

CONSTITUTION of the SOMERSET RARE PLANTS GROUP (2021)

Preamble

For the avoidance of doubt, this constitution lays down the status quo, as of 12 January 2021, of the Somerset Rare Plants Group, an unincorporated association formed in 1997.

1 NAME

The Group's name is the **Somerset Rare Plants Group** ('the Group'). Whenever and wherever appropriate, the full name may be abbreviated to **SRPG**.

2 THE PURPOSE OF THE GROUP

The purpose of the Group is to promote the study of and interest in all vascular plants and charophytes (and not just the rare ones) growing wild in Somerset.

The geographical area of Somerset in which the Group is interested is primarily the Watsonian County of Somerset (South Somerset, Vice-County 5 and North Somerset, Vice-County 6) as established in the mid-19th Century, but in addition includes those small parts of Administrative Somerset which, as a result of boundary changes, lie in adjacent Vice-Counties.

The purpose of the Group may be delivered in a number of ways including, but not limited to, the following:

1. Holding field meetings for recording, monitoring, educational and recreational purposes.
2. Holding indoor meetings for talks, lectures, workshops, and presentations on matters concerning the wild plants of Somerset.
3. Sharing botanical records collected by the Group and its members with local and national databases.
4. Publishing an annual newsletter containing records of meetings, and a selection of the more important botanical records made during the year, and other news or information of interest to members.
5. Preparing a Rare Plants Register, based on national guidelines on content and format.
6. Maintaining a website for the dissemination of information about the Group and its activities to members and the public.

3 MANAGEMENT OF THE GROUP

The Group shall be managed by an Executive Committee (the 'Committee'). Committee members must be members of the Group and are Trustees and Officers of the Group.

The Committee shall have the following officers:

1. Chair
2. Membership Secretary
3. Meetings Secretary
4. Treasurer
5. Newsletter Editor
6. Website Manager
7. Rare Plant Register Editor
8. Photo Competition Organiser
9. Recorders

Except for the Chair, and members serving on the Committee only as Recorders, all officers of the Committee are appointed or reappointed to their continuing or proposed office at each Annual General Meeting ('AGM'). No limit is set on the number of years that an individual may be a member of the Committee.

Any current Vice-County plant recorder appointed by the Botanical Society of Britain and Ireland ('BSBI') who is a member of the Group but not an elected officer shall be entitled to ex-officio membership of the Committee.

The Chair shall be elected by the members of the Committee from among their number at the first meeting following the AGM. A person willing to serve as Chair must be proposed and seconded by other members of the Committee and may not vote at the election. For the avoidance of doubt, there is no limit set on the number of consecutive years served by a Chair.

In the event of a casual vacancy arising between one AGM and the next, whether from retirement or the creation of a new official position, the Committee may co-opt a person to serve in the role until the next AGM.

4 CARRYING OUT THE PURPOSE

In order to carry out the group's purpose, the Committee has the power to:

1. Act on behalf of the Group in all matters concerning its management, including the maintenance of a bank account.
2. Raise funds, receive subscriptions, grants, and donations.
3. Apply funds to carry out the work of the Group.
4. Control the Group's publications.
5. Establish sub-committees or working parties to undertake designated projects.
6. Co-operate with and support other groups with similar purposes.
7. Do anything which is lawful and necessary to achieve the purpose of the Group.

The Committee shall report to the members at each AGM and take cognisance of advice from, and of resolutions passed by members at any General Meeting of the Group.

5 MEMBERSHIP AND ANNUAL SUBSCRIPTION

The Group shall have a membership, and an annual subscription, and any change to the amount shall be approved at the AGM held in the year preceding such change on the recommendation of the Committee. The membership year shall be the calendar year. Payment of subscriptions falls due in January.

People who support the purpose and work of the Group and who are aged 18 or over, can apply to become a member. A person becomes a member on acceptance by the Committee acting through the Membership Secretary (who shall make further enquiries if there is any doubt) and the payment of the annual subscription. The Membership Secretary will keep an up-to-date membership list.

The membership subscription will be halved for a member joining in the last six months of a membership year. Members who have not paid their annual subscription by 30th April may be deemed to have resigned their membership.

A person may with their assent be elected to Honorary Membership at an AGM after being proposed by a member and seconded by another and approved by the Committee. Subscriptions cease to be due from an Honorary Member from the beginning of the year in which they are elected.

The Committee may remove a person's membership if they believe it is in the best interests of the Group. The member has the right to be heard by the Chair and another independent member of the Committee before the decision is made. The member can be accompanied by another adult at this meeting.

6 ANNUAL GENERAL MEETING - AGM

1. An AGM must be held every year, by the end of March, and at least 14 days' notice must be given to all members telling them what is on the agenda, where any supporting papers may be found, or obtained, and offering a proxy vote on all resolutions.
2. Where the Committee deem it necessary, an AGM may be held using an electronic audio-visual conference facility and such an AGM shall be as valid as an AGM conducted in person.
3. There must be at least 10 members present at the AGM, or at least 75% of the membership, whichever is the lower. In the event that such quorum is not present, the Committee shall plan for the meeting to be held at another time within four weeks.
4. Every member has one vote.
5. Minutes must be kept of the AGM and approved at the next AGM.
6. The Treasurer shall present the annual report and accounts.
7. Members shall elect or re-elect members of the Committee to serve until the next AGM. Any member, duly proposed and seconded, may stand for election as a Committee member.

7 COMMITTEE MEETINGS

1. The Committee must hold at least two meetings each year.
2. Where the Committee deem it necessary, a meeting may be held using an electronic audio-visual conference facility and such a meeting shall be as valid as a meeting conducted in person.
3. The Committee may act by majority decision. At least four members of the Committee must be present at the meeting to be able to take decisions.
4. Minutes shall be kept for every meeting.
5. If members of the Committee have a conflict of interest, they must declare it and leave the meeting while this matter is being discussed or decided.
6. The Committee may appoint additional Committee members for a new office, or to serve without specific office in addition to filling any casual vacancy. Such Committee members will be eligible for election at the next AGM.
7. The Committee may make reasonable additional rules to help run the Group. These rules must not conflict with this constitution or the applicable law in England and Wales.

8 MONEY AND OTHER ASSETS

1. The Group's money and other assets must only be used for the Group's purposes.
2. The Group must keep accounts, including an asset register of non-monetary assets. The most recent annual accounts can be seen on request by any member, or other person with legitimate interest.
3. Committee or general members cannot receive any money or other assets from the Group, except to refund reasonable out of pocket expenses.
4. The Group's money must be held in a bank account in the name of the Group. All cheques or other payment authorisations must be signed by two Committee members.

9 GENERAL MEETINGS

If the Committee considers it is necessary to change the constitution, or wind up the Group, they must call a General Meeting so that the membership can make the decision.

Where the Committee deem it necessary, a meeting may be held using an electronic audio-visual conference facility and such a meeting shall be as valid as a meeting conducted in person.

Changes to the Constitution can be made at an AGM or other General Meeting. No change can be made that would alter the Group's not-for-profit status.

In the event of winding up, any money or other assets remaining after payment of debts must be given to a body with similar purposes to the Group.

The Committee must also call a General Meeting if they receive a written request from the majority of members. The Committee may also call a General Meeting to consult the membership.

All members must be given 14 days' notice and be told the reason for the meeting and where related documentation may be found or obtained. All decisions require a two-thirds majority.

Minutes must be kept of all General Meetings.

10 AFFILIATION

The Group shall not be affiliated with any other body. The Committee may appoint any member of the Group to represent the Group at a meeting of any other similar body on a once-off or annual basis.

11 ADOPTION

This constitution, which replaces the undocumented constitution previously in place, was adopted on 23 January 2021 by the membership of the Group.

Steve Parker
Chair

Ellen McDouall
Membership Secretary

Clive Lovatt
Treasurer