

# **Rules of the British National Carnation Society, 2013**

These Rules were adopted by Members at the Annual General Meeting 28 February 2009 and amended at the AGM on 2nd March 2013

**1. Title** The Society is the British National Carnation Society.

## **2. Objectives of the Society**

The Objectives of the Society are to develop and to disseminate knowledge of Carnations, Pinks and other Dianthus and to encourage, extend and improve the cultivation of these plants in the United Kingdom by means of scientific trials, exhibitions and displays, by publications and other activities.

## **3. Members**

The Society consists of Vice-Presidents, Members and Affiliated Societies paying an annual subscription at rates determined by the membership in General meeting. Membership of the Society will be deemed to have elapsed if the annual subscription is not paid when demanded, within thirty days of a reminder sent by post to the member's last known address. Members are entitled:

- a) to attend and vote at all Annual and Special General Meetings of the Society;
- b) to receive one copy of all periodical publications of the Society for the relevant year.

## **4. Annual General Meeting**

A General Meeting will be held annually before the end of March to receive the Report of the Council, the Treasurer's Statement of Accounts, and to elect Officers and Members of the Council to serve for the ensuing year, and for any other business approved by the Council. Members will receive at least twenty-one days' notice of any such meeting, together with the proposed agenda if they so request.

## **5. Officers of the Society**

The Officers of the Society are the President, Chairman and Deputy Chairman of the Council, Secretary and Treasurer. Nominations for these posts will be sought not less than 21 days before the date of the AGM. Where there are two or more nominations for any post the election will be decided by ballot at the AGM. The number of votes cast for each candidate will be available for inspection

## **6. The Council**

The Council will consist of the elected Officers together with not more than twelve other elected Members. Members of Council are eligible for re-election annually. All nominations for Council membership must be seconded and have written approval of acceptance of the nomination by the nominee at least 21 days prior to the AGM. Where the number of nominations exceeds the number of vacancies the matter will be decided by ballot at the AGM.

## **7. Duties of the Council**

The Council is responsible for the conduct of the Society's business, and will meet for this purpose at least four times in each year. Two Officers and at least six other members constitute a quorum.

The Council has the power

- a) to appoint a Show Manager or Managers, Press Officer(s), Editor(s), Judges' Liaison officer, and such other post-holders as they think fit;
- b) to appoint from their number Sub-committees with such terms of reference as they find appropriate;

- c) to nominate the Society's representative(s) to any RHS/BNCS or other committee's
- d) to fill by co-option any casual vacancy as Officer of the Society or Member of the Council to serve until the ensuing Annual General Meeting.

#### **8. Executive Powers of the Officers**

Since policies are decided by the Council the role of the Officers will normally be determined by decisions of the Council. In unforeseen circumstances, when decisions must be made before the Council can meet to consider them, the Officers, **acting jointly**, may take whatever action they think fit. In such cases they must inform all members of the Council by mail by e-mail or otherwise at the earliest opportunity and be guided by their response.

#### **9. Trustees**

Trustees are President, Chairman, Deputy Chairman and Treasurer. The Trustees are responsible for safeguarding the property of the Society (including cash) against loss or fraudulent misappropriation, and for ensuring that proper records are kept. The Trustees may not dispose of any of the real property of the Society without the consent of the Council. Trustees once appointed may hold office while they remain members of the Council. Any casual vacancy will be filled by election by the Council.

#### **10. Alteration of the Rules**

The Rules of the Society may not be altered or amended except by positive vote at an Annual General Meeting, or at a Special General Meeting called for the purpose. All proposed alterations or amendments must be notified to all members at least thirty days before any such meeting, together with the views of the Council on the proposed changes.

#### **11. Dissolution**

The Society may be dissolved by a Resolution passed by not less than two thirds of those members present and voting at an Annual General Meeting or at a Special General Meeting called for the purpose. If such a resolution is carried the Trustees shall have power to realise any assets held by or on behalf of the Society and if any assets remain after the satisfactory payment of all debts and liability all property and funds belonging to or held in trust for the Society shall be forthwith transferred to such other organisation, having objectives and purposes similar to this Society as the members present and voting upon the resolution for dissolution shall determine by a two thirds majority. Failing agreement on the point, funds shall be applied to such charitable purposes as the Trustees shall determine. On dissolution a copy of the statement of accounts for the final accounting period of the Society shall be sent to all members of the Council and to any member of the Society who may request it.

#### **Refundable Expenses**

1. All expenditure must be wholly, necessarily and exclusively made on behalf of the Society.
2. Any Expenditure requested by Council, to any amount, is fully refundable.
3. Any Expenditure requested by any three of Chairman, Deputy Chairman, Secretary or Treasurer, up to a maximum of £200, is fully refundable; this Expenditure to be validated by Council at the first opportunity.
4. All Expenditure to be supported, where possible, by original documentation.
5. If possible, all documentation is to be in the name of the Society