

Marymoor Community Garden Association By-Laws

ARTICLE I: ORGANIZATION

1. The name of the organization is Marymoor Community Gardeners Association (MCGA).
2. MCGA is an all-volunteer-run organization. No salaries or honoraria are paid. The organization's primary function is to support organic gardening for its members as a recreational and strictly non-profit activity. Members volunteer to perform duties in their areas of interest to support MCGA's function.

ARTICLE II: PURPOSE

1. The purpose of the organization is to administer the community gardens located in Marymoor Park, Redmond, WA, in cooperation with the King County Parks Department.

ARTICLE III: MEMBERSHIP

1. Membership in the association consists of those adults who have paid rent for the gardening year and are actively gardening. Rent is considered paid until the end of the following year's renewal window. Detailed conditions of membership may be found in the MCGA rules.
2. Should more than one adult share a garden plot(s), each may be considered members of MCGA if they register so on their yearly application. They will be listed separately on the membership list. Each member has one vote within the organization.
3. MCGA respects the privacy of its members. The Board and select Appointed Positions and members serving on behalf of MCGA have access to member information on an "as needed" basis. Otherwise personally identifying information will not be shared with any other member without expressed permission to do so.
4. Members may propose changes to MCGA rules, speak their positions on issues pertaining to the organization, or propose changes to MCGA By-Laws. The procedure is to propose a resolution to the Board of Directors, either directly or through the President of the Board.
5. Obtaining member opinions on significant issues or solicitation of nominations is to be conducted by electronic communication, survey, or other written and traceable means.
6. MCGA members may, at the request of the Board of Directors, assume responsibilities in an official capacity within MCGA for various functions. See ARTICLE VI on Appointed Positions.

ARTICLE IV: GARDENER MEETINGS

1. An annual meeting of the organization will be held sometime during the gardening season, at a location chosen by the Board. Members will be notified via electronic communication.
2. Additional general meetings can be held as needed, called either by the Board or at the request of a member through notification of the President or Secretary.

ARTICLE V: BOARD OF DIRECTORS

SECTION 1: CHARTER

- A. The management and affairs of MCGA is at all times under the direction of the Board of Directors, whose operations in governing the association are defined by statute and by these by-laws.
- B. No member or director has a right, title, or interest in any property of the association.

SECTION 2: MEMBERSHIP AND ELECTION

- A. The Board consists of nine Directors (board members).
- B. Directors serve two-year terms. Five members are voted in during even years and four during odd years.
- C. Directors not up for re-election serve as the Elections Committee. At least 60 days before the election they must establish the election calendar which sets the dates for when nominations (members may self-nominate) and candidate bios are due, when the election will occur, and when results will be announced.
- D. Directors are elected by the general membership. Individuals receiving the most votes will join the Board of Directors.
- E. Elections occur by electronic vote only. Those who do not have access to a device and internet to cast their vote must contact an Elections Committee member to assist them. At the close of the election the Elections Committee will compare votes to registration records to validate the names. Names that cannot be validated will drop from the vote count. Duplicate valid names with different votes require the Elections Committee to contact the named party and ask for their vote preferences as the actual voting record -- the voter has until 24 hours before the results announcement to clarify their vote. Only the Elections Committee may access the votes or results until the vote announcement as set forth by the calendar. Between 30 and 90 days after the vote announcement the names of voters must be removed from the data and masked to anonymize votes.
- F. Vacancies on the Board are filled by a motion and two-thirds majority vote. The appointed Director serves for the balance of the original term.

SECTION 3: MEETINGS

- A. A quorum is five and must include at least one of either the President, Vice President, or Secretary.
- B. The Board of Directors meets once a month except for December.
- C. Additional meetings may be called by the President or by two board members through notification of the Secretary.
- D. Meeting minutes are stored as data available by spreadsheet and/or dashboard. Minutes are approved as data and then locked from editing. Any changes thereafter must occur as motions to amend.

SECTION 4: BOARD OFFICERS

- A. The Board has two officer positions that must be filled by Directors: President and Vice President. The Board submits motions to select a Director for each position; when a motion receives two-thirds vote for a candidate the motion carries and the Director is elected.
- B. Officer positions last for two years even if the Director's term ends after the first year. If the Director vacates their position after their first year then the next Director the Board nominates and appoints will serve a two-year term. Otherwise the appointed Director will finish the original term and a new nomination will take place at the original two-year mark.
- C. No officer may carry any financial responsibility.

SUBSECTION 4D: The Presidency

- i. The President must have served at least six months on the Board before being nominated.
- ii. There are no term limits but the President cannot serve consecutive terms.
- iii. The President Chairs the Board of Directors.
- iv. The President only may vote to break a tie for any motion or resolution.

SUBSECTION 4E: The Vice Presidency

- i. The Vice President fills in for the duties of the President when the President is not available including chairing Board of Directors meetings when the President is absent.
- ii. In the event of a vacancy in the Presidency the Vice President becomes the President. A new Vice President is nominated and appointed by the remaining Directors.

SECTION 5: REMOVAL FROM OFFICE

- A. Directors may only be removed from their office under special circumstances to avoid politicizing the Board. To remove a Director a two-thirds vote of Directors in good-standing is required. Good-standing is defined by not having met a condition for removal as defined in this

section. Removals take precedent in the agenda after the minutes and before everything else. Automatic removals are done outside of meetings where the President or Secretary will notify the rest of the Board of the removal.

B. A Director is automatically removed if they miss more than 3 meetings in a row or if they miss five or more regularly scheduled meetings in an October - September annual cycle.

C. A Director may be removed if they abuse either their Director position, Board position, or other appointed position within MCGA for personal gain.

D. A Director may be removed for violating MCGA rules or By-Laws and/or losing their plots due to their own action or inaction.

ARTICLE VI: APPOINTED POSITIONS

SECTION 1: APPOINTMENTS

1. All appointed positions have terms of one or two years as determined by the Board at the time of the motion.

2. The Board submits motions to nominate a candidate for each position; when a motion receives two-thirds vote for a candidate the motion carries and the Director is elected.

3. More than one candidate may fill a position in either a shared capacity or as a primary and secondary capacity.

4. A candidate must be a member of MCGA but does not need to be a Director.

5. Directors are encouraged to fill vacant positions.

6. Vacancies are filled by the same nomination and voting process. The Board sets the term duration.

SECTION 2: POSITIONS

SUBSECTION 2A: The Secretary

i. The Secretary keeps the Minutes of Board of Directors meetings, as specified by Washington state law. Meetings of the previous meeting are due one week before the following meeting.

ii. The Secretary organizes the records and data of the organization.

iii. The Secretary cannot carry any financial responsibility.

SUBSECTION 2B: The Treasurer

i. The Treasurer maintains the financial records of the organization in accordance with any direction provided by the Controller and/or the Board.

ii. The Treasurer keeps accurate books and accounts upon which the payments specified in paragraph 8.6 of the concession agreement with King County are calculated and maintained.

iii. The Treasurer assures that the IRS tax filings are filed in a timely manner. Specifically, forms 990-N, 990-EZ, or 990, whichever is applicable. For forms 990 EZ or 990, the Board will determine whether outside accounting services are needed.

SUBSECTION 2C: The Controller

i. The Controller works with the President, Vice President, Treasurer, and Secretary to verify that all legal requirements and obligations of the Board are in order.

ii. The Controller is responsible to verify that payments and money are handled promptly and appropriately, records are maintained according to all applicable laws, and any filings required for tax, audit, or other legal purpose are completed accurately and promptly.

iii. The Controller has the formal ability to request that other appointed positions improve their reporting and/or data collection and management.

SUBSECTION 2D: The Registrar

i. The Registrar manages the application process and is responsible for assigning gardeners to plots.

ii. The Registrar works with the Board, Mentorship Program Coordinators, and the Volunteer Coordinator when relevant to address reassigning plots or resolving plot based disputes.

iii. The Registrar assembles the other position appointees and especially the Volunteer Coordinator to help assign gardeners to different work functions according to the preferences they select.

SUBSECTION 2E: The Mentor Program Coordinator

i. The Mentorship Program Coordinator is responsible for managing the Mentorship Program according to its policy document.

ii. The Mentorship Program Coordinator is responsible for ensuring TLC efforts in addition to Row Monitoring efforts.

SUBSECTION 2F: The Volunteer Coordinator

i. The Volunteer Coordinator manages volunteer hour submissions and coordinates with the Food Bank Manager and Site Manager to determine what are the priorities for each work party.

ii. The Volunteer Coordinator trains Board members and others on how to run work parties including collecting hours sheets.

SUBSECTION 2G: The Food Bank Manager

i. The Food Bank Manager is responsible for the Hope Link Food Bank Garden and its activities.

ii. The Food Bank Manager trains and manages Section Leaders and Food Bank Worker Bees on how to execute their duties.

SUBSECTION 2H: The Site Manager

i. The Site Manager is responsible for the grounds at Marymoor which includes the Grounds Crew and their duties of maintaining paths, water pipes, common areas, equipment, and safety.

ii. The Site Manager works with King County to foster a close relationship for addressing community concerns with the property especially for issues of pests and weeds.

SECTION 3: GENERAL DUTIES

1. Each appointee of a position must submit a report each month to the Board before the meeting in writing. The appointee may designate their own format unless previous tradition, policies, Controller request, or Board request supersedes.

2. Each appointee is responsible for action items pertaining to their domain. As an example the Site Manager would be responsible for the action item "Replace broken wheelbarrows".

ARTICLE VII: AMENDMENTS AND RATIFICATION

1. Changes to the By-Laws require a two-thirds majority vote of Board Members or a simple majority of referendum vote among the membership.

Ratified by the MCGA Board of Directors on July 18, 2018.

Amended by the MCGA Board of Directors on June 17, 2020.