



MNLA LEADERSHIP ORIENTATION MANUAL

Document A

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Association Overview and History

The Minnesota Nurserymen's Association (MNA) was formed in 1925 when a small group of nursery operators met in Minneapolis. From its roots as an organization of retail and wholesale growers of trees and shrubs, the organization grew to include full-service garden centers beginning in the 1950s to landscape contractors and designers in the 1960s and 1970s. The organization's name was changed in 1988 from MNA to Minnesota Nursery & Landscape Association to more accurately reflect the members served.

Today, MNLA is the most broadly-based green industry trade organization in the United States. In 1990, lawn and landscape management firms came into the fold, followed by landscape irrigation companies in 1991. Commercial growers of conservation grade seedlings made a home in MNLA in the 1990s. MNLA became the first state nursery and landscape association to provide an official home for hardscape contractors and suppliers beginning in 2000. The Minnesota Commercial Flower Growers Association ceased operations in 2001 and assimilated their members and programs into MNLA. Also in the first decade of the 21st century, the association identified professional gardening services and landscape lighting contractors as important industry segments. Finally, MNLA welcomed commercial arborists in 2007.

From 1947 (when first records are available) to 1975, the association grew from 85 members to 129 members. Membership increased exponentially in the next several decades: from 224 in 1980 to 620 in 1990 to 1,200 in 2000. Membership peaked at 1,700 in 2007 and is currently in the range of 1,200. Since 2000, MNLA has consistently been one of the five or six largest state green industry trade organizations.

MNLA's budget has grown from \$5,000 in 1955 to \$28,000 in 1975 to \$725,000 in 1995 to a peak of \$2.1 million in 2008; and is approximately \$1.6 million today. Major revenue sources are: Northern Green trade show and registration proceeds; membership dues; advertising sales; and catalog sales.

A nine-member Board of Directors governs the association. MNLA has several dozen member-volunteers actively involved on 6 committees and a number of task teams which participate in implementing education, networking, government affairs, and communications programming. The association has five full-time and two part-time staff people and outsources its advertising and sponsorship sales. In addition, MNLA has the two firms who serve as legislative and regulatory consultants.

MNLA's sister organization, the MNLA Foundation, has a mission to improve our environment in the north central region by investing in horticultural and landscape research and education.

MNLA partners with the Minnesota Turf & Grounds Foundation to present Northern Green, a trade show and educational conference held annually in January at the Minneapolis Convention Center. Thousands of professionals from five states attend, making Northern Green the largest event of its kind in the north central region.

MNLA is engaged nationally through partnerships with AmericanHort (formerly ANLA), the Irrigation Association (IA), the National Association of Landscape Professionals (NALP), and the Tree Care Industry Association (TCIA). Locally, the association has collaborations with organizations ranging from MTGF to the Minnesota State Horticultural Society to the Minnesota State Chamber of Commerce to the Agri-Growth Council.

MNLA has a strong online presence through the following websites:

www.MNLA.biz.

A site for MNLA members and other industry professionals.

www.NorthernGreen.org.

A site promoting the winter conference and trade show.

www.TheLandLovers.org.

A site promoting green industry career choices.

Association Basics

Mission

The mission of the Minnesota Nursery & Landscape Association is to help its members grow successful businesses.

1. Education that will improve the professionalism of individuals, the profitability of member companies, and the development of a dynamic future workforce.
2. Government affairs involvement to protect and advance the collective interests of members.
3. Business connections and networking that foster camaraderie and commerce.
4. Unique knowledge and timely information which positions members a step ahead of the competition.
5. Standards of excellence which encourage environmental and ethical business operations.
6. Support the mission of the MNLA Foundation

The Board of Directors may initiate other appropriate activities to support the mission.

Membership Classifications

The Minnesota Nursery and Landscape Association primarily serves companies that are engaged in commercial, for-profit activity related to the nursery and landscape industry.

Business membership is for companies that are engaged in commercial, for-profit activity related to the nursery and landscape industry. Specifically, any company that engages in the following types of business activity, or provides products or services to the following types of businesses, shall be eligible for business membership: nursery grower, greenhouse and herbaceous grower, garden center, landscape contractor, landscape designer or architect, landscape management, irrigation contractor, professional gardening service, commercial arborist or tree care service, or any related professional business supplying or serving these companies. **Multiple Outlet membership** is for subsidiaries or additional locations of business members.

Industry Affiliate membership is for professional persons in the green industry who are employed by municipalities or other public or non-profit organizations that are not nursery and landscape companies.

Academic Affiliate membership is for faculty or staff at educational institutions where horticultural or landscape topics are a course of study.

Student memberships are available to students at educational institutions where horticultural or landscape topics are a course of study.

Honorary memberships may be granted at the discretion of the Board of Directors.

Membership Categories

GHG Greenhouse or Herbaceous Grower (a/k/a Commercial Flower Grower “CFG”). A firm that grows annuals, perennials, or seasonal potted plants. The “GHG” category includes wholesale flower growers or retailers who grow annuals and perennials for their own sales.

GC Garden Center. A firm that is a full-service retailer of plants; garden tools and accessories; lawn fertilizers; patio furniture; etc.

GR Nursery Grower. A firm that grows woody plants such as trees and shrubs. The “GR” category includes wholesale nursery growers; re-wholesalers; or retailers who grow nursery stock for their own sales.

GS Professional Gardening Services. A firm that specializes in the design, installation and/or care of residential or commercial site gardens.

HS Hardscape Supply Center. A firm that sells landscape rock, retaining wall blocks, patio pavers, or other non-plant goods needed for landscape construction projects. The “HS” category includes both wholesale and retail hardscape supply centers.

IC Irrigation Contractor. A firm that specializes in the design, installation and maintenance of landscape irrigation or lawn sprinklers for residential or commercial properties.

LC Landscape Contractor. Any firm that prepares the landscape, then installs plants, walkways, retaining walls, ponds or other features in residential or commercial landscapes.

LD Landscape Designer. Any firm that designs plantings, walkways, retaining walls, ponds or other features in residential or commercial landscapes.

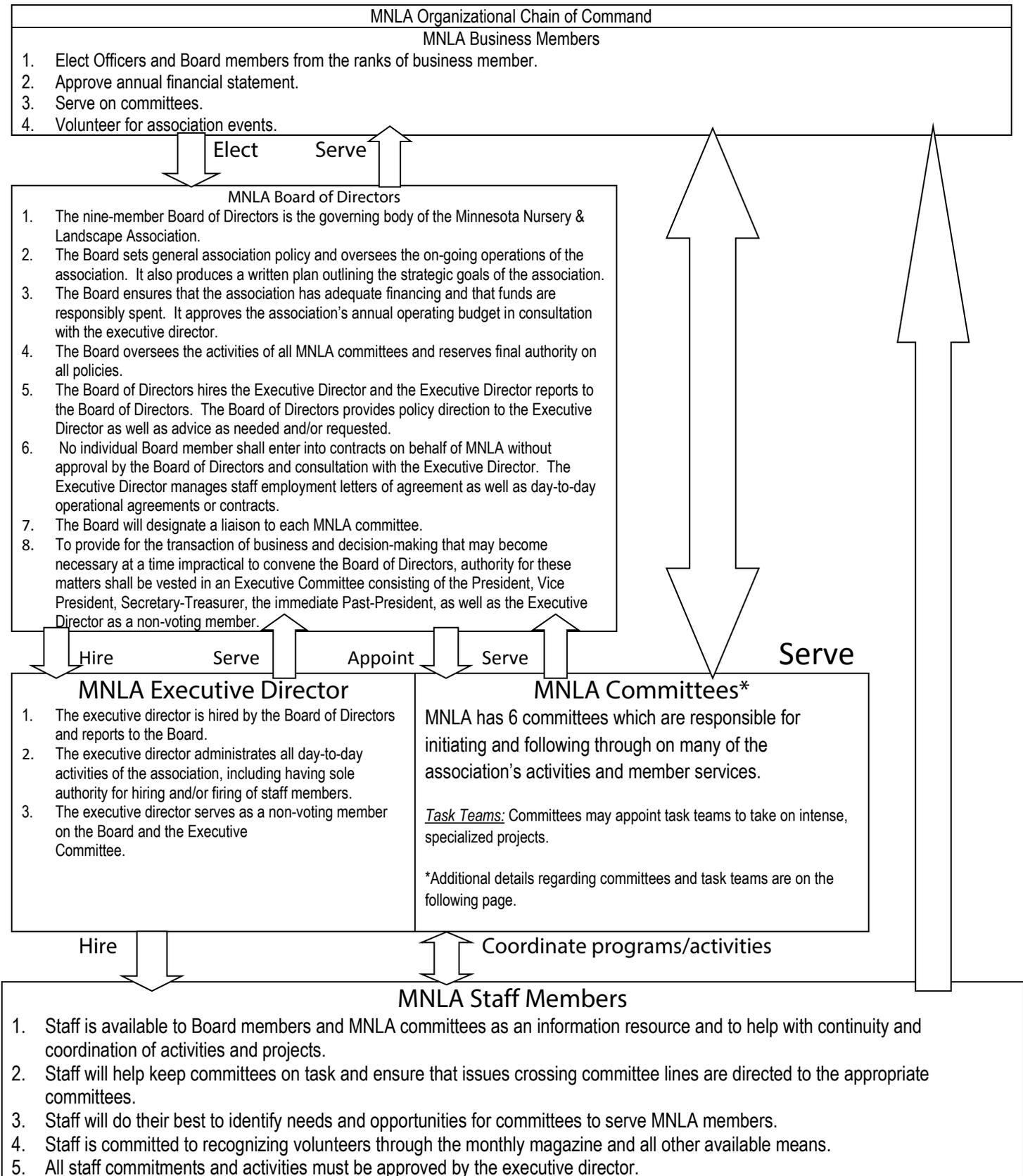
LL Landscape Lighting. Any firm that specializes in the design, installation or maintenance of landscape lighting.

LM Landscape Management. Any firm that specializes in either lawn mowing/maintenance or fertilization and pest control in lawns. Some companies may do both and may also do landscape maintenance (i.e. landscape clean-up or plant pruning). Formerly LAWN and Landscape Management.

LS Landscape, Nursery, Greenhouse Supply Center. A wholesale or re-wholesale firm that sells to nurseries, greenhouses, garden centers, landscapers or irrigation professionals. Product lines may include some or all of these products: trees, shrubs, perennials, annuals, growing supplies, chemicals, fertilizers, irrigation supplies, soil and soil mixes, and related products.

SP Snow Plowing Services. A firm that provides snow removal services to the public.

TC Tree Care Services. A firm that specializes in tree maintenance, including pruning, spraying, and removal. Professional arborists are included in this category.



MNL A – Organizational Chain of Command
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MNL A Committees

MNL A has 6 committees which are responsible for initiating and following through on many of the association's activities and member services.

- Committees shall have a written mission approved by the Board of Directors.
- Committees shall have a written set of regular duties approved by the Board of Directors.
- Each Committee will have a Board of Directors Liaison who will serve as a direct conduit to the Board. The liaison arrangement will not prevent the committee chair or a committee member from having direct access to the Board of Directors.
- Other policies pertinent to committees may be found in the MNL A Board of Directors Policy Manual #B2005-7.

Task Teams

- i. The nature of task teams is to be flexible, project-specific, and time-limited. This format will broaden the appeal of volunteer service, providing for greater member input and involvement, especially among younger generations.
- ii. Task teams shall consist of volunteers who are passionate about and/or experts in a particular topic or project of need.
- iii. Task teams will be created and appointed by the president, the Board of Directors, or one of the standing committees. All of the task teams shall operate within the parameters of the association's mission, strategic focus areas, and board policies.
- iv. Task teams shall have a designated life span, at which time they will expire unless re-chartered. Task teams may be dissolved by a vote of a majority of the Board of Directors. The Board of Directors or committees may appoint task teams to take on specialized projects.

MINNESOTA NURSERY AND LANDSCAPE ASSOCIATION

Constitution & Bylaws

Adopted 1978. Revised 1988, 1990, 1993, 1998, 1999, 2003, 2005, 2010, 2012, 2013, 2015

ARTICLE I NAME

The name of this nonprofit corporation shall be the Minnesota Nursery and Landscape Association. This corporation is exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code.

ARTICLE II MISSION

The mission of the Minnesota Nursery & Landscape Association is to help members grow successful businesses.

1. Education that will improve the professionalism of individuals, the profitability of member companies, and the development of a dynamic future workforce.
2. Government affairs involvement to protect and advance the collective interests of members.
3. Business connections and networking that foster camaraderie and commerce.
4. Unique knowledge and timely information which positions members a step ahead of the competition.
5. Standards of excellence which encourage environmentally responsible business operations and ethical business practices.
6. Support the mission of the MNLA Foundation.

The Board of Directors may initiate other appropriate activities to support the mission.

ARTICLE III MEMBERSHIP CLASSIFICATIONS AND DUES MEMBERSHIP CLASSIFICATIONS

SECTION 1. Types of members. The Minnesota Nursery and Landscape Association shall primarily serve companies that are engaged in commercial, for-profit activity related to the nursery and landscape industry as defined in Section 1(A). MNLA shall have six classifications of membership: business; multiple outlet; industry affiliate; academic affiliate; student; and honorary. The Board of Directors shall designate the appropriate category of membership for each current or potential member of the association, and approve or reject in its full discretion any candidate for membership. A designate from each business member firm shall have one vote at regular membership meetings, in association-wide elections, or in other voting matters to come before the membership. No other membership classification has voting privileges.

- A. **Business membership** is for companies that are engaged in commercial, for-profit activity related to the nursery and landscape industry. Specifically, any company that engages in the following types of business activity, or provides products or services to the following types of businesses, shall be eligible for business membership: nursery grower, greenhouse and herbaceous grower, garden center, landscape contractor, landscape designer or architect, landscape management, irrigation contractor, professional gardening service, commercial arborist or tree care service, or any related professional business supplying or serving these companies.
- B. **Multiple Outlet** membership is for subsidiaries or additional locations of business members.
- C. **Industry Affiliate membership** is for professional persons in the green industry who are employed by municipalities or other public or non-profit organizations that are not nursery and landscape companies.

- D. **Academic Affiliate membership** is for faculty or staff at educational institutions where horticultural or landscape topics are a course of study.
- E. **Student memberships** are available to students at educational institutions where horticultural or landscape topics are a course of study.
- F. **Honorary memberships** may be granted at the discretion of the Board of Directors.

SECTION 2. Dues. The Board of Directors shall establish a dues structure for voting members based upon each member's gross volume of sales. The Board of Directors shall also establish an appropriate dues structure for associate, industry affiliate, academic affiliate, and student members.

SECTION 3. Termination of membership. A member shall not be expelled or suspended, and a membership may not be terminated or suspended, except for nonpayment of dues or fees, unless the member is given: (a) not less than fifteen (15) days prior written notice of the expulsion, suspension, or termination and the reasons for it; and (b) an opportunity for the member to be heard, orally or in writing, not less than five (5) days before the effective date of the expulsion, suspension, or termination by a person authorized to decide that the proposed expulsion, termination or suspension not take place.

SECTION 4. Resignation of members. A member may resign at any time. The resignation of a member does not release the member from any obligations the member may have to the association for dues, assessments, or fees or charges for goods and services.

ARTICLE IV MEETINGS

SECTION 1. Board of Directors Meetings. The Board of Directors shall meet at the call of the President. Five members shall constitute a quorum. Unless otherwise required by law, the Articles of Incorporation or this Constitution and Bylaws, the affirmative vote of a majority of the directors present at a duly held meeting shall be sufficient for action of the Board of Directors.

SECTION 2. Regular Meetings of Members. Regular meetings of business members shall be held annually, on such day and at such time the Board of Directors shall determine. Written notice for the meeting shall be made by mail or electronic distribution at least 30 days prior to a regular meeting. A quorum for a regular meeting shall be 10 business members. Unless otherwise provided by law or this Constitution and Bylaws, the members may take action by the affirmative vote of the majority of the business members present at a duly held meeting. At the regular annual meeting, the election of the Board of Directors shall be held or the results announced, as determined by the voting procedure described in Article V. Also at the annual meeting, business members shall approve, by an affirmative vote of a majority of the business members present, the annual audit of association finances and hear reports from the officers on the association's actions and activities.

SECTION 3. Cancellation of Meetings. The Board of Directors may cancel any activities of this association provided for by the Constitution which they deem advisable during any emergency.

SECTION 4. Action by Written Ballot. An action that may be taken at a regular or special meeting of members may be taken without a meeting if the association delivers a written ballot to every member entitled to vote on the matter. A written ballot must: (a) set forth each proposed action; and (b) provide an opportunity to vote for or against each proposed action. Approval by written ballot under this section is valid only if the number of votes cast by ballot equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required to approve the matter at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot. Solicitations for votes by written ballot must: (a) indicate the number of responses needed to meet the quorum requirements; (b) state the percentage of approvals necessary to approve each matter other than election of directors; and (c) specify the time by which a ballot must be received by the association in order to be counted.

ARTICLE V OFFICER AND DIRECTOR POSITIONS AND ELECTIONS

SECTION 1. Association Officers. The Officers of this Association shall be a President, a Vice President, a Treasurer, and the Executive Director. All officers must be representatives of business members. The duties of the Executive Director are described in Article VII. The duties of all other officers are described in Article VI.

SECTION 2. Election and Terms of the President, Vice President and Treasurer. The Vice President shall be elected by the voting members, upon the recommendation of the Board of Directors. The Vice President shall serve a term of two years, after which the Vice President shall succeed to the office of President. The President shall serve for one two-year term and then rotate off the Board of Directors. The Treasurer shall be elected by the Board of Directors from among the At-large Directors. The election of the Treasurer shall occur at the Annual Meeting immediately following the election of the Board of Directors. The Treasurer shall serve for a term of two years, and may serve up to two consecutive two-year terms; except that if the Treasurer is elected as Vice President, the Treasurer may serve full terms as Vice President and President.

SECTION 3. Board of Directors. Board of Directors shall consist of nine individuals, as follows:

- (A) the President, Vice President, and Treasurer, and
- (B) six At-large Directors, all of whom are representatives of business members.

The Executive Director shall serve as a non-voting member of the Board of Directors. The six at-large Directors shall be nominated as provided in Section 6 below, and shall be elected by the voting members. At-large Directors shall serve for a term of two years.. The At-large Director terms shall be staggered A person is limited to two consecutive two-year terms as an At-large Director, at which time the director must either be elected as an officer or rotate off the board for at least two years. Any person who completes a term as President of the association may not serve any additional terms as an At-large Director or as an Officer.

SECTION 4. Officer and Director Election Procedure. The Board of Directors shall annually determine a voting procedure. For each officeholder, the term of office begins at the close of the association regular annual meeting where election results are announced.

SECTION 5. Officer and Director Vacancies. Any vacancies in the director positions shall be filled by appointment by the President for the

length of the term or until such time as a regular or special election can be held. Should the occasion arise through resignation, death or other circumstances that the staggered election pattern for directors is disrupted, the President may call for a special election which may include an altered term length in order to preserve the pattern. Should any Officer position become vacant, the Board of Directors shall fill that position for the length of the unexpired term.

SECTION 6. Board Development Committee. Members of the Board Development Committee shall be the Vice President; immediate Past President; and the following chosen by the Vice President: one At-large Director, two chairpersons from among MNLA's standing committees; and two members-at-large. The Board Development Committee will invite nominations from the membership for the At-large director positions, allowing at least 30 days from the invitation for nominations for the submission of those nominations. The Board Development Committee will annually submit for approval by the Board of Directors a slate of candidates for the At-large Director positions. Once approved by the Board of Directors, a ballot shall be presented to business members according to the voting procedure described in Article V, Section 5.

SECTION 7. Write-in Candidates for Directors. Business members may write in a candidate for a director position other than those names put forth by the Board Development Committee. A valid write-in candidate must meet the following minimum requirements to be seated as a director: eight years of MNLA membership immediately preceding the election; business member status; and appropriate dues paid.

SECTION 8. Write-in Candidates for Officers. Business members may write in a candidate for an Officer position other than those names put forth by the Board Development Committee. A valid write-in candidate must meet the following minimum requirements to be seated as an Officer: eight years of MNLA membership immediately preceding the election; business member status; appropriate dues paid; and a minimum of two terms as an At-large Director.

SECTION 9. Resignation of Directors. A director may resign at any time by giving written notice to the Treasurer of the association. The resignation is effective without acceptance when the notice is given to the association, unless a later effective time is specified in the notice.

SECTION 10. Removal of Directors. A director may be removed from office, with or without cause, by the affirmative vote of a majority of the directors present at a duly held meeting; provided that not less than five (5) days and not more than thirty (30) days notice of such meeting stating that removal of such director is to be on the agenda for such meeting shall be given to each director.

ARTICLE VI DUTIES OF DIRECTORS AND OFFICERS

SECTION 1. The business affairs of the association shall be managed by or under the direction of a Board of Directors. The Board of Directors shall have supervision, control and direction of the affairs of the association, its committees and elected representatives; shall determine its policies; shall actively pursue its mission; and shall supervise the disbursement of funds. The Board of Directors shall have the authority to employ an Executive Director to manage the day-to-day activities of the association as outlined in Article VII. The Board of Directors may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted and by resolution adopted by a majority of the

directors, delegate certain of its authority to the Officers of the association.

SECTION 2. The President shall preside at all meetings of the Board of Directors and the business membership. The President shall also perform such other duties as may be determined from time to time by the Board of Directors.

SECTION 3. The Vice President shall perform such duties as may be determined from time to time by the Board of Directors. The Vice President shall be vested with all powers of and perform all the duties of the President in the President's absence or inability to act, but only so long as such absence or inability continues.

SECTION 4. The Treasurer will supervise all financial transactions and records of the association and ensure that audited financial reports of each fiscal year are prepared and presented at each annual membership meeting. The Treasurer shall perform such other duties as may be determined from time to time by the Board of Directors.

SECTION 5. Executive Committee. To provide for the transaction of emergency business that may become necessary at a time impractical to convene the Board of Directors, authority for these matters shall be vested in an Executive Committee consisting of the President, Vice President, and Treasurer, as well as the Executive Director as a non-voting member.

SECTION 6. Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed, or consented to by authenticated electronic communication, by unanimous consent of the Directors. The written action is effective when signed or when consented to by authenticated electronic communication, by unanimous consent of the directors, unless a different effective date is provided in the written action. As used in this Constitution and Bylaws, the term "authenticated electronic communication" means any form of communication, not directly involving the physical transmission of paper, that:

- (a) creates a record that may be retained, retrieved and reviewed by the recipient of the communication,
- (b) may be directly reproduced in paper form by the recipient through an automated process;
- (c) is delivered to the association's principal place of business or to an officer or agent of the association authorized by the association to receive the communication, and
- (d) sets forth information from which the association can reasonably conclude that the communication was sent by the purported sender.

SECTION 7. Electronic Meetings. A meeting among directors or committee members may be conducted solely by one or more means of remote communication through which all of the directors or committee members may participate in the meeting, if the same notice is given of the meeting as required by this Constitution and Bylaws, and if the number of directors or committee members participating in the meeting is sufficient to constitute a quorum at the meeting. A director or committee member may participate in a meeting of the Board of Directors by means of conference telephone or, if authorized by the Board of Directors, by such other means of remote communication, in each case through which that director or committee member, other directors or committee members so participating, and all directors or committee members physically present at the meeting may participate with each other during the meeting. Participation in a meeting by any of the above-mentioned means constitutes presence at the meeting. As

used in this Constitution and Bylaws, "remote communication" means communication via electronic communication, conference telephone, video conference, the Internet, or such other means by which persons not physically present in the same location may communicate with each other on a substantially simultaneous basis.

SECTION 8. Proxies. Neither a director nor a committee member shall appoint a proxy for himself or herself, nor shall he or she vote by proxy.

SECTION 9. Committees. The Board of Directors may establish one or more committees having the authority of the Board in the management of the business of the association to the extent determined by the Board of Directors.

SECTION 10. Compensation. The elected directors shall not receive any compensation for their services as directors, but the Board may by resolution authorize reimbursement of expenses incurred in the performance of their duties. Such authorization may prescribe procedures for approval and payment of such expenses by designated officers of the association. Nothing herein shall preclude a director from serving the association in any other capacity and receiving compensation for such services.

SECTION 11. Officer and director indemnification. (A) In General. Subject to Section B hereof, the association shall indemnify and make advances to each person who is or was a director, officer, or employee of the association, or a member of any committee, to the full extent mandated by, and in accordance with, Section 317A.521 of the Minnesota Nonprofit Corporation Act, without prohibitions, limitations or conditions other than those set forth in said Section 317A.521. (B) Limitation on Indemnification. Indemnification pursuant to Section 1 hereof shall be for the sole and exclusive benefit of the person expressly identified therein, and no other person, corporation, or legal entity of whatever nature shall have any rights thereunder by way of voluntary or involuntary assignment, subrogation, or otherwise. (C) Insurance. The association may provide, maintain, and pay for insurance on behalf of any person indemnified pursuant to Section 1 hereof.

SECTION 12. Conflict of Interest.

(A) Standard of Care. It is the responsibility of each director of this association to discharge his or her duties as a director in good faith, in a manner the director reasonably believes to be in the best interests of this association, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

(B) Conflicts of Interest: In general, a proposed contract or transaction between the association and any interested person or between a related organization and any interested person, or between the association and any organization in which an interested person serves as director, officer or legal representative or has a material financial interest, may not be entered into until and unless:

- (1) the material facts as to the contract or transaction and as to the interest of an interested person are fully disclosed or known to the Board of Directors or a committee, as the case may be; and
- (2) a majority of the Board of Directors or such committee in good faith authorizes and approves the contract or transaction, but the interested person shall not be counted in determining the presence of a quorum and shall not vote.

(C) Definitions. For purposes of this section, the following terms shall have the meanings indicated: (1) "Interested Persons" means and includes directors and officers. (2) "Organization" means a corporation, partnership, joint venture, association, trust, estate, enterprise, or other legal or commercial entity. (3) "Related Organization" means an

organization that, directly or indirectly, controls, is controlled by, or is under common control with, the association. (4) An interested person has a "material financial interest" in an organization in which the interested person, or the spouse, parents, children and spouses of the children, brothers and sisters or spouses of brothers and sisters, of the interested person have a material financial interest. (5) Ratification. If a director discovers that he or she (or another Interested Person) has entered into a contract or transaction with the association without the authorization and approval of the Board of Directors (or a committee designated by the Board), the director shall immediately disclose the material facts regarding the contract or transaction to the Board of Directors (or a committee designated by the Board). Thereupon the Board of Directors (or committee) shall review the contract or transaction to determine whether the contract or transaction should be ratified.

(D) Exception. The procedures described are not required if the contract or other transaction is between related organizations

ARTICLE VII EXECUTIVE DIRECTOR

SECTION 1. The Executive Director shall carry out all policies determined by the Board of Directors and shall be responsible for the active administration of all association affairs.

SECTION 2. The Executive Director shall be under the direct supervision of the Board of Directors.

SECTION 3. The Executive Director shall keep all records of the association, handle all funds and carry on all business of the association, with all activities under the supervision of the Board of Directors. Specifically under the supervision of the Secretary-Treasurer, these duties will include the taking and keeping of minutes of the Board of Directors and receiving and having custody over all monies and securities belonging to the association which shall be deposited in such bank or banks as the Board of Directors shall, by resolution, designate. The Executive Director shall sign or authorize all payments drawn

against the funds of the association. The Secretary-Treasurer shall indicate, in writing and in advance, his or her approval of these payments. The Executive Director may be required to give bond for such amount with the cost of such surety bond to be paid by the association.

SECTION 4. Under the supervision of the Secretary-Treasurer, the Executive Director shall work with a certified public accountant to prepare a full and complete financial report of all association funds. In addition to the audited report presented at the Annual Meeting, the Executive Director shall provide printed quarterly financial reports to the Board of Directors.

SECTION 5. Upon termination of employment with the association, the Executive Director shall surrender to any other person the Board of Directors shall designate, all equipment, monies, books, papers or other property of the association and assist in making an orderly transition of responsibilities and material.

ARTICLE VIII AFFILIATIONS

From time to time, the association may choose to enter into relationships or cooperative agreements with organizations or institutions. Authority to establish affiliation with other organizations, or terminate such affiliations, is vested in the Minnesota Nursery and Landscape Association's Board of Directors.

ARTICLE IX AMENDMENTS

Amendments to this Constitution and Bylaws must be approved by the Board of Directors and by the voting members of the association. The members may vote on the amendments at any duly held meeting or by written/electronic ballot. If the member vote occurs at a meeting, the proposed amendments shall be presented in writing to the voting members at least ten days prior to the meeting.

