



**MICHIGAN GARDEN CLUBS, INC.**  
**87<sup>th</sup> Annual Meeting and Convention “BZZZZZ  
Michigan”, June 6, 2018**  
**Radisson Plaza Hotel, 100 W. Michigan Ave.,  
Kalamazoo, MI 49007**



April 6, 2018

Dear MGC Club Presidents,

**RE: Notice on Voting to Approve the Proposed MGC Restated Articles of Incorporation (AOIs) and the Revised Bylaws at the MGC Annual Meeting June 6, 2018:**

**Action Needed: Please review in preparation for a vote at the June 6, 2018 Annual Meeting**

I formed a Bylaws Review Committee at the June 2017 Board of Directors meeting with Nancy Stark Higgins, a former MGC President, as Chair. She appointed (with my concurrence) the following Committee members: Rose Houk, 501(C) (3) Chair; Bunny LaDuke, Treasurer; Monica Taylor, District IV Director; Nancy Ryan, Finance Committee Chair; and Kathy Mikuska, former Parliamentarian. They were tasked with reviewing the current MGC Bylaws. It became apparent early on that the MGC's Articles of Incorporation (AOI), last updated in 2005, were out-of-date due to the change in several provisions of the Michigan Non-Profit Corporation Act in January 2015. These changes required review of both our AOI and Bylaws to assure that MGC, as an incorporated non-profit, would benefit fully from the expanded protection afforded under the Act, as well as comply with the changes brought by the Act. The AOI and the Bylaws had to be revised significantly with considerable time and effort by the Committee members, including five day-long meetings and countless individual hours.

The Committee also generated a list of questions and answers (FAQs) which they felt would help everyone to better understand the Articles of Incorporation document. I received a great deal of positive feedback from the Board of Directors on how beneficial this FAQ document was to them and I am sure that you will feel the same way.

A full review of an organization's bylaws is an extremely time-consuming task. However, the committee completed their work and this time included a Summary of Bylaw Changes and Rationale Document. This detailed explanation and rationale for the changes I know will be very helpful to you, as well.

At the April 5, 2018 MGC Board of Directors Meeting, the board voted to recommend adoption of the AOIs and the Bylaws. The motion to approve the AOI and the Bylaws will be made at the June 6, 2018 annual meeting. The AOIs must be approved by a majority vote of delegates present. The Bylaws must be approved by “two thirds vote of those present and eligible to vote”.



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The Call Letter for the June 6, 2018 Annual Meeting includes the following link to all of these documents:

<http://michigangardenclubs.org/articles-of-incorporationa-and-bylaw-documents-for-2018-annual-meeting/>

I would like to thank Nancy Stark Higgins, Bylaws Committee Chair, and the committee members Monica Taylor, Bunny LaDuke, Rose Houk and Nancy Ryan. They tackled a huge job and did an exemplary job in completing this work in a relatively short period of time. I also want to acknowledge Parliamentarian Kathy Mikuska, an initial member of the committee who unfortunately had to leave the group before the work was complete.

Please don't hesitate to contact your District Director, if you have any questions. I also recommend that you share a copy of this with your appointed delegates to this MGC Annual Meeting.

Thanks in advance for your timely review and for all your hard work in your club and in your community. I appreciate you and all that you do.

*Carol*

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