

Great Bridgeford & District Village Garden Guild Constitution

1. TITLE

The Club shall be known as the "Great Bridgeford & District Village Garden Guild", hereinafter referred to as the Guild.

2. OBJECTIVES

The objectives of the Guild are:

- To bring together people with an interest in gardening in Great Bridgeford and the surrounding area.
- To provide a discussion forum in respect of gardening and gardening related issues.
- To arrange regular meetings for Guild members.
- To arrange for guest speakers to give presentations on gardening or gardening related topics or any other subjects of general interest.
- To arrange visits to places of gardening or horticultural interest.
- To hold an Annual Horticultural and Craft Show.

All profits arising from the general business of the Guild and all subscriptions received shall be used for the accomplishment of the objectives of the Guild.

3. MEMBERSHIP

Membership of the Guild shall consist of such persons whose application for membership is approved by the Guild Treasurer acting on behalf of the Committee as hereafter defined and who shall have fully paid their subscriptions.

The membership year shall run from 1st October to 30th September.

The Guild Treasurer shall be responsible for maintaining a register of the names, addresses and email address of all members.

Membership subscriptions shall be payable annually in advance and shall be of such amount as determined each year by the AGM.

Membership shall automatically be cancelled if a member's subscription is more than nine months in arrears.

A member may resign from the Guild by sending written notice to the Treasurer. Any subscription paid by such member for the year in which resignation is made shall be forfeited.

Any member aggrieved by the action(s) of the Guild Committee may appeal to the next Annual General Meeting giving notice in writing to the Guild Secretary at least 30 days prior to the AGM. The appeal shall be upheld if two thirds of members present vote in favour.

Any member changing address shall notify the Guild Treasurer in writing.

4. EXPULSION OF MEMBERS

A General Meeting (Annual or Special) may, by a vote of two thirds of the members present and entitled to vote, expel any member for conduct detrimental to the Guild, provided that a notice specifying the conduct for which it is intended to expel is sent to the member at the address entered in the register of members at least 30 days prior to the date of the meeting.

A member threatened by expulsion shall have the right to address the meeting, before the vote is taken.

5. COMMITTEE

The management of the Guild shall be conducted by a committee composed of:

- Chairman
- Vice-Chairman
- Treasurer
- Guild Secretary
- Meetings Secretary
- Show Secretary
- Members elected at the Annual General Meeting

The Committee shall have powers to co-opt.

Officers and members of the Committee shall be elected annually at the Annual General Meeting.

The Treasurer shall be responsible for maintaining a register of the names and addresses 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.

The Committee shall have the right to set up sub-committees to carry out specific functions e.g. Annual Show and Christmas Social.

Officers and Committee Members shall be elected annually and may be re-elected at the end of this period.

6. COMMITTEE MEETINGS

The Guild Committee shall meet at least twice per year or at such times as may be deemed necessary.

A quorum shall be 5 members or such other number as may be agreed at an Annual General Meeting.

The Chairman shall 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.

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 Chairman shall have the casting vote. In the event of the Chairman being absent, the vice-chairman shall preside.

In the event of an emergency, the Chairman 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. In the absence of the Chairman, any two officers may take an executive decision. Details of the action will be recorded for presentation at the next regular meeting of the Committee.

7. REGULAR MEETINGS AND GENERAL MEETINGS

The Meetings Secretary or other designated Committee member shall circulate Programmes on a regular basis giving details of meetings, outings and any other relevant information.

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:

- Chairman's Report
- Treasurer's Report including presentation of the Statement of Accounts and Balance Sheet for the preceding financial year (1st October to 30th September)
- Election of Officers and Committee who will take up their posts immediately.

A Special General Meeting (SGM) shall be called whenever the Guild Committee deems it expedient. 10 members or 25% of the membership (whichever is greater) may request a SGM. This request, along with the reason for making it, must be put in writing to the President.

An SGM should be held no sooner than 30 days and no later than 70 days from the date at which it was requested.

The President shall normally preside at the AGM or SGM and a quorum shall be 10 members or 25% of the membership, whichever is the greater.

Payment of the annual subscription shall be a pre-requisite condition to members' entitlement to vote at any AGM or SGM.

All motions at any AGM or SGM shall be disposed of by a show of hands.

8. FINANCE

The Treasurer shall have responsibility for all financial aspects of the Guild and shall bank all monies (except petty cash) in the name of the Guild.

The Treasurer shall arrange suitable public liability insurance and such other insurance for its assets and activities as may be required.

The Treasurer shall give financial statements at all Committee Meetings.

The Treasurer shall close the Accounts on 30th September each year and prepare Income and Expenditure statements and a Balance Sheet for presentation to the membership at the AGM in October and for examination by an External Examiner by the end of March in the next year.

On submission of receipts the Treasurer shall pay the out-of-pocket expenses of any Officer, Committee Member or member reasonably incurred in respect of the business of the Guild.

The Treasurer shall pay any out-of-pocket expenses / speaker fees to any guest speaker agreed when the speaker was booked

Any member or person having a legitimate interest in the funds of the Guild shall be allowed at all reasonable times to inspect the accounts.

Loans, borrowing or other credit arrangements will require approval by the Guild Committee before entering into any contractual arrangement.

If, for any reason, the Treasurer ceases to hold office, the Guild Committee will appoint an acting Treasurer and request the External Examiner to conduct an interim examination of the accounts prior to the new Treasurer assuming office.

The Treasurer shall propose any changes required in the membership fee at the AGM where members will consider and vote on the proposal.

9. EXTERNAL EXAMINER

For the purposes of this Constitution the term 'External Examiner' shall apply to any person competent to examine the Books, Statements, Receipts and Accounts of the Guild and to give an accurate report in respect of their conclusions. The person appointed as 'External Examiner' does not have to be fully qualified as such.

An External Examiner shall be appointed at each AGM and shall hold office until the close of the following AGM.

The External Examiner must not be an Officer of the Guild but any other person, member or not, who has agreed to carry out the duty, may be nominated and appointed each year at the AGM

If, for any reason, the External Examiner ceases to hold office, the Guild Committee will appoint a replacement External Examiner as soon as is practicable and record the action in the minutes.

10. CHANGES TO THE CONSTITUTION

No changes to the Constitution may be made except at an AGM or a SGM called for that purpose, of which at least 30 days' notice must be given.

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

11. DISSOLUTION OF THE GUILD

The Guild can be dissolved by two thirds majority vote of eligible members present at an AGM or SGM whereupon the Committee will arrange to discharge any assets amongst nominate charities and groups. Any liabilities at the time of dissolution shall be the joint responsibility of all Members.

12. COPIES OF THIS CONSTITUTION

A copy of this Constitution shall be available for members to read at each monthly meeting.

13. OTHER MATTERS

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

October 2017