Twyford & Ruscombe Horticultural Association

Constitution

Amended January 28th 2026

1 TITLE

The Association shall be known as the Twyford & Ruscombe Horticultural Association.

2 SCOPE

2.1 This is the governing document of the Association and is accessible to all members.

2.2 The policy of the Association shall be decided by an elected Committee which shall have full authority to regulate the affairs of the Association within the framework of this Constitution.

3 OBJECTIVES

3.1 To promote an interest in garden and allotment cultivation and horticulture generally.

3.2 To publish a regular Newsletter for Members.

3.3 To hold events including trips to gardens, meetings and shows which uphold the objectives of the Association.

3.4 To run a horticultural Trading Store for the benefit of Members and to finance the Association's activities.

3.5 To uphold the rules of the Horticultural Societies to which the Association is affiliated.

4 MEMBERSHIP

4.1 Membership of the Association shall be open to anyone on payment of an annual subscription. The annual subscription will cover two adults and all children under the age of 16 living in one household.

4.2 Anyone living outside the area covered by the Newsletter Representatives may be asked to pay postal charges in addition to the membership fee.

4.3 The membership year shall be from 1st March to 28th February.

5 ADMINISTRATION

5.1 The Association shall be administered by a Committee comprising Chairman; Vice-Chairman; Honorary Treasurer; Honorary Secretary; Honorary Membership Secretary; Honorary Trading Secretary and not more than ten other Members.

5.2 In the absence of the Chairman the Vice Chairman shall conduct the meetings.

5.3 In the absence of the Secretary the Chairman shall have the power to co-opt any member of the committee to take minutes at a committee meeting and generally undertake the Secretary's responsibilities.

6 OFFICERS AND COMMITTEE

6.1 The Officers shall be Chairman; Vice-Chairman; Honorary Treasurer; Honorary Secretary. No one individual shall hold more than one office at any one time.

6.2 The Officers and committee shall be elected annually at the Annual General Meeting (herein called the AGM) and shall hold office until the next AGM.

7 CO-OPTED MEMBERS

7.1 The Committee shall have the power to co-opt any Member to be a Member of the Committee and such person shall have the same powers as an elected Member of the Committee.

7.2 Co-opted Members shall retire at the AGM and will be eligible again for election. The number of co-opted Members shall not exceed one-sixth of the permitted Committee.

8 NOMINATIONS

8.1 The Committee may appoint a distinguished individual from within the Association to be an Honorary President. He/she will be nominated yearly and put forward to the AGM for approval.

8.2 Any member may be nominated as a Honorary Life Member for outstanding and or long term service to the Association and put forward to the AGM for approval. It will be a life time award.

9 ORGANISATION

9.1 A minimum of nine Committee meetings shall be held annually.
9.2 The Honorary Secretary or the co-opted Secretary shall be present at all Committee meetings and the AGM and any other meetings as are deemed necessary for the purpose of taking minutes. The Minutes of the meetings shall be held for a minimum of five years.
9.3 The Honorary Secretary will produce an Agenda for each meeting including the AGM and any special meeting called.
9.4 The Chairman shall be empowered to conduct the meetings in an orderly manner.
9.5 The Honorary Treasurer shall manage the finances and report to Committee. A certified statement of accounts and balance sheets shall be presented at each AGM. The statement will be certified by an auditor who will be independent of the committee.
9.6 The committee may set up sub-committees to deal with specific concerns. Each sub-committee shall be controlled by a Secretary. They will be responsible for the running of the Association's activities and will be directly answerable at a regular committee meeting. All accounts shall be submitted to the committee for approval.
9.7 A Membership Secretary shall be appointed to keep records of Membership and circulate any communication, including the Newsletter, via email. Those members without email shall continue to receive paper communications via the volunteer Newsletter Representatives.
9.8 The Trading Secretary will be responsible for controlling and stocking the Store.

10 ANNUAL GENERAL MEETING

10.1 An Annual General Meeting will be held within two months of the end of the financial year for the purpose of:

- Approving the Committee Member's annual reports on the work of the Association during the previous financial year.
- Approving the audited accounts.
- Electing an Auditor for the forthcoming year.
- Electing a President for the forthcoming year.
- Electing Officers and Committee Members for the forthcoming year.
- Considering any motion which has been notified to the Secretary of the Association at least twenty-eight calendar days prior to the date of the AGM and which has been circulated to all members.
- Noting other matters for consideration by the committee.

10.2 Twenty-eight calendar days' notice of the date of the AGM will be given to all members of the Association.
10.3 Any member entitled to attend and vote at the AGM may appoint the Chair as a proxy with full discretion to vote as they see fit on their behalf. The appointment of a proxy must be made in writing, including by email or text, and delivered to the Secretary not less than 48 hours before the meeting. A proxy appointment may be revoked by the member at any time before the meeting by written notice to the Secretary or by attending the meeting.

11 EXTRAORDINARY GENERAL MEETINGS

11.1 The Committee has the power to convene an Extraordinary General Meeting (herein known as an EGM) at any time and must do so within twenty-eight calendar days of a written request signed by a member. Notice in writing must be sent to all members no fewer than fourteen calendar days before such a meeting. No business other than that detailed in the Notice shall be transacted at an EGM.
11.2 Any notice of motion shall be given in writing and signed by a proposer and seconder to reach the Honorary Secretary no later than 09.30 on the morning of the meeting and any such motion shall be read to the meeting and deferred for discussion and voting at the next meeting.

12 QUORUMS

12.1 The quorums required for a meeting to be held will be as follows:

- No less than six at Committee Meetings.
- No less than twenty at Annual General Meetings and Extraordinary General Meetings.
- No less than three at Sub-Committee Meetings.

12.2 Only those Members whose subscription is fully paid or who have Honorary Membership shall be entitled to vote at any meeting.

13 FINANCES

13.1 The Financial Year shall be from 1st January to 31st December.

13.2 The Treasurer shall be responsible for all of the Association's funds, for keeping accounts thereof and presenting the accounts for audit at the end of the financial year.

13.3 All moneys received by the Association shall be accounted for to the Treasurer and paid into the Association's bank accounts promptly.

13.4 The funds of the Association shall be used solely to further the objectives of the Association and only in ways approved by the Committee.

13.5 The Honorary Treasurer, the Chairman, and the Honorary Secretary shall be authorised to sign cheques on behalf of the Association. Two signatures will be required on each cheque.

13.6 **Subscriptions**

The annual subscription for each membership period shall be decided by the Committee and ratified at the AGM. Members will be notified of any change at least fourteen calendar days before the start of the new Membership Year.

13.7 Annual subscriptions shall be paid in advance no later than twenty-eight days after the start of the Membership Period. Members joining the Association after this time shall pay their annual subscription on joining except that new members joining after 30th September shall pay a small donation the amount of which to be agreed annually by Committee.

13.8 Any member required to pay a subscription and whose subscription remains unpaid after the due date shall cease to be a member of the Association from that date.

13.9 Those over the age of 65 shall be deemed Senior Members and shall pay the Senior Members rate.

13.10 Membership privileges shall be as follows. They shall be decided by the Committee and shall be reviewed in advance of each AGM.

- Members who volunteer as Newsletter Representatives shall be entitled to free membership from the renewal date of the following year until such time as he or she resigns from the post.
- Honorary Life Members shall be entitled to free membership.

13.11 A fund shall be set aside to cover the cost of returning the site of the Store to the original state in the event that the Association is wound up (see terms of Lease with the Parish Council).

14 HONORARY AUDITOR

14.1 The Honorary Auditor shall be elected annually at the AGM to serve until the next AGM. No Officer or Committee Member shall be eligible to act as Auditor.

15 VOTING

15.1 At any meeting of the Committee the Officers and any Committee Members elected or co-opted shall have one vote.

15.2 In the event of equality of voting at any meeting the Chairman of the Meeting shall have the casting vote.

16 DISCIPLINE

16.1 The Committee shall have the right to terminate the office or membership of any member whose conduct is proved to its satisfaction to be detrimental to the interests of the Association.

16.2 Any charge against such person must be communicated to him, or her, in writing and a meeting of the Committee shall be convened for consideration of the case. No person shall be removed from Office or Membership unless a two-thirds majority of the committee present at the meeting shall so decide.

17 AMENDMENTS TO THE CONSTITUTION AND DISSOLUTION

17.1 The Constitution may be amended, or the Association dissolved, by a two-thirds majority of those present at an AGM or EGM of the Association of which twenty eight days' notice in writing shall have been given. The objects of such a meeting shall be clearly stated in the notice convening it.

17.2 On dissolution of the Association, expenses, costs, claims, damages, or other liabilities of the Association shall be met and discharged in full by the Members of the Association in the manner to be determined by the EGM. After all claims thereon have been met any surplus funds shall be distributed to Local Registered Charities or Deserving Causes as determined by the Committee after an EGM.

18 OTHER MATTERS

18.1 Any matters not provided for in the Constitution and Rules shall be dealt with by the Committee at its discretion and shall be reported to the next AGM for endorsement or further direction.

January 28th 2026