

St. Louis Water Garden Society – Proposed Bylaws changes

	Current Wording	Proposed Amendment	Rationale
1	<p>Title: Bylaws of the St. Louis Water Gardening Society</p> <p>Article I: The name of this Society shall be the St. Louis Water Gardening Society (SLWGS).</p> <p>Article V First sentence: This Article sets forth guidelines for maintaining and using the funds generated by the St. Louis Water Gardening Society which are in excess of the approved fiscal budget.</p> <p>Article VI First Sentence: The governing body for the St. Louis Water Gardening Society shall be its Board of Directors.</p>	<p>In all references to the name of this Society, strike the “ing” from the word “Gardening” to change the word to “Garden”. Thus the referenced 4 places in the bylaws would read:</p> <p>Title: Bylaws of the St. Louis Water Garden Society</p> <p>Article I: The name of this Society shall be the St. Louis Water Garden Society (SLWGS).</p> <p>Article V First sentence: This Article sets forth guidelines for maintaining and using the funds generated by the St. Louis Water Garden Society which are in excess of the approved fiscal budget.</p> <p>Article VI First sentence: The governing body for the St. Louis Water Garden Society shall be its Board of Directors.</p>	<p>The official name of this Society according to the Articles of Incorporation in the State of Missouri is: St. Louis Water Garden Society.</p> <p>Making this change throughout the Bylaws document brings the name of this Society into conformance with both Federal and State documentation and filings.</p>
2	<p>Article II Last sentence: This Society shall be a non-profit society.</p>	<p>Insert: “501(c)(4)” between the words “a” and “non-profit”. Thus the sentence would read:</p> <p>Article II Last sentence: This Society shall be a 501(c)(4) non-profit society.</p>	<p>Would include our current IRS standing as a 501(C)(4) non-profit organization.</p>
3	The following four amendments shall be	considered and voted upon together.	
3a	<p>Article III Section 1:</p>	<p>Insert a third sentence: “Each membership shall be for only one person.” Thus the last sentence of Section 1 would read:</p> <p>Article III Section 1, Last sentence: Each membership shall be for only one person.</p>	<p>Would change memberships from household/family memberships to individual memberships</p>
3b	<p>Article III Section 2, First sentence: The annual dues for members shall be twenty five dollars (\$25) per year per household/family residing at the same address.</p>	<p>Strike “twenty five dollars (\$25) per year per household/family residing at the same address” and insert “fifteen dollars (\$15.00)”. Thus the sentence would read:</p> <p>Article III Section 2, First sentence: The annual dues for members shall be fifteen dollars (\$15.00).</p>	<p>Would change the dues structure from household/family membership dues of \$25.00 annually to individual dues of \$15.00 annually.</p>

3c	<p>Article III Section 4: Newsletter. Member households/families residing at the same address will receive the monthly newsletter by electronic means. A member household/family residing at the same address may elect to receive the newsletter by conventional mail for a five dollar (\$5) annual fee payable at the same time as annual dues or at the time they decide to receive the newsletter by conventional mail. Only one copy of each newsletter will be sent by conventional mail to a member household/family residing at the same address. The fee will not be prorated for a partial year.</p>	<p>Substitute a new section for the current section. Thus the new section would read:</p> <p>Article III Section 4: Newsletter. Members will receive the monthly newsletter by electronic means. A member may request to receive the newsletter by conventional mail. Only one copy of each newsletter will be sent by conventional mail to any one address.</p>	<p>Would reflect the change to individual memberships and eliminate the fee for receiving the newsletter by conventional mail.</p>
3d	<p>Article III - Membership</p>	<p>Insert a new section in Article III:</p> <p>Article III - Membership Section 6. Number of votes allowed per member. Each member is entitled to one vote.</p>	<p>Defines how many votes per member are allowed. Assures that all memberships are treated equally.</p>
5	<p>Article III - Membership</p>	<p>Insert a new section after Section 1 in Article III and renumber the subsequent sections:</p> <p>Article III - Membership Section 2. Privacy of personal information of members. St. Louis Water Garden Society membership lists are to be used exclusively by the St Louis Water Garden Society and are not to be used, even by Society members, for circulation, solicitation or commercial purposes of any kind.</p>	<p>Adds a requirement for maintaining the privacy of the personal information of the Society's members.</p>
9	<p>Article VII Section 1, A(3): Shall, with the approval of the remaining elected officers, appoint standing committee chairmen from the general membership each year in January, and may appoint other chairmen as needed to conduct the business of the Society.</p>	<p>Strike: “, with the approval of the remaining elected officers,”. Thus the section would read:</p> <p>Article VII Section 1, A(3): Shall appoint standing committee chairmen from the general membership each year in January, and may appoint other chairmen as needed to conduct the business of the Society.</p>	<p>The removal of the phrase: “, with the approval of the remaining elected officers,” brings this section of the Bylaws into conformance with Article VIII, Section 1. It is unnecessary to have all elected officers involved in every committee chairman appointment. It also hampers the work of the Society in cases where there is disagreement among the four elected officers of the Society as there is no possibility of breaking a stalemate.</p>
	<p>If the amendment to Article VII, Section Article VII, Section 1, A(3) fails, the</p>	<p>1,A(3) passes, the following amendment following amendment needs to be</p>	<p>is withdrawn. If the amendment to presented for a vote.</p>
10	<p>Article VIII Section 1, First Sentence: The positions of chairmen for all standing committees shall be filled by volunteers from the general membership and appointed by the president in January each year.</p>	<p>Insert: “, with the approval of the remaining elected officers,” after the word “president”. Thus the sentence would read:</p> <p>Article VIII Section 1, First Sentence: The positions of chairmen for all standing committees shall be filled by volunteers from the general membership and appointed by the president, with the approval of the remaining elected officers, in January each year.</p>	<p>The addition of the phrase; “, with the approval of the remaining elected officers,” brings this section of the Bylaws into conformance with Article VII, Section 1, A(3).</p>

11	<p>Article VII Section 1, C(1): Is responsible for handling all funds of the Society.</p>	<p>Substitute a new subsection for the current subsection. Thus the subsection would read:</p> <p>Article VII Section 1, C(1): Is responsible for managing and oversight of all Society funds; documenting in detail financial transactions using a standard financial accounting software package (Quicken, Quickbooks, etc.) to ensure yearly and historical financial records.</p>	<p>Would require the use of an accounting software program to maintain the financial records of the Society</p>
12	<p>Article VII Section 1, C(3), last sentence: Such reimbursements must be supported by the presentation of a valid receipt for the expenditure.</p>	<p>Substitute a new sentence for the current sentence. Thus the sentence would read:</p> <p>Article VII Section 1, C(3), last sentence: Such reimbursement must be authorized via the approved budget or by the Board of Directors and supported by the presentation of an original dated company/vendor invoice or receipt for the expenditure within sixty (60) days from the time of the purchase.</p>	<p>Would prohibit reimbursement without:</p> <ol style="list-style-type: none"> 1.) prior authorization via the approved budget or by the Board of Directors before making any purchase on behalf of the Society, 2.) an original and dated receipt from a company/vendor, <p>and</p> <ol style="list-style-type: none"> 3.) if the request for reimbursement is not presented within 60 days from the date of purchase.
13	<p>Article VII Section 1, C(4) Shall make routine payments and reimbursements with a check signed either by the president or the treasurer</p>	<p>Insert after the word “treasurer” the following: “, or shall use electronic check writing/fund transfers with appropriate safeguards to protect the funds and bank accounts of the Society”. Thus the section would read:</p> <p>Article VII Section 1, C(4) Shall make routine payments and reimbursements with a check signed either by the president or the treasurer, or shall use electronic check writing/fund transfers with appropriate safeguards to protect the funds and bank accounts of the Society.</p>	<p>Allows for electronic banking</p>
14	<p>Article VII Section 1, C</p>	<p>Insert a new section and renumber all subsequent sections.</p> <p>Article VII Section 1, C(3) Shall maintain a valid and secure credit card processing account in the name of the Society attached to one of the Society's bank accounts in order to receive electronic payments to the Society.</p>	<p>Allows for credit card processing of payments to the Society</p>
15	<p>Article VII Section 2, First sentence: Beginning in 2014, an election of officers shall be held every year at the November regular meeting.</p>	<p>Strike: “Beginning in 2014, an”. Thus the sentence would read:</p> <p>Article VII Section 2, First sentence: Election of officers shall be held every year at the November regular meeting.</p>	<p>This phrase is no longer necessary as the election process change that was made in 2014 has been fully implemented.</p>

16	<p>Article VII Section 2: Nominations and Elections. Beginning in 2014, an election of officers shall be held every year at the November regular meeting. In even-numbered years the president and the secretary shall be elected. In odd-numbered years the vice president and treasurer shall be elected. A notice of the upcoming election and the nominating procedure shall be published in the preceding August issue of the newsletter, and will include the name of the election chairman, a temporary chairmanship to be appointed from the general membership by the president. All nominations shall be submitted to the election chairman, and no nomination shall be accepted without the consent of the nominee. Nominations may be made in writing and sent to the election chairman, or may be made from the floor prior to the election.</p>	<p>Substitute a new section for the current section. Thus the section would read:</p> <p>Article VII Section 2: Nominations and Elections. Election of officers shall be held every year at the November regular meeting. In even-numbered years the president and the secretary shall be elected. In odd-numbered years the vice president and treasurer shall be elected. A notice of the upcoming election and the nominating procedure shall be published in the preceding August issue of the newsletter, and will include the names of the members of the election committee, a temporary committee to be appointed from the general membership by the president. All nominations shall be submitted to the election chairman, and no nomination shall be accepted without the consent of the nominee. Nominations, which may include more than one person for each office, shall be announced by the election committee at the September meeting. Nominations may be made from the floor at the October meeting, but not thereafter. Nominations from the floor must have a second.</p>	<p>Would ensure that all nominations are made in advance of the election thus providing the election committee time for written ballots to be made in accordance with Article VII, Section 3 of the Bylaws and the membership with time to consider the nominees for officers of the Society.</p>
17	<p>Article VII</p>	<p>Insert a new section after Section 2 and renumber all subsequent sections.</p> <p>Article VII Section 3 Any person currently serving as an elected officer must resign the currently held office prior to the September meeting before running for an office that is not on the same election cycle as the one currently held.</p>	<p>Would require a current officer to resign the currently held position before being nominated to an elective office on a different election cycle. This would prevent a person from holding more than one elective office at any given time.</p>
18	<p>Article VII Section 3: Election and Terms of Office. The officers shall be elected by written ballot. If there is only one nominee for each office, the written ballot may be dispensed with and the vote taken <i>viva voce</i> (voice vote). Election results shall be announced at the regular meeting during which the election is held, will immediately be posted on the Society website, and will be printed in the January newsletter. The term of office for officers elected in November will begin the following January. All officers will serve a two year term or until their successors are elected.</p>	<p>Substitute a new section for the current section. Thus the section would read:</p> <p>Article VII Section 3: Election and Terms of Office. The officers shall be elected by a written ballot. The election committee shall distribute the ballots to each member household/family according to the current membership roster. Election results shall be announced at the November regular meeting, will be posted on the Society website, and will be printed in the January newsletter. The term of office for officers elected in November will begin on the first day of the following January. All officers will serve a two year term or until their successors are elected.</p>	<p>Would remove the use of a voice vote for election of officers. Would specify that the election committee be responsible for distribution of ballots.</p>

19	<p>Article VIII Section 1, Second Sentence: Each standing committee chairman shall by the second board meeting of each year, submit to the Board of Directors a proposed annual budget for his or her area of responsibility.</p>	<p>Strike the word “second” and insert in its place the word “July”. Thus the sentence would read:</p> <p>Article VIII Section 1, Second Sentence: Each standing committee chairman shall by the July board meeting of each year, submit to the Board of Directors a proposed annual budget for his or her area of responsibility.</p>	<p>Changes the date by which committee chairmen must present their committee budget requests to the Board of Directors.</p>
20	<p>The following two amendments shall be</p>	<p>considered and voted upon together.</p>	
20a	<p>Article VIII Section 1, D: The hospitality chairman is responsible for recruiting volunteers to provide refreshments for regular meetings, for reminding volunteers of their responsibilities and for making sure all necessary implements and supplies are provided for each meeting.</p>	<p>Insert a second sentence: “The hospitality chairman shall plan and implement an annual members’ pot luck supper at the November meeting.” Thus the section would read:</p> <p>Article VIII Section 1, D: The hospitality chairman is responsible for recruiting volunteers to provide refreshments for regular meetings, for reminding volunteers of their responsibilities and for making sure all necessary implements and supplies are provided for each meeting. The hospitality chairman shall plan and execute an annual members’ pot luck supper at the November meeting.</p>	<p>This amendment reflects the current practice of the Society regarding the person responsible for planning and implementing the annual pot luck supper.</p>
20b	<p>Article VIII Section 1, L: The special events chairman is responsible for planning and executing events for members, including members’ only tours, field trips, the annual awards banquet and an annual members’ pot luck supper.</p>	<p>Strike the words: “and an annual members’ pot luck supper” and insert the word “and” between “trips,” and “the”. Thus the section would read:</p> <p>Article VIII Section 1, L: The special events chairman is responsible for planning and executing events for members, including members’ only tours, field trips, and the annual awards banquet.</p>	<p>This amendment reflects the current practice of the Society regarding the person responsible for planning and implementing the annual pot luck supper.</p>
21	<p>Article VIII Section 2, A(2): The election chairman—each year in July, the president shall appoint a volunteer from the general membership to be the election chairman. The election chairman shall accept nominations, conduct the election, count the votes, and report the election results in accordance with Article VI, Sections 2 and 3 of these Bylaws.</p>	<p>Substitute a new subsection for the current subsection. Thus the subsection would read:</p> <p>Article VIII Section 2, A(2): The election committee — each year no later than July, the president shall appoint at least three (3) members, who are not currently on the Board of Directors, to serve on the election committee. The committee shall select its own chairman. The chairman shall accept nominations, distribute ballots to member household/ families according to the current membership roster, conduct the election, collect the ballots, count the votes, and report the election results in accordance with Article VII, Sections 2 and 3 of these Bylaws.</p>	<p>Would increase the committee from one member to three (3) and make the committee independent from the Board of Directors.</p>

RESOLUTION – That the Parliamentarian be authorized to correct article and section designations, punctuation, and cross references and to make other such technical and conforming changes as may be necessary to reflect the intent of the Society in conjunction with the Bylaws.