

THE HARDY PLANT SOCIETY RUTLAND GROUP

CONSTITUTION

1. STATUS and RELATIONSHIP

A group of members of the Hardy Plant Society (registered Charity No. 208080, hereinafter the HPS) and registered with the HPS. The Group is a body independent of the HPS, save for affiliation through registration with the Society. As such, it has no power or authority to bind the HPS or to enter into any contract on behalf of the Society except as may be expressly authorised by the HPS Executive Committee from time to time. For the avoidance of doubt, it should be noted that the Group is not a registered charity.

2. NAME

The name shall be The Hardy Plant Society Rutland Group (the Group) and this title shall be dependant upon continuing registration as an affiliated body of the HPS. In the event that this registration is withdrawn at any time, the Group will forthwith delete the name Hardy Plant Society from the title.

3. REGISTRATION AS AN AFFILIATED BODY OF THE HPS

The Group shall at all times comply with the registration requirements as notified from time to time by the HPS.

4. OBJECTS

To further the objects of the HPS in Rutland and adjoining areas.

5. MEMBERS

- a) Only paid-up members of the HPS may become members of the group.
- b) Each member of the Group shall receive a copy of this constitution.

6. OFFICERS AND COMMITTEE

- a) The Group shall elect annually from among its members a Chairman, a Secretary and a Treasurer and not more than 10 committee members. Together, those elected shall form the management committee of the Group (the Committee) and shall be responsible for the activities, programme and all day to day administrative matters.
 - i) The Chairman shall serve for a maximum of three consecutive years and ordinary members a maximum of five years.
 - ii) The Hon. Treasurer and Hon. Secretary shall not be subject to any maximum term of office.
 - iii) Any member standing down under article 6a(i) may be re-elected after one year.
- b) Nominations for officers and members of the Committee must be received by the Secretary in writing together with the confirmation of the nominee's consent, not less than 14 days before the date appointed for the AGM.
- c) The Committee shall have the right of co-option, providing that the number of those co-opted onto the Committee does not exceed the number of those elected.
- d) The quorum for meetings of the Committee shall be three elected members, of whom one must be an elected officer.
- e) The Committee shall appoint the Secretary or other representative to attend meetings of the Regional Group Secretaries of the HPS
- f) For as long as the Group is registered as an affiliated body of the HPS, the Committee may nominate a member to attend meetings of the HPS Executive Committee as an observer, except where any member of the Group is an elected member of the HPS Executive Committee, in which case, that member will act as the Group's representative.
- g) The Committee may draw up bylaws dealing with matters affecting the administration of the Group and if such bylaws are drawn up, they shall be submitted for approval to the members of the Group at the Annual General Meeting.

7) **FINANCE**

- a) All funds belonging to the Group shall be deposited in a banking account held in the name of the Group. Cheques drawn on the account shall be signed by two officers of the Group nominated for this purpose by the Committee.
- b) The financial year of the Group shall end on 31st December each year.
- c) Annual accounts shall be prepared and audited and submitted for the approval of members at the Annual General Meeting.

8. **SUBSCRIPTIONS**

All members of the Group shall pay such annual subscription as shall from time to time be determined.

9. **GENERAL MEETINGS**

- a) An Annual General Meeting shall be held once in each calendar year, within four months of the end of the financial year, to transact the following business.
 - (i) To receive and adopt the annual reports of the officers and the annual accounts of the last preceding financial year.
 - (ii) To elect officers and other members of the Committee.
 - (iii) To elect an auditor.
 - (iv) To deal with any special matter which the Committee desires to bring up before members and to receive and consider suggestions from members.
 - (v) To transact any other business of which at least 21 days notice has been given.
- b) An Extraordinary General Meeting of the Group may be called at any time by the Committee and shall be called within 40 days of receipt by the Secretary of a requisition in writing, signed by not less than 15 members, stating the purpose for which the meeting is requested and setting out any resolutions which are to be proposed thereat.
- c) At least 21 days notice of any General Meeting shall be given to all members, specifying the business of the meeting.
- d) The quorum at General Meetings shall be 5 members.
- e) At General Meetings decisions shall be by simple majority of those members present with the Chairman having a casting vote. Any motion to amend the Constitution or to dissolve the Group shall require majorities as specified in the relevant sections of the Constitution.

10 **ALTERATIONS TO CONSTITUTION**

- a) This Constitution may be altered only at a general meeting of the Group of which due notice has been given and which specifies the proposed alterations.
- b) A motion to amend this Constitution shall require a majority of at least two thirds of votes cast.

11. **DISSOLUTION**

- a) A motion to dissolve the Group may only be considered at an Extraordinary General Meeting of which due notice has been given. Such a motion shall incorporate specific proposals for the distribution of the surplus assets of the Group after the settlement of all liabilities.
- b) A motion to dissolve the Group shall require a majority of at least two thirds of votes cast.