

Thakeham Gardeners' Club



CLUB CONSTITUTION

Version 1.0

This version approved by Club members and adopted on 8/10/2018

1. TITLE

The Club shall be known as the "Thakeham Gardeners' Club", hereinafter referred to as the Club.

2. OBJECTIVES

- a) To bring together people with an interest in gardening in Thakeham and the surrounding district.
- b) To provide a discussion forum in respect of gardening and gardening related issues.
- c) To arrange regular monthly meetings for Club members, including guest speakers to give presentations on gardening or gardening related topics.
- d) To arrange visits to places of gardening or horticultural interest.
- e) To hold an annual flower show.
- f) To hold a twice annual plant sale.
- g) To make such provision for social activities as required by members.
- h) To support Thakeham village organisations and activities as appropriate

3. MEMBERSHIP

- a) Membership of the Club shall be open to residents of Thakeham and adjacent Parishes, and those who are interested in gardening.
- b) The membership year shall run from 1st October to 30th September.
- c) Membership, other than Life Membership, will be by the payment of an Annual Subscription.
- d) The Committee reserves the right to refuse an application for membership.
- e) Members, upon admittance, shall be bound by this Club Constitution and the rules therein.
- f) The committee may, from time to time, confer honorary life membership on individuals considered worthy of special recognition by the Club. In this event the honorary life member will not be required to pay the annual subscription.
- g) Only members whose subscription is fully paid or those holding honorary membership of the Club shall be entitled to vote at an Annual General Meeting, Special General Meeting or Committee Meeting.
- h) A member may resign from the Club at any time. Any subscription paid by such member for the year in which resignation is made shall be forfeited.
- i) Membership shall automatically be cancelled if a member's subscription is more than three months in arrears.
- j) Any member aggrieved by the action(s) of the Club Committee may appeal to the next Annual General Meeting giving notice in writing to the Club Secretary at least 30 days prior to the AGM. The appeal shall be upheld if two thirds of members present vote in favour.

3.1 RIGHTS & PRIVILEGES OF MEMBERSHIP

The rights and privileges of membership shall be:

- a) To attend lectures, meetings, and exhibitions promoted by the club and (upon payment of any special charge as may be fixed) all visits of horticultural interest and such other functions as may be arranged.
- b) To exhibit at exhibitions arranged by the club subject to any other rules in force.
- c) To vote on any motion proposed at an Annual General Meeting or Special General Meeting

3.2. EXPULSION OF MEMBERS

A General Meeting may, by a vote of two thirds of the members present and entitled to vote, expel any member for conduct detrimental to the Club.

3.3. SUBSCRIPTIONS

- a) The annual subscription for each "membership period" shall be decided by the Committee and notified to all members at least 14 calendar days in advance of the Annual General Meeting for approval by the members at the AGM. Annual subscriptions shall be payable in advance for the membership period following the Annual General Meeting.
- b) New members joining within the last 6 (six) months of the financial year will pay a fee set at one half of the annual membership fee.
- c) Failure by the Membership Secretary to collect subscriptions shall not automatically disbar members from further participation in the Club's affairs which shall be at the discretion of the Committee.

4. COMMITTEE

The management and administration of the club shall, subject to these rules, be vested in a committee consisting of:

Five officers as below:

- Chair
- Deputy chair
- Secretary
- Membership Secretary
- Treasurer

Up to six other members

4.1 DUTIES OF COMMITTEE

The Committee, subject to the rules and regulations in this Constitution and to any subsequent resolution passed by the Club in a general meeting shall:

- a) control and manage the affairs of the Club;
- b) have the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club;
- c) organise Club meetings at approximately monthly intervals;
- d) arrange visits to places of gardening or horticultural interest;

- e) arrange the Club Flower Show and plant sales and appoint sub-committees to run these events;
- f) organise Club outings;
- g) make such provision for social activities as required by members;
- h) make such rules and regulations for the conduct of and judging of exhibitions and shows as it may think proper, and such rules and regulations shall be binding on all persons whether members or not;
- i) appoint one of their number as Data Protection Officer;
- j) the committee may affiliate the club with any other national horticultural society.

4.2 OFFICERS ROLES AND RESPONSIBILITIES

4.2.1 Chair

The Chair shall:

- a) preside over meetings of the Committee and general meetings,
- b) act as an ex-officio member of all subcommittees,
- c) ensure that the business of the Club is carried out in accordance with this Constitution and such other resolutions as may be determined from time to time by a meeting of the Club.

4.2.2 Vice Chair

The Vice Chair shall:

- a) support the office of the Chair;
- b) act in place of the Chair when the Chair is not available to undertake the duties normally carried out by the Chair.

4.2.3 Secretary

The Secretary shall:

- a) keep minutes of all proceedings at Committee and General meetings;
- b) maintain a record of all appointments of office bearers and members of the Committee;
- c) note the names of members present at a Committee meeting or a General meeting;
- d) attend to all incoming and outgoing correspondence and maintain an accurate and timely record of all such correspondence;
- e) notify all Committee members of the date, time and place of all Committee meetings giving at least seven days' notice of such meetings and circulating the agenda for the meeting;
- f) be responsible for maintaining a register of the names of Officers and Committee members, the date at which they were elected and the date at which they either resigned or failed to be re-elected;

4.2.4 Membership Secretary

The Membership Secretary shall:

- a) maintain a register of members details including name, address, contact details and meeting attendance, together with the date on which the person became a member.
- b) issue new membership cards each year after collecting each member's subscription;

4.2.5 Treasurer

The Treasurer shall:

- a) ensure accurate books and accounts are kept showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club;
- b) collect subscriptions;
- c) pay any Affiliation Fees;
- d) make the Committee aware of the financial position of the Club at Committee meetings;
- e) maintain a bank account at a branch approved by the committee;
- f) prepare for presentation at the Annual General Meeting of the club a statement of account for the year, such a statement to be certified by the Auditor appointed by the club;
- g) manage a petty cash account the value of which shall not exceed (£250);
- h) Provide cash floats for club meetings and events such as raffles and plant sales.

4.3 ELIGIBILITY AND ELECTIONS

- a) All members of the Committee will retire at the Annual General Meeting but will be eligible for re-election at that meeting.
- b) No individual shall hold more than one office at a time.
- c) All Committee Members shall be elected at the AGM, prospective Committee Members, having agreed to stand for election, shall be proposed, seconded by club members at the AGM

4.4 FUNCTIONING OF THE COMMITTEE

- a) No decisions on financial matters can be made unless there are at least five members present at Committee meetings.
- b) The Club Committee shall meet at least four times per year or at such times as may be deemed necessary.
- c) Meetings of the Committee shall be chaired by the Chair of the Club. In the event that the Chair is absent at any meeting of the Committee, the Vice Chair shall take the chair. In the event that that neither the Chair nor Vice Chair is able to attend a meeting, the Committee members present shall elect one of their number to take the Chair for that meeting.
- d) The committee may co-opt a member to the committee to fill any vacancy occurring during the year and any such appointment will stand until the next Annual General Meeting.
- e) Five members of the committee shall constitute a quorum.
- f) The committee may appoint sub-committees for any special purposes consisting of members of the committee and/or members of the club.
- g) At all meetings of the Committee each agenda item requiring a vote shall be decided by a simple majority vote, one vote per Committee member. In the event of an equal number of votes being cast both 'for' and 'against', the Chair shall have the casting vote.
- h) In the event of an emergency, the Chair plus one other Officer may make an executive decision where it is not practicable for the issue to be addressed at a regular or special Committee meeting. Details of the action will be recorded for presentation at the next regular meeting of the Committee.

5. REGULAR MEETINGS

- a) Meetings of the Club shall be held on the 2nd Monday of each month unless otherwise notified in accordance with a programme for the year, which shall be drawn up by the Committee (or a sub-committee) and issued to all members of the Club in the Annual

Schedule. There will not be a meeting in January or December, the latter is normally replaced by a club Christmas party.

- b) Non members of the Club may be admitted to open meetings of the Club, for an admission fee to be determined at the preceding AGM.
- c) No matters of policy shall be agreed at an ordinary meeting of the Club.
- d) A programme for ordinary meetings of the Club for the forthcoming calendar year shall be proposed by the Committee and advised to members at the AGM. In the event that changes to that programme are necessary, the Secretary shall take all reasonable steps to advise members of those changes.

6. ANNUAL GENERAL MEETING (AGM)

The AGM shall be held in October each year, details of which will be in the Programme circulated to all members. The business transacted shall include but not be restricted to:

- a) Chairman's Report on the work of the Club during the preceding year
- b) Treasurer's Report including presentation of the audited Statement of Accounts and Balance Sheet for the preceding financial year
- c) Election of Officers and Committee to take up their posts with immediate effect.
- d) Electing an Auditor for the forthcoming year
- e) The meeting will consider a motion from the Committee proposing the subscription rate and any other charges.
- f) Considering any motion which has been notified to the Secretary of the Club at least five weeks prior to the date of the AGM. The Secretary shall notify members of any such motion not later than 14 days prior to the date of the AGM
- g) The quorum of a General Meeting shall consist of 20% of the membership.

7. SPECIAL GENERAL MEETING (SGM)

A Special General Meeting of the club may be convened by the Committee or on a requisition in writing signed by not less than 10% of members of the club stating the purpose for which the meeting is desired. Fourteen days notice shall be given of a Special General Meeting by advertisement or other means informing them of the date, time and venue and purpose of the meeting. No other business shall be conducted at the meeting other than that specified in that notice.

8. METHOD OF VOTING

Voting at all General Meetings and Committee Meetings will be one vote per person of those members present and shall be by a simple show of hands unless the Chair directs that a secret ballot be taken..

9. FINANCE

9.1 FINANCIAL YEAR

The Club's financial year shall end on 30th September.

9.2 FUNDS MANAGEMENT

- a) The Club is a not for profit organisation.
- b) All subscriptions and other moneys received by the Club shall be passed to the Treasurer, who shall be responsible for all of the Club's funds,

- c) The funds of the Club shall be used to further the objects of the Club in ways sanctioned by the Committee.
- d) No portion of the Club's funds shall be distributed directly or indirectly to the members of the Club except as bona fide compensation for expenses incurred on behalf of the Club. However, the Committee may occasionally approve small items of expenditure to mark special events or circumstances.
- e) The Treasurer shall close the Accounts at the end of each financial year and prepare Income and Expenditure statements and a Balance Sheet for examination by the Auditor for presentation to the membership at the following AGM.
- f) Any proposed expenditure in excess of £250.00 shall be referred to an ordinary meeting of members for approval.
- g) Any member having a legitimate interest in the funds of the Club shall be allowed at all reasonable times to inspect the accounts.
- h) The Club shall not enter into any loan or credit agreements.
- i) If, for any reason, the Treasurer ceases to hold office, the Club Committee will appoint an acting Treasurer and request the Auditor to conduct an interim audit prior to the new Treasurer assuming office.
- j) The Treasurer shall propose any changes required in the membership fee at the AGM where members will consider and vote on the proposal.

9.3 BANK ACCOUNT(S)

- a) All sums received by the Treasurer on the Club's behalf shall be paid into the Club's bank account.
- b) All cheques drawn on that account shall be signed by any two Committee members on the nominated list which shall be approved by the Committee.
- c) Any proposal to create or move bank/branch or accounts must be approved by the Committee.

9.4 CREDIT/DEBIT CARDS

- a) The Club under no circumstances shall contract for any Credit Card agreement.
- b) The club has a debit card linked to its current account. Its use is monitored by the Treasurer via regular bank reconciliation.

10. AUDIT

- a) For the purposes of this Constitution the term 'Auditor' shall apply to any person competent to examine the Books, Statements, Receipts and Accounts of the Club and to give an accurate report in respect of their conclusions. The person appointed as 'Auditor' does not have to be fully qualified as such.
- b) An auditor for the ensuing year shall be elected at each Annual General Meeting and shall be eligible for re-election. An officer or committee member shall not be eligible to act as auditor.
- c) If, for any reason, the Auditor ceases to hold office, the Club Committee will appoint a replacement Auditor as soon as is practicable and record the action in the minutes.

11. COMMUNICATIONS

Notices and any other communications to members may be delivered by hand at a Club meeting, by e-mail where a member has advised an e-mail address, or by hand or post to a member's last known address. Any such delivery is deemed to have been made when the Club's Officer completes the despatch. Notices and other communications will in general be sent as a single copy where members share the same address, unless otherwise requested.

12. DATA PROTECTION

12.1 GENERAL DATA PROTECTION REGULATION (GDPR)

The Club conforms to the rules as laid out in the General Data Protection Regulation (May 2018).

12.2 DATA PROTECTION OFFICER

The Club's Data Protection Officer is a member of the Committee and is nominated by that committee.

12.3 SECURITY OF INFORMATION

All reasonable efforts will be taken to ensure that the membership register is securely stored and unauthorised access (deliberate or unintentional) is prevented.

12.4 PERSONAL INFORMATION

- a) Members' personal information held by the Club in the register consists solely of:
 - Name
 - Postal Address
 - Telephone Number
 - Email address
 - Date of joining the Club
 - Subscription payment details
 - Meeting attendance record
- b) Members' data will be held and managed by the Membership Secretary and may only be used within the confines of the Club for the sole use of the Club.
- c) Members' data will never be passed on, shared or made accessible to any individual or organisation outside of the Club.
- d) On leaving the Club, details held by the Club pertaining to that member will be deleted from the register at the end of the membership year.
- e) All of the foregoing clauses a) – d) apply equally to non-members who may also be asked to provide such details.

12.5 MEMBERS' RIGHTS

- a) All members have the right to view the information held about them by the Club. Such a request must be made in writing to the Membership Secretary who shall respond in writing within a period of four weeks.
- b) Similarly, all members may issue corrections to such information.
- c) Members may request that all of their personal data be deleted from the Club's membership register.

13. DISSOLUTION

A decision to wind-up the Club shall only be taken at an Annual or Special General Meeting. There must be a simple majority vote of those present, and eligible to vote, in favour of the proposal to wind-up the Club. In the event that the decision to wind-up the Club is agreed, the meeting shall then go on to appoint a Committee of not fewer than three and not more than seven individuals to oversee the disposal of the Club's assets. The meeting shall give a clear indication to that Committee of the

use to which any remaining funds should be put. This Committee shall appoint its own Chairman who shall have a casting vote to resolve any tied decision.

Any liabilities at the time of dissolution shall be the joint responsibility of all Members.

14. CHANGES TO THIS CONSTITUTION

No changes to this Constitution may be made except at an AGM or a SGM called for that purpose, of which at least seven days' notice must be given.

Any changes proposed must be agreed by vote at an AGM or SGM called for that purpose by a simple majority of those paid up members attending.

15. MATTERS NOT PROVIDED FOR

Any matter not covered by the rules laid out in this Constitution shall be determined by the Club Committee and shall be binding until rescinded or agreed at the next AGM or SGM convened for the purpose.