

**Perennial Harvest Gardening Club**

**Constitution**

**1. Title**

The club shall be known as the “Perennial Harvest Gardening Club” hereinafter referred to as the club.

**2. Objectives**

The objectives of the club are:

* To develop a community group in mid Cornwall but not excluding the rest of Cornwall which promotes gardening as a productive and healthy activity.
* To provide a discussion forum via the clubs facebook page in respect of gardening and gardening related issues. This can be used for members to arrange meets, to arrange skill or time swops and for the setting up of events.
* To arrange regular meetings for club 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 four trips per club year.
* To support other community groups in respect of gardening or horticultural matters.

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

**3. Membership**

Membership of the club shall consist of such persons whose application for membership is approved by the committee as hereinafter defined and who shall have fully paid their subscriptions.

The membership year shall run from 1st June 2015 to 31st March 2016 with the following year running from 1st April 2016 to 31st March 2017.

Members who join after the start of the membership year will have their subscriptions adjusted pro rata.

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

Membership subscription will be £30 for the year 2015-2016.

The club treasurer shall be responsible for maintaining a register of the names and addresses of members.

A member may resign from the club by sending written notice to the secretary. Any subscriptions paid by such member for the year in which resignation is made shall be forfeited unless in exceptional circumstances as agreed by the committee.

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 the members present vote in favour.

Any member changing address or any held contact details shall notify the club secretary in writing.

**4. 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, providing 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.

**5. Committee**

The club committee shall consist of four officers – chairman, secretary, treasurer and field researcher plus as many committee members as are deemed necessary by the club officers.

Officers and members of the committee shall be elected annually at the AGM with the exception of the first year 2015-2016.

The secretary 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 may co-opt suitable persons for specific projects or to fill casual vacancies but such persons cannot be considered full members of the committee until elected at an AGM or special general meeting convened for the purpose. Until elected such persons are not eligible to vote on committee matters and will not count in respect of numbers present for a quorum.

The committee may remove any officer or committee member from the committee by a simple majority vote following an open discussion of the issues. This will include the right of the subject officer or committee member to present his/her point of view. The vote may be held in secret but the voting numbers will be recorded in the minutes.

**6. Committee meetings**

The club committee shall meet quarterly, within one week after each regular meeting or at such times as deemed necessary.

A quorum shall be 4 members or such other number as may be agreed at an AGM

The secretary shall notify all committee members of the date, time and place of all committee meetings giving at least ten days notice of such meetings and circulating the agenda for the meeting.

At all meeting of the committee each agenda item requiring a vote shall be decided be 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, an acting chairman shall be appointed, prior to the opening of the meeting, who 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. Details of the action will be recorded for the presentation at the next regular meeting of the committee.

**7. Regular meetings and annual general meeting (AGM)**

No political or sectarian subject may be discussed.

At least 4 regular meetings of the club plus 1 AGM shall be held each year.

The secretary or other designated committee member shall circulate programmes on a regular basis giving details of meetings, outings and any other relevant information.

Notice of meetings, outings, etc shall be posted on the club facebook page and updated on a regular basis by the club secretary or other designated committee member.

Where an agenda item of any club meeting requires a vote by the membership present, each club member is entitled to one vote. Voting shall be by a show of hands and carried by a simple majority. 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, an acting chairman shall be appointed, prior to the opening of the meeting, who shall preside.

The AGM shall be held in November 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
* Secretary’s report
* Treasurer’s report including presentation of the audited statement of accounts and balance sheet for the preceding financial year (1st June to 31st March)
* Election of officers and committee for the ensuing year

A special general meeting (SGM) shall be called whenever the club committee deems it expedient or whenever a written request for such a meeting is delivered to the secretary signed by five or more members of the club. An SGM must be held within 30 days or receipt of such a request. Should the secretary fail to convene such a meeting within the prescribed time the signatories to the request may convene such a meeting giving due notice of intent.

The chairman shall normally preside at all meetings 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 member’s entitlement to vote at any regular meeting, AGM or SGM.

**8. Finance**

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

The treasurer shall give financial statements at all committee meetings.

The treasurer shall close the accounts on 31st March each year and prepare income and expenditure statements and a balance sheet for examination by the auditor by the end of July in the same year and for presentation to the membership at the AGM in November.

On submission of receipts the treasurer shall pay out of pocket expenses of any officer, committee member or member reasonably incurred in respect of the business of the club.

All cheques must be signed by any two of the following: chairman, treasurer or one other designated committee member.

The financial year shall end on the 31st of March each year.

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

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

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.

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

**9. Auditor**

For the purposes of this constitution the term `auditor’ shall apply to any person competent to exam 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.

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

The auditor must not be an officer of the club but any other person, member or not, who has agreed to carry out the duty, maybe nominated and appointed each year at the AGM.

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.

**10. Changes to the constitution**

No changes to the constitution may be made except at an AGM or at an SGM called for that purpose, of which at least 14 days notice must be given.

Members must submit proposals for changes to the constitution to the secretary at least 30 days prior to the date of the AGM.

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 club**

The club may at any time be dissolved by consent of two thirds of the members, testified by their signatures to an instrument of dissolution. Instructions for dissolution will clearly define disposal of any assets. Any residual cash remaining after payment of all outstanding accounts shall be shared equally between members.

**12. Copies of this constitution**

A copy of this constitution shall be given free of charge by the secretary to every member on joining, also on subsequent demand subject to a payment of £2 per copy. The club secretary shall retain sufficient copies of the constitution for this purpose.

This constitution shall also be posted on the club facebook page.

**13. Other matters**

Any matter not covered by the rules laid out in the 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.

Signed by the club chairman.................................................................................................

Witnessed......................................................................................................................

Date...............................................................................................................................