

THE SCOTTISH ROCK GARDEN CLUB

CONSTITUTION AND RULES

Name and Objects

1. The Club shall be called 'The Scottish Rock Garden Club' and exists to foster an interest in Rock and Peat garden plants, to provide education about and spread a knowledge of such plants and to encourage their cultivation. The Club shall hold meetings and exhibitions, publish Journals and Year Books and develop and provide educational information via the world wide web (the internet). The Club will carry on such other activities as may promote these objects.

Membership

- 2.1 There shall be 4 classes of Membership:- (a) Ordinary, for individuals; (b) Family, for members of a family living at the same address as an Ordinary member; (c) Junior, for members less than 18 years of age; (d) Corporate for Libraries, Botanic Gardens and the like.

The membership subscription shall be such sum or sums as the Council shall from time to time determine and the Council may determine different rates of subscription for the different classes of membership. The Council may determine the rate or rates of subscription for all or any classes of membership as a sum payable each year or as a sum covering such terms of years as the Council may fix.

Payment of a membership subscription implies acceptance of the Club's Constitution and Rules.

- 2.2 Ordinary members are entitled to receive the Club's publications, to take part in all Club activities and to vote at General Meetings.

Family members have the same entitlements but receive only one set of the Club's publications.

Junior members have the same entitlements as Ordinary members but may not serve on the Council.

Corporate members receive only the publications.

Groups

3. Local Groups exist or may be formed whenever the members in an area wish to associate for meetings or other Club activities including shows. After recognition of a Group by the Council the Group Convener or his deputy shall be a member of the Group Conveners' Committee and the Show Secretary shall be a member of the Show Secretaries' Committee.

Financial and Membership Year

4. The financial year shall run from 1st July to 30th June. The membership year shall run from 1st October to 30th September.

Annual subscriptions shall be payable to the Club by the 15th October each year and normally be only valid for that membership year.

Electronic subscriptions may be paid at any time and the subscription shall be valid for twelve months from the date of payment.

Any member whose subscription has not been paid may be removed from the list of members.

Management

- 5.1 The Executive Office Bearers of the Club shall consist of a President, Secretary, Treasurer, Subscription Secretary, Editor, Publications Manager and Publicity Manager, with other such Office-Bearers as the Council may from time to time appoint. All shall serve in an honorary capacity. The Executive Office-Bearers shall retire annually, but be eligible for re-election. The President shall be eligible for re-election as President for a total period of three years in all.
- 5.2 The management of the Club shall be in the hands of a Council of not more than twelve members with the addition of the President, Secretary, Treasurer, Subscription Secretary, Editor, Publications Manager, Publicity Manager, a representative of the Seed Exchange, the immediate Past President and the Chairmen of the Group Conveners', Show Secretaries' and the Web Committees.
The elected members of the Council shall be elected at the Annual General Meeting as hereinafter provided.
Eight members of the Council shall form a quorum of whom at least three shall be elected members.
- 5.3 In the absence of the President the Council shall elect its own Chairman.
- 5.4 The Treasurer, with the assistance of other office bearers shall keep proper records of the transactions of the Club to comply with all the relevant legislation and shall prepare Accounts for the financial year in a form agreed by the Council and complying with all relevant Charities legislation and regulations and any other relevant legislation and regulations. The Accounts for the financial year, together with the Report of the Council, shall be approved by the Council before being presented to the members at the Annual General Meeting.

Nomination and Election

- 6.1 Four members shall be elected to the Council annually to serve for three years and on retirement shall not be eligible for re-election for one year as ordinary members of the Council.
- 6.2 Nominations for President and other Office-Bearers and for ordinary members of Council shall be asked for in the January Journal. Nominations in writing seconded by another Club member or members, must be sent to the Secretary no later than May 15th, the nominator having ascertained that the nominee is willing to serve if elected.
- 6.3 The Council shall have the power to fill any vacancy which may occur among Office-Bearers or on the Council during the year. An Office-Bearer so appointed shall retire at the date of the next Annual General Meeting, but shall be eligible for re-election. A member of the Council so appointed or, failing such appointment, elected at the next Annual General Meeting to fill such vacancy, shall retire on the same date as that on which the member so replaced would have been due to retire.
- 6.4 The Council shall have the power to co-opt up to two members who shall serve until the next Annual General Meeting.

Powers of Council

- 7.1 The Council shall be responsible for authorising the expenditure of the ordinary revenue of the Club in the furtherance of its aims, in whatever manner it thinks best, and may delegate its powers to one or more Office-Bearers or Standing Committees.

- 7.2 The Council at its first meeting after the Annual General Meeting shall from its own number appoint Standing Committees, of such number of members as it considers appropriate, to include: Finance, Editorial, Publicity, Web and Advisory Committees, to whom it may delegate such duties as may be thought desirable. These Standing Committees shall have power to co-opt additional members who need not be members of Council.
- 7.3 There shall be two other Standing Committees, namely: Group Conveners' Committee, consisting of all Group Conveners, for the management of all Group activities, and the Show Secretaries' Committee, consisting of all Show Secretaries, for the management of the Club's Shows. These two Standing Committees shall appoint their own Chairmen and the members so appointed shall by virtue of their position as such be members of the Council (See Rule 5.2).
- 7.4 All Standing Committees shall keep records of their proceedings and report regularly to the Council.
- 7.5 The Council may form other Committees to fulfil specific functions on behalf of the Club. Council will appoint the Chair of any such Committee annually at its first meeting after the Annual General Meeting.
- 7.6 The Honorary President shall be an ex officio member of the Council
- 7.7 The President, Secretary and Treasurer shall be ex officio members of all Standing Committees.
- 7.8 Group Conveners and Show Secretaries shall be appointed by local Groups and their appointments confirmed by Council.
- 7.9 Council will appoint Club bankers from time to time. Only Council approved bank accounts may be used for the Club's affairs. No overdraft facilities may be entered into without the approval in writing of a full Council Meeting. All investments shall be taken in the name of the nominee company of the Club's bankers or other Council appointed financial adviser, who shall hold them at the instructions of the Council.
- 7.10 The Council shall have power to make Rules or Regulations consistent with this Constitution for the proper management of the Club's affairs and its own proceedings.

Honorary Office and Membership

8. The Council shall have power to nominate an Honorary President, Honorary Vice-Presidents and Honorary Members, who may be elected by an Annual General Meeting for life or until they resign. Only members who have rendered exceptional services to the Club shall be eligible for appointment as Honorary Vice-Presidents. Persons who have made material contributions to rock gardening by the introduction of new plants, by botanical research or by furthering the objectives of the Club in some other way, whether members or not, shall be eligible for appointment as Honorary Members.

General Meeting

- 9.1 The Annual General Meeting shall be held between October 15th and November 15th, when the audited accounts shall be submitted and the election of the Executive Office-Bearers and Ordinary Members of Council shall take place.

- 9.2 Forty members shall form a quorum at any General Meeting. In the event of a ballot being required at any General Meeting, two scrutineers shall be appointed by the meeting.

Only members present shall be entitled to vote and the Chairman shall have, if necessary, a casting vote.

- 9.3 A Special General Meeting shall be convened by the Secretary at any time upon the order of the Council or upon a requisition made to him/her in writing by not less than fifty members. Notification of a Special General Meeting by requisition shall be sent to all U.K. members not later than 28 days after the receipt by the Secretary of such requisition. The Special Business for which the Meeting is convened shall be stated in the requisition, and also in the notice calling the meeting, and no other business shall be transacted at such Special General Meeting.

- 9.4 Not less than 14 days' notice of any General Meeting shall be given.

Examination of Accounts

10. At the Annual General Meeting, a Chartered Accountant, or other suitably qualified person, shall be appointed as Independent Examiner or Auditor, as may be required by the relevant legislation and regulations, who shall report, at a fee agreed by the Council, on the Accounts for the following financial year as required by that legislation and regulations before they are submitted to the members at the Annual General Meeting. In the event of a vacancy during the year, the Council shall have power to make an appointment to run until the next Annual General Meeting.

Dismissal from Membership

11. On a written complaint being made, the Council shall have power to dismiss a member from Club membership after an investigation at which the member shall be entitled to be heard, provided always that the votes cast in favour of dismissal in the interests of the Club shall be at least double the votes against dismissal.
A person dismissed from membership shall not again be eligible to become a member until his/her reinstatement has been approved by the first Council meeting after his/her application for renewal of membership, when the votes cast in favour of reinstatement shall be at least double the votes against reinstatement.

Alteration to Rules

- 12.1 No Rule shall be altered or repealed and no new Rule shall be made unless, at a General Meeting, the votes cast in favour of the resolution to alter, repeal and/or add to the Rules shall be at least double the votes against the resolution.
- 12.2 Notice in writing of any resolution to alter, repeal and/or add to the existing Rules shall be given to the Secretary by May 15th and the terms of such resolution shall be stated in the agenda of the General Meeting.
- 12.3 Any proposed amendments to resolutions published in the agenda must be submitted in writing to the Secretary not less than 7 days before the General Meeting.
- 12.4 Amendments in wording but not in substance may be accepted at a General Meeting at the discretion of the Chairman.