

# Huntington Beach Community Garden

## BYLAWS

### ARTICLE I - PURPOSE

The purpose of the Huntington Beach Community Garden (HBCG) is to educate children and adults about organic gardening and to provide an area where individuals and families can grow fruit, vegetables, flowers, and herbs for their own use and for the use of local food banks. HBCG is organized exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### ARTICLE II - NAME AND LOCATION

The name of this corporation is the Huntington Beach Community Garden (HBCG) and is a private not-for-profit organization. The mailing address of the HBCG is:

Huntington Beach Community Garden (HBCG)  
P. O. Box 5891  
Huntington Beach, CA 92615-5891

The physical address of the Atlanta Avenue garden is 10134 Atlanta Avenue, Huntington Beach, CA 92646.

### ARTICLE III - CONSITUENCY OF THE HBCG

The constituency of the HBCG shall be known as Members. Membership shall be open to all persons who subscribe to the principles stated in Article I. Voting on HBCG business will be limited to one vote per plot.

Members' dues shall become due and payable on becoming a member and shall be renewable by January 1 for each succeeding year. **There is no grace period.** Dues for a member who applies for initial membership after June 30 will be pro-rated at the discretion of the board.

Plot dues will be assessed annually or as otherwise determined by the Board of Directors in the HBCG Rules and Regulations. Plot dues are non-refundable.

Plot assignment requires a one-time deposit subject to refund once the departing plot holder returns the plot to a usable condition for the next gardener. Amount returned to plot holder to be determined by the Treasurer and shall not be subject to any earned interest. Terminated members will forfeit plot deposit.

If a member dies, his or her spouse or significant other, or plot partner may take over the plot as a member in his or her own right.

A member in good standing who voluntarily gives up his/her membership and leaves the plot in compliance with the Rules and Regulation may reapply for membership at any time.

A member who loses his/her membership for excessive correction notices may be added to the waiting list after a one-year period; however, if membership is lost a second time due to excessive correction notices the loss of membership is permanent.

If a member loses his/her membership for drinking alcohol anywhere at the site or stealing in any manner, the loss of membership under these circumstances is permanent.

#### **ARTICLE IV - OFFICERS**

The officers of the HBCG shall be the President, Vice President, Secretary and Treasurer. A Board of Directors shall consist of the officers and up to six Directors, who are members in good standing of the HBCG as defined in the HBCG Rules and Regulations.

A quorum of the Board of Directors shall be five voting board members.

Any officer or board member may be removed for cause, misconduct, and/or failure to fulfill the duties and obligations of their position and/or the inability or incapacity to serve. Such removal shall be carried out at a meeting of the Board of Directors and through a motion by any officer or board member. Such proposed removal shall be voted upon and the officer and/or director will be so removed by a majority vote of those in attendance at the meeting. Immediately, a written notice of removal shall be sent by certified U.S. Mail to the removed member.

All officers and board members have the option to not pay dues for the year in which they serve. If they choose to pay dues for that year, it is considered a donation to the HBCG.

The President shall be the chief executive of the HBCG. The President will preside at all meetings of the Board of Directors, is charged with the general supervision of all its functions and shall be an ex-officio member of all committees except the Nomination Committee. If there is a vacancy in any office, the President shall have the duty of appointing a member from the general membership to fill the vacancy. At the end of the term, the President automatically serves on the Board of Directors for a period of one year.

The Vice President shall perform the duties of the President in the absence of the President or by reason of the President's inability to act. The Vice President shall automatically assume the office of the President if that office becomes vacant during the term of its serving.

The Secretary shall keep the minutes of all Board of Directors and general membership meetings. In addition, the Secretary shall be responsible for the maintenance of the official files of the HBCG, with the exception of the financial records.

The Treasurer shall have the care and custody of all funds and shall deposit the same in the name of the HBCG in such bank as meets the approval of the Board of Directors. All checks exceeding \$100 drawn against the account shall be signed by the President and Treasurer of the HBCG or in the absence of one of these officers, the Secretary shall be the second signatory. The Treasurer shall render an accurate report of all receipts and expenditures at meetings of the Board of Directors. Additionally, the Treasurer shall supervise the roster of members and the assignment of plots.

The Directors shall assist the Officers of the HBCG in the conduct of the HBCG business. The President may delegate a member to serve as chairperson of any special committee as may be deemed necessary in the interest of the HBCG affairs. Additionally, board members shall form a Nominating Committee and recruit two additional members at large to be part of the Nominating Committee.

#### **ARTICLE V - HBCG RULES AND REGULATIONS**

The Board of Directors will establish the HBCG Rules and Regulations by which the HBCG shall operate. Such rules will define policies and procedures for matters such as the assignment of plots, assessment of fees, conditions of renewal, conflict resolution, and other issues necessary for managing the garden in accordance with its purpose and in a sustainable manner. Amendments to the HBCG Rules and Regulations will be posted at the community garden site at least 14 days prior to becoming effective.

## **ARTICLE VI - MEETINGS**

A majority of voting members of the Board of Directors shall be necessary to conduct the business of the HBCG. All meetings shall be called by the President. The Annual General Meeting will be held prior to the end of the fiscal year. The Board of Directors will meet at least once per quarter.

## **ARTICLE VII - ELECTION**

Officers and Directors shall be elected to serve terms of one year from July 1 to June 30th or until their successors take office. The Nominating Committee will present a slate of candidates for elective office at the Annual General Meeting. Officers and Directors shall be elected by secret ballot. In any nomination from the floor, the nominee must be present to accept or decline. Officers and Directors may serve multiple or consecutive terms.

## **ARTICLE VIII - NOT FOR PROFIT**

HBCG is a non-profit organization.

No part of the net earnings of the HBCG shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the HBCG 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 the purpose clause hereof.

No substantial part of the activities of the HBCG shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the HBCG shall not participate in, or 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 HBCG shall not carry on any other activities not permitted to be carried on (a) by an organization 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 an organization, 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.

## **ARTICLE IX – DISSOLUTION**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

## **ARTICLE X - AMENDMENTS AND PROCEDURES**

Proposed amendments to the bylaws shall be posted at the community garden site at least 14 days prior to voting thereon. Such proposed amendments may then be adopted by a majority vote of the HBCG members present at the Annual General Meeting or at any general meeting called by the President.