

# **RULES OF THE NATIONAL SWEET PEA SOCIETY**

## **1. TITLE**

The title of the Society shall be THE NATIONAL SWEET PEA SOCIETY.

## **2 OBJECTS OF THE SOCIETY**

The Objects of the Society are to disseminate knowledge of Sweet Peas and other Lathyrus Species, to encourage, improve and extend the cultivation of these flowers by means of scientific trials, the holding of exhibitions and displays, by publications and other activities.

## **3 MEMBERSHIP**

The Society consists of Vice Presidents, Members and Affiliated Societies paying an annual subscription of such sums as shall from time to time be determined by the General Committee. In addition, the Society will encourage Life Membership for a subscription as shall from time to time be determined by the General Committee. Membership of the Society will be deemed to have lapsed if payment of subscription is not made within a period of grace considered by the General Committee to be reasonable.

## **4 REFUSAL OF MEMBERSHIP**

The General Committee shall have power to refuse or rescind membership of the Society to any person, firm or Society applying for appointment as Life Member, Vice President, Member or Affiliated Society, provided that the individual concerned or the appointed representative of the member organization (as the case may be) shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

## **5 PRIVILEGES OF MEMBERSHIP**

Members are entitled to:

- (a) attend and vote at all General and Special Meetings of the Society.
- (b) Receive in each year of membership one copy of all official periodicals of the Society for that year.

## **6 GENERAL MEETING**

A General Meeting of the Society shall be held annually to receive the report of the Committee, the Treasurer's financial statement and to elect the Officers and Committee of the Society and for such other purposes as may be necessary. A minimum of fourteen days notice of the Annual General Meeting shall be given to members.

## **7 OFFICERS AND THEIR ELECTION**

The Officers of the Society shall consist of a President, Chairman, Deputy Chairman, Secretary and Treasurer to be elected at each Annual General Meeting of the Society. A paper ballot will be taken at the Annual General Meeting should two or more nominations be made for any office, The number of votes cast for each candidate shall be available for inspection.

## **8 GENERAL COMMITTEE**

The business of the Society will be conducted by a General Committee of sixteen persons (including the five officers). The committee members shall be elected at the Annual General Meeting and will serve for a period of three years. Such members if nominated

shall be eligible for re-election together with any other nominations. Notice of nomination for the General Committee shall be received by the Secretary not less than seven days before the Annual General Meeting, the consent of the nominee having first been obtained. A paper ballot will be taken at the Annual General Meeting should the nominations received exceed the vacancies arising.

The General Committee shall:

- (a) meet for the conduct of the Society's business on not less than four occasions each year. A quorum shall consist of eight members of the committee of whom not less than two shall be officers.
- (b) at its first meeting after each Annual General Meeting, elect three of its members to act jointly with the Officers of the Society to form an Executive Committee.
- (c) have the following additional powers:
  - (i) to fill any vacancies of Officers and members of the General and Executive Committee occurring during the year and co-opt as deemed necessary
  - (ii) appoint Show Managers, Editors, Advertising Secretary, Sub-Committees, Honorary Members and President Emeritus and create any other permanent or temporary post as the committee may deem necessary from time to time for the conduct of the Society's affairs.
  - (iii) Appoint Society's representatives to the Joint Sweet Pea Trials Committees.

## **9 EXECUTIVE COMMITTEE**

The Executive Committee shall meet on not less than two occasions in each year for the following purposes:

- (a) to fulfill its function as Trustees of the Society
- (b) to carry out any business which the General Committee may require
- (c) to carry out any business which in the opinion of the Chairman amounts to emergency business.

Where emergency powers are exercised:

- i) within the time available, consult with and apprise as many members of the General Committee by any means available the nature of the emergency and canvass opinions thereon.
  - ii) the Executive Committee will produce minutes for distribution to all members of the General Committee as soon as practicable.
- (d) Recommendations and decisions made by the Executive Committee will be placed before the General Committee for ratification.

A quorum for the Executive Committee shall be four members of whom at least one shall have been elected by the General Committee.

## **10 APPLICATION OF INCOME AND FUNDS**

The income and funds of the Society shall be applied towards the promotion of the Objects of the Society in such manner as the General Committee shall, from time to time, decide.

## **11 SPECIAL GENERAL MEETING**

On receipt of a requisition signed by not fewer than twenty members, the Secretary shall call a Special General Meeting of the Society not less than twenty one days after receiving such requisition, which shall specify the matters for which the meeting is called. No further business shall be discussed or transacted at the meeting.

## **12 APPOINTMENT OF INDEPENDENT EXAMINER**

The Independent Examiner for the Society shall be appointed at the Annual General Meeting. The accounts of the Society will be prepared by the Independent Examiner and not by a member of the Committee. If under exceptional circumstances the annual turnover exceeds £250,000 an auditor will be appointed.

## **13 TRUSTEES**

The Executive Committee as appointed under paragraph 10 of these rules will act as the Society's Trustees in whom all property and funds of the Society shall be vested in trust for the Society, and as to real property upon trust for sale with power to postpone the sale. The Trustees shall not sell any land and the funds shall not be vested or realized without the authority of the General Committee. The Trustees may, with the authority of the General Committee place any investment in the name and under the control of a Bank, Bank Nominee Company or a Trust Company approved by the General Committee to be held to the order of the Trustees or their survivors jointly, and the General Committee may from time to time determine the number of signatures required (being not less than two nor more than four) for authorized dealings with any account so created.

The Trustees will make decisions concerning the recipients of special awards, prizes, medals or trophies which may from time to time be granted by the Society except awards of the Society made by the Joint Trials Committee.

The Trustees shall remain in office whilst they hold posts as members of the Executive Committee. Any vacancy occurring shall be filled by any member of the Society appointed by the General Committee until ratified by the next Annual General Meeting.

## **14 ALTERATION OF RULES**

Alterations, amendments or additions to the Rules of the Society shall only be made at the Annual General Meeting or at a Special General Meeting of the Society called for that purpose. Notice of intention to propose alterations, amendments to the Rules at the Annual General Meeting must be sent to the Secretary at least two calendar months before the meeting. No alteration shall be made which would cause the Society to cease to be a Charity at Law.

## **15 DISSOLUTION**

The Society may be dissolved by a resolution passed by a two thirds majority of those members present and voting at an Annual General Meeting or a Special General Meeting called for that purpose. If the resolution is carried the Trustees shall have power to realize any assets held by or on behalf of the Society and if any assets remain after the satisfactory payment of all debts and liabilities, all property and funds belonging to or held in trust for the Society shall forthwith be transferred by the Trustees to such other charitable institutions or organizations having objects and purposes similar to those of this Society as the members present and voting upon the resolution for dissolution shall determine by a two thirds majority. Failing agreement, funds shall be applied for such other charitable purposes as the Trustees shall determine. A copy of the statement of the accounts for the final accounting period of the Society shall be sent to the Charity Commissioners and to each member of the General and Executive Committee in office at the time of dissolution.

*The above Rules were agreed at the Annual General Meeting in March 2016.*