

# Constitution



## **NAME, OBJECTS AND POWERS**

### **1. Name**

The name of the Society shall be the Lansdowne Allotment Association.

### **2. Communications**

Shall normally be received and signed on behalf of the Society by the Secretary or, in the absence of the Secretary, by the Chairman or Treasurer.

### **3. Aim of Society**

To assist all members in the pursuit of gardening as a recreation and to promote health, education and community fellowship.

### **4. Objects**

- (a) To actively cooperate with groups and organisations with a view to increasing the provision of allotments and improving standards and facilities
- (b) To establish a working relationship with Rugby Borough Council as landlords with the object of improving facilities, carrying out essential landlord maintenance, preparation of allotment gardens for letting, producing publicity about availability of allotments and early consultation on allotment matters e.g. proposed site changes, rent levels and reviewing the tenancy agreement which sets out responsibilities of the landlord and the tenant.
- (c) To administer any distribution service, communal maintenance machinery and equipment including a seed scheme for members.
- (d) To help new gardeners on the site in whatever way is appropriate including providing, where possible, introduction to a nearby experienced gardener with the view to special help during early months of tenancy.

### **5. Powers**

The Society shall have full power to do all things necessary or expedient for the accomplishment of its objects. No sectarian or party political questions shall be introduced into any meeting and no action

of the society shall be directed towards the propagation of political or religious doctrines, racial or gender discrimination or take part in any political party or religious denominational activities.

## **USE OF NAME**

### **6. Use of Name**

The name shall be mentioned in all business letters of the Society, notices, advertisements, and other official publications of the Society and payments, cheques, and orders for money or goods, purporting to be signed by or on behalf of the Society, and in all bills, invoices, receipts and letters of credit of the Society.

## **MEMBERSHIP**

### **7. Members**

The Society shall consist of Allotment & Leisure Gardeners within the Rugby area or of such other persons as the committee may admit to membership.

### **8. Subscriptions**

Members will be required to pay such annual subscription as may be determined by the Annual General Meeting as part of the Treasurer's report and be included in the agenda convening the meeting. Members joining part way through a financial year will pay one twelfth for each month or part of a month remaining in the current financial year

### **9. Cessation of Membership**

A member shall cease to be a member in the following eventualities:

- (a) The member's resignation.
- (b) The non-payment of the annual subscription within a month of the due date, unless exceptional circumstances as agreed by the Committee.
- (c) The expulsion of a member under Rule 10.
- (d) The member's death.

### **10. 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 Society, 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 one calendar month prior to the date of the meeting.

## **LIST OF MEMBERS**

### **11. List of Members**

The Committee of Management shall allocate the keeping of an alphabetical membership list updated annually to one of its members in which shall be entered the following:

- (a) Name, address and telephone number of member
- (b) Date of joining and leaving
- (c) Date of receipt of joining subscription and renewal subscriptions.

Any member may see the entry in respect of themselves recorded in the official list of members and in their own interest must notify any change of address to the Secretary.

## **GOVERNANCE AND DAY TO DAY MANAGEMENT**

12. Governance of the Society shall be vested in the General Meetings
13. Day to Day Management delegated to the Committee of Management.

## **COMMITTEE OF MANAGEMENT AND OFFICERS**

### **14. Committee of Management**

The Committee of Management must be members of the Society and shall consist of a Chairman, Secretary, Treasurer and a minimum of 3 Committee Members or such number as may be determined at a General Meeting.

### **15. Election**

The Committee of Management will be elected from members of the Society at the Annual General Meeting and will take office at the end of the Annual General Meeting, then being elected until the end of the next Annual General Meeting.

### **16. Mid – Term Vacancies**

The Committee of Management may fill any vacancy arising during the year. Members appointed will be full voting members of the committee and count towards a quorum.

### **17. President and Honorary Vice Presidents**

The Annual General Meeting may elect a President and/or Honorary Life Presidents as may be required. These offices will be honorary and non-voting, unless the office holder is a member with normal voting rights.

### **18. Co option**

The Committee of Management may co-opt any member to the Committee to assist in its work. Such co-opted members will be non-voting and not count towards a quorum.

### **19. Powers of Committee**

The Committee of Management shall have full power to supervise and manage the day to day work of the Society according to the rules for the purpose of accomplishing its objectives.

### **20. Attendances**

Any Committee of Management member who has failed to attend two meetings in any year for any reasons unacceptable to the Committee, will cease to be a Committee member.

### **21. Removal from Committee**

The Committee of Management may remove any officer or committee member from the Committee by a simple majority following an open discussion of the issues, which includes the individual member's opportunity to put his/her point of view. If required the vote may be a secret vote but the voting numbers will be recorded in the minutes.

## **MEETINGS OF COMMITTEE MANAGEMENT**

### **22. Frequency of Meetings**

The Committee of Management will meet quarterly (or more frequently if required) by decision of the Committee.

### **23. Quorum at Committee Meetings**

A quorum for meetings of Committee of Management shall be 5 (based on the current committee of 8) or such other number as may be agreed at a General Meeting.

### **24. Emergency Actions**

The Chairman and/either the Secretary or Treasurer may take any executive emergency actions required where it is not practicable for the business to be decided upon at a regular or special committee meeting. Details of the action will be reported and recorded at the next meeting of the Committee of Management.

### **25. Conduct of Meetings**

At all meetings of the Committee every question shall be decided by a majority of votes and if the votes are equal the Chairman shall have a casting vote in addition to his/her vote as a member. In the absence of the Chairman, an acting Chairman elected at the committee meeting shall preside for that meeting.

## **FINANCE**

### **26. Financial Records**

The Treasurer will keep in date order a record of all income and expenditure related to Society's financial transactions and all expenditure must be supported by a supplier's receipt or appropriate voucher which shows the date of expenditure, the total amount and the purpose for which payment was made. Receipts for membership fee income will be given, recording the date paid, the duration of the membership fee e.g. to 31st December 2018, and the name of the member. This receipt will be proof of membership.

### **27. Banking**

The Treasurer shall open a cheque book account with a bank or building society in the name of the Society. Payments by cheque shall require any 2 of 3 authorised signatures – Chairman, Secretary or Treasurer.

### **28. Annual Accounts Format**

If no other activity is envisaged, then a simple Income and Expenditure account and a balance sheet will suffice. In the event of other activities needing to be presented separately e.g. shows, trading, then a separate simple sub-account will be introduced with agreement of the Committee of Management.

### **29. Loans & Borrowing**

Loans, borrowing or other credit arrangements will require a specific decision at a Committee of Management meeting or general meeting before any contractual transaction is entered into.

### **30. Reports to Committee**

The Treasurer shall make a verbal report at each meeting on income and expenditure and liabilities up to the Friday before the meeting, and make available at the meeting the most recent bank statement. The Treasurer's verbal financial report shall be recorded in the minutes

#### **31 Special Expenditure**

When special projects are considered they will be costed as far as possible and the Treasurer will advise the Committee on possible ways of funding

#### **32 Financial Advice**

Where the Society requires financial advice outside the normal experience, the treasurer shall seek what professional advice is required and advise the Committee

#### **33 Presentation of Accounts for Audit**

The Treasurer shall close the annual account on 31<sup>st</sup> December each year and prepare income and expenditure statements and a balance sheet for presentation to the Honorary Auditor by the 2nd Monday in the following month.

The audited accounts shall be circulated as part of the agenda for the Society's Annual General Meeting signed by the Honorary Auditor and Treasurer.

#### **34 Mid-Term Vacancy**

Where, for any reason, the Treasurer ceases to hold office the Committee of Management will appoint an Acting Treasurer and ask the Honorary Auditor to carry out an interim audit in preparation for the new Treasurer taking up office.

#### **35 Membership Fee**

The Treasurer shall advise the Annual General Meeting of any changes required in the membership fee for the current financial year and the Annual General Meeting will consider and decide on the membership fee.

#### **36. Income and Property**

The Association is run as not-for-profit. Any income and property must only be used for the Association's purposes. Members cannot receive any money or property from the Association, except to refund reasonable out of pocket expenses, unless permitted by law.

### **AUDITOR**

#### **37. Appointment of Auditor**

The Honorary Auditor or Auditors shall be appointed at each Annual General Meeting and shall hold office until the close of the following Annual General Meeting.

#### **38. Qualifications**

The Auditor must not be an officer of the Society or a member of the Committee of Management but otherwise any person, member or not who has agreed to carry out the duty may be nominated and appointed year by year at the Annual General Meeting.

#### **39. Mid Term Vacancy**

Where for any reason the auditor(s) ceases to hold office, the Committee of Management will appoint a replacement auditor as soon as is practicable and record the action in the minutes.

## **AUDIT OF ACCOUNTS**

### **40. Audit Procedure**

The Auditor shall receive the draft accounts, payments, receipts, files, bank statements and bank book from the Treasurer by the 2nd Monday in January each year, and will examine them and agree final accounts as an accurate and fair record, based on the documents of the Society's financial transactions for the year.

### **41. Tax Liability**

The Society is liable to corporation tax on any investment interest accruing during the year and these matters must be addressed with VAT Inspectors by the Treasurer and Auditor.

### **42. Approval of Audit Accounts**

The Annual General Meeting will consider the annual accounts presented by the Treasurer and/or the Auditor. Adoptions of the audited accounts will be proposed by a member other than the Treasurer and Auditor. The Auditor may raise at the Annual General Meeting any financial matters which require the attention of the Society.

### **43. Availability of Audited Accounts**

Any member has the right to request a copy of the adopted audited accounts from the Secretary who will provide a copy within 2 weeks of the request.

## **GENERAL MEETINGS**

### **44. Annual General Meetings**

The Annual General Meetings shall be held at such times as the Committee of Management or a General Meeting shall determine, as soon after the audit of accounts is completed, as is convenient.

### **45. Special General Meeting**

A Special General Meeting shall be held whenever the Committee of Management thinks expedient or whenever a written requisition for such a meeting by 5 members is delivered to the Secretary. A Special General Meeting shall be convened by Committee of Management within 4 weeks of receipt of request. Should the Secretary fail to convene the meeting the members signing the requisition may convene such meeting by giving such notice themselves.

### **46. Notice of General Meeting**

At least seven days notice in writing to be given of every General Meeting, stating the business to be transacted at such meeting. The notice shall be sent to every member at the address/email entered in the list of members and no other business than that stated in the notice shall be transacted at such meeting.

### **47. Agenda Items**

Agenda items must be notified in writing to the Chair/Secretary 14 days prior to the meeting.

#### **48. Notices of Motions**

Motion or motions must be notified in writing to the Chair/Secretary 14 days prior to the meeting signed by the proposer(s) and seconder(s).

#### **49. Changes in Rules**

Changes in rules must be notified in writing to the Chair/Secretary 14 days prior to the meeting signed by proposer(s) and seconder(s).

#### **50. Voting at General Meetings**

Every member present at a General Meeting and not otherwise disqualified shall have one vote and, where the votes cast in any matter are equal, then the Chairman shall have the casting vote in addition to his/her vote as member. Members who are not allotment tenants shall not have the right to vote on questions affecting allotment tenant members only.

#### **51. Presiding Officer at General Meetings**

At all General Meetings a chairman elected at the meeting shall preside.

#### **52. Quorum at General Meetings**

A quorum at General Meetings shall consist of five members or 25% of membership whichever is the greater.

#### **53. Discussions at Meetings**

No political or sectarian issue shall be raised or discussed at General Meetings.

### **MEMBERSHIP WITH THE NATIONAL SOCIETY OF ALLOTMENT & LEISURE GARDENERS LTD AND LOCAL FEDERATION OR COUNTY GROUP COUNCIL**

#### **54. Membership of NSALG and Local Federation County Group**

The adoption of these Rules shall constitute an agreement to apply for:

(a) One fully paid 10p share in the National Society of Allotment & Leisure Gardeners Ltd and an agreement to pay such annual affiliation fees as prescribed by the rules of the National Society.

(b) Admission as members of Local Federation/County Group on payment of an annually agreed affiliation fee determined at the Annual General Meeting of that group.

#### **55. Arbitration**

In case any dispute arises between the Society or any of its officers and any member or persons claiming on behalf of a member or under the Rules, or in case of any complaint against any member, application may be made to the Committee of Management for redress, and should the Committee not bring the parties to agreement, the matter in dispute may be submitted to arbitration.

One arbitrator shall be appointed by each of the parties concerned, and one by the Committee of Management.

The decision of the arbitrators shall be final, and the costs of such arbitration shall be shared between the parties as determined by the arbitrator. In this rule the word 'Member' includes any person aggrieved who has for not more than 6 months ceased to be a member.

## **DISSOLUTION OF THE SOCIETY**

### **56. Dissolution**

If upon the winding up or dissolution of the Association, after the satisfaction of all its debts and liabilities, any property whatsoever shall not be paid to or distributed amongst the members of the Association; but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its income and property among its members. Cash may be lodged with the National Society of Allotment and Leisure Gardeners HQ office and held against any reformation of a successor Society.

## **COPIES OF RULES**

### **57. Copies of Rules**

A copy of the rules of the Society shall be delivered free by the Secretary to every member on joining and on demand, subject to payment of a sum not to exceed £5 and the Committee of Management shall provide the Secretary with sufficient copies of the said 'Rules' for this purpose.

## **AMENDMENTS OF RULES**

### **58, Mode for Amending Rules**

The rules may be amended by resolution of a three quarters majority of those attending a General Meeting called for that purpose.