# Constitution of the Hardy Plant Society Nottingham Group

1. **STATUS and RELATIONSHIP**

A group of members of The Hardy Plant Society (registered Charity No: 208080, hereinafter the HPS) and 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.

2. **NAME**

The name of the Group shall be the Hardy Plant Society Nottingham 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 If registration is withdrawn, the Group shall delete the name 'Hardy Plant Society' (HPS) from its title immediately.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. **REGISTRATION to THE HARDY PLANT SOCIETY**

The Group shall, at all times, comply with the registration requirements as notified from time to time by the HPS.

4. **OBJECTS**

To further the objects of the HPS on a local basis.

5. **MEMBERS**

a) Only fully paid-up members of the HPS may become members of the Nottingham Group.
b) Each member shall be entitled to one vote at any General Meeting.
c) A copy of the Group Constitution is available on the group website.

6. **SUBSCRIPTIONS**

a) All members shall pay an annual sum as recommended by the Committee and approved at a general meeting of members.
b) Annual subscriptions shall become due on 1st January each year at the same time as National subscriptions.
c) Any member who has not paid the local subscription by 31st March in any year shall be deemed to have ceased membership.
d) A new member's subscription paid after 1st October in any year shall entitle them to all privileges without further payment until 31st December the following year.

7. **FINANCE**

a) Funds belonging to the Group shall be deposited in a bank account held in the name of the Group.
b) The terms of the bank mandate shall be approved by the Group committee and shall include a requirement for dual authorisation of payments.
c) Payments drawn on the account shall be signed in accordance with a resolution approved by the Group Committee.
d) The financial year of the Group shall end on 31st December.

e) Annual accounts shall be prepared; examined by an independent person and submitted for approval of members at the Annual General Meeting.

8. **OFFICERS and MANAGEMENT COMMITTEE**

a) The Honorary Officers of the Group - Chair, Secretary and Treasurer - shall be elected at the Annual General Meeting. In addition, there will be a minimum of 4 and a maximum of 12 other elected Committee members.
b) The persons so elected shall form the Management Committee of the Group.
c) All Officers and other members of the Committee shall seek re-election annually:
d) The Chair shall be eligible for re-election each year, subject to serving a maximum of three years extendable, with the unanimous agreement of the remaining committee members, to a maximum of five consecutive years.
e) The other Officers of the Group are eligible for re-election annually.
f) No individual may hold the posts of Chair or Secretary or Treasurer at the same time.
g) 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.
h) A quorum for Committee meetings shall be 4 elected members of whom one must be an elected Officer.
i) The Committee will meet on a minimum of two occasions each year
j) The Committee has the power to co-opt new members to serve until the following AGM when they may stand for election.
k) The Secretary or other elected representative will attend the annual national Group Secretaries' Meeting

9. **GENERAL MEETINGS (Annual or Extraordinary)**

a) At least 21 days notice of any General Meeting shall be given to all members specifying the business of the meeting.
b) At General Meetings, decisions shall be by simple majority with the Chair having a casting vote.
c) A quorum at General Meetings shall be 10% of the current paid-up membership. At least one of the following officers must be present - Chair, Secretary or Treasurer.
d) An Annual General Meeting of all paid-up members of the Group shall be held once in each calendar year, 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 from the Chair and Treasurer.
   - To receive and adopt the Annual Accounts of the preceding financial year.
   - To transact any other business of which at least 21 days notice has been given.
   - To deal with any special matter which the Committee may wish to bring before the members and to receive suggestions from the members for consideration by the Committee.
   - To elect the Officers and other Committee members.
   - To elect an independent examiner.

e) An Extraordinary General Meeting of the Group may be called at any time and shall be called within 40 days of receipt by the Secretary of a written requisition signed by not less than 10 members or 10% of the members, whichever is the greater number. This should state the purpose for which the meeting is requested and set out the resolutions which are to be proposed. No other business shall be transacted at the meeting.

10. **ALTERATIONS to the GROUP CONSTITUTION**

a) The Constitution may be altered only at a General Meeting of the Group of which due notice has been given and which specifies the proposed alterations and of which a copy has been supplied to the Group Secretaries Liaison for approval by the Trustees.
b) A motion to amend the Constitution shall require a majority of two-thirds of the votes cast.

11. **DISSOLUTION**

a) 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 motion shall incorporate specific proposals for the distribution of the surplus assets of the Group after settlement of all liabilities. Such distribution shall be to appropriate groups as approved by Group members.
b) A motion to dissolve the Group shall require a majority of two-thirds of the votes cast.

The above constitution was agreed by the Group Secretaries' Liaison on behalf of the Trustees of the national Hardy Plant Society and approved at the Annual General Meeting of the Nottingham Group on 10th March 2023.