

By-Laws of East Side Outside Garden
Established, April 2017
Revised, April 2019
Revised, September 2019
Revised, February 2020
Approved unanimously by proxy vote, 7 February 2020

Article I: Name

The name of the association shall be East Side Outside Garden.

Article II: Purpose and Mission

The purpose of the association shall be to promote a garden community for residents through group action. We aim to improve and beautify our garden.

Article III: Boundaries

The organization shall serve any residents in NYC.

Article IV: Membership

Section 1: Joining: Membership is open to any and all persons residing in the boundaries listed in Article III of these by laws. Members can join by contacting the garden officers in person or through email, attending a garden meeting, and completing an orientation as outlined in the garden's Best Management Practices.

Section 2: Voting: Only persons who have paid the annual dues in full, or who have substituted additional hours of service in place of dues (see Article V section 3), may vote on Garden business. Each adult living in the residence must pay dues or work the equivalent substitute hours in order to vote. Voting members must be at least 18 years of age or older.

Section 3: Member in Good Standing (Rights of members): All persons who have requested to join the Garden, adhered to the Gardens By-laws and membership guidelines outlined in Article IV Section 4 are considered members in good standing. Members in good standing have access to the garden via key or lock access code and are entitled to use the garden's tools. Plots are allotted to members in good standing on a first-come first-served basis; if there are not sufficient plots for all members in good standing, a wait list will be created.

Section 4: Membership Guidelines (Responsibilities and rules for members)

Open Hours:

- Open hours Season is from April 1-Oct 31st.
- New and existing member should commit to a minimum of 40 hours of volunteer time over the open hours season.
- Members who join after July 1 of the active year must contribute 20 hours before the next season.
- 50 hours is the minimum volunteer time for non paying members, (7.5 hours are required if joining after July 1)
- Members are expected to track their volunteer hour either in the binder in the greenhouse or using the online google form. Hours must be entered within 36 hours of volunteer time.
- Member must attend at least 3 meetings during the active season (April 1-Oct 31) and 1 meeting during the inactive season (Nov. 1-March 31) to maintain membership and voting status.
- Members must pay annual dues.
- New members must complete an orientation to the garden with an established member in good standing
- Members must follow procedures outlined in the Best Management Practices document for maintaining and using the garden space, including practices on hosting events and other special circumstances
- Once a new member has completed the above they may receive a key to the garden.

Members agree not to do any of the following:

- Make copies of the garden key or shipping container key
- Let any non members borrow their key for access to the garden without active member present
- Grow food in non raised garden beds
- Members cannot consume Alcohol in the garden

Section 5: Penalties

- Members not adhering to the guidelines outlined in Article IV Section 4 above, and to the procedures specified in the Best Management Practices document, will be subject to the following penalties, following a “three strikes model”:
 - Probation: a period of 1 month following the identification of the infraction by garden members and notification of the Garden membership via meeting or Garden officers, to provide the infracting member the opportunity to get back in good standing for minor violations.
 - Loss of plot: If the garden member continues to stand in violation of Article IV Section 4 guidelines by the end of the 1 month probation period, or commits a second infraction within a single year, the garden member will lose their plot and

access to garden tools and other resources determined by the garden membership.

- Loss of membership: For major infractions against garden guidelines outlined above in Article IV Section 4, or against any relevant NYC Parks, GreenThumb, Municipal, State, or Federal regulations committed within the space of the garden, or for failure to get back into good standing following a probationary period outlined in the above paragraph on Probation, garden members may vote on penalties up to and including expulsion of said members committing major infractions or failing to get into good standing. Loss of membership will include a loss of all keys and access codes to garden spaces.
- Section 6: Variances and remediation
 - Garden members unable to meet all terms outlined in Article IV Section 4 because of a life event or other reasonable cause may ask for a variance, preferably in advance, to be approved by majority vote of membership at a monthly member meeting in order to maintain good standing.
 - Garden members falling out of good standing will be given reasonable chances to get back into good standing; if necessary, terms of remediation for good standing will be determined by majority vote at a membership meeting.

Article V: Dues

Section 1: Why Collect Dues: All members will be asked to pay dues annually. Dues are voluntary, however, only members in good standing may vote on Garden business. Dues are collected for the sole purpose of carrying out the mission of the association.

Section 2: Amount of Dues: Dues will be kept low so as to encourage as many members as possible. The amount of the dues will be determined annually and announced at the 1st annual meeting to be held in April every year.

Section 3: Payment of Dues: Annual dues are to be paid within 60 days of the 1st annual meeting held in April every year. New members will be asked to pay for the full year in which they join, regardless of when they join. If dues causes a hardship on the member, an additional 10 hours of volunteer time can substitute dues. If new members join mid July, dues can be prorated if amount causes hardship.

Section 4: Volunteer Hours: Dues-paying members are expected to volunteer a minimum of 40 hours per season inside or associated to the garden. As outlined above, members who cannot pay the dues for any reason will be requested to volunteer an additional 15 hours of their time.

Section 5: Other Donations to the Organization: Periodically, members may volunteer to donate materials or funds for certain projects proposed and voted on by the Garden Members. These are voluntary donations and are not considered dues.

Section 6: Who Pays Dues: Dues are collected from all members who are 18 years of age or older.

Article VI: Meetings

Section 1: Time and Place of Meetings: The Association will meet regularly (approximately once a month during the season) at the garden or the 14th st Y. The time will be determined by what is convenient to the largest number of members which will be voted on at the April meeting. Meeting dates and times should be consistent and moved or rescheduled only as a last resort. When circumstances allow, members shall be notified at least 7 days in advance of all cancelled meetings.

Section 2: Annual Meeting: The Association will hold an annual meeting in April of each year. The responsibilities of the volunteer committee officers will be assigned at that meeting. The amount of annual dues will be voted on at that meeting. Monthly meeting times will be voted on at this meeting. Anyone is allowed to attend this meeting but only members in good standing can be considered for assignment (see Article IV) and are allowed to contribute opinions at this meeting.

Article VII: Volunteer Officers

Section 1: Volunteer Officers: The following volunteer officer positions shall be filled each season; each officer position shall be filled concurrently by two garden members:

- Secretary/President
- Membership Coordinator
- Treasurer

Section 2: Roles of Officers:

- Secretary/President
 - Scheduling and facilitating member meetings
 - Setting and coordinating agendas
 - Recording and making minutes available
 - Coordinating between membership and outside stakeholders and partners such as the school, GreenThumb/Parks, LUNGS, etc.
 - Communicating with membership about events and occurrences within the garden
- Membership Coordinator
 - Recording and tracking dues
 - Recording and tracking hours worked by members and meeting attendance

- Facilitating new member orientations and onboarding processes
- Keeping track of keys and access codes
- Treasurer
 - Budget (maintain and managing funds)
 - Liaising with fiscal sponsor[s]
 - Maintaining the garden bank account and relevant documentation

Section 3: Elections: These roles will be self-nominating positions. Officers will be approved by majority vote of members at the annual meeting in April of each year. If multiple members in good standing are interested in volunteer offices, the responsibilities can be shared. Garden members will maintain the volunteer officers structure until it is agreed that the organization should begin a nominations and elections process for offices.

Section 4: Terms: The terms for all offices shall be for 1 year, starting at the April meeting or at the end of the meeting when the officer chose to adopt a set of responsibilities, until March 31st of that year.

Section 5: Terms Limits: Volunteer position will not have any term limits.

Section 5: Vacancies: A vacancy or lack of sufficient participation in any volunteer office or because of death, resignation, or otherwise is to be filled by a person self nominated or suggested by the members and approved by majority vote of the membership.

Article VIII: Voting and Decision-making

Section 1: Majority Vote Rules: All Association business is transacted using a voting system called Majority Vote, which means the winning proposal or resolution received at least one more vote than the next proposal or resolution on the ballot.

Proposed additional text: All decisions relating to major uses of garden facilities, equipment, and resources must be approved by a majority vote of a quorum of the membership; minor uses of garden facilities, equipment, and resources may be completed without approval of the officers or garden membership, but are subject to audit by garden members. As “major uses” these by-laws identify any public events (including but not limited to workshops, classes, fundraisers, workdays, and cultural or educational programming), private organized events involving non-members (such as parties), and alterations of the space and landscape. “Minor uses” include tasks not essential to basic garden care and maintenance, such as planting unobtrusive numbers of ephemeral plants in shared beds, keeping potted plants in the greenhouse, or any other usage of communal garden space and resources defined by garden members. Reports on all uses of the garden will be given at each meeting of the garden members.

Section 2: Must be Paid Member: In order to vote on association business you must be a dues paying member in good standing.

Section 3: Voting by proxy: Voting by proxy, including via email or other electronic means, shall be permitted. Members may send their proxy vote on specific agenda items in advance of a meeting.

Article IX: Quorum

Section 1: Definition of Quorum: A quorum is the minimum number of persons required to be present before association business can be voted on.

Section 2: Quorum at Membership Meetings. The Association requires that at least 6 members who are in good standing with the association be present at any regularly scheduled or annual meeting in order for votes to take place or business to transact.

Section 4: Quorum for Other Committees: There is no quorum responsibility for other Association committees.

Article X: By-Law Amendments | Alterations and Rules of Assembly

These by-laws may be altered or amended by an affirmative vote of 75% of the membership present at any regular or special membership meeting provided that notice to amend was given at least 10 days prior to the meeting and the intent to vote on by-laws is placed on the notice.

Article XI: Finances

Section 1: Garden bank account: The garden's money is stored in an account at the Lower East Side People's Federal Credit Union administered by the Treasurer. The Treasurer and President have joint access to the account.

Section 2: Purchasing decisions: All decisions relating to major uses of garden funds must be approved by a majority vote of a quorum of the membership; minor purchases for day-to-day expenses (less than \$100) may be completed with approval of the Treasurer and/or President, subject to audit by all members in good standing. Reports on all expenses will be given at each meeting of the garden members.

Section 3: Purchasing protocol: Purchases can be made directly using garden funds and bank cards by the Treasurer or President. Other members can be reimbursed for approved purchases by providing the Treasurer with a valid itemized receipt. If the purchase is made with a card, the last four digits of the credit card must be visible on the receipt.

Section 4: Fundraising: Any fundraising initiative (not limited to fundraiser parties, sales, events, or online fundraisers) must be approved by a majority vote of a quorum of the membership.

By-laws approved: 7 February 2020

Signature of members: Approved unanimously by email proxy vote. Yay votes: Jon Cleffi, Amy Anthony, Laura Rosenshine, Shig Matsukawa, Ryan Mendenhall, Manni Lee, Josh Luria. Vote not received/abstention (counted as "yay" vote): Lisa Cha, Jonas Schaller, Max Katz, Meredith Danberg-Ficarelli, Naji Boustany, Marni Mendelsohn, Jorge Hernandez, Paul Josephson, Adrien de Bontin, Chelsea Kakar, Cindy Uh, Rob Kelley, Sophie MacIntyre