

SHAMLEY GREEN GARDENING CLUB
Amended Constitution April 2022

1. The Name of the Society shall be Shamley Green Gardening Club

2. Object of the Club

The object of the Club shall be to stimulate interest in gardening among its members

- Holding regular meetings for lectures, discussions and demonstrations
- Holding horticultural shows and competitions
- Arranging visits to gardens and other sites to observe gardening in practice
- Supporting village organisations and activities as appropriate

3. Membership

3.1 Membership of the Club shall be open to residents of Shamley Green and adjacent Parishes, and those who are interested in gardening, who shall have paid the annual subscription, subject to the approval of the Committee. The Committee shall not be bound to give reasons for not giving its approval, and in this event the subscription shall be returned.

3.2 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.

4. Officers of the Club

4.1 The Club may have a President who will preside for a term of up to 6 years. The President's role will be advisory and non-executive.

4.2 The Executive Officers of the Club shall be the Chairman, Treasurer and Secretary who will be elected annually. No individual shall hold more than one office at a time.

4.3 The Committee shall appoint one of its members to be Vice-Chairman.

4.4 In the event that neither the Chairman nor the Vice-Chairman is able to attend a meeting the Committee Members present shall choose one of their number to take the chair for that meeting.

5. Election of Officers

5.1 The Executive Officers shall be elected at the Annual General Meeting of the Club. Retiring officers shall be eligible for re-election. Prospective officers, having agreed to stand for election, shall be proposed, seconded and named in the notice to members calling the AGM.

5.2 The Committee may invite a person of standing in the Club to become President effective from the next AGM for a four-year term. After four years the Committee may, once only, extend the term of the President for a maximum of two years.

6. Conduct of the Club's affairs

- 6.1** The affairs of the Club shall be conducted by a Committee consisting of the Executive Officers and a maximum of six other members.
- 6.2** The Committee shall have the power to co-opt other members to serve as full Committee Members until the next Annual General Meeting.
- 6.3** The President, if appointed, may attend Committee Meetings as a non-voting adviser.
- 6.4** The Committee may also appoint sub-committees to perform specific tasks; such sub-committees may include Committee Members and other members of the Club.

7. Committee Members

- 7.1** Committee Members shall be elected at the AGM. (excluding the Officers). Prospective Committee Members, having agreed to stand for election, shall be proposed, seconded and named in the notice convening the AGM.
- 7.2** The Committee may declare any or all of the members retiring by rotation as eligible for re-election in order to maintain the full complement of Committee Members.

8. Regular meeting of the Club

Meetings of the Club shall be held on the first Tuesday 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.

9. Financial year

- 9.1** The Club's financial year shall start on March 1st and finish at the end of February.
Point 9.1 amended April 2022
- 9.2** The Club's Annual General Meeting will normally be held within two calendar months following the end of the financial year.

10. Annual General Meetings

- 10.1** Notification of the AGM and the agenda shall be sent to all members at least 21 days prior to the date of the meeting.
- 10.2** The purpose of the meeting shall be: -
 - a. to approve the Chairman's Annual Report on the work of the Club during the preceding year
 - b. to elect Officers and Committee Members to replace those who have retired, or for any other reason

- c. to approve the annual examined financial statements
- d. to consider any motion which has been notified to the Secretary of the Club at least 28 days prior to the date of the AGM and circulated to all Members with the agenda
- e. to note any other matters for consideration by the Committee.

Point 10.2 Amended April 2021

11. Extraordinary General Meetings

The Committee has the power to convene an Extraordinary General Meeting of the Club at any time and must do so within 28 days of receiving a written request signed by 10% of members. Notice in writing must be sent to all members not less than 21 days before such a meeting, informing them of the date, time and venue and purpose of the meeting. No business other than that detailed in the notice shall be transacted at an Extraordinary General Meeting.

12. Chairman of Annual or Extraordinary General Meeting

The Chairman of the Club or, in his/her absence, the Vice-Chairman shall preside at the AGM or any Extraordinary General Meeting of the Club, except that for the Election of the Chairman at the AGM the Vice Chairman shall preside. In the event of none of these being available the Committee Members present shall select one of their number to chair the meeting.

13. Quorum

13.1 No matter of policy shall be agreed at an Annual or Extraordinary General Meeting nor at a Committee meeting unless a quorum is present.

13.2 The quorum of a General Meeting shall consist of 20% of the membership. The quorum of a Committee Meeting shall be two officers and four Committee Members. The quorum of a sub-committee shall be decided by the Committee when appointing it.

Point 13.2 amended April 2021

14. Method of voting

Voting at all General Meetings and Committee Meetings will be one vote per person and shall be by a show of hands unless the Chairman directs that a secret ballot be taken. The Chairman may not participate in the initial voting at any meeting but, in the event of a tie, shall have the casting vote.

15. Subscription

15.1 Any change in the annual subscription shall be decided by the Committee and approved by the AGM, such change having been notified to all members at least 21 days in advance of the AGM.

15.2 Annual subscriptions are payable in advance and shall be due no later than 1st April. New members joining after September 15th shall pay half the annual subscription.

15.3 Any member whose subscription remains unpaid after the due date ceases to be a member of the Club and loses the entitlement to vote at any meeting of the Club. Failure by the Treasurer of the Committee 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.

15.4 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.

16. The Club's Funds

All subscriptions and other moneys shall be passed to the Treasurer who shall be responsible for all the Club's funds, for keeping accounts thereof and for presenting the examined accounts to the AGM at the end of the financial year. All sums received by the Treasurer on the Club's behalf shall be paid into the Club's bank account. 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. The funds of the Club shall be used to further the objects of the Club in ways sanctioned by the Committee.

Point 16 Amended April 2021

17. Annual Accounts – Independent Examiner

The Accounts shall be examined by an Independent Examiner each year.

Point 17 Amended April 2021

18. 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 until the next AGM if they see fit.

19. Alteration of the Constitution

This constitution may be amended only at an Annual or Extraordinary General Meeting subject to the proposed amendment having been notified to all members not less than 21 days before the meeting.

20. Winding-up the club

A decision to wind-up the Club shall only be taken at an Annual or Extraordinary General Meeting and in this case 28 days' notice of the meeting shall be given. The decision to wind-up must be approved by 75% of those present and eligible to vote. In the event that the proposal to wind-up the Club is agreed the meeting shall go on to appoint a Committee of not less than three and not more than five individuals to oversee the disposal of the Club's assets. This Committee shall appoint its own Chairman who shall have a casting vote to resolve any tied decision. The meeting should give a clear indication to that Committee of the use to which any remaining funds should be put and the Committee shall abide as closely as possible by the wishes expressed.

21. Unforeseen Eventualities

Any matter for which provision is not made in this constitution shall be dealt with by the Committee at its discretion