

CONSTITUTION OF THE HARDY PLANT SOCIETY MIDDLESEX GROUP

1. STATUS AND RELATIONSHIP TO THE HARDY PLANT SOCIETY

The Hardy Plant Society Middlesex Group (hereinafter 'HPS Middlesex') is a Group of members of The Hardy Plant Society (registered Charity No: 208080, hereinafter the HPS), which is registered with the HPS. The Group is a body independent of the HPS, save for 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 Trustees from time to time. For the avoidance of doubt, it should be noted that the Group is not a registered charity but a not-profit organisation.

2. NAME

The name shall be The Hardy Plant Society Middlesex Group and this title shall be dependent upon continuing registration with the HPS. If registration is withdrawn, the Group shall delete the name 'Hardy Plant Society' (HPS) from its title immediately.

3. OBJECTIVE OF HPS MIDDLESEX

To further the objectives of the HPS on a regional basis.

4. MEMBERS

Only paid up members of the HPS may become members of HPS Middlesex. Each member, whether individual or joint, shall be entitled to one vote at any general meeting. Each member shall have access to this constitution via the HPS Middlesex Website. The Committee may decline an application for membership or renewal of membership.

5. OFFICERS AND COMMITTEE

The following Officers of the Group shall be elected at the Annual General Meeting –

Chair

Vice-Chair

Group Secretary Treasurer Membership Secretary

In addition, General Committee Members without Portfolios can also be elected at the Annual General Meeting.

The persons elected shall form the Management Committee of the Group and shall be responsible for the activities, programme and all day to day administration of the Group. The Committee may remove any committee member by a vote of no confidence passed by at least two thirds of the full Committee.

All members of the Committee shall seek re-election annually: 1

- i. The Chair shall not serve for more than five consecutive years.
- ii. No individual may hold the posts of Chair or Secretary or Treasurer at the same

time.

Nominations for Officers and members of the Committee must be received by the Secretary in writing together with confirmation of the nominee's consent not less than 14 days before the appointed date for the Annual General Meeting.

A quorum for Committee meetings shall be four elected members of the Committee. The Committee will meet on a minimum of four occasions each year.

Decisions of the Committee shall be by a simple majority of Committee Members present with the Chair having a casting vote. Decisions made will be minuted, agreed by the Committee and signed by the Chair.

The Committee has the power to co-opt members to cover a vacant role until this is filled by an elected Committee member. Co-optees will not be able to vote on decisions made by the Committee.

The Committee will aim to send a representative to the HPS Annual General Meeting. The Group Secretary or other Committee member on their behalf, shall attend the annual HPS Group Secretaries' Meeting.

6. ROLES AND RESPONSIBILITIES OF COMMITTEE MEMBERS

Chair – provides the overall direction and strategy to ensure that the Group meets its objectives. Chairs the Group's Committee meetings and AGM.

Vice Chair – supports the Chair, deputising as necessary. Responsible for Group publicity including the Website, Facebook Page and the monthly eNewsletter.

Group Secretary – manages the administration of Group business including Committee meetings and the Annual General Meeting. Liaison point with the National HPS.

Treasurer – manages the Group's finances, ensuring that funds are spent and recorded appropriately. Produces the Annual Accounts for the AGM.

Membership Secretary – manages the Group's membership, including the annual renewals process. Maintains a current membership list.

Speaker Secretary – delivers the Programme of Speakers, including the arrangements for the venue and administrative support.

Visits Secretary – responsible for the organisation of the Group's Programme of trips and visits.

7. SUBSCRIPTIONS

All members shall pay an annual membership subscription. The subscription cost will be recommended by the Committee and approved at a General Meeting of the Group.

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The annual membership subscription shall become due on the 1st January each year. Any member who has not paid the annual membership subscription by the 31st March in any year shall be deemed to have ceased membership.

A new member's subscription paid after the 1st October in any year shall entitle the member to membership without further payment until 31st December of the following year.

8. FINANCE

All funds belonging to the Group shall be deposited in a banking account held in the name of the Group. The Treasurer can authorise expenditure of £50 and under without recourse to the full Committee. No other expenditure shall be incurred unless authorised by the Committee in advance and duly minuted.

The financial year of the Group shall end on 31st of December. Annual accounts shall be prepared by the Treasurer and independently examined prior to submission for approval of members at the Annual General Meeting.

9. MEETINGS (Annual, General or Extraordinary)

Members shall be given at least 21 days notice of the Annual General Meeting (AGM).

The AGM shall be held once in each calendar year and within three months of the end of the Financial Year to transact the following business:

- To receive and adopt the Minutes of the last AGM.
- To receive the annual reports of the Chair and Treasurer.
- To receive and adopt the Annual Accounts of the preceding Financial Year.
- To elect Officers to the Management Committee.
- To deal with any special matters which the Committee desires to bring before the

members.

- To receive suggestions from the members for consideration by the Committee.
- To transact any other business of which at least 21 days' notice has been given to all

members in writing.

An Extraordinary General Meeting (EGM) of the Group may be called at any time by the Committee and shall be called within 40 days of receipt by the Group 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. No other business shall be transacted at the EGM.

At least 21 days' notice of any General Meeting shall be given to all members specifying the business of the Meeting. A quorum at a general Meeting shall be 10 members. At least one of the following Committee Members must be present – Chair, Group Secretary or Treasurer.

At a General Meeting, decisions shall be by a simple majority of those present with the Chair having a casting vote.

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10. ALTERATIONS TO THIS CONSTITUTION

This Constitution may be altered only at a General Meeting of the Group of which not less than 21 days' notice shall have been given to all members. Members will be advised of the proposed alterations and a motion to amend the Constitution will require a majority of two-thirds of the votes cast.

Any revisions to this Constitution will be supplied to the HPS Group Coordinator.

11. DISSOLUTION

A motion to dissolve the Group shall require an Extraordinary General Meeting of which not less than 21 days notice shall have been given to all members. Such a motion shall incorporate specific proposals for the distribution of the surplus assets of the Group after the settlement of all liabilities. Such distribution shall be to the HPS or such other horticultural registered Charities as approved by Group members.

A motion to dissolve the Group shall require a majority of two thirds of the votes cast.