on professional development opportunities such as guest speakers, links to resources, recommended reading and conferences. Provides liaison with other prairie associations and experts for the purpose of developing opportunities of interest to the MMGA membership and other organizations. Recommends educational programming and presentations for members and the general public. Assists the Chair in communicating with the educational affiliates to insure the effective delivery of the Manitoba Master Gardener Program.

**Online Media Director** – Manages and updates the website and the social media platforms of the MMGA. Ensures links to resources and groups are in place. Posts current news and information on the website.

**Membership Director** – Maintains the membership database of members' volunteer and education hours. Works with the educational affiliate to ensure the list of graduates is updated regularly. Distributes membership cards.

**Special Events Director** – Co-ordinates and plans special events at which the MMGA is represented as an organization, including the Annual General Meeting. Works with the Educational Standards Director to arrange for necessary venues for professional development events. May request the formation of an Ad hoc committee for specific events.

**Director of Volunteers** – Advises on any volunteer opportunity, determining if it constitutes MMGA volunteer hours. Advertises volunteer opportunities to the membership and works with other organizations to develop and present volunteer opportunities. Creates and maintains an annual record, in conjunction with the Membership Director, of members' volunteer activities and hours for the purposes of an overview of Master Gardeners' and Intern participation and contributions in communities in Manitoba.

**Newsletter Director** – Produces and distributes an electronic newsletter for the MMGA membership and subscribers six times a year.

**Members at Large** – two positions. Attend Board meetings and assist as needed. If a Board Position becomes vacant in mid-term, would assist with those duties until a replacement is found. Have voting privileges.

**Ad hoc Committees** – Upon the approval of the Board of Directors, a Director can establish a temporary committee of Members in Good Standing and Intern Members to assist with planning or executing a specific event or task. The Director will act as chair of such committees. Once the event or task is completed, the Chair will make a report to the Board of Directors and the Ad hoc committee will be disbanded.

To assist them in the performance of their duties, Board Directors are encouraged to form sub-committees consisting of Members in Good Standing and Intern Members. In addition to receiving valuable assistance, Directors in turn can provide direction and mentorship to sub-committee members, who may in the future become Board candidates.

## **Article 9 – Finances**

The fiscal year of the MMGA is January 1 to December 31.

The MMGA will be operated exclusively for educational, scientific and community enhancement purposes. No part of its net earnings will be for the personal benefit of individual members.

The Chair, Vice-Chair and Treasurer will be authorized to register at the designated financial institution as Signing Officers. Two signatures will be required to issue cheques for approved expenditures. The Board of Directors shall approve expenditures for normal operating costs. A financial statement will be prepared and presented by the Treasurer at the Annual General Meeting. This Annual Financial Report will be posted along with information for the Annual General Meeting for review by the MMGA members.

Mileage allowance is available for those Board Directors who have to travel to events to promote the MMGA.

## **Article 10 – Amendments**

Revisions to the By-Laws may be proposed by any MMGA member and presented to the Board of Directors no later than two months prior to an Annual General Meeting. Upon review by the Board of Directors an Amendment to the By-Laws shall be presented to the membership for approval. Should an immediate decision be required, a majority vote of the Board of Directors can temporarily enact the revision.

## **Article 11 – Dissolution**

In the event that the membership or finances of the MMGA present circumstances that indicate the organization is no longer viable, a Proposal for Dissolution must be presented to the membership and voted upon. Upon approval, all accrued assets will be disbursed to organizations whose purposes are deemed in accordance with those of the MMGA. The decision of the Board of Directors is final.

## **Article 12 – Rules of Order**

Robert's Rules of Order in Brief, Newly Revised (latest Edition) shall govern the association in all procedural matters not contained in the By-Laws.

### **By-Laws of the MMGA officially accepted:**

**Date:** April 9, 2022

**Location:** Annual General Meeting, Winnipeg

**Signed:** (Shelley Walker, Chair)