

Constitution of the Wickham Market and District Gardening Club

- 1 The Name of the Society** The name of the Society shall be the Wickham Market and District Gardening Club.
- 2 Objective of the Society** The objective of the Society shall be to promote good horticultural practices among its members through a range of activities that may include:

 - holding regular meetings for lectures, discussions and demonstrations;
 - holding horticultural shows and competitions;
 - arranging visits to gardens and other sites to observe horticultural practice;
 - undertaking activities within the village and the surrounding area that promote an interest in horticulture and encourage membership of the club;
 - arranging occasional social events for the benefit of the members.
- 3 Membership** Membership of the Society shall be open to anyone interested in gardening.
The membership period shall run from 1st January to the 31st December each year (the ‘membership period’).
From time to time the Committee may confer honorary membership on individuals considered worthy of special recognition by the Society.
- 4 Conduct of the Society’s affairs** The affairs of the Society shall be conducted by a Committee comprising up to twelve members.
This Committee may, as it deems it appropriate, appoint one or more sub-committees comprising elected members of the Committee and/or other members of the Society to perform specific tasks, such as the running of the Society’s shows.
- 5 Ordinary members of the Committee** The period of office for members of the Committee shall be two years, beginning from the end of the Annual General Meeting at which they are appointed.
At each Annual General Meeting there will be an election of members to fill vacant places on the Committee. Each year roughly half of the places on the Committee will be decided. Committee Members may be re-elected for a further period of office.
- 6 Resignation or Death of Committee Members** If any Committee member should resign or die before the expiration of their term of office, the Committee may fill the vacancy if it sees fit, but the person so appointed shall retire at the time when his/her predecessor would have retired.

- 7 Officers of the Society** The Officers of the Society shall be a Chairman, Vice Chairman, Treasurer, Secretary and Membership Secretary. The Officers shall be drawn from the membership of the Committee.
- 8 Election of Officers** The Officers will be elected by the Committee at the first Committee Meeting following the Annual General Meeting each year. Officers may be re-elected for further periods of office.
- 9 Honorary President** The Committee may propose at an Annual General Meeting that a distinguished individual be appointed to the honorary position of President of the Society for a period of three years. A president may serve more than one term of office.
- 10 Dates of Committee Meetings** The Committee shall meet in accordance with the dates agreed by the Committee prior to the start of each financial year or on such dates as may be agreed by the Chairman or Vice-Chairman of the Committee.
- 11 Absence of the Chairman** Meetings of the Committee shall be chaired by the Chairman. In the event that the Chairman is absent at any meeting of the Committee, the Vice-Chairman shall take the chair. In the event that neither Chairman nor Vice-Chairman is able to attend a meeting, the Committee Members present shall elect one of their number to take the chair for that meeting.
- 12 Ordinary meetings of the Society** The Ordinary Meetings of the Society shall be held in accordance with a programme for the year which shall be drawn up by the Committee and issued for approval to all members of the Society at or before the Annual General Meeting. No matters of policy shall be agreed at an Ordinary Meeting of the Society.
- 13 Annual General Meeting** An Annual General Meeting of the Society shall be held within two months of the date of the financial year end for the purpose of:
- approving the Chairman's Annual Report on the work of the Society during the preceding financial year;
 - approving the annual programme of meetings and events;
 - electing Committee Members to replace those who have retired at the end of their period of office or for other reasons;
 - approving the annual financial statement;
 - considering any motion which has been notified to the Secretary of the Society at least 28 calendar days prior to the date of the Annual General Meeting and which has been circulated to all Members;
 - noting any other matters for consideration by the Committee.

- 14 Extraordinary General Meetings** The Committee has the power to convene an Extraordinary General Meeting of the Society at any time and must do so within 28 calendar days of receiving a written request signed by 10 members. Notice in writing, or by email, must be sent to all members no fewer than 14 calendar days before such a meeting, informing them of the date, time, venue and purpose of the meeting. No business other than that detailed in the notice shall be transacted at an Extraordinary General Meeting.
- 15 Chairing of Meetings** The Chairman of the Society or, in his absence, the Vice-Chairman shall act as Chairman at any Ordinary, Annual General or Extraordinary General Meeting of the Society. In the event of neither of these being available the Committee Members present shall elect one of their number to chair the meeting.
- 16 Quorum** No matters of policy shall be decided at an Annual General Meeting, Extraordinary General Meeting or at a Committee Meeting unless a quorum is present.
- The quorum of a Annual General Meeting or Extraordinary General Meeting shall be 25 percent of the membership (unless otherwise required by these rules).
 - The quorum of a Committee Meeting shall be one half of the current Committee Membership rounded up.
 - The quorum of any sub-committee shall be decided by the Committee when appointing it.
- In the event of a quorum not being present at any meeting, the meeting shall be adjourned to a day, time and place decided by the Chairman of the meeting.
- 17 Entitlement to vote** Only members whose subscription is fully paid, or those holding honorary membership of the Society, shall be entitled to vote at an Annual General Meeting, an Extraordinary General Meeting or a meeting of any Committee or Sub-Committee.
- 18 Method of voting** Voting at all meetings shall be by a show of hands unless the Chairman directs that a secret ballot be taken. All matters shall be decided by a simple majority of those present and voting.
- 19 Chairman's casting vote** At an Annual General Meeting, Extraordinary General Meeting or at any meeting of the Committee the Chairman may not participate in the initial voting, but in the event of a tie shall have a casting vote.
- 20 Chairman's Action** Where an operational decision is required, and it is not possible to defer matters until the next Committee Meeting, the Chairman, or in his/her absence the Vice-Chairman, may make an executive decision, after consulting with as many other Members of the Committee as he/she sees fit. Any such decisions shall be reported to the next committee meeting.

- 21 Subscription** Annual subscriptions shall be payable in advance not later than 28 calendar days after the date of the Annual General Meeting (the 'due date').
New members joining the Society after the due date shall pay their annual subscription on joining, except that members joining at or after the Annual Autumn Show shall be deemed to have paid their subscription up to the end of the next following membership period.
Where the Committee proposes any change to subscription rates, this proposal shall appear as an agenda item for the Annual General Meeting. Any such change shall take effect at the beginning of the next membership period.
- 22 Non-payment of subscription** Any member who is required to pay a subscription and whose subscription remains unpaid after the due date shall cease to be a member of the Society from that date.
- 23 Privileges of Membership** Membership privileges shall be decided by the Committee and shall be reviewed in advance of each Annual General Meeting.
- 24 The Society's Funds** The funds of the Society shall be used solely to further the objectives of the Society and only in ways approved by the Committee.
All subscriptions and other moneys received by the Society shall be passed to the Treasurer, who shall be responsible for all of the Society's funds, for keeping accounting records thereof and presenting the accounts for audit at the end of the financial year. All sums received by the Treasurer on the Society's behalf shall be paid into the Society's bank account and all cheques drawn on that account shall be signed by any two of the nominated officers.
The nominated officers for signing cheques shall be the Chairman, the Treasurer and one other Committee Member as decided by the Committee.
- 25 Financial year** The Society's financial year shall end on 31st December each year.
- 26 Audit arrangements** The Society's accounts will be audited by the Chairman, or his/her nominated representative, who shall not be the Treasurer, as agreed by the Committee.
- 27 Alteration of Constitution** This constitution may only be amended at an Annual General Meeting or Extraordinary General Meeting and then only if notice of the proposed amendment has been notified to all members not fewer than 14 calendar days before the meeting.

- 28 Winding-up the Society** A decision to wind-up the Society shall only be taken at an Annual General Meeting or Extraordinary General Meeting that is attended by a minimum of half of the total membership. There must be a majority vote in favour of the proposal to wind-up the Society by those attending the meeting. In the event that the decision to wind-up the Society is agreed, the meeting shall then appoint a Committee of not fewer than three and not more than seven individuals to oversee the disposal of the Society's assets. The meeting shall give a clear indication to that Committee of the use to which any remaining funds should be put. The Committee appointed to oversee the disposal of the Society's assets shall abide as closely as possible to the wishes expressed at the meeting which appointed it.
- 29 Other Matters** Any matters for which provision is not made in this constitution shall be decided by the Committee at its discretion and shall be reported to the next Annual General Meeting for endorsement or further direction.