

1. NAME

The name of the Club shall be "Kenton Garden Club" hereinafter referred to as the "Club".

2. OBJECTIVES

The objectives of the club shall be to:-

- a. Encourage and extend gardening as a hobby and pastime in Kenton and surrounding areas.
- b. Dissemination of knowledge, local experience, ideas relating to gardening among members and the public.
- c. Arrange garden shows, exhibitions, competitions and provide prizes, awards and trophies.
- d. Invite experts to give lectures, talks and demonstrations etc.

3. MEMBERSHIP

- a. Ordinary membership shall be open to persons interested in gardening and horticulture generally, whether amateur or professional, who are prepared to abide by the Constitution and Rules of the Club, and subject to payment of such membership fees and/or subscriptions as may be prescribed from time to time.
- b. Life Membership shall be open to persons who qualify for ordinary membership but who make a down payment equivalent to the advance payment of twenty (20) years' annual subscription at the rate prevailing at the time.
- c. Honorary Membership shall be conferred upon persons, whether members or non-members, for outstanding services to the Club or for other reasons acceptable to the Club, on the recommendation of the Executive Committee. An Honorary Member shall be entitled to all the rights and privileges of membership but shall not be entitled to vote at meetings unless he/she was, prior to election as an Honorary Member, an Ordinary Member or a Life Member. Honorary Members shall be exempt from any fee or subscription. At the Annual General Meeting, the names of Honorary Members will be read.

4. EXECUTIVE COMMITTEE

- a. The Executive Committee of the Club shall be elected at the Annual General Meeting and shall hold office until the conclusion of the next Annual General Meeting.
- b. The Executive Committee shall consist of the officers of the Club, namely, the President, Vice-President, Administrator and Treasurer, together with not fewer than three or more than five other members of the Club.
- c. The Executive Committee shall convene not less than twice per year. In the event of a vacancy occurring on the Executive Committee, such vacancy may be filled by the Executive Committee.
- d. Officers and members of the Executive Committee shall not remain in office for a continuous period exceeding three consecutive years. Should a member be elected to a different office or if a successor to any officer cannot be found, the period may be extended for one year subject to a two-thirds majority of members present at the meeting. Such extensions may be renewed for only one further year. All Executive Committee Members affected shall be eligible for re-election at the next succeeding Annual General Meeting.

5. POWERS OF THE EXECUTIVE COMMITTEE
 - a. The Executive Committee shall conduct the affairs of the Club in conformity with the objectives of the Club and shall have powers generally to do such acts as may be deemed expedient or necessary to attain the objectives of the Club.
 - b. The Executive Committee shall have the power to co-opt additional members for such special purposes as it may deem necessary.

6. DUTIES OF THE OFFICERS AND THE EXECUTIVE COMMITTEE
 - a. The President, or in his/her absence, the Vice-President, shall take the chair at all meetings of the Executive Committee and of the Club. He/she shall have a second or casting vote only in the event of a tie.
 - b. The Administrator shall keep minutes of all meetings of the Club and Executive Committee and shall be responsible for sending out notices, dealing with correspondence and performing such other duties as the Executive Committee may prescribe.
 - c. The Treasurer shall collect and pay into the Club bank account all monies received and due to the Club and shall disburse such funds as and in such manner as the executive Committee directs.
 - c. i. Three (3) Executive Committee Members shall be required to serve as designated signatories on the Club's Investment or Savings Bank Account.
 - d. The Executive Committee shall recommend to the Annual General Meeting any proposed changes in the membership fee or the annual subscriptions, and shall also recommend any persons to whom it is proposed to award Honorary Membership.
 - e. The Executive Committee shall draw up rules to be approved by the Annual General Meeting governing the holding of Shows, Exhibitions, Competitions and the award of prizes, awards and trophies. Such rules shall constitute an appendix to the Constitution, but shall be subject to change at an Annual General Meeting without prior notice and on a simple majority.

7. ANNUAL GENERAL AND SPECIAL GENERAL MEETINGS
 - a. The Annual General Meeting shall be held in November on a date and at a time and place to be appointed by the Executive Committee.
 - b. At the Annual General Meeting the President shall present a report of the year's activities and the Treasurer shall submit a statement of accounts for the financial year ended 31st October prior to the meeting.
 - c. The Officers and Executive Committee for the ensuing year shall be elected at the Annual General Meeting.
 - d. Any business specified in the Agenda and/or provided for in the Constitution shall be dealt with at the Annual General Meeting.
 - e. Agenda items should be called for at least seven (7) days prior to the AGM.
 - f. A Special General Meeting may be convened by the Executive Committee, or on a requisition signed by not less than ten (10) members in good standing. The notice convening the meeting shall state the business to be dealt with at the meeting and only such business shall be discussed. In other respects the rules applicable to an Annual General Meeting shall apply.

8. VOTING AND QUORUM
 - a. At all meetings, only members in good standing shall be entitled to vote. Honorary Members are entitled to vote only as provided in Article 3 c. A simple majority shall be sufficient for the transaction of business, except where provided otherwise in the Constitution.

- b. A member in good standing is a member who is not more than three (3) months in arrears with his/her subscription at the time of the AGM.
- c. The quorum required at the AGM or Special General Meeting shall be fifteen (15) members, or one fifth of the membership, whichever is the lesser.
- d. The quorum required for a meeting of the Executive Committee shall be four (4) members.

9. DISCIPLINE

The Executive Committee shall have the power to terminate the membership of any member who wilfully acts in breach of the Constitution, or in any manner prejudicial to the interests of the Club, or who is grossly in arrears with his/her annual subscription, provided that such a member is given at least one month's notice in which to explain his/her conduct or make good the shortcoming. Any member who has his/her membership so terminated shall have the right to appeal to a General Meeting and the decision of that meeting shall be final and binding.

10. GARDEN SHOWS

Notwithstanding any power granted to the Executive Committee in terms of Article 6 e. the following rules shall apply to Garden Shows arranged by the Club:-

- i. Non-members may exhibit subject to payment of an entry fee per exhibit which shall be greater than any such fee applicable to a member. Such non-members shall be entitled to any prize or award to which a member would be entitled except the award of a cup or similar trophy.
- ii. All exhibits in sections to be specified in the Show schedule shall have been grown by the exhibitor or have been in his/her possession for at least three (3) months.
- iii. Professional horticulturists and persons engaged in the nursery and/or florist trade, and persons engaged in the sale of gardening and nursery equipment, shall be entitled to exhibit on the same conditions as amateurs provided the exhibit is grown by the exhibitor personally as a hobby.
- iv. No limit shall be placed on the number of exhibits which may be entered by any individual nor on the number of prizes, awards or trophies which he/she may earn. The size of the containers or pot plants may be limited at the discretion of the Executive Committee and stated on each show brochure.
- v. A trophies committee of two (2) members in good standing, one of whom shall be a committee member, shall be elected at the AGM.

11. AMENDMENTS TO THE CONSTITUTION

No amendments to this constitution shall be made except at an Annual General Meeting or Special General Meeting called for that purpose and provided that particulars of any proposed amendment appear in the notice convening the meeting. Any such proposed amendment shall require a two-thirds majority of the members present to become effective.

12. DISSOLUTION

In the event of the dissolution of the Club, which must be approved by a two-thirds majority of those present at a Special General Meeting convened for this purpose, any property of the Club must be sold and any surplus funds remaining after satisfaction of all liabilities shall be paid to such charitable organisation as may be decided at the Special General Meeting.