

GATEWAY PROFESSIONAL HORTICULTURIST ASSOCIATION

ARTICLES AND BYLAWS

Established: 08/23/93 Amended: March, 1996

ARTICLES OF THE ASSOCIATION

ARTICLE I – NAME AND LOCATION

The name of the Association shall be the Gateway Professional Horticulturist Association (GPHA). and shall be located in the County of St. Louis, State of Missouri.

ARTICLE II – OBJECTS AND PURPOSES

1. To encourage an exchange of ideas among professional horticulturists in the St. Louis area, the Gateway Professional Horticulturist Association strives to inform and educate its members and to promote quality and professionalism in the horticultural field;
2. To disseminate information, instruction and knowledge to the public concerning proper horticultural practices;
3. To secure better cooperation among all horticulturists and their kindred alliances through educational methods;
4. The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes.

ARTICLE III – DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV – USES DEFINED

The Association shall not be used for either business or political purposes for pecuniary gain or profits for its members. No part of the net earnings of the Corporation shall incur to the benefit of any officer, member or employee of the Corporation, or to the benefit of any individual; and no officer, member or employee of the Corporation, and no individual shall receive or be entitled to receive any pecuniary profit from the operations for the Corporation.

ARTICLE V – CONTROL AND MANAGEMENT

The control, direction and management of the affairs and finances of the Association shall be guided by the Board of Directors, which shall consist of the President, Vice-President, Secretary and Treasurer, most recent Past-President and two members at large from the membership present at each meeting, provided a quorum is present.

ARTICLE VI – BYLAWS AND REGULATIONS

The Board of Directors shall adopt Bylaws, rules and regulation from the government of the Association, which may review on a yearly basis, at the same time as the new officers are installed, subject to the approval of a majority of the members attending the meeting duly called for that purpose, quorum is present.

BYLAWS

SECTION I – MEMBERSHIP

Par. 1

The Association shall be composed of three (3) classes of members:

1. Active Member
2. Associate Member
3. Student Member

Par. 2

Any person engaged in the practice of horticulture shall become an Active Member.

Par. 2a

Attendance at four (4) monthly meetings per calendar year by an Active Member or his/her representative will be required to maintain an Active Member status. This attendance required may be waived by a majority vote of the Board of Directors.

Par. 2b

Any Active Member failing to meet the attendance requirement will be removed from the Active Member roster and notified in writing, by the Secretary, during January of each year.

Par. 2c

Any Active Member removed from the roster for lack of attendance may be reinstated upon the approval of the Board of Directors.

Par. 3

Persons who are employees of a current Active Member not desiring active status will be classified as an associate member. Students who are actively pursuing a degree in horticulture will be classified as a student member. These members will have no voting power nor be able to hold elected office in the management of the Association.

SECTION II – DUES

Par. 1

There will be annual dues for Active, Associate and Student members. Dues become payable on the fourth Monday of the regularly scheduled January meeting.

Par. 2

Any member in arrears as of the fourth Monday in March shall be notified, by the Secretary, as being delinquent.

Par. 3

Any member dropped for not paying dues may be reinstated by paying the current year's dues.

SECTION III – OFFICERS

Par. 1

The officers of the Association shall consist of the President, Vice-President, Secretary and Treasurer.

Par. 2

The terms of all officers shall be one year.

SECTION IV – ELECTION OF OFFICERS

Par. 1

All officers of the Association shall be nominated at the January meeting and elected and installed at the February meeting.

Par. 2

Nominations for officers shall be brought before the Association at the January meeting. Nomination will be taken by Active Members of the Association. Officers may be elected by ballot or by acclamation as decided by the membership, provided a quorum is present.

Par. 3

Vacancies occurring among the officers of the Association shall be filled by appointment by the President, subject to the approval of the Active Members.

Par. 4

Active Members only shall be eligible for election to office in the Association but other members may serve on committees. Any elected officer changing occupation which changes his/her membership from Active to Associate shall vacate their office, if so requested by a majority of the membership.

SECTION V –DUTIES OF OFFICERS

Par. 1 President

The President shall preside at all meetings of the Association and shall exercise a general control of its affairs. The President shall appoint all committees not otherwise provided for. The President shall have general supervision of the interest and welfare of the Association as its chief administrative officer.

Par. 2 Vice-President

The Vice-President shall, in the absence or disability of the President, perform the duties of the President. The vice-President shall be responsible for obtaining the programs for the regular meetings.

Par. 3 Secretary

The Secretary shall keep a record of all meetings of the Association and of the Board of Directors, which shall, at all reasonable times, be open to the inspection of any member. The Secretary shall notify the members of their election, keep a roll of members and their addresses, issue notices of all meetings and perform such duties as the Board of Directors shall prescribe.

Par. 4 Treasurer

The Treasurer shall collect all dues and other money payable to the Association which shall be deposited in the name of the Association in such bank or trust company as shall be designated by the

Board of Directors. Such money shall only be drawn by checks signed by the Treasurer. The Treasurer shall submit all bills and claims to the Association and upon their approval, shall pay the same.

SECTION VI – COMMITTEES

Par. 1

There shall be three standing committees of the Association, appointed by the current President: Publicity/Newsletter; Membership; and Advisory and Education.

Par. 2

The duties of each committee will be as follows:

a) Newsletter/Publicity Committee

Will promote the Association's objectives and events to the membership, keep the membership informed with current horticultural information and industry related news.

b) Membership Committee

All members of the Association will be responsible for the promotion and solicitation of new members.

c) Advisory and Education Committee

Will alert the membership to horticultural legislation, information, industry related news and standards.

SECTION VII – MEETINGS

Par. 1

There shall be one annual election and installation each year held on the fourth Monday of February at 1:00 p.m. Monthly meetings shall be held the fourth Monday of each month, unless eliminated by the membership.

Par. 2

Special meetings may be held upon the call of the President or by mailed written request.

Par. 3

The presence of 25% of the active members shall be necessary to constitute a quorum at any meeting of the Association. A quorum shall be needed to vote on business matters of the Association including, but not limited to: election of the officers; changes in the Bylaws; amendments; and to approve the expenditure of the monies.

Par. 4

The Board of Directors shall hold three meetings per year to govern the Association, plus any other meetings deemed necessary by the Board.

SECTION VIII –ORDER OF BUSINESS

Par. 1

At each meeting, the order of business shall be as follows:

- 1) Call to Order
- 2) Roll Call
- 3) Reading of the Minutes of Previous Meeting
- 4) Treasurer’s Report
- 5) Report of Standing Committees
- 6) Unfinished Business
- 7) New Business
- 8) Plant Topic of the Month
- 9) Adjournment - Next Meeting
- 10) Program

SECTION IX – RULES

Par. 1

All matters not otherwise provided in these Bylaws shall be governed by Robert’s Rules of Order.

SECTION X – AMENDMENTS

Par. 1

Amendments to these Bylaws may be offered in writing at any regular monthly meeting of the Association but shall not be acted upon until notice thereof shall be given to the members in writing, for the following regular monthly Association meeting.

Par. 2

Amendments may be adopted by majority vote of Active Members present at such meeting, provided a quorum is present.
