

## **BYLAWS OF THE SOUTHEAST ALASKA MASTER GARDENER ASSOCIATION**

This organization shall be known as the Southeast Alaska Master Gardener Association, hereinafter referred to as Gardeners, a non-profit organization.

### **ARTICLE I. Objectives**

This Association is organized exclusively for charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and includes, but is not limited to:

- a) to enhance and supplement the University of Alaska Cooperative Extension Master Gardener Program;
- b) to assume responsibility of performing special tasks and engaging in continuous activities related to the Program;
- c) to promote a wide dissemination to Alaska citizens of gardening information available as a result of University study and experimentation;
- d) to foster, promote and disseminate gardening information in Alaska.

Notwithstanding any other provisions of these articles, the Association shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE II. Membership**

Membership shall be open to any person or organization interested in the objectives of the Association and desiring to belong to the Gardeners. Regular members shall consist of those members who possess Master Gardener certification and have paid their regular annual membership dues. Honorary members shall be those members who are given honorary membership by the directors and shall have no obligation to pay membership dues. Membership fees may be reviewed and approved at the annual meeting by the Board of Directors. All memberships shall be effective from date of application for a period ending December 31. All regular members shall be entitled to one vote on each matter submitted to a vote of the members. Memberships shall not be transferable.

### **ARTICLE III. Officers**

The officers shall be President, Vice-President, Secretary, and Treasurer.

The President shall preside at membership and executive board meetings, call board meetings when necessary, appoint chairpersons of standing committees and make other appointments as needed.

The Vice-President shall conduct the business of the Association during the absence of the President.

The Secretary shall record the minutes of the board meetings and regular meetings, initiate and respond to correspondence and assure that the general membership is informed of chapter activities.

The Treasurer shall collect all monies and dues, pay all bills and retain records of receipts and expenditures and present a financial report to the board.

#### ARTICLE IV. Board of Directors

The Officers plus one member-at-large shall act as the Board of Directors. The Officers and member-at-large shall be elected by the regular members of the Gardeners at the first meeting in January of odd years.

The Board shall provide full direction to all business between general membership meetings, outline yearly goals and programs, and take action to assure that the records of the Treasurer are reviewed annually. Standing rules shall be set by the Board and reviewed annually.

A majority of the whole Board of Directors shall be necessary and sufficient at all meetings to constitute a quorum for the transaction of business.

#### ARTICLE V. Parliamentary Authority

Robert's Rules of Order, revised, shall be used in all cases not covered by this constitution and the by-laws.

#### ARTICLE VI. Amendments

These By-Laws may be amended at any regularly scheduled meeting, provided that a quorum is present. EXCEPT THAT, Article 1 (objectives) may not be changed, as it is the basis upon which the Association's non-profit status was acquired.

Approved by the Board of Directors September 24, 1992

Secretary,

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**ARTICLES OF ASSOCIATION  
SOUTHEAST ALASKA MASTER GARDENER ASSOCIATION**

**Articles of Association** of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit association under the Non-Profit Corporation Law of Alaska, do hereby certify:

**First:** The name of the association shall be the Southeast Alaska Master Gardener Association.

**Second:** The place in this state where the principal office of the association is to be located is the City and Borough of Juneau.

**Third:** Said association is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Fourth:** The names and addresses of the persons who are the initial trustees of the association are as follows:

Name: Jim Douglas  
Address: Cooperative Extension Service; 9112 Mendenhall Mall  
Road; Juneau, Alaska, 99801

Name: Wendy Sellick  
Address: 4451 Mendenhall Boulevard; Juneau, Alaska, 99801

Name: Donna Flint  
Address: 17495 Glacier Highway; Juneau, Alaska, 99801

Name: Carolyn Reddekopp  
Address: Box 210027; Auke Bay, Alaska, 99821

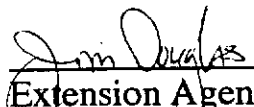
**Fifth:** No part of the net earnings of the association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third thereof. No substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or

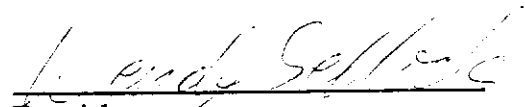
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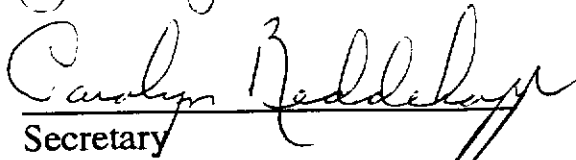
intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

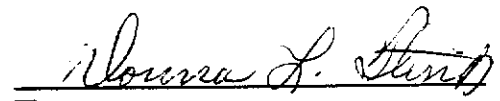
**Sixth:** Upon the dissolution of the association, assets shall be distributed to the City and Borough of Juneau's Gardening Program. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the association is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness thereof, we have hereunto subscribed our names this 17th day of October, 1992.

  
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Extension Agent

  
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President

  
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Secretary

  
\_\_\_\_\_  
Treasurer

  
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Notary Public

Catherine H. Brown  
My commission expires August 8, 1995