

# Bylaws of Community Gardens of Tucson, Inc.

## I. Name and Location

1. The name of the corporation shall be Community Gardens of Tucson (CGT). The principal office of the corporation is located in Pima County, State of Arizona

## II. Board of Directors

1. The Board of Directors shall serve without pay and consist of up to 12 members.
2. Vacancies will be filled with Board approval.
3. Board members shall serve one year and may be re-elected each January.

## III. Officers

1. The officers shall consist of a Chair, Vice Chair, Secretary, and Treasurer nominated by the Board.
2. (a)The Chair shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office. (b)The Vice-Chair shall assume the duties of the Chair in case of the Chair's absence. (c)The Secretary shall be responsible for the minutes of the Board, keep all approved minutes in a minute book, and send out copies of minutes to all. (d) The Treasurer shall keep record of the organization's budget and prepare financial reports as needed.

## IV. Committees

1. The Board may appoint standing and ad hoc committees as needed.

## V. Meetings

1. Regular meetings shall be held on the second Thursday of each month at 9:00 a.m.
2. Special meetings may be held at any time when called for by the Chair or a majority of Board members.
3. Agendas shall be provided to all directors at least 4 days in advance.

## VI. Voting

1. Four board members constitute a quorum (one-third of the total number of board members). In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
2. Passage of a motion requires a simple majority (i.e., one more than half the members present).

## VII. Conflict of Interest

1. Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that

member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

#### VIII. Fiscal Policies

1. The Fiscal Year of the board shall be January 1 through December 31. All fiscal activity, financial records, and treasurer's reports shall be based on the Fiscal Year.

#### IX. Amendments

1. These by-laws may be amended at any Board meeting by at least two-thirds of Board members present at any meeting, provided a quorum is present and provided a copy of the proposed amendment(s) are presented in writing to each Board member at least one week prior to said meeting.