

American Gourd Society, Inc. CONSTITUTION

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ARTICLE I – Name

The name of this Society shall be American Gourd Society, Inc., and it may be referred to by its acronym “AGS,” and by “this Society,” elsewhere herein.

ARTICLE II – Incorporation

American Gourd Society shall be incorporated as a non-profit organization under Section 501 (c) (3), Internal Revenue Code, Title 26, of United States Code.

ARTICLE III – Purposes

The purpose of the American Gourd Society shall be directed to the education, resources and national networking opportunities of its members to promote the love of cultivating and crafting of gourds as well as their uses in various cultures and in history.

AGS will support and promote affiliate Chapters of the American Gourd Society, publish The Gourd Magazine, and train and certify judges for gourd horticulture, art, and crafting competitions.

ARTICLE IV – Membership

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

ARTICLE V – Officers

The Officers shall be President, 1st Vice President, 2nd Vice President, 3rd Vice President, Secretary, Treasurer, and Directors-at-Large, elected from the Members of this Society.

These officers are members of both the Board of Directors and Executive Board of this Society.

- A. **President.** The President shall be the chief executive officer and official representative for this American Gourd Society. Duties of the President include chairing or appointing chair persons for the meetings of the Society and nominating members of this Society's Committees.
- B. **1st Vice President.** The 1st Vice President shall stand in for the President when needed, and shall succeed to the Office of President if the President dies, resigns, or is removed from office. This Officer should serve on at least one AGS Committee.
- C. **2nd Vice President.** The 2d Vice President shall be next in line of succession after the President and 1st Vice President. This Officer should serve on at least one AGS Committee.
- D. **3rd Vice President.** The 3d Vice President shall be next in line of succession after the President and 1st and 2d Vice Presidents. This Officer should serve on at least one AGS Committee.
- E. **Secretary.** The Secretary shall be the record-keeper of this Society, responsible for the Minutes of Meetings of the Board of Directors, the Executive Board, and the Memberships Meetings. The Secretary or the President may appoint another AGS Member to act in the place of the Secretary at any meeting or proceeding, when the Secretary cannot be present or otherwise able to follow along with the proceedings. This Officer should serve on at least one AGS Committee.
- F. **Treasurer.** The Treasurer shall control the finances of this Society for the benefit of the Society, subject to the decisions of the Membership, Board of Directors, and Executive Board, and shall maintain the AGS financial records, and prepare reports on income and expenses as they may request for their meetings and otherwise. This Officer should serve on at least one AGS Committee.
- G. **Directors-at-Large.** There shall be four (4) Directors-at-Large. They are Directors on this Society's Board of Directors and they are on the Executive Board. They should serve on at least one AGS Committee.

ARTICLE VI – Chapter ~~Presidents~~ Representatives

The highest elected official or leader of a Chapter of the American Gourd Society shall be ~~Chapter President, or shall be deemed so by this Society,~~ recognized as the official representative of the State Chapter, who will receive correspondence from AGS and will keep Chapter members informed of AGS news.

~~Chapter Presidents who are also current Members of the American Gourd Society shall be Members of this Society's Board of Directors.~~ Leaders shall be current Members of the American Gourd Society to be Members of this Society's Full Board of Directors. A Chapter will be considered inactive until the Chapter Leader is a current AGS Member.

ARTICLE VII – Full Board of Directors

The Full Board of Directors shall be composed of this Society's elected Officers and current Chapter ~~Presidents~~ Leaders who are also current Members of the American Gourd Society. The Board of Directors is the controlling authority of this Society between Membership Meetings and voting.

ARTICLE VIII – Executive Board

Between meetings of the Full Board of Directors, this Society's activities shall be managed by the Executive Board, which shall be composed of this Society's elected Officers.

The Executive Board shall act in accordance with decisions and guidelines set by the Membership and by the Full Board of Directors at their periodic meetings and voting.

ARTICLE IX – Activities Limitations

- 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 Society may 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.~~

AGS covered under 501(c)3. The 170 code covers groups who are NOT under 501(c)3 control.

ARTICLE X – Amendments. This Constitution may be amended at any time by a vote of 60% or more of all those Members voting on the amendment. Absentee balloting by mail or electronically shall be used. Proposed amendments shall be announced in The Gourd ~~and~~ or other media and voting time shall be open for at least 45 days after the announcement. The Full Board of Directors, including AGS Chapter ~~Presidents~~ Leaders, shall establish voting procedures and timing.