

CONSTITUTION AND BY-LAWS OF THE AMERICAN GOURD SOCIETY, INC.

CONSTITUTION

ARTICLE I - Name

The Society shall be known as the American Gourd Society, Inc. and shall be incorporated as a non-profit organization. The American Gourd Society, may be referred to as the AGS.

ARTICLE II - Purpose

The purpose of the AGS shall be directed to the education and instruction of those persons who are interested in the culture, uses, history, and/or the cultivation and crafting of gourds.

ARTICLE III - Membership

Membership shall be open to all persons who are interested in gourds and are willing to pay the declared membership dues.

- a) Individual membership to the AGS is open to anyone
- b) A family membership shall include those members of the family who are living at one address
- c) The dues for an individual or family membership shall be the same.

ARTICLE IV - Officers

- a) The officers shall be PRESIDENT, 1st VICE-PRESIDENT, 2nd VICE PRESIDENT, 3rd VICE-PRESIDENT, SECRETARY, TREASURER and a BOARD of DIRECTORS.
- b) Officers and Directors-at-Large shall be elected in the fall of each year. Voting will be by absentee ballot, with the results announced in The Gourd or other media.
- c) The Board of Directors shall consist of the following
 - 1) Four Directors-at-Large
 - 2) Each AGS active Chapter President shall automatically become a voting member of the AGS Board of Directors during their Chapter term,
 - 3) In the event a Chapter President cannot attend a scheduled AGS meeting he or she may delegate a temporary alternate by informing the President of AGS.
 - 4) The elected officers and the members of the Board of Directors shall constitute the Executive Board.
- d) The PRESIDENT, VICE-PRESIDENTS, SECRETARY and TREASURER may not hold their same respective offices concurrently in any AGS Chapter.
- e) All members of the Executive Board must be members in good standing of the AGS and be at least eighteen (18) years old.

ARTICLE V - Meetings

The Annual Meeting of the AGS will be held at a location most convenient to the membership. Special meetings may be called as required by the President for urgent AGS business. The time and date of AGS meetings will be announced in The Gourd or other media 30 days prior to the meeting.

ARTICLE VI – Activities

- a) No part of the net earnings of the AGS shall be used to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3).
- b) No substantial part of the activities of the AGS shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.
- c) Notwithstanding any other provision of these articles, the AGS 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.

ARTICLE VII - Amendments

This Constitution and By-Laws may be amended at any time by a two thirds (2/3) majority vote of all those members voting. Absentee balloting will be used. The proposed change will be announced in The Gourd or other media. Voting will close 60 days after publication of the proposed change.

BY-LAWS

ARTICLE I - Objectives

Section 1. The objectives of the AGS are to educate, promote and encourage the culture and crafting of gourds, to provide informational and educational services to its members and the general public and to encourage the formation of local gourd societies.

ARTICLE II - Membership

Section 1. Dues. The membership dues shall be an amount recommended by the Executive Board and approved by the membership. Full membership will be granted upon receipt of the dues.

Section 2. Benefits. All current members will be entitled to attend and vote at the annual meeting and receive "The Gourd" magazine. Members eighteen (18) years and older may hold office.

Section 3. Members of all active Chapters are encouraged to become members of the American Gourd Society, Inc.

Section 4. In all votes taken by absentee ballot, eligibility to vote will be limited to members in good standing as of the date of ballot distribution by the Teller Committee.

ARTICLE III - Chapters

Section 1. AGS will only recognize one Chapter per state.

Section 2. Any group, consisting of not fewer than 25 members organized for the purpose of promoting interest in the education, culture, uses, history and/or the crafting of gourds, may become a chapter of the AGS upon applying for membership and adhering to the following conditions.

- a) Each chapter shall be identified by a name of their own choosing followed by a Greek letter (e.g., Virginia Gourd Lovers' Society – Delta Chapter of the American Gourd Society, Inc.) or a Greek letter and a Roman numeral when the Greek letters must be reused (e.g., New York State Gourd Society – Alpha II Chapter of the American Gourd Society).
- b) Each Chapter shall establish their own local dues. It is optional for Chapters to collect AGS Dues and forward at least Quarterly to the Treasurer of the AGS.
- c) Each Chapter is encouraged to submit in January of each year, a complete membership roll, with the name and address of each member to the Secretary of the AGS. This roll shall also identify the officers of the Chapter.
- d) Relations between chapters and the AGS shall be governed by standard rules for Chapters as determined by the Executive Board. Such rules shall apply equally to all Chapters.
- e) The AGS Constitution and By-Laws should be used as a guide by Chapters planning and implementing their own constitution and by-laws

ARTICLE IV - Executive Board

Section 1. The Executive Board shall consist of all elected officers, active Chapter Presidents, and the four (4) Directors at large.

Section 2. The Executive Board shall meet at the call of the President as often as deemed necessary to conduct the business of the AGS. Due to geographical separation these meetings may be conducted in person or by multimedia.

Section 3. The Executive Board shall prepare a budget for submission to the membership at the annual meeting.

Section 4. In the event an AGS elected office other than the President, becomes vacant, the President shall, with the approval of the Executive Board, appoint someone to fill the vacancy until the next election.

ARTICLE V - Officers Duties

Section 1. It shall be the duty of the President to preside at all meetings of the Executive Board and the general membership. The President shall be the official representative of the AGS at all meetings or functions which involve or pertain to the membership of the AGS unless he or she appoints someone to substitute for him or her. The President will also appoint any committees which are deemed necessary, and will be an ex-officio member of such committees, with the exception of the nominating committee.

Section 2. The Vice-Presidents shall assist the President and the 1st Vice President will assume all duties of the Presidency in the absence of the President and shall continue to do so until his or her return, or until the next election.

Section 3. Secretarial duties are divided between the Secretary (elected) and Membership Secretary (appointed).

a) It shall be the duty of the General Secretary to keep a full record of all business, the meetings and activities of the AGS and conduct all necessary correspondence. The Secretary shall provide copies of all official business and proceedings of the AGS to the Executive Board and to the Editor of "The Gourd."

b) The Membership Secretary, shall maintain an up-to-date list of members and notify them when their membership expires. The Membership Secretary will deliver to the Treasurer any dues collected. All bills or expenses incurred must be presented to the Treasurer in writing for payment.

Section 4. The Treasurer shall keep an accurate account of monies received and issue a receipt for same. All monies shall be deposited in a bank (location convenient for the Treasurer) in the name of the AGS.

a) The Treasurer shall be bonded and the bonding fee paid by the AGS.

b) A written detailed report of all receipts and disbursements shall be presented at the annual meeting of the AGS.

c) The Treasurer will be responsible for paying all bills in a timely manner. All bills shall be paid by check or an electronic bill paying service.

d) The Treasurer will be responsible for applying for and maintaining the tax exempt status with the IRS by providing the necessary paperwork thereof.

e) Treasurer submits an annual financial report within thirty-five (35) days following the end of the fiscal year (December 31st) to the Executive Board and submit all required documents to the Audit Committee.

Section 5. It shall be the duty of all officers or their heirs to promptly surrender all records, papers and other pertinent information along with any properties belonging to the AGS, to their elected or appointed successors in an expedient manner.

Section 6. The Executive Board may secure paid staff position(s) for the purpose of performing tasks associated with the AGS. Any person(s) handling monies shall be bonded and the bonding fee paid by the AGS.

ARTICLE VI - Terms of Office

- Section 1. All officers shall be elected for a two (2) year term, at the end of which they will be eligible for re-election if they are willing to serve.
- Section 2. All officers shall assume the duties of their offices on the first day of January following their election.
- Section 3. The Directors that consist of the four members-at large shall be elected for a two (2) year term, at the end of which they shall be eligible for re-election if they are willing to serve.
- Section 4. Active Chapter Presidents shall remain Directors during their Chapter term.

ARTICLE VII – Committees

- Section 1. Nominating Committee. The Nominating Committee shall consist of three (3) people from the general membership appointed by the President, They shall prepare a slate of nominees for those offices which are to be filled. They shall make personal contact with each nominee to make sure that he or she is in good standing and is willing to accept and serve the office if he or she is elected.
- Section 2. Teller Committee. For all votes conducted by absentee ballot, the President shall appoint a Teller Committee consisting of 3 people chosen from the general membership. They shall prepare all ballots and be responsible for their distribution, collection, and tabulation. For elections of officers, in addition to the Nominating Committee slate, tellers will place on the ballot the name of any candidate who submits a petition with 10 signatures of members in good standing. Ballots will indicate which candidates were selected by the Nominating Committee and which candidates were submitted by petition.
- Section 3. Auditing Committee. The Auditing Committee shall consist of two (2) people from the general membership appointed by the President, They audit all financial records of the AGS once each fiscal year. The audit shall be completed not more than ninety (90) days after the close of the fiscal year, and a written report submitted to the Executive Board. The Treasurer may or may not be present during the audit. An oral report of the audit shall be given at the annual AGS meeting,

ARTICLE VIII - Publications

- Section 1. An informative magazine shall be published quarterly for the benefit and edification of the membership. This publication shall be known as "The Gourd" and mailed to all current memberships by the AGS.
- Section 2. The Editor of "The Gourd" shall be appointed by the President from the membership and shall be one who is qualified, capable and willing to assume the responsibility of editing and publishing the newsletter.
- Section 3. Associate Editors, who are also qualified, capable and willing, shall be appointed by the President from the membership,
- Section 4. The Editor and Associate Editors shall remain Editor and Associate Editors for as long as they are willing and able.
- Section 5. The Editor may solicit the help of as many volunteers as needed for preparing "The Gourd" for mailing.
- Section 6. Bulletins, pamphlets, books, seeds and other gourd articles, dealing with the education, culture, crafting and promotion of gourds will be offered to the membership at a reasonable price as they become available.
- Section 7. Chapters of the AGS are encouraged to communicate by any media, such as a newsletter, with information of a local nature and to forward such information to the AGS office and Editor of "The Gourd".
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STANDING RULES

1. Standing Rules may be adopted from time to time to meet the needs of the AGS.
 2. A Standing Rule will continue in force until rescinded.
 3. Standing Rules may be suspended at any one meeting by a majority vote provided it pertains to the business of that meeting.
 4. Quorum: The number of voting members at the annual meeting shall be considered a quorum of the total membership.
 5. Parliamentary authority: Annual meetings and Executive Board meetings shall be conducted to the latest revision of Robert's Rules of Order.
 6. Fiscal Year- The fiscal year shall be January 1 through December 31.
 7. Elections
 - a. President, 1st Vice President, Secretary, and two (2) Directors at Large shall be elected in even years;
 - b. 2nd Vice President, 3rd Vice President, Treasurer and two (2) Directors at Large shall be elected in odd years.
 8. An agenda shall be provided at all meetings.
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Adapted July 1986 Amended July 1988,1991,1992,1995, September 1996, April 2005, March 2015