

BYLAWS FOR
LEWES IN BLOOM

ARTICLE I – NAME

The name of the organization will be Lewes in Bloom ["LIB"].

ARTICLE II - PURPOSE

Section 1. Purpose. The purpose of Lewes in Bloom, as directed by their Board of Advisors, is to promote and maintain the beautification of Lewes public gardens and parks through citizen volunteerism, thus helping to relieve the City of Lewes of this task, thereby inspiring community spirit. The goals of LIB are to be recognized and supported as a reliable community resource, provide opportunities for interested parties to enhance the city landscape, provide opportunities for volunteerism, and education for the membership, as well as supporters of the Lewes community.

Section 2. Non-discriminatory Policy. LIB will operate on a non-discriminatory basis without regard to race, creed, color, religion, gender, age, or otherwise.

ARTICLE III - MEMBERSHIP

Section 1. Classes of Membership.

- a. Active. LIB is open to all individuals and organizations wishing to support its mission and goals. Members in good standing pay annual dues and may hold office. Membership categories, annual membership, and organizational or business sponsorship fees will be set by the Board of Advisors (BOA).

Section 2. Dues. Dues are payable by July 31 of each year in the amount designated in membership categories. A final notice will be sent by August 1. Members who have not paid by August 15 will be removed from the membership roster.

ARTICLE IV - MEETINGS

Section 1. General Meetings. There will be a general meeting of the membership of LIB held on the second Tuesday of the month, or as deemed necessary by the Board of Advisors. General meetings will be held to inform members about LIB activities, provide horticultural programs, and encourage membership. One General Meeting shall be called the Annual Meeting, to be held before November 30th of each year. The purpose of the Annual Meeting is to review the past year's activities, events, and accomplishments, and provide for the introduction of the newly elected Board members and Officers. There will be no General Meetings held in the months of January and August.

Section 2. BOA Meetings.

- a. Monthly Meeting. The BOA will meet monthly (except for December) in person or remotely. Any other meeting of the Board may be called at the discretion of the Chairs.
- b. Quorum and Voting. A quorum consists of a majority of the BOA, including at least one (1) Officer. Any vote taken must be achieved with a quorum for the transaction of business. Voting by proxy is not permitted.

ARTICLE V - BOARD OF ADVISORS, OFFICERS, NOMINATIONS, AND ELECTIONS

Section 1. Composition. The LIB Board will be composed of elected Officers and will consist of not less than seven (7) nor more than twelve (12) individuals, who reside in or near Lewes, or are otherwise identified with the greater Lewes community. Members of the Board will be elected on the basis of knowledge and concern for the good of the Greater Lewes Community and will serve without compensation. A Board member will be nominated

by the Governance Committee and elected by the Board as vacancies occur. A Board member will serve for a term of three (3) years, but not more than two (2) consecutive terms. A member may return to the Board following a one (1) year absence from their previous term. Terms of Board member will be staggered to prevent a complete turnover of the Board in any one year. Any Board member returning for a second term will not automatically assume the office held in their first term. The Board of Advisors may ask for ex-officio status upon completion of a board member's term. He/she will have all the privileges of the Board except the right to make motions or to vote.

Section 2. Duties and Powers. The BOA will have control and manage the affairs and business of LIB and will act only in the name of LIB. The regularly convened general meetings of the membership will be presided over by the Chairs. Any members of the Board taking actions judged not in the best interest of LIB or displaying a lack of interest by missing three (3) consecutive meetings without prior notice may be subject to removal by a majority vote of the Board. Each Board member will serve in a fiduciary capacity and will perform his/her duties in good faith and in the best interest of the organization with care, skill, and diligence.

Section 3. Quorum and Voting. The participation of 50% of the Board will constitute a quorum for the transaction of business. A Board member will have only one vote. All electronic (e-mail) requests from a Board member for an immediate decision or discussion should be addressed in a timely fashion.

Section 4. Officers, Limitations and Terms. Officers (Governance Committee) will consist of up to three (3) Co-Chairs, a Recording Secretary, and a Treasurer. Officers will be elected as the respective term expires by a majority vote of the BOA. Only active members may hold office.

Section 5. Duties of Officers and Other Board Members.

- a. The Chairs will preside at all General Meetings of the members and lead the BOA. They will present an annual report of the work of LIB at the Annual Luncheon meeting; ensure that all books, reports, and certificates required by law are properly kept and/or filed; designate which Board members in addition to the Treasurer will have the authority to sign checks and/or drafts of LIB; plan and coordinate agendas; have access to the electronic email list of LIB members; serve as committee liaisons at large; maintain community relations with various community organizations such as the Lewes Chamber of Commerce, and the City of Lewes; and perform other duties at the direction of the Board.
- b. The Recording Secretary will keep records of attendance and record minutes of all meetings; maintain the Minutes Book; maintain records of Bylaws and Policies; issue notices and distribute minutes in a timely manner; receive letters of resignation of a Board member; and perform other record keeping duties at the direction of the Board.
- c. The Treasurer will serve as Chair of the Finance Committee; make deposits and pay obligations of LIB in a timely manner; have the authority to sign checks and/or drafts of LIB; reconcile accounts regularly; prepare periodic financial reports for meetings; with the Finance Committee, propose a budget for the coming fiscal year for adoption by the BOA; supply all annual or periodic tax or financial information required by applicable entities; retain financial records as required; and perform other duties at the direction of the Board.
- d. The Corresponding Secretary conducts the general business correspondence for LIB including writing thank you notes to people or businesses for donations and sponsorships.
- e. The Technical Support Advisor identifies on-line or software methods to facilitate LIB communication with members and the public.

Section 6. Nominations for the BOA. The Governance Committee will nominate candidates for upcoming vacancies on the Board.

Section 7. Resignation. An Officer or BOA member may resign before the end of their term by submitting notice in writing to the Recording Secretary of LIB for report at the next meeting of the BOA.

ARTICLE VI - COMMITTEES

Section 1. Standing Committees. There will be Standing Committees as follows:

- a. The Governance Committee consists of the Officers of the Board. It is responsible for identifying, qualifying, and nominating prospective new advisors to the Board and performing an annual assessment of the Board. All Board approved financial investments of LIB monies will require the signatures of the Treasurer and one (1) Chair on any necessary documentation including paper, online, or on digital or analog media to complete. This committee ensures Board compliance with current established LIB Bylaws and non-profit status.
- b. The Membership Committee oversees the recruitment of LIB members. It oversees the annual and ongoing solicitation of new members; sends out the annual renewal reminders; and ensures collection of dues. This committee maintains the electronic list of LIB members.
- c. The Communications Committee is responsible for public relations pertaining to LIB events. It will communicate regularly with LIB members; maintain the LIB website, Facebook page, and other social media; market LIB events through signage, local media outlets, and other means; prepare the monthly online newsletter for LIB members; and approve LIB committees' press releases. In the absence of the Committee Chair, press releases may be approved by the Chair(s).
- d. The Fundraising Committee formulates and executes fundraising events and activities including grant applications, donations, and business sponsorship designed to generate revenue for LIB; presents fundraising proposals to the Board; and organizes the acquisition and sale of merchandise and plants,
- e. The Horticulture Committee is responsible for budgeting, planning, purchasing, planting, and maintaining all LIB barrels, containers, and established garden sites. It organizes planting schedules and designs landscapes when needed and oversees watering. It recommends new planting sites and manages the garden patron program.
- f. The Program Committee locates guest speakers and demonstrations of garden related topics for general membership meetings and provides opportunities for enrichment programs for the membership.
- g. The Children's Learning Garden Committee maintains an established children's learning garden at Stango Park in Lewes. The Committee provides activities and hands-on garden experiences for children of all ages.
- h. The Social Committee oversees the planning of social events for LIB members including organized bus trips, the 'Members Only' garden tour, and other activities.
- i. The Art in Bloom Committee (AIB) enhances the beautification and cultural environment of Historic Lewes and the community at large by means of public art such as sculptures, murals, and mosaics in Lewes' parks and other public spaces.
- j. The Finance Committee, under the leadership of the treasurer, manages the finances of Lewes in Bloom as described in Article V, Section 5c.

Section 2. Other Committees. Other Committees will be established as the Board deems it necessary to carry on the work of LIB.

ARTICLE VII - FINANCES

Section 1. Fiscal Year; Annual Budget. The fiscal year will run from July 1 to June 30. The Finance Committee will propose the budget for the coming fiscal year for adoption at the May meeting of the BOA. The budget may be approved as proposed or may be revised as necessary.

Section 2. Tax Filing. The Treasurer will supply all annual or periodic tax and financial information required of LIB by the LIB accountant and applicable entities.

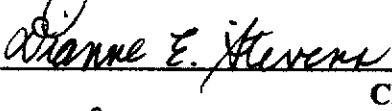
Section 3. Dissolution of Assets. In the event of the dissolution of Lewes in Bloom, all financial assets of the organization will be transferred to a fund within the Greater Lewes Foundation, a 501 (c)(3) organization, to continue its mission and the beautification efforts within the City of Lewes. If that organization does not exist at the time of dissolution, another 501 (c)(3) organization will be selected by the final officers and directors.


ARTICLE VIII - AMENDMENT TO RULES AND REGULATIONS


Bylaws may be amended by a majority vote at any meeting of the BOA at which a quorum is present.

Adopted by 2023 Governance Committee members:

John Roecker 
Chair

Dianne Stevens 
Chair

Ed Zygmanski 
Chair

Thomas Ager 
Recording Secretary

Jane Charters 
Treasurer

ADOPTED by Lewes in Bloom Board of Advisors on JUNE 27, 2024

HISTORICAL REFERENCES:

ADOPTED LIB RULES AND REGULATIONS SUPERSEDE PREVIOUSLY ADOPTED RULES AND REGULATIONS

- Revised and adopted by the BOA on June 27, 2024
- Revised and adopted by the BOA on December 13, 2023
- Revised and adopted by the BOA on September 15, 2022
- Revised and adopted by the BOA on August 23, 2018
- Revised and adopted by the BOA on February 25, 2016
- Revised and adopted by the BOA on October 22, 2015
- Adopted on February 28, 2013