

**STANDING RULES  
FEDERATED GARDEN CLUBS OF MARYLAND, INC.**

**I. NAME AND OBJECTIVE**

1. The use of the Federated Garden Clubs of Maryland, Inc. (FGCMD) membership list by any other organizations, businesses or commercial firms is definitely restricted. Exceptional situations must have approval of the Executive Committee.
2. The FGCMD seal shall not be used commercially.
3. No one shall be permitted to sell any article at any FGCMD meeting without the approval of the Executive Committee.

**II. MEMBERSHIP, DISTRICTS AND CLUBS**

1. New clubs coming into the FGCMD shall join the District in which the majority of their members reside. If the logical district cannot be readily determined, a consultation between the Membership Chairman of the Districts in question and the State Membership Chairman shall be held to reach a decision.
2. District Directors must have approval by the FGCMD Executive Committee before any assessment is made upon individual clubs in the District.
3. Individual clubs of the FGCMD are not required to appoint the full complement of Chairmen listed by the FGCMD. The two Chairmen required are Conservation and Environmental Awareness, and Horticulture.
4. The FGCMD President or designee shall establish a quorum at all meetings.
5. The FGCMD may affiliate with other like organizations upon approval of the Executive Board.

**III. OFFICERS**

1. The FGCMD President shall appoint District Assistant Directors to serve as FGCMD Committee Chairs.
2. The First Vice President of the FGCMD shall serve as coordinator of State Chairmen, and shall serve as a member of the Scholarship Committees. It shall be the First Vice President's responsibility to see the handbooks be kept up to date and permanent records filed at FGCMD Headquarters.
3. The Second Vice President of the FGCMD shall be responsible for FGCMD Headquarters and coordinate office assistance when needed, and shall Chair the Finance Committee.
4. The FGCMD Treasurer is responsible for the timely and complete filing of taxes, and preparation of the final budget and its oversight. Treasurer is also responsible for periodic financial reports and the annual financial report.
5. The FGCMD Recording Secretary is responsible for recording and filing all minutes in the FGCMD permanent minutes' book at the FGCMD office. A book of Motions shall be created for each two-year term, and these books shall not be removed from the office.
6. The FGCMD Corresponding Secretary shall be responsible for sending donation acknowledgements, and from FGCMD funds, expressions of sympathy of flowers or memorials on the death of incumbent Board Members and Past FGCMD Presidents. All other expressions of sympathy shall be at the discretion of the Executive Committee or the Executive Board.
7. Finance Committee is to serve as liaison between the FGCMD and the investment/brokerage firm, and other professional service providers. The Finance Committee is responsible for the office lease, insurance, equipment and employees.
8. Recommendations for National Garden Clubs, Inc. (NGC): All recommendations from the FGCMD for the NGC nominees for officers and/or chairmen must first be reviewed by the FGCMD President and a council of three Past FGCMD Presidents.
9. The NGC Conventions
  - a. The FGCMD President represents the FGCMD, at the NGC Annual convention, corresponding with the terms of office of the NGC President. The FGCMD President will receive remuneration approved by the Executive Board. The FGCMD President shall give the President's report and accept awards.
  - b. It is recommended that the incoming FGCMD President in the election year attend the NGC Annual convention and serve as a delegate. The incoming FGCMD President will receive the remuneration as approved by the Executive Board.

**IV. EXECUTIVE BOARD AND COMMITTEES**

1. At the beginning of a new administration, directives shall be sent from each State Chairman to the corresponding District Chairman to further the work of the FGCMD. The State Chairman shall call

Committee meetings as soon as possible. The FGCMD President and District Directors shall receive a copy of correspondence from any member of the Federation Board to Club Presidents and/or District Chairmen.

2. The individual Handbooks with any pertinent files completed and up to date must be ready to turn over to the incoming First Vice President of the FGCMD at the January Executive Board meeting in the election year.
3. There shall be Guidelines for the Nominating Committee on file in the FGCMD office. The Chairman and all members of the Nominating Committee shall receive Guidelines prior to their first meeting. The guidelines and minutes of these meetings shall be retained in the FGCMD office.
4. All Past FGCMD Presidents shall serve as non-voting members of the FGCMD Executive Board with no specific obligation of chairmanship required. This does not preclude their services as officers or chairmen should the occasion arise.
5. A Chairman on the FGCMD Board customarily may serve two terms, but is limited to three consecutive terms, unless otherwise approved by the Executive Committee.
6. The Organization Study Chairman shall have a minimum of one meeting during each two-year term.
7. Awards
  - a. A State-sponsored Award for an individual or group should acknowledge an accomplishment of National significance.
  - b. State Awards Chairman and Vice Chairman shall be responsible for keeping up to date records of state awards given and to have a copy of this record on file in the FGCMD office and posted on the FGCMD website.
  - c. Consideration of any new awards is to be reviewed by the Awards Committee and submitted to the Executive Committee for consideration.
8. Flower Shows
  - a. Free offerings may be taken at Standard Flower Shows given by the FGCMD, a District or a Club to help defray some of the rising costs of producing such shows.
  - b. A set budget for the State Flower Show must be approved by the Executive Committee. The Flower Show and Committee Chairmen must stay within the allotted amount.
  - c. The State Flower Show shall be the responsibility of the Judges council.
9. Communications
  - a. General
    - i. No member of the Board of the FGCMD, except for the President, shall speak for the FGCMD unless authorized by the FGCMD President, and on an authorized subject.
    - ii. All communications must be within the scope of FGCMD-sanctioned business and in accordance with the FGCMD's purpose and goals
    - iii. Communications policies apply to all FGCMD communications, whether through print, digital, visual, oral or other media.
    - iv. No person within or outside the organization may use or communicate any information obtained from within or about the FGCMD without prior permission from the FGCMD President.
    - v. The FGCMD Communications Committee Chairman has oversight responsibility and authority for communication content unless otherwise specified by the Executive Committee.
  - b. Public Relations and Publicity
    - i. The name "The Federated Garden Clubs of Maryland, Inc." may be used for publicity by the FGCMD Districts and club members when working within the scope of sanctioned FGCMD business. Any other use of the name requires prior approval of the Executive Committee.
    - ii. The name may not be used in promotional advertising, and/or solicitation material to create the impression of endorsement of a product or services by the FGCMD.
    - iii. All requests or questions regarding the FGCMD received from the press, radio, television or other media must be referred to the FGCMD President or First Vice President if the President is unavailable.
    - iv. The Executive Board must approve all FGCMD social media.
  - c. Publications
    - i. New publications in any media require approval by the Executive Board.
    - ii. Content contained in FGCMD publications intended for FGCMD members only may not be

printed, posted to the Internet or reproduced in any way for access by individuals or entities outside the FGCMD unless prior permission is obtained from the Executive Committee if deemed necessary by the President.

- iii. Submission of content by FGCMD club members constitutes permission to use the submitted content in FGCMD publications. Content created by non-FGCMD club members requires written consent to publish.
- iv. A *Directory* shall be published biennially, in each election year, and shall consist of: The Executive Board, each District Board, Garden Club Presidents, Young Gardeners, the Maryland NGC Accredited Flower Show Judges, Landscape Design, Gardening Consultants and Environmental Consultants Council Members, the FGCMD, CAR and NGC Life Members of Maryland, Past FGCMD Presidents, bylaws, standing rules, awards, scholarships and any other information deemed necessary. The dues for the two fiscal years must be posted in the Directory.
- v. Gardenews shall be published by the FGCMD a minimum of three times a year by email and FGCMD website.

d. FGCMD Website/Social Media

- i. The FGCMD website ([www.fgcofmd.org](http://www.fgcofmd.org)) is the only website authorized to conduct the business of the FGCMD.
- ii. The FGCMD Website Committee Chairman should send all requests for substantive changes to the content of the public pages of the website to the FGCMD President and the Executive Committee if necessary. The FGCMD President will determine if approval by the Executive Board is required.
- iii. Terms of use regarding reproduction, content and other matters are posted on the website and must be observed by any person or entity that uses the FGCMD website.
- iv. Photographs posted on the FGCMD website may not contain facial images of children or clients/residents of care facilities. FGCMD members and others must give written permission to have their photo published.

## V. COUNCILS

1. The Councils shall be responsible for filing their IRS Form 990.
2. Council Chairmen shall coordinate their activities with the FGCMD calendar; and shall refer to council handbooks for guidance. Council bylaws shall be filed in the FGCMD office.

## VI. FINANCES

1. The Finance Committee shall follow the Investment Policy Statement (IPS) maintaining two accounts, General Funds and Endowment Funds, each with sub accounts. The investment firm shall provide quarterly spreadsheets, which will track and report transactions, earnings and appreciation proportionately for each of the sub accounts. The IPS shall be approved by the Executive Board and be on file in the FGCMD office.
2. The General Liability Insurance policy shall be reviewed by the Finance Committee on a biennial basis.
3. Dues notices shall be sent electronically, and if necessary by postal service, after the first of the year to Club Treasurers with a copy to Club Presidents or their designee.
4. IRS 990 notices and instructions shall be sent electronically, and if necessary by postal service, in January to Club Treasurers with a copy to Club Presidents or their designee, and to Council Treasurer and Chairmen.
5. The incumbent FGCMD Treasurer's duties end on March 31<sup>st</sup> of an election year if the Annual Meeting is reconciled and the current Maryland and IRS taxes are filed, otherwise duties continue until these tasks are completed.
6. Retention
  - a. Scholarship Applications completed Scholarship Evaluation Forms, Financial Aid Forms, students' personal letter and activities, for a period of 7 years in the FGCMD office
  - b. All Minutes for eternity in the FGCMD office.
  - c. Taxes and all pertinent tax information for ten years in the FGCMD office.
7. Funds for scholarships and grants are to come from the interest of the Fund as established in the Spending Policy of the IPS, and not from the principal. The Funds are the Life Membership Fund, the Robert Lewis Baker Memorial Fund and Alice Rush McKeon Fund.
8. Scholarship Committees

- a. The FGCMD Scholarship Committee consists of a Chairman (who is not a member of the Finance Committee), the First Vice President of FGCMD and Landscape Design Council (Baker Scholarship) Chairman.
  - b. The Baker Scholarship Committee consists of the Landscape Design Council Chairman serving as Chair, First Vice President of FGCMD, FGCMD Scholarship Chairman and a member of the Maryland Horticulture Society.
9. Alice Rush McKeon Annual roadside tree plantings shall be rotated by district.
  10. Committee Chairman expenses, up to \$50, are available on approval of the Budget. All expenses over \$50 need Executive Committee approval. Expenses do not cover stationary, which is available at the office.
  11. Gifts and Memorials
    - a. The Past FGCMD President's pin shall be presented as the individual retires as FGCMD President at the Biennial Meeting by the immediate Past FGCMD President as a gift from the FGCMD.
    - b. Deceased Past FGCMD Presidents shall be listed by the FGCMD in the NGC Book of Remembrance.
  12. Funds for the floral arrangements for the annual luncheon in an installation year shall be provided by the incoming President's district; other years shall be on a rotating basis by district.
  13. The FGCMD President shall request a member(s) to provide table arrangements for the annual meeting pre-dinner. State funds will be budgeted for this expense.
  14. Fund raisers are warranted if there is determined financial need as designated by the Executive Committee.

## VII. NOTICES

1. E-mail voting should be restricted to items of a time-critical nature that occur between Board meetings.
2. For the Annual Meeting of the FGCMD, the Call should be sent by electronic notice, and by postal service if necessary, to the Club Presidents and to the FGCMD Board.

## VIII. INDEMNIFICATION

### 1. Conflict of Interest Policy

- a. In applying this policy, the term 'interest' shall include: personal interest, or interest as a director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern or having an immediate family member who holds such an interest in any concern.
- b. The term 'concern' shall mean any corporation, association, trust, partnership, limited liability entity, firm, person or other entity other than the organization.
- c. A director or officer of the organization shall not be disqualified from:
  - i. Holding any office in the organization by reason of any interest in any concern or
  - ii. Dealing with either as vendor, purchaser or otherwise, or contracting or entering into any other transaction with the organization or with any entity of which the organization is an affiliate provided:
    1. The interest of such an officer or director is fully disclosed to the Board of Directors, and
    2. The transaction is duly approved by the members of the Board of Directors who are not so interested or connected as being in the best interest of the organization, and
    3. Payments to the interested officer or director are reasonable and do not exceed fair market value.
- d. An interested officer or director may not vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which a transaction under this policy may be authorized.
- e. The minutes of meetings at which a vote is taken concerning an issue raised under this conflict of interest policy shall record the disclosure, abstention, if any, and the Board's rationale for approval or withholding approval.

### **Standing Rules Adopted January 10, 2017**

Amended February 24, 2017

Amended December 8, 2017

Amended November 20, 2018

Jacquelyn A. Handley, Standing Rules Committee Chair

Betty Reeves, Recording Secretary