

## **By-Laws**

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*Revisions approved by Membership May 2021*

### **Article I. Name**

The name of the organization will be: The Herb Society of America, South Texas Unit, hereinafter referred to as the Unit.

### **Article II. Purpose**

The Unit was founded in 1968 for the charitable and educational purpose to further the knowledge and use of herbs, and to contribute the results to the records of horticulture and science. The motto of the Unit is taken from the herbalist Mr. John Parkinson, "For use and for delight".

### **Article III. Membership**

- A. Any person showing special interest in growing, using, or studying herbs may apply for membership in the Unit.
- B. Membership categories may include, but are not limited: active, sustaining, affiliate, honorary.
- C. Total number of members, or members in any category, may be limited as determined by majority vote at the Unit Annual Meeting.
- D. A membership application may be submitted after attending three Unit meetings and volunteering in a Unit approved garden for a minimum of two hours. These activities must fall within a period of 12 consecutive months.
- E. New members must pay annual fees within two months after being notified of their acceptance. Failure to pay annual fees renders the membership void unless an extension of time is granted by the Board.
- F. If membership requirements cannot be met, a written request for waiver of such requirements must be submitted to the Membership Committee by April 1.

### **Article IV. Membership Fees**

Annual Unit fees, recommended by the Officers of the Board, will be set by majority vote of the active members at the Unit Annual Meeting. The fees will include the fees for The Herb Society of America.

### **Article V. Officers and Committee Chairs**

- A. Officers:
  - 1. The Officers of the Unit will be Chair, Vice-Chair, Secretary and Treasurer, and will be known as the Executive Committee.
  - 2. The Officers will perform the duties traditional to their elected Office.
  - 3. Pursuant to the Articles of Incorporation said Executive Committee also will serve as the Corporation's Board of Directors during their terms of Office. The Unit Chair will serve as the Chair of the Board of Directors.
  - 4. The Officers will be elected by a majority vote of active members present at the Unit Annual Meeting.
  - 5. The term of Office is two years, beginning July 1.

6. Vacancies will be filled by the members of the Board for the remaining term of Office.
- B. Standing Committees:
1. The Unit Chair will appoint Standing Committee Chairs and any needed Co-chairs such as: Day Section, Development, Education, Garden, Membership and Publications.
  2. The Standing Committee Chairs and Co-chairs will sit as Members of the Board. They will hold Office for the term of the appointing Unit Chair.
- C. Other Committees:
1. The Unit Chair will appoint Ad hoc Committee Chairs as needed.
  2. Ad hoc Chairs will report to the Board as requested by the Unit Chair. They will not sit on the Board.

#### **Article VI. Members of the Board**

- A. The members of the Board will consist of the Officers, Standing Committee Chairs and Co-chairs and the retiring Unit Chair.
- B. The Board has full power and authority to manage the affairs of the Unit in the usual course of business.
- C. The majority of the Members of the Board will constitute a quorum for the transaction of business.

#### **Article VII. Meetings**

- A. The Day and Evening Sections will meet monthly, or as prescribed by the Board.
- B. Regular business meetings will be held at least two times a year at the discretion of the Executive Committee.
- C. The Unit Annual Meeting, which may be one of the regular business meetings, will be held between April 1 and July 1.
- D. Twenty percent of the active members shall constitute a quorum at any Unit Meeting.
- E. Special Unit Meetings may be held at the call of the Chair or at the written request of five active members sent to the Secretary.
- F. Meetings of the Board will be held at least once per quarter at the call of the Chair. Other meetings of the Board will be held upon written notice given by any five members of the Board. Written notice is required ten days in advance of such called meeting of the Board.

#### **Article VIII. Rules of Order**

The Unit Chair will preside at all meetings of the Unit and Board. Meetings will be conducted in accordance with Robert's Rules of Order.

#### **Article IX. Amendments**

Amendments to these articles may be made at any business meeting of the Unit, provided that the general character of the proposed amendment has been duly set forth in the call to said meeting, two weeks in advance of said meeting, and twenty percent of the active members are in attendance and two-thirds vote to adopt same.