

# **Constitution of the Wakefield and North of England Tulip Society**

This constitution adopted by the Annual General Meeting of the society on 5<sup>th</sup> October 1996 shall completely supersede and replace each and every issue of the Society's Rules previously existing.

## **1. NAME**

The society shall be called the "Wakefield and North of England Tulip Society" herein after referred to in this constitution as "the Society".

## **2. ADMINISTRATION**

Subject to the matters set out below, the Society and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee as constituted in clause 7 below.

## **3. AIMS OF THE SOCIETY**

- a To promote the growing and showing of the English Florist Tulip, to this end holding shows at which growers may compete for the trophies and awards of the Society
- b To preserve the old varieties
- c To continually develop new varieties from seed which must meet the required standards of purity of colour and shape
- d To provide bulbs and flowers (wherever possible) to members for photography and painting
- e To promote the growing and showing of other varieties and species of tulips
- f To advance the education of the public in awareness of the English Florist Tulip

## **4. POWERS**

In furtherance of the aims, but not otherwise, the Executive Committee may exercise the following powers:

- a To raise funds and to invite and receive contributions, provided that in raising funds, the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to the relevant requirements of the law,
- b to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the aims and to exchange information and advice with them,
- c to do all such other lawful things as are necessary for the achievement of the aims of the Society

## **5. MEMBERSHIP**

- a Membership of the Society shall be open to anyone on payment of minimum annual subscription, as determined from time to time, due on 1<sup>st</sup> May. Any member twelve months in arrears may be deemed to have resigned. Members will not be charged entrance fees to Society's shows and they shall be entitled to a copy of the Newsletter on publication. Every member shall have one vote at meetings.
- b The rate of annual subscription appropriate to each category of membership shall be determined by the members in an Annual General Meeting to be effective in the following financial year.
- c The committee reserve the right to accept applications for membership or terminate membership with the right of appeal to the AGM.

## **6. HONORARY OFFICERS**

The Honorary Officers of the Society, consisting of President, Chairman, Secretary, Treasurer and Editor, shall be elected at the AGM. and shall hold office from the conclusion of that meeting.

## **7. EXECUTIVE COMMITTEE**

- a The Executive Committee shall consist of:
  - i) The Honorary Officers specified above and
  - ii) not more than 9 members. 3 members will be elected at each of 3 successive AGMs to serve for 3 years before retirement, though they may be proposed for re-election

- b The Executive committee may appoint not more than three co-opted members; each appointment being made at a meeting of the Executive Committee and taking effect, either from the end of that meeting or from the date on which the place to be filled becomes vacant.
- c No member of the Executive Committee shall acquire any interest in property belonging to the Society (otherwise than as a trustee for the Society), or receive remuneration, or be interested in any contract entered into by the Executive Committee (otherwise than as a member of that committee).

#### 8. ENDING MEMBERSHIP OF EXECUTIVE COMMITTEE

A member of the Executive Committee shall cease to hold office if he or she:

- a is disqualified from acting as a member by virtue of Section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision),
- b become incapable, by reason of mental disorder, illness or injury, of managing and administering his or her own affairs,
- c is absent without cause from all meetings held within a period of twelve months and the Executive Committee resolves that his or her place be vacated  
or
- d submits his or her resignation (but only if at least three members of the Executive Committee will remain in office when the resignation is to take effect).

#### 9. MEETINGS OF EXECUTIVE COMMITTEE

- a The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Chairman, or by any two members of the committee, giving not less than 7 days notice of the business to be discussed.
- b A quorum exists when 7 members of the Executive Committee are present and normally the meeting will be chaired by the Chairman. After being proposed and seconded every matter shall be decided by a simple majority of votes and, in the event of a tie, the chairman of the meeting may give a second or casting vote.
- c The Executive Committee may, from time to time, make and or alter rules for the conduct of its business, the summoning and conduct of its meetings and the custody of documents, but no rule shall be made which is inconsistent with this constitution.
- d The Executive Committee may appoint one or more sub-committees, consisting of three or more of its members, for the purpose of making any enquiry or performing any function which the Executive Committee considers would be more appropriately undertaken by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully reported to the Executive Committee.
- e Minutes of proceedings at all meetings of the Executive Committee shall be recorded in books kept for the purpose.

#### 10. FUNDS, RECEIPTS AND EXPENDITURE

- a The funds of the Society shall be held by the Treasurer and kept in an account in the name of the Society at such bank as shall be decided from time to time by the Executive Committee.
- b All receipts, including subscriptions, donations and bequests, shall be paid into the account and any expenditure shall be made only in furtherance of the aims of the Society.
- c All cheques drawn on the Society's funds must be signed by two of the approved signatories one of whom should normally be the Treasurer

#### 11. PROPERTY, INVESTMENTS & TRUSTEES

The Executive Committee shall cause the title to all investments held by or on behalf of the Society to be vested in:

not less than three individuals appointed by it as Holding Trustees, who shall act in accordance with the lawful directions of the Committee and may be removed by it at

any time. Providing that they act in accordance with the lawful directions of the Executive Committee, the Holding Trustees shall not be liable for the acts or defaults of members of that committee.

## 12 ACCOUNTS

The Treasurer shall:

- a Keep accounting records for the Society,
- b prepare Annual Statements of accounts as at 31 July,
- c have the accounts audited or independently examined as appropriate.

## 13 ANNUAL GENERAL MEETING

- a The Society shall hold an Annual General Meeting (AGM) in the month of October or as soon as practicable thereafter.
- b Each AGM shall be called by the Executive Committee. The Secretary shall give at least 21 days written notice by post. All members shall be entitled to attend and vote at the meeting. A quorum exists when at least one twentieth of the membership or twenty members, whichever is the greater are present.
- c At each AGM, members of the Executive Committee shall present their reports and the audited accounts for the preceding year for approval by the members present.
- d The Officers of the Society, as detailed previously in Clause 6, shall be elected for the coming year and an Honorary Auditor for the current financial year shall be appointed.
- e Nominations for all Society Officers and for the places of Executive Committee members must be made in writing by a proposer and seconder and sent, accompanied by the written consent of the nominee, to reach the Secretary no less than seven days prior to the AGM. Unless agreed otherwise by the AGM, all elections required where nominations exceed vacancies shall be by secret ballot, with the Chairman having a casting vote in the event of a tie.
- f The honorary offices of Vice President and Patron shall be awarded at the AGM to any individual who, in the Society's estimation, has rendered particular service to the aims of the Society. All recommendations for these offices shall be made by the Executive Committee to the AGM for approval.
- g The AGM shall appoint the members of:
  - i) A Show sub-committee to deal with the administration and conduct of the Society's shows
  - ii) A Publications sub-committee to advise upon the production of appropriate literature to promote the Society and its objectives within financial constraints to be determined from time to time by the Executive Committee from the membership of the Society generally and or the Executive Committee. All such appointments to be conducted in accordance with the provisions of Clause 13 (e) above.
- h The Secretary, or other persons specially appointed by the Executive Committee, shall keep a full record of the proceedings and these shall be approved by members voting at the next AGM.

## 14. NOTICES

Any notice required to be served on members of the Society shall be in writing and shall be made by the Secretary by inclusion of appropriate details in a publication of the Society or by letter sent by post and addressed to such members at his or her last known address. Any such notice shall be deemed to have been received within 5 days of posting.

## 15. ALTERATION TO THE CONSTITUTION

The constitution of the Society may be altered by a resolution passed by not less than two thirds of the members present at an Annual General Meeting. The notice of the AGM must include notice of the resolution, setting out the terms of the alteration proposed.

## 16. DISSOLUTION OF THE SOCIETY

If the Executive Committee decided that it is necessary or advisable to dissolve the Society, it shall call a meeting of all members of the Society, giving not less than twenty-one days notice in writing and stating the terms of the resolution to be proposed. If the proposal is approved by a two-thirds majority vote of those present the Executive Committee shall have the power to realise any assets remaining after the satisfaction of all proper debts and liabilities shall be given or transferred, as the members of the Society may decide, to such other institution or institutions with objects similar to those of the Society. Failing that, the remaining assets shall be applied to some other charitable purpose.

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This Constitution was approved by the Annual General Meeting in 1996