

NATIONAL GARDEN CLUBS, INC.
2015-2017 BOARD OF DIRECTORS' FALL MEETING
MINUTES

Holiday Inn By the Bay, Portland, Maine

Saturday, September 24, 2016

Call to Order President Sandra H. Robinson called the eighty-seventh fall meeting of the 2015-2017 NGC Board of Directors to order at 9:30 a.m. on September 24, 2016 at the Holiday Inn By the Bay, in Portland, Maine and welcomed those in attendance.

The Recording Secretary, Shirley A. Tetreault was present.

Opening Exercises Valerie Tipps, Vice-Chaplain and Nominating Committee member (DS), gave the invocation.

The Freeport Flag Ladies, led by Elaine Greene, presented the colors of the Flag of the United States of America.

Andrea Little, Blue Star Memorial Markers Chairman led the Pledge of Allegiance to the Flag of the United States of America.

Jacqueline Connell, President's Special Project *Crown Bees* Chairman gave the Conservation Pledge.

The Honorable Ethan Strimling, Mayor of Portland, brought greetings to the Board of Directors.

Vera Bowen, Director of the New England Region and Scholarship Committee Member, welcomed the Board of Directors to the Region.

Suzanne M. Bushnell, President of the Garden Club Federation of Maine, Inc., welcomed the Board of Directors to the State of Maine.

Recognition of former NGC Presidents President Robinson welcomed the former Presidents of National Garden Clubs, Inc., Kitty Larkin (2005-2007), Barbara May (2007-2009), Renee D. Blaschke, (2009-2011), Shirley S. Nicolai (2011-2013), and Linda Nelson Bentson, Immediate Past President and PH&E Trustees Director.

Introduction of 2015-2017 Region Directors President Robinson recognized the 2015-2017 Region Directors present: Vera Bowen, New England; Anne M. Bucher, Central Atlantic; Sarah Ann Parler, South Atlantic; Carol M. Bullard, Deep South; Judy Newman, Central; Barbara S. Baker, South Central; Darlene Skari, Rocky Mountain; and Kristie Livreri, Pacific.

Credentials Report Sally K. Warner, Credentials Vice-Chairman, presented the Preliminary Credentials Report as of 8:00 a.m. September 24, 2016.

NGC President	1
NGC Honorary President	0
NGC Elected Officers	5
NGC Appointed Officers	4
Regional Directors	8
Advisory Committee	4
PH&E Trustees	6
State Presidents	49
Representatives of State Presidents	2
NGC Chairmen	98
NGC Standing Committee Members	<u>103</u>
Subtotal	280
Less Duplications	<u>92</u>
Total Voting Strength	188

ADOPTED

Quorum The Chair declared a quorum present.

Registration Report . Rebecca L. Linney, 2016 Fall Board Meeting Chairman, presented the Registration Report as of 8:00 a.m. September 24, 2016, for information only.

Total Voting Strength	188
Guests	<u>29</u>
Total Registration	217

Standing Rules of the Board of Directors Joan Corbisiero, Parliamentarian, presented the Standing Rules of the Board of Directors.
ADOPTED BY 2/3 VOTE

Agenda The agenda was adopted as amended.

Committee to Approve Minutes The President appointed the following committee to approve the minutes of the 2016 Board of Directors Meeting:
Gay L. Austin, Second Vice-President as Chairman
Mary Warshauer, Third Vice-President
Robin Pokorski, Corresponding Secretary

Timekeepers The President appointed the following to serve as timekeepers:
Mary Ann Moreno, Horticulture Committee, Container Gardening/Pollinators Chairman
Monarch Watch Committee, Container Gardening for Bees & Butterflies.
Jennifer Moreno, Youth Committee, Smokey Bear/Woodsy Owl Poster Contest Chairman.

Report of the Committees to Approve the Minutes Gay Austin , Chairman of the committee to approve the minutes of the May 5, 2016 Board of Directors' Meeting in Grand Rapids, Michigan reported that the minutes had been corrected and circulated. The correct date for the Fall Board meeting in Portland, Maine is September 20-24, 2016.

ADOPTED

Resignations The following resignations were accepted by the Executive Committee from the following:
Judy Morley, ESS Accrediting Chairman (NE, C, SA, DS)
Sara Lambarri, IA Activities Director
Les Westgard, NGC PH&E Trustee
Alice DeSomma, Life Membership Chairman
Bobbie Verser, Protocol Committee Vice-Chairman
Vicki Yuen, Nevada Garden Clubs, Inc. President

ACCEPTED WITH REGRET

Ratification of Appointments The following appointments made by President Robinson were approved by the Executive Committee:
Sandra Walters, Chairman, 2018 Fall Board Meeting in Orlando, Florida.
Lorraine Gabler, Vice-Chairman, 2018 Fall Board Meeting in Orlando, Florida.
Patricia Rupiper, ESS Accrediting Chairman (NE, C, SA, DS).
Gloria E. Remedi of Salto Uruguay, IA Activities Director.
Barbara S. Baker, NGC PH&E Trustee.
Bobbie Verser, Life Membership Chairman.
Vicki Yuen, Leap Into Leadership Committee.
Marsha Alexander, National Garden Week Chairman

RATIFIED

Presentation of State President Robinson presented Les Westgard, President of the North Dakota Federation of Garden Clubs, with his State President's Certificate. Nancy Lee Loesch, President of Nevada

Ratification of 2017-2019 Nominating Committee Chairman and Vice-Chairman Garden Clubs, Inc., was unable to attend and will be mailed her Certificate. President Robinson reported that the Executive Committee elected Bonnie T. Borne of Olive Branch, Mississippi as Chairman and Sandra Dennis of Cheyenne, Wyoming as Vice-Chairman of the 2017-2019 Nominating Committee.

RATIFIED

Reports of Officers The following officers reported: (Copies on file)
Sandra H. Robinson, President
Nancy L. Hargroves, President-Elect
Gay L. Austin, Second Vice-President
Mary Warshauer, Third Vice-President
Shirley A. Tetreault, Recording Secretary
Betty Grimes, Treasurer
Robin Pokorski, Corresponding Secretary
Pamela C. Hebert, Historian
Joan H. Corbisiero, Parliamentarian
Linda Nelson Bentson, PH&E Trustees Director

Executive Director Report Executive Director, Michelle Smith, reported. (Copy on file)

Auditor's Report The Recording Secretary presented the report of the auditor, Mueller Prost, PC, Certified Public Accountants.

ADOPTED

2017 Convention Program and Budget The tentative program and proposed budget for the 2017 NGC Convention in Richmond, Virginia was presented.

ADOPTED

Recommendations for Adoption On behalf of the Executive Committee, Shirley A. Tetreault, Recording Secretary, presented the following recommendations for adoption:

1. That a scholarship be named in honor of the current President, Sandra H. Robinson.

ADOPTED

2. That CDC Ventures Inc./VIP printing be approved to print a minimum of 3,000 copies of the 2017 *Handbook for Flower Shows* at a cost of \$34,630.00 (\$11.54 each), funds to be advanced by the NGC Floral Design Publications Fund.

ADOPTED

3. That the selling price of the 2017 *Handbook for Flower Shows* be \$25.00 per copy plus shipping costs and sold through Member Services.

ADOPTED

4. That approval of an additional \$800.00, for a total of \$2,600.00 plus shipping fees, for the fee of the artist, Emily Lackey, to illustrate the second book for youth, to be funded from the proceeds of *The Frightened Frog*/Member Services and to be sold at the NGC Convention, May 2017.

ADOPTED

5. That the previously adopted board motion, of May 15, 2015 be amended by striking out words in ~~strike through~~ font and inserting underlined words as follows:
"That a restricted fund named June Kummer Fund be established using the designated donation of \$1,000,890.00. This fund is established for the purpose of maintenance, repairs and improvements of National Garden Clubs, Inc. Headquarters (building and grounds). ~~Each fiscal year the Permanent Home and Endowment Trustees may approve expenditures of up to 5% of the balance of the fund to fill specific needs pertinent to the purpose of the fund. (Once the fund has been in operation for three or more years, the calculation of the balance will be made on a three-year average.)~~ There may arise from

~~time to time a need for a major expenditure which would exceed the 5% limit. In such a case, the Permanent Home and Endowment Trustees may approve such expenditure during the fiscal year, but it is not to exceed 20% of the balance of the fund. The fund is to be Use of the funds remain under the direction of the Permanent Home and Endowment Trustees and managed by an asset management service designated by NGC with the oversight of the Finance Committee.”~~

To read: “That a restricted fund named June Kummer Fund be established using the designated donation of \$1,000,890.00. This fund is established for the purpose of maintenance, repairs and improvements of National Garden Clubs, Inc. Headquarters (building and grounds). Use of the funds remain under the direction of the Permanent Home and Endowment Trustees and managed by an asset management service designated by NGC with the oversight of the Finance Committee.”

ADOPTED BY 2/3 VOTE

6. That a link on the FSS page of the NGC Website to a Photography Page be created. The Photography Page will consist of “how to” information on using a camera, taking better pictures and post processing images. It will include photography resources, links and tips helpful to photographers - from beginner to expert - no matter what kind of camera is used.

ADOPTED

7. That the NGC Region and State histories be put on the NGC website.

ADOPTED

8. That the itinerary and price for the first tour of the 2017-2019 administration on October 15-20, 2017 be approved. The tour will be to the New York Hudson River Valley area and the cost will be \$1850. Per person with a single supplement of \$600.

ADOPTED

9. That the Las Margaritas Garden Club of Colonia, Uruguay be accepted as an NGC International Affiliate.

ADOPTED

Recommendations for Ratification

1. That National Garden Clubs, Inc. register *The Frightened Frog* with the Copyright Office in the name of NGC.

RATIFIED

Bylaw Amendments

Amend by striking out words in ~~strike through~~ font and inserting or adding underlined words.

1. ARTICLE VI - MEMBERSHIP, Section 1. VOTING MEMBERSHIP

Voting membership shall consist of members of State Garden Clubs that are ~~affiliated members of with~~ NGC.

To read: Voting membership shall consist of members of State Garden Clubs that are members of NGC.

ADOPTED

2. ARTICLE VI - MEMBERSHIP, Section 1. VOTING MEMBERSHIP

A. Eligibility

A State Garden Club shall have been organized for a minimum of one year, ~~shall have a minimum membership of ten (10) clubs and shall be recommended by the Director of the Region in which it is located.~~

To read: A State Garden Club shall have been organized for a minimum of one year.

ADOPTED AS AMENDED

3. ARTICLE VI - MEMBERSHIP, Section 1. VOTING MEMBERSHIP

B. Application

Application shall be submitted to the NGC Board of Directors ~~through the Director of the Region in which~~ from the State Garden Club ~~is located~~. Application shall be accompanied by per capita dues and a typewritten list of names and addresses of state officers in order of rank, and state chairmen; and names of member clubs in alphabetical order including the names and

addresses of the Presidents.

To read: Application shall be submitted to the NGC Board of Directors from the State Garden Club. Application shall be accompanied by per capita dues and a typewritten list of names and addresses of state officers in order of rank, and state chairmen; and names of member clubs in alphabetical order including the names and addresses of the Presidents.

ADOPTED

**4. ARTICLE IX - DUTIES OF OFFICERS
ELECTED OFFICERS, Section 2. FIRST VICE-PRESIDENT**

E. Serve as a member of the Finance Committee, a member of the Internal Audit Committee, and ex officio a member of the Permanent Home and Endowment Trustees ~~and the Membership Committee.~~

To read: Serve as a member of the Finance Committee, a member of the Internal Audit Committee, and ex officio a member of the Permanent Home and Endowment Trustees.

ADOPTED

**5. ARTICLE IX - DUTIES OF OFFICERS
ELECTED OFFICERS, Section 2. FIRST VICE-PRESIDENT**

F. Attend the meetings of the Organization Study Committee as a guest and participate except for the right to make motions and to vote.

To read: Attend the meetings of the Organization Study Committee as a guest and participate except for the right to make motions and to vote.

ADOPTED

**6. ARTICLE IX - DUTIES OF OFFICERS, ELECTED OFFICERS
Section 2. FIRST VICE-PRESIDENT**

H. Serve as a ~~signator~~ signatory on all NGC accounts.

Conforming Amendment: Section 7. TREASURER,

P. Serve as a ~~signator~~ signatory on all NGC accounts.

ADOPTED

Bylaw amendments #1 through #6 will be submitted to the membership at the 2017 Annual Convention for adoption.

Report of the NGC Nominating Committee

Nancy Voyles, Chairman of the NGC Nominating Committee, introduced the members of the Nominating Committee and the NGC officers selected by the committee.

- | | |
|----------------|-----------------------|
| Gay Austin | First Vice-President |
| Mary Warshauer | Second Vice-President |
| Brenda Moore | Third Vice-President |
| Mary Owen | Recording Secretary |
| Betty Grimes | Treasurer |

Nancy Hargroves became President-Elect on June 1, 2016.

Recess
Reconvene

Recess at 11:31 a.m. for luncheon.
Reconvene at 2:32 p.m.

Future Annual Conventions Meetings

Convention Coordinator Becky Crowe and Vice-Cordinator Pat Abercrombe reported on dates of future NGC Conventions.

- 2017 - Richmond, Virginia, May 16-21, Chairman Judy Binns
- 2018 - Loews, Pennsylvania, May 21-24, 2018, Chairman Pat Wolinski
- 2019 - Biloxi, Mississippi, April 30-May 5, Chairman Rhonda Rosetti
- 2020 - TBA
- 2021 - New Jersey, Chairman Pat Wilson

Future Fall Board Meetings Fall Board Meeting Coordinator Robin Pokorski and Vice-Coordinator Dave West reported on future NGC Board of Directors meetings.

- 2017 - St. Louis, Missouri, September 12-16, Chairman Jackie Reynolds
- 2018 - Orlando, Florida, September 25-30, Chairman Sandra Walters
- 2019 - St. Louis, Missouri - TBA
- 2020 - Fargo, North Dakota, September 23-26, Chairmen Les Westgard & Lori DeRemer
- 2021 - St. Louis, Missouri - TBA
- 2022 - Cincinnati, Ohio - TBA
- 2023 - St. Louis, Missouri - TBA

Invitation to 2017 Convention The invitation to attend the 2017 Convention in Richmond, Virginia was issued by Judy B. Binns, Chairman.

Preliminary Report of the 2016 NGC Convention Marge McGoff, Chairman of the 2016 NGC Convention in Grand Rapids, Michigan gave the preliminary report of the 2016 convention. Total attendance was 765 and there is an approximate surplus of \$14,000, subject to the audit report.

Reports of Committee Chairmen The following Chairmen reported (copies on file):
Andrea Little - Blue Star Memorial Markers Chairman
Greg Pokorski - ES, GS, LD Schools Coordinator
Becky Hassebroek - Habitat Chairman, Liaison to Million Pollinator Garden Challenge
Poss Tarpley - Webmaster
Robin Pokorski - Leap Into Leadership! Chairman
Mary Ann Bryant - Tours Chairman
Barbara Baker - Highway Beautification Act

Future Board of Directors Meeting The next meeting of the Board of Directors will be:
Thursday, May 18, 2017- Richmond, Virginia at the Richmond Marriott Hotel.

Final Credentials Report Sally K. Warner, Credentials Vice-Chairman, presented the Final Credentials Report as of 10:00 a.m. on September 24, 2016:

NGC President	1
NGC Honorary President	0
NGC Elected Officers	5
NGC Appointed Officers	4
Region Directors	8
Advisory Committee	5
PH&E Trustees	6
State Presidents	49
Representatives of State Presidents	2
NGC Chairmen	99
NGC Standing Committee Members	<u>103</u>
Subtotal	282
Less Duplications	<u>92</u>
Total Voting Strength	190

ADOPTED

Final Registration Report Rebecca Linney, 2016 Fall Board Meeting Chairman presented the Final Registration Report as of 10: a.m. on September 24, 2016, for information only.

Total Voting Strength	190
Guests	<u>29</u>
Total Registration	219

Adjourn The meeting adjourned at 3:35 p.m. to reconvene at the Banquet.

