

THE CLINTON COMMUNITY GARDEN, INC.
P.O. Box 232, Radio City Station, New York, NY 10101

BYLAWS

ARTICLE I. PURPOSES OF THE CORPORATION

Section 1. Name

The Corporation shall be known as The Clinton Community Garden, Inc.

Section 2. Purpose, Opening Hours, and Public Admission

The Clinton Community Garden, Inc. is organized to:

1. provide an opportunity for residents of New York City to garden (as members) and visit (as keyholders) or as part of the general public (during specific hours).
2. beautify the neighborhood through the development of a community garden on what was previously a rubble strewn vacant lot.
3. create a tranquil space in the midtown west neighborhood of Manhattan.
4. provide a meeting place for neighbors and build community.
5. enhance residents' pride in their neighborhood and in their own ability to improve their local environment.
6. manage and maintain a neighborhood resource.
7. be an environmentally sustainable space that will help to educate our neighbors about becoming better stewards of the local and regional environment.^[12]
8. serve as a model for environmentally conscious gardening.^[12]

The Clinton Community Garden shall be open to the public for at least twenty hours per week from April 1 through October 31 each year. At least five of these hours must be at the weekend. Irrespective of this provision, the garden may close due to inclement weather.^[16]

During public hours, the Clinton Community Garden shall be accessible to all regardless of race, citizenship status, skin color, disability, gender, age, gender identity, marital status, national or ethnic origin, pregnancy, religion, sexual orientation, creed, and military or veteran status.^[16]

Dogs and other pets shall not be permitted in the Clinton Community Garden, except for service animals.^[16]

Section 3. Property

All property received by the Corporation whether by gift, bequest, devise or otherwise, shall be used exclusively to promote, carry on, and further the activities, objectives, and purposes set forth in Article 1, Section 2, above.

ARTICLE II. MEMBERS OF THE GARDEN^[12]

Section 1. Admission to Membership

Membership shall be open to all persons who have been assigned a front garden bed or rear garden plot (but not sub-lessees) in the Clinton Community Garden.

Regular keyholder volunteers who do not have a front bed or rear plot but wish to become a voting member are eligible for membership if they meet the yearly service hours required of members set forth in section 1a(g) below.^[13] The Volunteer Coordinator is responsible for validating these keyholder volunteer service hours.^[12]

The Clinton Community Garden may charge a fee for keys. The garden maintains the discretion to lower or waive this fee for those for whom it would be a barrier to garden membership.^[16]

All members of the Clinton Community Garden must reside within one of the five boroughs of New York City: Bronx, Brooklyn, Manhattan, Queens, or Staten Island.^{[1][14]}

Section 1a. Rights and Responsibilities of Membership^[16]

Members of the Clinton Community Garden have the following rights:

- a. A right to hold a key to the front gate.
- b. A right to quiet enjoyment of the garden and to be treated with dignity and respect.
- c. Rear plotholders, front bed volunteers, committee heads (such as the Front Lawn Coordinator, the Compost Coordinator, etc.) shall also have a right to hold a key to the rear garden.
- d. A right to access the garden outside of public hours (except at night after the front gate has been padlocked).
- e. For rear garden keyholders, the right to use shared tools stored in the garden shed.
- f. For rear garden keyholders, the right to access compost, soil, and other materials donated or supplied to the garden.

Members of the Clinton Community Garden have the following responsibilities:

- g. To provide at least ten hours of volunteer service each season. Garden members also have a responsibility to ensure that their volunteer hours are properly logged to validate continued membership and voting rights. Time spent maintaining front garden beds shall count towards volunteer hours.
- h. To treat other garden members and members of the public using the garden with courtesy and respect.
- i. For plotholders, to actively garden their plots during the gardening season. For rear plotholders, this means ensuring that their plot is weeded regularly, and all other plants are actively maintained so as not to encroach onto neighboring plots or pathways. For front bed volunteers, this means ensuring that the plants are actively maintained and contribute to the beauty of the garden.
- j. To act as stewards of the garden and participate in garden events and initiatives.

Section 1b. Revocation of Membership^[16]

A person ceases to be a member of the garden if that person:

- (a) As a rear garden plotholder or front garden bed volunteer, resigns their rear plot or their front bed (or in the case of members with both, resigns from both), and subsequently does not meet the minimum annual hours of volunteer service required to maintain voting rights as set out in the membership criteria above.
- (b) As a committee head (such as Front Lawn Coordinator, Compost Coordinator, etc.) who does not hold a front garden bed or a rear garden plot, resigns their position and subsequently does not meet the minimum annual hours of volunteer service required to maintain voting rights as set out in the membership criteria above.
- (c) As a keyholder, fails to meet the minimum annual hours of volunteer service required to maintain voting rights as set out in the membership criteria above.
- (d) Dies, abandons their plot, or does not respond to communications from the garden requesting confirmation of plot renewal within one month of initial outreach from the Steering Committee. For the purposes of this Section, a plot shall be considered abandoned when two subsequent plot inspections over the course of the gardening season have documented no activity, and communications from the Steering Committee have gone unanswered within the time frame specified above. For certainty, communications from the Steering Committee should exhaust all the methods of communication that the garden has on record for that member.
- (e) Is expelled pursuant to Article II, section 9.

Section 2. Voting Rights

At any general membership meeting, each member shall be entitled to one vote.

Upon a request by any member, voting on any question shall be by secret ballot.

An up-to-date list or record of members entitled to vote shall be kept by the Secretary and shall be available at all membership meetings.

Where plots are held jointly by one household, that household shall be entitled to one vote. All named members, however, are required to meet the requirement of ten hours of volunteer service as set out in section 1a above.^[16]

Section 3. Annual Meetings

Beginning with the year 1986, the annual meeting of the Corporation shall be held during March of each year at such date, time, and place as the Steering Committee shall designate. Written notice of the date, time, and place of the holding of such annual meetings shall be given by email or another electronic communication format, and posted publicly on the garden website, not less than twenty-one nor more than fifty days before each meeting.

Section 4. Regular Meetings

Meetings of the members may be scheduled by the Steering Committee as needed. Written notice of the date, time, and place of such meetings shall be given by email or another electronic communication format, and posted publicly on the garden website, not less than twenty-one or more than fifty days before such meetings.

Section 5. Special Meetings

Special meetings of the members may be held upon the call of any three members of the Steering Committee or upon the call of one-tenth of the members. Written notice of the date, time, and place of such meetings shall be given to every member by email or another electronic communication format, and posted publicly on the garden website, not less than twenty-one or more than fifty days before such meetings.

If the Steering Committee, after receiving a call for a special meeting consistent with the paragraph above, fails to set a date for the special meeting, or fails to give notice to every member within ten days of receipt of the call, any of the members calling for the Special Meeting may set the date and provide notice.^[16]

Section 6. Quorum / Adjournments of Meetings

At all meetings of the members, one-fourth of the members entitled to vote, present in person, or by proxy or online, shall constitute a quorum for the transaction of business. In the absence of a quorum, the members so present or represented shall adjourn the meeting.

All meetings of the members may be held electronically via videoconference utilizing a platform that is free for members to access, or in a joint format with an option to attend in person or online. Where members attend meetings online, the Secretary shall verify that each person participating electronically is a member.^[16]

Section 7. Action by Vote

Except as indicated elsewhere in these bylaws, a majority of the votes cast in person, by proxy, or online at any membership meeting, where a quorum is present, shall be sufficient to authorize any action of the members, and a majority of the votes cast in person, by proxy, or online at any membership meeting where a quorum is present, shall be required to elect Steering Committee members. The Steering Committee shall include rules for proxy voting with the notice of the meeting.

For votes to elect members of the Steering Committee, if there is a tied vote between two or more nominees achieving a majority vote for the last available seat or seats, the Steering Committee shall break the tie by majority vote of the Committee between the tied nominees.^[16]

For motions put forward during a meeting, an electronic poll may be used for those members attending online, so long as its features ensure that each member may only vote once. The results of the electronic poll shall be added to the results of the poll of members physically present in the meeting room and those voting by proxy. Members may only vote online, in person, or by proxy, and shall not use more than one option.^[16]

Votes to elect members of the Steering Committee, and votes to approve changes to the bylaws, may be held by electronic ballot in a format that is open prior to the annual, regular, or special meeting, and which remains open until the vote is closed by the Chair during the meeting. For the purposes of § 613 of the New York Not-for-Profit Corporation Law (Chapter 35 of the Consolidated Laws of New York), votes cast in an electronic ballot that is open prior to the annual, regular, or special meeting, and which remains open until the vote is closed by the Chair during the meeting, shall be considered as votes cast at the meeting.^[16]

Votes may only be taken on motions related to membership of the garden, membership of the Steering Committee, or amendments to the bylaws, if such motions have been included in the notice of the meeting.^[16]

Any decision of the Steering Committee may be overridden by a two-thirds vote of the members present. The Steering Committee may not override such a decision by the membership.^[16]

Section 8. Organization

The Chairperson or Co-Chairs of the Steering Committee shall preside at all meetings of the members; the Secretary shall take minutes at all meetings of the members.

Meetings shall be conducted in accordance with the latest edition of Roberts Rules of Order, except where they conflict with these bylaws, in which case the bylaws take precedence.^[16]

Section 9. Member Decorum and Dispute Resolution^[16]

The Clinton Community Garden is a safe, peaceful, and inclusive environment where all individuals shall be treated with respect.

Where disputes arise between garden members, the members concerned shall have a responsibility to each consult the bylaws and the latest version of the GreenThumb Gardener's Handbook for dispute resolution guidance. Conflicting parties have a duty to attempt to resolve their dispute amongst themselves first before bringing the issue to the Steering Committee.

If conflicting parties cannot resolve their dispute, the disagreement must be brought to the attention of the Steering Committee. The Steering Committee shall work to resolve the conflict and shall maintain a record of the incident.

If the Steering Committee is unable to resolve the conflict, the disagreement may be referred to one of the conflict resolution facilities set out in the "Conflict Resolution" chapter of the GreenThumb Gardener's Handbook, such as a mediator. The conflicting parties shall engage in good faith in any such process.

The Steering Committee shall be empowered to revoke membership of the garden where there is just cause. For the purposes of this Section, "revoke the membership" shall mean the revocation of any plot assignments, the cessation of volunteer responsibilities as set out in Section 1 above, and the return of keys from keyholders. For the purposes of this section, "just cause" is defined in paragraph (d) below.

- (a) The Steering Committee may revoke the membership of any person ("the respondent") from the garden for just cause.
- (b) The Steering Committee shall make reasonable efforts to give the respondent notice in writing of the allegations against them, an opportunity to be heard before it makes a decision, and must provide its reasoning in writing after a decision to revoke

membership.

- (c) Any member aggrieved by the Steering Committee's decision to revoke membership (or decision not to revoke), may appeal that decision to the garden membership, which may overturn the Committee's decision by two-thirds vote of those present, taken by secret ballot, at a general, regular, or special meeting.
- (d) "Just cause" exists when:
 - (i) Those approving the action believe that it is more likely than not that the respondent acted to materially undermine the garden's purpose, as set out in Article 1 Section 2, and their actions are of sufficient seriousness that revocation of membership is necessary to remediate the breach or prevent its occurrence or reoccurrence. Such conduct includes destruction or theft of the garden property, plants, tools, furniture, or plots. Or:
 - (ii) Those approving the action believe that it is more likely than not that the respondent breached responsibility (b) in section 1a, AND the breach is of sufficient seriousness that it cannot be resolved by the dispute resolution process set out above, OR a dispute resolution process has already been attempted, and the breach of courtesy and respect has continued. Such conduct includes verbal altercations, hate speech, sexual harassment, and sending of abusive emails or other electronic communications. Or:
 - (iii) Those approving the action believe that it is more likely than not that the respondent is in violation of the garden bylaws, the GreenThumb license agreement, city, state, or federal laws applicable to the garden, AND the violation is of sufficient gravity that bringing the violation to the attention of the respondent and offering them an opportunity to rectify the violation is not a viable solution. Such conduct includes unauthorized duplication or distribution of garden keys, falsification of volunteer hours, or the submission of inaccurate or misleading information with respect to eligibility for garden or Steering Committee membership.
- (e) A person who has their membership revoked pursuant to this Section (or who has resigned their membership while under investigation) shall surrender their key or keys to the garden (including to the shed, front and back gates), and may not purchase a new key, offer volunteer hours, or apply for a plot except with the express approval of the Steering Committee. Such a person cannot, however, be denied access to the garden during public opening hours.

ARTICLE III. MEMBERS AND TERMS OF THE ^[12] STEERING COMMITTEE

Section 1. Number / Qualifications / Election and Term of Office

The Steering Committee shall consist of no less than nine ^[11] members ^[2] and as many as thirteen ^[11].

Any member of the garden as defined above in Article II Section 1 is eligible to run for the Steering Committee. ^[12] Any member may nominate themselves to be a member of the Steering Committee by submitting a nomination to the Secretary no later than fourteen calendar days prior to the annual meeting. Such nomination must include a brief biography and statement of interest. A list of nominations, biographies, and statements of interest shall be sent to the garden membership no later than seven days prior to the annual meeting. ^[16]

In addition to the nomination process described above, if there are fewer candidates than open seats on the Steering Committee, garden members may nominate themselves to join the Steering Committee at the annual meeting prior to the closure of the vote. ^[16]

The Steering Committee members shall be elected for a two-year term and shall continue in office until his/her successor shall have been elected or until his/her death, resignation, or removal.

Any Steering Committee member may be removed, with cause, at a general membership meeting especially called for that purpose, by a vote of two-thirds of all voting members.

All members of the Steering Committee must be at least twenty one years of age.

Steering Committee Membership shall be limited to two consecutive two-year terms. A Steering Committee member may, however, petition to run for one additional consecutive term. A one-time waiver of the term limit may be granted by a two-thirds majority vote by secret balloting of the remaining Steering Committee. ^{[12a][14]} This vote shall be taken prior to the annual meeting.

Upon missing three consecutive Steering Committee meetings an absent Steering Committee member will be considered removed from office. The Steering Committee may, however, waive this rule where there are grounds for the absence.

Section 2. Vacancies

In the case of any vacancy in the Steering Committee from any cause, including the death, resignation, or removal of any member, or the authorization of an increase in the number of committee members, a new member must be elected to fill such a vacancy by the Steering Committee as soon as practically possible. The new member must run for office at the next

March Annual Meeting/Election even if the term of the vacating Steering Committee member being filled is for two years.^[5]

The Steering Committee may not elect a member who was nominated at the preceding election if there were fewer candidates than vacant seats, and they failed to reach a majority of those voting.^[16]

The Steering Committee may not elect a member who was removed by a vote of the garden membership.^[16]

Section 3. Powers and Duties

The Steering Committee shall have general power to manage and control the affairs and property of the garden and shall have full power, by majority vote, to adopt rules and regulations governing the action of the Steering Committee and shall have full and complete authority with respect to the distribution and payment of the monies received by the garden; except that the fundamental and basic purposes of the garden, as expressed in the certificate of incorporation, shall not thereby be amended or changed, and except further that the Steering Committee shall not permit any part of the net earnings or capital to inure to the benefit of any member or other private individual.

Section 4. Regular Meetings

Regular meetings of the Steering Committee may be held at such place and time as the Steering Committee may determine.

Copies of the License Agreement between The Clinton Community Garden, Inc. and the New York City Department of Parks and Recreation, and the bylaws of The Clinton Community Garden shall be provided to all Steering Committee members at the first meeting following the annual meeting in March,^[6] and to new members elected under Section 2 of this Article at their first meeting.

Regular meetings of the Steering Committee shall be open to garden members to attend as observers (in person) without speaking rights. The Steering Committee may close certain agenda items to observers. The Steering Committee may also go into executive session where needed for reasons of confidentiality.^[16]

Garden members may request to bring specific issues to the attention of the Steering Committee by communicating to the garden email at least one week prior to a meeting.^[16]

The Steering Committee may invite members to speak to any item on the agenda.^[16]

Minutes of Steering Committee meetings shall be posted on the garden website.^[16]

Section 5. Special Meetings: Notice

Special meetings of the Steering Committee may be held at any time and place upon the call of any two Steering Committee members. Notice of the date, time, place, and purpose of every special meeting of the Steering Committee shall be given to each Steering Committee member, by email or another electronic communication format, at least three days before the meeting.

Section 6. Quorum

One half, plus one, of the Steering Committee members shall constitute a quorum for the transaction of business. A Steering Committee member who is present at the meeting but not present at the time of a vote due to a conflict of interest, shall be deemed to be present at the time of the vote for the purposes of establishing the quorum.^[16]

Section 7. Action of the Steering Committee

Except as indicated elsewhere in these bylaws, a majority of the votes cast at any Steering Committee meeting, where a quorum is present, shall be sufficient to authorize any action of the Steering Committee, provided that the purchase, sale, mortgage, or lease of real property shall be authorized by a two-thirds vote of the entire Steering Committee.

A Steering Committee member with a conflict of interest may not be present during deliberation or vote on any matter giving rise to the conflict of interest.^[16]

The Steering Committee shall act only as a body, and the individual members shall have no power as such, nor shall they be held responsible individually for the Steering Committee's actions.

Section 8. Action Without Meeting: Presence at Meetings

Any routine decision required or permitted to be taken by the Steering Committee or subcommittee of the Steering Committee may be taken by email or another electronic communication format with Committee members indicating agreement in writing by majority, so long as no member objects, without a meeting of all members of the Steering Committee or subcommittee of the Steering Committee. Such unanimous consent shall be filed with the minutes of the next Steering Committee meeting.

Section 9. Organization

The Chairperson shall preside at all meetings of the Steering Committee, or, in the absence of the Chairperson, a Steering Committee member shall be designated by the Steering Committee to preside over that meeting.

Section 10. Annual Report of Directors

At the annual general membership meeting the Steering Committee shall present a report showing in appropriate detail the following:

1. The assets and liabilities, including the trust funds, of The Clinton Community Garden, Inc. as of the end of a twelve-month fiscal period terminating not more than six months prior to said meeting.
2. The principal changes in assets and liabilities, including trust funds, during said fiscal period.
3. The revenues or receipts of the garden, both unrestricted and restricted to particular purposes, during said fiscal period.
4. The expenses or disbursements of the garden, for both general and restricted purposes, during said fiscal period.
5. The number of members of the garden as of the date of the report, together with a statement of increase or decrease in such number during said fiscal period, and a statement of the place where the names of the current members may be found.

The annual report of the Steering Committee shall be filed with the records of the garden and either a copy or any abstract thereof entered in the minutes of the proceedings of the annual garden membership meeting.

Section 11. Subcommittees

The Steering Committee, by vote of the majority of the entire Steering Committee, may designate from its members subcommittees, each consisting of three or more Steering Committee members. Each such subcommittee shall serve at the pleasure of the Steering Committee and, to the extent provided by the Steering Committee, may exercise all the powers of the Steering Committee except as specifically provided by the law.

ARTICLE IV. OFFICERS^[7]

Section 1. Number and Qualifications

There shall be six officers of the Steering Committee: Chairperson, Vice Chair (who shall be different people and may be designated as Co-Chairs), Volunteer Coordinator, Secretary, Treasurer, and Communications Coordinator.

Any two or more offices may be held by the same person, except the offices of Chair and Secretary.^[16]

The Steering Committee may delegate the role and functions of the Volunteer Coordinator to a member of the garden who is not on the Steering Committee. In such case, the Volunteer Coordinator will not be an officer of the Steering Committee but may attend Steering Committee meetings as an observer.^[16]

No instrument required to be signed by more than one officer may be signed by one person in more than one capacity.

Section 2. Election and Term of Office

At the first Steering Committee meeting after the annual general membership meeting the Steering Committee shall elect a Chairperson and Vice-Chair (or Co-Chairs), a Volunteer Coordinator, a Secretary, a Treasurer, and a Communications Coordinator. Each is to serve for one year and these elected officers will form the Executive Committee within the Steering Committee.

The first Steering Committee meeting after the annual general meeting shall be chaired by the outgoing Chair or Co-chairs, if they are not nominated for that position again. If the outgoing Chair or Co-chairs are no longer on the Steering Committee, or if they are nominated to that position again, the meeting shall be chaired by the longest serving committee member who is not nominated for an officer role. At the conclusion of the election of the officers, the newly elected Chair or Co-Chairs shall assume their role in chairing the meeting.^[16]

Section 3. Removal and Resignation

Any officer of the Steering Committee may be removed, with cause, by a vote of two-thirds of the Steering Committee members present at a special meeting called for that purpose. (See Article III, Section 5.)

Any officer of the Steering Committee may resign at any time by giving written notice to the Steering Committee. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4. Vacancies

In case of any vacancy in any office from any cause, including the death, resignation, or removal of any officer or the authorization of a new office, a new officer must be elected to fill such a vacancy by the Steering Committee, at the meeting immediately following the vacancy.

Section 5. Chairperson and Vice Chairperson (or Co-Chairs): Powers and Duties

The Chairperson (or one of the Co-Chairs) shall preside at all Steering Committee meetings; shall keep the Steering Committee members fully informed and freely consult with them; shall be kept informed concerning the activities of all members of the Steering Committee; shall be responsible for the monthly meeting agenda; shall be responsible for acting as a facilitator and mediator in any discussion, disagreement, or problem; shall act as a coordinator at any event or project in the garden; shall serve as a signatory for bank accounts.

The Chairperson (or Co-Chairs) shall serve as administrator of passwords and identification information for all official Clinton Community Garden websites and social media platforms, all of which remain the exclusive property of The Clinton Community Garden, Inc. as copyright holder. These duties and responsibilities may be delegated to the Communications Coordinator.^[16]

The Chair (or Co-Chairs) shall serve as a figurehead and representative for the garden; shall perform such other duties as assigned by the Steering Committee.^[12]

The duties of the Vice Chairperson shall be the same as for the Chairperson, whenever the Chairperson is absent, or the position is vacant ^[16]

Section 6. Volunteer Coordinator: Powers and Duties

Volunteers constitute two groups: Plotholder members and non-plotholder members. Both groups are required to perform ten hours of service annually. The Volunteer Coordinator shall act as a liaison between the committee and both groups; may serve as a signatory for bank accounts and depositories; shall be responsible for coordinating projects and tasks (with the help of the subcommittee) with all the working committees; shall be responsible for coordinating the key holding volunteers, the front garden bed volunteers and rear garden plotholders, members of committees (such as the Compost Committee), and the persons who open and close the garden, and any other committees or purposes for which the garden deems necessary.^[11]

Section 7. Secretary: Powers and Duties

The Secretary shall maintain a central file of all the records of the garden (letters, membership lists, insurance forms, minutes, etc.) for his/her term of office; may serve as a signatory for bank accounts and depositories; shall take minutes for all meetings during his/her designated term.

Additionally, the Secretary shall create and maintain in the central file all the records of the Steering Committee, all attendance records, agendas, minutes, correspondences, and

records. This central file will always be easily attainable for review by the Steering Committee, the Executive Committee, or any subcommittee.

The Secretary must collect from each Steering Committee member the annual conflict of interest statements required by the New York Not-for-Profit Corporation Law § 715-a and provide a copy of all completed statements to the Chair (or Co-Chairs).^[16]

Section 8. Treasurer: Powers and Duties

The Treasurer shall have the custody of all funds and securities of the garden that may come into his/her hands; must serve as a signatory for bank accounts and depositories; shall keep or cause to be kept, full and accurate accounts of receipts and disbursements of the garden; shall deposit all money and other valuable effects of the garden in the name and to the credit of the garden in such banks or depositories as the Steering Committee may designate. The Treasurer will control the distribution and collection of all funds for the garden and will submit the records to an annual audit before each annual meeting.

Whenever required by the Steering Committee, the Treasurer shall at all reasonable times exhibit books and accounts to any members of the garden, shall render statements of the condition of the finances of the garden at meetings of the Steering Committee, and shall perform all duties incident to the position of Treasurer, subject to the control of the Steering Committee.

Section 9. Communications Coordinator: Powers and Duties^[16]

The Communications Coordinator shall be responsible for managing and facilitating communication between the Steering Committee and the general membership. This includes coordinating with the Volunteer Coordinator to disseminate information about volunteer opportunities, designing and posting announcements on the garden bulletin board in advance of important events or notices, and ensuring timely updates on key garden activities. Additionally, the Communications Coordinator shall monitor the Clinton Community Garden email inbox, respond to membership inquiries and concerns (or bring them to the attention of the Committee as needed), and maintain records related to membership reports and communications. The Communications Coordinator shall have access to the passwords and log in information of the garden's social media accounts and have access to the electronic membership lists.

Section 10. Other Coordinators^[16]

The Steering Committee, by vote of the majority of the entire Steering Committee, may appoint other coordinators as needed (such as Front Bed Coordinator, Compost Coordinator, Lawn Coordinator, Gate Coordinator). Each such coordinator shall serve at the pleasure of

the Steering Committee. Coordinator roles may be held by garden members. The Steering Committee shall take into account relevant expertise when appointing coordinator positions. Coordinators may request or be invited to attend Steering Committee meetings that include agenda items within their respective mandates.

ARTICLE V. COMPENSATION

No member of the garden shall receive any money from the garden or any pecuniary profit from the operations thereof, except for the reimbursement of expenses incurred in the performance of services.

ARTICLE VI. CONTRACTS, CHECKS, BANK ACCOUNTS, AND INVESTMENTS

Section 1. Checks, Notes, and Contracts

The Steering Committee is authorized to select such depositories as it shall deem proper for the funds of the garden and shall determine who shall be authorized on the garden's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts, and documents.

Authorized signatories for check signing purposes will be the six officers serving for the garden year. All checks of the garden must be signed by two of the six officers.

No two signatories shall be of the same household. If two Steering Committee officers are of the same household an alternate Steering Committee member shall serve as bank signatory in the place of one of the two officers sharing the same household. The replacement signatory will be selected and approved by the Steering Committee members.^[8]

Section 2. Investments

The funds of the garden may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, or stocks, bonds or other securities, as the Steering Committee in its discretion may deem desirable.

Section 3. No Compensation or Loans^[16]

Except for reasonable reimbursement of bona fide expenses incurred on behalf of the garden, Steering Committee members shall serve without compensation.

No loans shall be made by the garden other than through the purchase of bonds, debentures, or similar customary sold in public offerings.

Section 4. No Commercial Activity or Profit^[16]

The Clinton Community Garden may not be rented out for any commercial purpose.

It shall be the policy of the garden to maintain a balanced budget and to neither budget for revenues to significantly exceed or be exceeded by expenses in a fiscal year. A reasonable cash reserve must be maintained as a contingency to protect the garden's ability to continue operations and otherwise advance its purposes. If the garden's financial performance in a given fiscal year shows either a significant surplus or deficit, the Steering Committee must present a plan to restore a balanced budget at the next annual meeting.

ARTICLE VI. MISCELLANEOUS PROVISIONS

Section 1. Corporate Seal

The seal of the garden shall be circular in form and shall bear the name of the garden and words and figures showing that it was incorporated in the State of New York and the year of incorporation.

Section 2. Fiscal Year

The fiscal year of the garden shall be determined by the Steering Committee. The accounting period established as the garden's fiscal year shall end the last day of February of each year.^[9]

Section 3. Reimbursements

Any reimbursements and approved project expenditures must be turned in by the end of the incurring fiscal year or by the March annual meeting. Any projects and project budgets not completed by the annual meeting must be resubmitted to the new Steering Committee for re-approval.^[10]

Section 4. Indemnification

The garden may, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he/she, his/her testator or intestate was a director, officer, employee or agent of the garden, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees.

Section 5. Amendments

These bylaws may be amended by a majority of the members of the garden at either the annual meeting (Article II section 3), or a special meeting (Article II section 5) of the garden membership.^[16] Members shall be notified within thirty days of amendments.

^[1] Enacted by two-thirds (2/3) vote of the Steering Committee on September 3, 1996.

^[1a] Mandated by the licensing agreement with the New York City Department of Parks and Recreation on March 3, 2020.

^[2] Enacted by a unanimous vote of the Steering Committee on September 5, 2000.

^[3] Enacted by a unanimous vote at a special meeting held March 2, 1993. The minimum number was set at ten (10) and the maximum number was increased to thirteen (13).

^[4] Enacted by a two-thirds (2/3) majority vote of all garden members at the 1998 annual meeting.

^[5] Enacted by a two-thirds (2/3) majority vote of the Steering Committee on December 5, 2000.

^[6] Enacted by two-thirds (2/3) vote of the Steering Committee on September 3, 1996.

^[7] Unanimous vote of the Steering Committee at a special meeting on April 17, 2000.

^[8] Unanimous vote of the Steering Committee on April 2, 2002.

^[9] Enacted by two-thirds (2/3) vote of the Steering Committee on October 3, 2000.

^[10] Enacted by unanimous vote of the Steering Committee on January 8, 2002.

^[11] Enacted by two-thirds vote of the Steering Committee on February 7, 2012.

^[12] Enacted by two-thirds vote of the Steering Committee on July 6, 2015.

^[12a] Enacted by two-thirds majority vote of the Steering Committee on March 3, 2020.

^[13] Enacted by two-thirds of the Steering Committee on April 4, 2017.

^[14] Enacted by two-thirds majority vote of the Steering Committee on March 3, 2020.

^[15] Enacted by two-thirds majority vote of the Steering Committee on October 25, 2022.

^[16] Enacted by unanimous vote of the Steering Committee on February 3, 2026.

THE CLINTON COMMUNITY GARDEN, INC.
P.O. Box 232, Radio City Station, New York, NY 10101

ANNEX A TO THE BYLAWS
REAR PLOT ASSIGNMENTS PROCEDURES

The Clinton Community Garden shall maintain a fair and equitable wait list for individual plots, which must be made available to members on a first come, first served basis. Waiting lists for plots must be made available to members and GreenThumb upon request.^[16]

Plot assignments shall be administered by a Plot Committee, consisting of at least one current Steering Committee member and up to two other garden member plotholders.

Garden Plot Wait List Process

To be put on the wait list, applicants must mail a letter or postcard to: Clinton Community Garden, P.O. Box 232, Radio City Station, New York, NY 10101

The application must include the following:

- applicant's full name
- at least one or two e-mail addresses
- at least one or two telephone numbers
- applicant's complete street address in New York City

Wait list requests with incomplete information will not be accepted.

Regardless of how many names appear on a postcard, each postcard is treated as one entity, will occupy one line on the wait list, and will be offered one plot. Plots are restricted to one per family/street address. Postcards will be added to the end of the wait list in the order they are postmarked.

Wait list applicants are advised to send a follow-up email to confirm receipt of the application.

Waitlisters who meet the annual ten-hour volunteer requirement may vote and hold leadership positions in the community garden.^[16]

Waitlisters should have first assignment of vacant plots.^[16]

Sublet List

A person on the wait list near the top of the list may be offered the chance to garden a sublet plot for a season. At the end of the one-year sublease, the wait list gardener goes back to the top of the wait list in the original order where they were.

Subletters must abide by the rear garden rules as well as the restrictions set forth by the original plotholder.^[16]

Garden members who have been ploholders for at least ten years, and who are facing mobility or similar challenges to actively maintain their plots, may request permission from the Steering Committee to recruit a volunteer to assist in the maintenance of their plots. Such assistance may be permitted for one year and may be renewable once.^[16]

Plot Renewal Process

Plotholder renewal forms are sent out at the beginning of each year with the March annual meeting notice.

- Rear garden ploholders who wish to continue gardening their plots for another calendar year must return their signed renewal form by mail or email, or in person at the annual meeting.
- Ploholders have the option to sublease their plot for one season (once every four years) or give the plot up for reassignment.
- After the annual meeting, the Plot Committee reviews applications and determines which plots are available for new gardeners. Available plots shall be offered first to ploholders on the swap list, and second to those on the wait list.

New Plot Assignment Process

In early April after the March annual meeting, the Plot Committee assigns any available rear garden plots starting at the top of the wait list. The waitlisted person is contacted three consecutive times, via all the methods of communication that the garden has on record for that member. If after the third attempt there is still no response and no new updated contact information is available, that person's name is removed from the list and the Plot Committee will move to the next person. New gardeners from the wait list are given the opportunity to select their plot from the ones available by order of the wait list. Wait listers may not defer until the following year, or they will be taken off the wait list. When the last available plot is offered the new gardener must take that plot. An appointment is scheduled to assign the plot, and the new gardener is given a rear garden key and is required to sign and agree to the rear garden rules.

Rear Garden Swap List Process

Once a rear gardener has been assigned a plot, they can request to be placed on the swap list by so indicating on the annual plot renewal form. The swap list is renewed each year.

Before new rear plot gardeners are assigned from the wait list, existing plotheolders are contacted and offered in order of the swap list an opportunity to move to a newly available plot.

There is no obligation for a rear gardener to accept the offer of a plot swap. If they decline, however, they shall be moved to the end of the swap list. If they accept, they may not apply to be on the swap list for the next three years.^[16]

The swap list expires after June 1. If a new plot opens at this point, it will be offered to the next person on the wait list.^[16]

Rear Garden Plot Maintenance Process

The active gardening season starts in April. By May 1 all rear gardeners must have started cleaning up and tending their plots. In the first week of May the Plot Committee conducts a first walkthrough assessment to determine which plots are still inactive. First warnings are sent to any gardener whose plot remains inactive and unmaintained. After the committee completes a second walkthrough assessment, second warnings are sent to those gardeners whose plots still remain inactive. By the first week of July, after two full months without active gardening for the season, rear gardeners with inactive plots will forfeit their plot.^[16]

For certainty, warnings from the Steering Committee should use all the methods of communication that the garden has on record for that member. Revocation of plots are final and may not be appealed.^[16]

The Plot Committee then contacts the next person on the wait list and reassigns the plot. This process continues through the active gardening season ending September 30.

Mid-Season Back Plot Vacancies^[16]

Any rear garden plot that becomes vacant after June 1, and before plot renewal forms are sent the following year, is offered to the next person on the waiting list.

Because the vacancy is mid-season, a person on the wait list may decline and retain their position on the wait list until the next season. If the person at the top of the wait list declines, the plot is offered to the next person on the wait list.

Succession^[16]

Garden plots are not inheritable and must be reassigned upon a member's departure or death. The only exception to this rule is a surviving spouse who was also actively gardening a plot held by a deceased member. Members may not transfer their plots to others. All plot assignments are subject to annual renewal based on members' participation and adherence to garden rules.

THE CLINTON COMMUNITY GARDEN, INC.
P.O. Box 232, Radio City Station, New York, NY 10101
ANNEX B TO THE BYLAWS
FRONT GARDEN BED ASSIGNMENT PROCEDURES ^[16]

The front garden of the Clinton Community Garden is maintained by volunteers who tend specific areas of the garden, referred to as “front garden beds.” Bed assignments are made by the Steering Committee on the recommendation of the Front Bed Coordinator.

Restrictions on Front Bed Gardening

Front beds are cultivated for the beautification of the garden and the community’s enjoyment. Front bed gardeners shall maintain their beds as part of a larger garden, in cooperation with other front bed gardeners under the coordination of the Front Bed Coordinator.

No personal fruits or vegetables are allowed to be grown in front garden beds. No trees are allowed to be planted. Planting of shrubs must be approved in advance by the Steering Committee.

New front bed gardeners must start gardening and cultivating the plants that are already present in the bed. An annual stipend is available for the purchase of supplies and plants.

If front bed gardeners wish to make substantial changes or remove plants from the bed, a request must be submitted in writing to the Steering Committee and approval obtained before changes may begin. The Steering Committee will consult the Front Bed Coordinator on such requests.

By agreeing to accept responsibility for maintaining a front garden bed, the volunteer commits to tending the bed on a regular basis and to maintain it to a high standard consistent with its status as a public space.

Eligibility

Any person who is a member of the garden consistent with Article II of the Bylaws is eligible to be allocated a front bed. It is not necessary to also be a rear garden plot holder.

The assignment of front beds is subject to a selection process where eligible applicants are evaluated based on their experience, design ideas, and volunteering history.

No garden member may volunteer to maintain two front garden beds at the same time.

Assignment Process

There is no wait list for a front garden bed.

When a front garden bed becomes available the Steering Committee will consult the Front Bed Coordinator on the assignment process. The Front Bed Coordinator will recommend a time frame for the assignment process and any additional criteria that should be included in the evaluation.

To begin the assignment process the Steering Committee shall notify all garden members that a bed is available, specifying which bed is available, and requesting expressions of interest. The Steering Committee should set a deadline for receiving expressions of interest of fourteen days.

The request for expressions of interest should include a request for garden members to submit the following information:

- A summary of their gardening experience
- A summary of their volunteering history in the garden
- Any design ideas with respect to the available bed
- Any other experience or skills relevant to the available bed

The Steering Committee may decide, prior to the deadline, the relative weighting of the criteria set out above. Should the Committee decide to accord unequal weighting to the criteria set out above, it does not need to communicate this to the garden members, but it should do so before viewing the expressions of interest.

Existing front garden bed volunteers may send in an expression of interest, which will be evaluated on the same basis as the others. Should that volunteer be selected for the bed, their existing bed becomes available for a new assignment process.

Following the expiry of the deadlines, the Front Bed Coordinator will interview all the candidates. To avoid bias, the Front Bed Coordinator will prepare a summary of their evaluation, with candidate's names removed, for the Steering Committee to review.

The Front Bed Coordinator may attend the meeting of the Steering Committee when the front bed assignment is on the agenda. The Steering Committee's discussion of the candidates should be done without being informed of the names of the candidates.

Removal Process

If a front bed volunteer fails to maintain their bed, or breaches any of the other restrictions set out above, the Front Bed Coordinator shall bring this to the attention of the Steering Committee.

The Steering Committee shall contact the front bed volunteer to request that they maintain the bed or bring it into compliance with the restrictions set out above, within a reasonable time frame to be specified by the Committee. The Steering Committee shall use all methods of communication it has on file for that volunteer. Only one such request shall be made, but it shall be followed up to ensure that the volunteer has received the request.

The Front Bed Coordinator is responsible for reporting back to the Steering Committee on the actions taken by the volunteer, and whether the bed has been brought into compliance with the restrictions set out above.

If the volunteer has not remedied the issue within a reasonable time frame, the Steering Committee may vote to remove the volunteer from that bed and to open it up for a new assignment.