

Cheshire and North Wales Orchid Society

CONSTITUTION

August 2012

1 Title

The Society shall be called the "Cheshire and North Wales Orchid Society", herein referred to as "CANWOS" or the "Society".

2 Objective

2.1 The objective of CANWOS is the advancement of the cultivation of orchids and the dissemination of information on their study and cultivation.

2.2 In furtherance of the objective a Leadership Group will arrange a program of events for the membership and seek to:

- (a) Hold shows that are open to the public;
- (b) Arrange visits to places of interest;
- (c) Co-operate with other orchid societies & organizations to exchange information and promote knowledge & understanding of orchids.

3 Management

3.1 CANWOS shall be managed by a Leadership Group consisting of Chairman, Secretary and Treasurer, who will act as Trustees for the Society, plus the Team Leaders for each activity within the society.

3.2 CANWOS will be governed by the constitution, but day-to-day management will be by a set of Operational Procedures (OPs) which outline the roles & responsibilities for each of the Team Members and their required activities.

3.3 The Trustees must be elected by the membership at an AGM for a period of 1 year. There shall be no limit to the number of terms served, if duly elected each year.

3.4 The Team Leaders for each activity will be volunteers from the society & will serve for as long as they are willing to do so.

3.5 Each year the Secretary will arrange a number of meetings of the Leadership Group as required for the effective running of CANWOS. These may be "virtual" meetings via e-mail.

3.6 The quorum at the Leadership Group meeting shall be no fewer than 60% of the relevant members.

3.7 All decisions will be based on 1 vote per person. In the event of a tie, the issue will be decided by a discussion and vote of the full membership.

3.8 Minutes of each Leadership Group meeting will be available for viewing by the membership of CANWOS, with an abstract of the key decisions included in the monthly Newsletter.

3.9 Any formal communication with the membership will be e-mail, except in exceptional circumstance where a paper copy will be posted to the member's home address.

4 Membership

4.1 Membership is open to anyone with an interest in orchids and who pays the annual subscription, at a time agreed by the Leadership Group. A member whose subscription is more than 3 months in arrears will, after a written reminder from the Membership Secretary, be deemed to have resigned. In cases of financial hardship the Leadership Group may waive the annual subscription.

4.2 Membership may be terminated if, in the unanimous opinion of the trustees, the member has acted or acts against the interests of CANWOS; said person has the right to be heard by the trustees before a decision is made.

4.3 Honorary Life Members may be elected at an AGM.

4.4 Members shall consent to CANWOS holding their details on a database, maintained by the Membership Secretary.

4.5 A membership list will only be distributed to other members of CANWOS that need to know in furtherance of their society activities. Details may be withheld from this list upon request to the Membership Secretary. Details will not be released outside of CANWOS unless there is a legal requirement to do so.

5 Financial

5.1 CANWOS will:

- i) Keep a record of income & expenditure;
- ii) Prepare an annual statements of accounts;
- iii) Arrange for the auditing or independent examination of the statements of accounts.

5.2 A bank account will be opened in the name of CANWOS. All cheques must be signed by two out of three members of CANWOS, as authorized by the Society trustees.

6 General Meetings

6.1 CANWOS will hold an Annual General Meeting (AGM) within two months of the end of the financial year, or as soon as practicable thereafter. Notice of the Agenda for the meeting will be given to all members not less than 14 days in advance.

6.2 Only Members of CANWOS may participate in General Meetings.

6.3 Motions for discussion should be submitted to the Secretary at least 28 days prior to the AGM. Each motion must have a Proposer and Seconder.

6.4 Nominations for election of Trustees should be submitted to the Secretary prior to the start of the Meeting. Trustees standing for re-election do not require re-nomination.

6.5 An Extra-Ordinary General Meeting may be convened by the Secretary at any time on receipt of written instructions from either a majority of the Leadership Team, or a

minimum of 10 members of CANWOS. In such circumstances the Secretary shall give all members of CANWOS a minimum of 14 days notice in writing of the meeting and of the resolutions to be proposed.

6.6 The quorum at any General Meeting shall be 25 or one quarter of the Membership, whichever is the lesser.

6.7 Draft minutes will be prepared as soon as possible after each meeting & circulated to the membership for review.

7 Alterations to the Constitution

7.1 Alterations to this Constitution can only be made at a General Meeting and by approval of two-thirds of those voting, including any votes submitted to the Secretary by post.

8 Dissolution

8.1 The Trustees may propose the dissolution of CANWOS by giving all members of the Society not less than 28 days' notice of a General Meeting with a resolution for this purpose. If the proposal is agreed by two-thirds of those voting (including any votes submitted to the Secretary by post), the Trustees shall have the authority to realize any assets held by or on behalf of CANWOS. Any assets remaining after the clearance of any debts and liabilities shall be given or transferred to such charitable institution(s) that has objectives similar to those of CANWOS. A copy of the statement of accounts, for the final accounting period will be maintained by the Treasurer.

9 Interpretation

9.1 If any question shall arise as to the application of this Constitution, it shall be decided by the Trustees and ratified by a majority of the Leadership Group as soon as practicable.

CANWOS Constitution August 2012