

**NATIONAL GARDEN CLUBS INC.  
2023 ANNUAL BOARD OF DIRECTORS MEETING**

**The Greenbrier Resort & Hotel  
White Sulphur Springs, WV**

**Tuesday, May 2, 2023, 1:00 PM EDT**

**Call to order and welcome:** President Mary Warshauer called the ninety-second Convention of the Board of Directors of the National Garden Clubs, Inc. to order at 1:00 PM EDT on Tuesday, May 2, 2023.

**Inspiration:** The inspiration was given by Barbara Campbell.

**Introductions:** The President welcomed those former Presidents in attendance today.

**Credentials Report/Quorum:** Suzanne Potts, Credentials Chair reported that as of 1:00 PM EDT on May 2, 2023, the voting strength was 72.

**Registration Report:** Pam Simien, Registrar Interim Registration, reported as of this meeting, the registration was 619.

**Approval of Rules of the Board of Directors Meeting:** Read by Patty Arndt, Parliamentarian. The rules of the Board of Directors Meeting are approved as stated.

**Adoption of Agenda:** The agenda was adopted as corrected.

**Committee to approve minutes:** Without objection the President appointed the following committee to approve the minutes of this meeting:

Donna Rouch, Second Vice President, Chair  
Donna Marie Donnelly, Third Vice President  
Gerianne Holzman, Corresponding Secretary

**Timekeepers:** Without objection the President appointed: Nancy Voyles and Roxanna Champagne as timekeepers for this meeting

**Appointment of Tellers:** Without objection, the President appointed Barbara DeRue and Marlene Hatton to serve as tellers.

**Report of the committee appointed to approve the minutes of the September 22, 2022 Board of Directors meeting: Donna Rouch, Second Vice President**  
The Minutes were approved and circulated.

**Reports of Officers:** All reports of Officers were deferred.

**Report of our NGC Executive Director Bill Trapp:** Bill thanked our Assistant Executive Director Katie Roth and the Convention Chairs.

**Recommendations From Committee Chairmen:**

- A. That Flower Show Procedure be presented via a virtual platform as a block of courses by NGC. **RATIFIED**
- B. Approve for Flower Show Procedure via Zoom as a single course. **RATIFIED**
- C. That the Flower Show School Handbook Exam be made available in April and October online in a multiple-choice format via Google docs or other program.  
**RATIFIED**
- D. That the timeframe between refreshers for Accredited Judges be reduced to every 4 months if all requirements to refresh are fulfilled.  
**RATIFIED**
- E. That a revision in the Flower Show School/Symposium Instructors Manual, including the reduction in the number of Horticulture topic outlines required for new Horticulture Instructors preparing paperwork for Flower Show School from 8 to 4. **RATIFIED**
- F. That the Point Score Sheets be revised to a double-sided format.  
**RATIFIED**
- G. That applications for Flower Show Achievement Awards receive 3 extra points for events open to the public in a public place. (To be added at the end of the evaluation after all other points are evaluated.)  
Subsidiary motion made by Jan Warshauer and seconded that this be referred to the Flower Show Committee and that the Committee report back at the 2023 Fall Board Meeting. Committee **SUBSIDIARY MOTION PASSED**
- H. That a new program titled “TEACH” for Flower Show School/Symposium instructors be approved. (refer to attachment) **RATIFIED**
- I. That Student judges who have reached or passed the 7-year limit to fulfill all requirements be given an extension until December 21, 2023. **RATIFIED**
- J. That “Staging containers for cut specimens must be transparent containers” be inserted into the Handbook for Flower Shows, page 60, IV.G. **RATIFIED**

- K.** That “Fresh fruits, vegetables, and non-perishable food products. All cut fruits and vegetables must be sealed with an unobtrusive substance” be inserted into the Handbook for Flower Shows, page 80 B.1.i. **RATIFIED**
- L.** To strike “~~Plant material may not be carved into figural forms; however.~~” Capitalize “Forms.” In the Handbook for Flower Shows, Page 95, B.1.c. **RATIFIED**
- M.** That International Club #711, Club Jardines Orquidea, located in Mexico, be approved to become an Affiliate member of NGC. **RATIFIED**
- N.** That International Club #712, Consejo de Jueces Garden Club Argentino, located in Argentina, be approved to become an Affiliate member of NGC. **RATIFIED**
- O.** That International Club #713, Club Ebano, from Mexico, has made application to become an affiliate member of NGC. **RATIFIED**
- P.** **Amendments to Bylaws: These Bylaw amendments are not adopted by the Board of Directors but once approved by them will go on to the 2024 Convention Body (not the 2023 Convention Body) for ratification.**

**Bylaw Proposals -**

| <b>Current Wording</b>  | <b>Proposed Amendment</b>   | <b>Would Read After Amendment</b>   |
|---|---|---|
| <p><b>Proposal #1</b><br/> <b>ARTICLE IX- DUTIES OF OFFICERS ELECTED OFFICERS</b><br/> <b>Section 1. – PRESIDENT</b><br/>                     The President shall:<br/>                     A. Serve as chief executive officer and official representative of NGC.</p> | <p><b>ARTICLE IX- DUTIES OF OFFICERS ELECTED OFFICERS</b><br/> <b>Section 1. – PRESIDENT</b><br/>                     The President shall:<br/>                     A. Serve as <del>chief executive officer and</del> the official representative of NGC <u>and Chairman of the Board,</u></p> | <p><b>ARTICLE IX- DUTIES OF OFFICERS ELECTED OFFICERS</b><br/> <b>Section 1. – PRESIDENT</b><br/>                     The President shall:<br/>                     A. Serve as the official representative of NGC and Chairman of the Board.</p> |

**APPROVED**

| Current Wording   | Proposed Amendment  | Would Read After Amendment   |
|---|---|--|
| <p><b>Proposal #2</b><br/> <b>ARTICLE IX- DUTIES OF OFFICERS APPOINTED OFFICERS</b><br/> <b>Section 10. – HISTORIAN</b><br/>                     The Historian shall:<br/>                     B. Obtain histories from States for placement in the NGC archives, effective with the 2019-2021 administration.<br/>                     C. Submit a history for review to a committee appointed by the outgoing President. Submit the history for editing to the committee one month after the NGC Convention following the close of the previous administration.</p> | <p><b>ARTICLE IX- DUTIES OF OFFICERS APPOINTED OFFICERS</b><br/> <b>Section 10. – HISTORIAN</b><br/>                     The Historian shall:<br/>                     B. Obtain histories from States <del>for placement in the NGC to be archived effective with the 2019-2021 administration.</del> <u>at Headquarters.</u><br/>                     C. Submit a history <u>of the NGC term</u> for review to a <del>committee appointed by the outgoing the Immediate Past President.</del> <u>committee one month after the NGC Convention following the close of the previous administration.</u></p> | <p><b>ARTICLE IX- DUTIES OF OFFICERS APPOINTED OFFICERS</b><br/> <b>Section 10. – HISTORIAN</b><br/>                     The Historian shall:<br/>                     B. Obtain histories from States to be archived at Headquarters.<br/>                     C. Submit a history of the NGC term for review to the Immediate Past President one month after the NGC Convention.</p> |

**APPROVED**

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| Current Wording  | Proposed Amendment  | Would Read After Amendment   |
|--|---|--|
| <p><b>Proposal #3</b><br/> <b>ARTICLE IX -- DUTIES OF OFFICERS APPOINTED OFFICERS</b><br/> <b>Section 12. -- PERMANENT HOME AND ENDOWMENT TRUSTEES DIRECTOR</b><br/>                     The Chairman, hereinafter referred to as the Director, shall:<br/> <b>ADD NEW</b></p> | <p><b>ARTICLE IX -- DUTIES OF OFFICERS APPOINTED OFFICERS</b><br/> <b>Section 12. -- PERMANENT HOME AND ENDOWMENT TRUSTEES DIRECTOR</b><br/>                     The Chairman, hereinafter referred to as the Director, shall:<br/> <u>H. Serve as Chairman of the Search Committee for an Executive Director, and appoint three members who shall not be officers or serve on the Executive or Finance Committees.</u></p> | <p><b>ARTICLE IX -- DUTIES OF OFFICERS APPOINTED OFFICERS</b><br/> <b>Section 12. -- PERMANENT HOME AND ENDOWMENT TRUSTEES DIRECTOR</b><br/>                     The Chairman, hereinafter referred to as the Director, shall:<br/>                     H. Serve as Chairman of the Search Committee for an Executive Director, and appoint three members who shall not be officers or serve on the Executive or Finance Committees.</p> |

**APPROVED**

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**Q. Amendments to Standing Rules: Standing Rules are adopted by the Board of Directors, and do not go to the Convention body for adoption.**

| <b>Current Wording</b>  | <b>Proposed Amendment</b>   | <b>Would Read After Amendment</b>  |
|---|---|--|
| <p><b>Proposal #1</b><br/> <b>HEADQUARTERS – EXECUTIVE DIRECTOR</b><br/>                     2. NGC shall not release its membership roster, unless approved by the Executive Committee and the Board of Directors.</p> | <p><b>HEADQUARTERS – EXECUTIVE DIRECTOR</b><br/>                     2. NGC shall not release its <del>membership roster,</del> <u>contact information database unless approved by the Executive Committee and the Board of Directors.</u> <u>to any third-party individual, government agency, or company at any time, unless compelled to do so by law.</u></p> | <p><b>HEADQUARTERS – EXECUTIVE DIRECTOR</b><br/>                     2. NGC shall not release its contact information database to any third-party individual, government agency, or company at any time, unless compelled to do so by law.</p> <p style="text-align: right;"><b>RATIFIED</b></p> |

| <b>Current Wording</b>   | <b>Proposed Amendment</b>   | <b>Would Read After Amendment</b>  |
|--|---|--|
| <p><b>Proposal #2</b><br/> <b>FLOWER SHOW SCHOOLS, SYMPOSIUMS, AND JUDGES</b><br/>                     1. Changes of Flower Show School policies and procedures, recommended by the FSS Committee to the Executive Committee and approved by the Board of Directors, shall become effective July 1 annually. Changes are</p> | <p><b>FLOWER SHOW SCHOOLS, SYMPOSIUMS, AND JUDGES</b><br/>                     1. Changes of Flower Show School policies and procedures, recommended by the FSS Committee <del>to the Executive Committee</del> and approved by the <del>Board of Directors</del> <u>Executive Committee,</u> shall become effective July 1 annually. Changes</p> | <p><b>FLOWER SHOW SCHOOLS, SYMPOSIUMS, AND JUDGES</b><br/>                     1. Changes of Flower Show School policies and procedures, recommended by the FSS Committee and approved by the Executive Committee, shall become effective July 1 annually. Changes are published on the NGC Website.</p> |

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| published on the NGC Website.  | are published on the NGC Website.  | <b>RATIFIED</b>   |
| <b>Current Wording</b>   | <b>Proposed Amendment</b>  | <b>Would Read After Amendment</b>   |
| <p><b>Proposal #3</b><br/> <b>NATIONAL CHAIRMEN, STATE PRESIDENTS</b><br/>         6. At least three weeks prior to the Executive Committee Meetings, or by deadline designated in the “Call”, recommendations must be sent to the NGC Corresponding Secretary with a copy to the President.</p> | <p><b>NATIONAL CHAIRMEN, STATE PRESIDENTS</b><br/>         6. At least three weeks prior to the Executive Committee Meetings, <del>or by deadline designated in the “Call”</del>, recommendations <u>from NGC Chairmen</u> must be sent to the NGC <del>Corresponding Secretary with a copy to the President.</del> <u>President with a copy to the Corresponding Secretary and Parliamentarian.</u></p> | <p><b>NATIONAL CHAIRMEN, STATE PRESIDENTS</b><br/>         6. At least three weeks prior to Executive Committee Meetings, recommendations from NGC Chairmen must be sent to the President with a copy to the Corresponding Secretary and Parliamentarian.</p> |

**RATIFIED**

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| <b>Current Wording</b>   | <b>Proposed Amendment</b>   | <b>Would Read After Amendment</b> |
| <p><b>Proposal #4</b><br/> <b>FINANCE</b><br/>         12. NGC budgets for lodging, transportation, and registration expenses for the President to visit State Garden Clubs.</p> | <p><b>FINANCE</b><br/> <del>12. NGC budgets for lodging, transportation, and registration expenses for the President to visit State Garden Clubs.</del></p> | <p><b>FINANCE #12 REMOVED</b></p> |

**RATIFIED**

| Current Wording  | Proposed Amendment   | Would Read After Amendment  |
|--|--|---|
| <p><b>Proposal #5</b><br/> <b>NOMINATING COMMITTEE</b><br/>                     2. Names of the Member and the Alternate Member from each Region shall be elected by the governing board of the state garden club and sent to the Nominating Committee Vice- Chairman, President-Elect and the Administrative Assistant no later than 12 weeks prior to the NGC Convention in the odd-numbered year prior to service.</p> <p>4. A member who fails to attend any meeting, unless excused by the Nominating Committee Chairman and the NGC President due to an unavoidable absence, will be considered as having resigned from the Committee and will be replaced automatically by the alternate. A member who fails to attend any two meetings shall be replaced automatically by the alternate.</p> | <p><b>NOMINATING COMMITTEE</b><br/>                     2. Names of the Member <del>and the Alternate Member</del> from each Region shall be elected by the governing board of the state garden club and sent to the Nominating Committee Vice- Chairman, President-Elect and <del>the Administrative Assistant</del> <u>sent to Headquarters no later than 12 weeks prior to the NGC Convention in the odd-numbered year prior to service.</u> <u>September 1 in the even-numbered year.</u></p> <p>4. A member who fails to attend any meeting, unless excused by the Nominating Committee Chairman and the NGC President due to an unavoidable absence, will be considered as having resigned from the Committee <del>and will be replaced automatically by the alternate.</del> A member who fails to attend any two meetings shall be replaced automatically by</p> | <p><b>NOMINATING COMMITTEE</b><br/>                     2. Names of the Member from each Region shall be elected by the governing board of the state garden club and sent to the Nominating Committee Vice Chairman, President-Elect and sent to Headquarters no later than September 1 in the even-numbered year.</p> <p>4. A member who fails to attend any meeting, unless excused by the Nominating Committee Chairman and the NGC President due to an unavoidable absence, will be considered as having resigned from the Committee. A member who fails to attend any two meetings shall be replaced automatically by the NGC President.</p> <p><b>REFERRED TO OSC FOR EVALUATION.</b></p> |



|                        | the alternate <u>NGC</u><br><u>President.</u> |                                       |
|------------------------|---|---------------------------------------|
| <b>Current Wording</b> | <b>Proposed Amendment</b>                     | <b>Would Read After<br/>Amendment</b> |

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|---|---|---|
| <p><b>Proposal #6</b></p> <p><b>WEBSITE</b></p> <p>4. There shall be a Website Chairman for the Public Section and one or more for any Restricted Sections, all of whom shall work with the hired Website provider and NGC Headquarters. Money for technical assistance shall be in the budget.</p> <p>5. The Public Section shall contain information of benefit to garden club members and others interested in NGC. The material for this section shall be submitted by NGC chairmen and reviewed by an appointee of the President. Included in this section shall be items from Member Services and the NGC publication, <i>Keeping in Touch</i>, and <i>The National Gardener</i>, with the roster changes, deleted.</p> | <p><b>WEBSITE</b></p> <p><del>4. There shall be a Website Chairman for the Public Section and one or more for any Restricted Sections, all of whom shall work with the hired Website provider and NGC Headquarters. Money for technical assistance shall be in the budget.</del></p> <p><del>5. The Public Section shall contain information of benefit to garden club members and others interested in NGC. The material for this section shall be submitted by NGC chairmen and reviewed by an appointee of the President. Included in this section shall be items from Member Services and the NGC publication, <i>Keeping in Touch</i>, and <i>The National Gardener</i>, with the roster changes, deleted.</del></p> | <p><b>ITEMS #4 AND #5 DELETED IN THEIR ENTIRETY.</b></p> <p><b>RATIFIED</b></p> |
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**Report on future NGC Meetings: Pat Wilson, Chair**

- 2023 FBM September 21, 2023 via Zoom**
- 2024 Winter Executive Meeting January 2024 via Zoom\***
- 2024 NGC Convention, Colorado - June 2-5, 2024**
- 2024 FMB, date TBD\***
- Winter Executive Meeting January 2025 via Zoom\***

## 2025 NGC Convention, Omaha, NE - May 18-21, 2025

**Final report of the 2022 NGC convention:** Gina Jogan, Chair **APPROVED**






**Final report of the 2022 fall board meeting:** Pat Wilson, Meeting Chair **APPROVED**

**Final 2021-2022 audit report:** Donna Rouch, Second Vice President  
 Donna Rouch reported that the 2021-2022 audit report from Wipfli, Certified Public Accountants has been given a clean report.

**Adoption of the NGC 2023-2024 budget:** Lynette Jeffres, Treasurer.  
 This budget was adopted by our EC during a November 17, 2022 meeting. The budget was sent to our Board electronically, for review, prior to the NGC Convention. **APPROVED**

**Dates of future Board of Directors' meetings:**  
 May 5, 2023 (for 2023-2025 BOD) -White Sulphur Springs, WV  
 September 21, 2023, via Zoom.

**Adjournment:** There being no further business, the meeting adjourned at 2:20PM ET.

|  |          |          |
|--|----------|----------|
| <br>Monica Hansen, Recording Secretary        | 06/06/23 | 06/06/23 |
|  |          | Date     |
| <br>Mary Warshauer, President                 | 06/04/23 | 06/04/23 |
|  |          | Date     |
| <br>Donna Rouch, Second Vice President        | 06/04/23 | 06/04/23 |
|  |          | Date     |
| <br>Donna Donnelly, Third Vice President      | 06/05/23 | 06/05/23 |
|  |          | Date     |
| <br>Gerianne Holzman, Corresponding Secretary | 06/06/23 | 06/06/23 |
|  |          | Date     |