

Constitution of The Maple Society

This constitution applies to the international membership, with the exception of the North American branch and other branches which have elected to develop independent constitutional arrangements.

1) Name

The Maple Society - referred to in these rules as the 'Society'

2) Definition of 'maple'

The term refers to more than 120 species in the genus *Acer*, which is a member of the family *Sapindaceae*. Maples are trees or shrubs, mostly deciduous, which have the following distinguishing characteristics: leaf stems emerge from the branches in pairs (opposite each other); fruit consists of two united samaras (pairs of winged seeds).

3) Objects

- a) Public education about maples, including:
 - i) identification of maple species from around the world;
 - ii) propagation and culture;
 - iii) recognition, prevention and treatment of pests and diseases that affect maples.
- b) Participation in the environmental protection, scientific study and conservation of maple species, including:
 - i) worldwide collaboration in the identification and protection of endangered maple species;
 - ii) study of the habits, botany, uses and growing requirements of maples;
 - iii) recognition of maples as ecological niches for insects, caterpillars and birds;
 - iv) identifying and coordinating ways of preventing and managing pests and diseases;
 - v) seed distribution.
- c) Promotion of artistic and cultural aspects of maple growing, for example:
 - i) landscaping for gardens, hedgerows and arboreta;
 - ii) uses in confined urban spaces;
 - iii) containerised cultivation.

4) Powers

- a) elect a Committee who will be responsible for ensuring that the powers are executed in accordance with the constitution and objects of The Maple Society;
- b) hold an Annual General Meeting (AGM) to advance the objects of the Society and its members;
- c) participate in national and international events that support the objects of the society;
- d) distribute a regular newsletter to all members, normally four times per year;
- e) maintain the Society website;
- f) provide advice and information about all aspects of maples and maple cultivation;
- g) promote, support and collaborate in research that supports the objects of the Society;
- h) raise funds (by means that do not involve taxable trading) to support the objects of the Society;
- i) maintain robust and accountable financial systems (section 7);
- j) engage in other lawful activities that promote the objects of the Society and the interests of its members.
- k) invite individuals to hold the honorary appointments of President and Vice-presidents.

5) Membership

- a) The Society has the following categories of membership:
 - i) Ordinary membership. Each Ordinary Member is entitled to the full rights and privileges of membership, including voting rights, access to members' forums and a copy of the newsletter and other publications distributed by post.
 - ii) Associate Society / College Membership. An Associate Society or College is entitled to the rights and privileges accorded to an Ordinary Member, together with the opportunity to place advertising, free of charge, in the newsletter.
 - iii) Business membership. Each Business Member is entitled to the rights and privileges accorded to an Ordinary Member, together with the opportunity to place advertising, free of charge, in the newsletter.
 - iv) Life membership. Life members are entitled to the rights and privileges of Ordinary Membership during their lifetime.
 - v) Honorary life membership.
- b) Membership is open to any person or association, amateur or professional, which supports the objects of the Society.
- c) Any member may resign from the Society at any time, but the unused part of the subscription will not be refunded.
- d) The Committee retains the right to decline an application for membership.
- e) Should a member do anything which, in the opinion of the Committee, is injurious to the objects or well-being of the Society, the Committee shall be empowered to ask the member to resign. If the member does not do so within 30 days of receiving the Committee's notice, the Committee may expel him / her.

6) Subscriptions

- a) The annual subscription will be the amount recommended by the Committee and approved at the Annual General Meeting (AGM).
- b) Subscriptions are due annually and are payable within 30 days of the end of the calendar year, after which period membership automatically lapses.
- c) The Committee has the power to alter the subscription and membership categories for the following year, but such alterations cannot be effective until approved at the AGM

7) Finance

- a) The financial year of the Society shall end on the 31st December each year.
- b) All moneys collected by the Society shall be made payable to the Society and not to an individual and shall be received by the Treasurer or other Officer elected at the AGM to receive such monies.
- c) All monies received by the Society shall be deposited in a bank or building society account in the name of the Society. Payments by cheque shall be signed by the Treasurer and at least one other person as the Committee may appoint.
- d) All expenditure shall be approved by the Committee.
- e) All moneys received by and on behalf of the Society shall be used solely towards the furtherance, promotion and execution of the objects of the Society, and no portion thereof shall be paid as dividends, bonus or profit to any member of the Society.

- f) Accounts showing the income, expenditure, credits and liabilities of the Society during each financial year are to be presented for approval by Members at the AGM.
- g) The Committee shall comply with the accounting requirements of the Charities Act 1993 as amended by the Charities Act 2006, relevant to the income / expenditure level of the Society, with regard to:
 - i) the keeping of accounting records for the Society as a charity;
 - ii) the preparation of annual statements of account for the Society as a charity;

8) Officers

- a) The Officers of the Society shall mean the Chair, Vice-Chair, Secretary, Treasurer and Editor.
- b) The Officers shall be elected by Members at the AGM for a term of one year, and shall then be eligible for re-election.

9) Committee

- a) The Committee consists of elected Members who have control of the Society, its property and its funds.
- b) The Committee shall consist of the Officers and up to six additional members elected at the AGM.
- c) One third of the elected members shall retire from the Committee tri-annually, but be eligible for re-election.
- d) The Committee may co-opt individual members to serve until the next AGM after their co-option.
- e) Nominations for Officers and Committee Members should be received by the Secretary at least two weeks prior to the AGM, together with the consent of the nominee that he / she is willing to be nominated.
- f) If insufficient nominations have been previously received, nominations may be accepted from the floor at the AGM

10) Committee Meetings

- a) The Committee shall meet as and when it may decide, but not less frequently than twice a year.
- b) Minutes shall be kept, then approved at the next meeting.
- c) Four of the Committee constitute a quorum, provided at least one Officer is present.
- d) The Chair or Vice-Chair of The Maple Society will chair the meeting. In their absence, the Committee will elect an Officer to chair the meeting.
- e) In order to be passed, each resolution put forward at the meeting must be proposed and seconded by two Committee Members, and then supported by a simple majority of Committee Members.
- f) Each committee member will have one vote on each issue. In the event of a failure to achieve a majority, the Chair may have an additional casting vote.
- g) The Committee may appoint such Subcommittees for special purposes as it thinks fit, their duration determined by the Committee.
 - i) A Subcommittee must contain a Committee Member, with non-members co-opted as required.
 - ii) No Subcommittee shall have the power to act for the Committee or Society unless authorized to do so in the Committee Minutes.

11) Powers of the Committee

- a) make regulations consistent with the Objects of the Society;
- b) invite the annual election of Committee Members, including Officers;
- c) ensure that membership privileges are maintained in a timely and appropriate manner;

- d) set the membership subscription for the forthcoming year;
- e) maintain an up-to-date register of members with due regard to the need to maintain confidentiality;
- f) recommend to the Annual General Meeting, persons for the election of President, Vice-Presidents and Honorary Life members, as the Committee sees fit on the grounds of their service to the Society or their potential contribution to the achievement of the Objects of the Society.

12) Annual General Meeting (AGM)

- a) The AGM will normally be held in the autumn of each year.
- b) Details of the date, time, place and agenda of the meeting will be notified to all Members at least four weeks beforehand.
- c) Each Member who holds voting rights is entitled to attend in person. One representative of each Associate or Business Member organisation is entitled to attend.
- d) The following business shall be transacted :
 - i) to receive and approve the minutes of the previous AGM;
 - ii) to receive a report from the Chairman;
 - iii) to receive and approve a statement of account for the preceding financial year;
 - iv) to elect Officers and Committee Members;
 - v) to deal with any matter the Committee desires to bring to Members' attention;
 - vi) to deal with any matter a Member raises, having given at least four weeks' notice to the Secretary or Chairman.
 - vii) No business may be transacted at the AGM, other than that on the agenda.
- e) The date of the AGM will be determined by the Committee.
- f) Agenda items for consideration at the Annual General Meeting must be received by the Secretary at least 14 days prior to the Annual General Meeting.
- g) Any member unable to attend in person may submit written representation to a Committee member as an agenda item for consideration at the AGM.
- h) Ten members shall constitute a quorum at all general meetings.
 - i) Voting shall be by a show of hands.
 - ii) In the case of equality of votes, the Chair will have a second or casting vote.
- i) Motions proposed at the AGM must be proposed and seconded by a member of the Society.
- j) Records shall be taken and minutes kept of the proceedings of all General, Committee and Subcommittee meetings.
- k) These minutes shall be confirmed and signed by the Chairman at the subsequent meeting, as a correct record of the proceedings of the meeting.

13) Extraordinary General Meeting (EGM)

- a) An EGM may be called at any time by the Committee and shall be called within 48 days of receipt by the Secretary of a written requisition signed by 20 members or 10% of the total membership, whichever is the greater.
- b) The requisition must state the purpose of the meeting and set out any resolution(s) it is desired to discuss.
- c) A Notice with details of the date, time, place and agenda of the meeting will be sent to all members at least four weeks beforehand.

d) No business shall be transacted at the EGM other than that specified in the Notice to members.

14) Alterations to Rules

- a) The Rules of the Society's Constitution may be altered at any General Meeting, provided the requisite Notice has been given stating the proposed change.
- b) At least two-thirds of Members present at the meeting must vote in favour of the proposed alteration, in order to effect the change.

15) Interpretation of the Rules

- a) If there shall be an ambiguity or difference of opinion concerning the meaning or interpretation of any Rule, and if there be any other matter not otherwise provided for in the Rules, it shall be referred to the Committee whose decision shall be final and binding on all parties.

16) Dissolution

- a) A resolution to dissolve the Society may only be made at an AGM / EGM.
- b) To effect a dissolution, at least 75% of members present shall vote in favour of dissolution.
- c) If a motion to dissolve the Society is carried, then the Society's surplus funds shall pass to a charity selected by the Committee.
 - i) The objects of the selected charity shall be consistent with the Objects of The Maple Society.
 - ii) Any assets are to be auctioned and the cash donated as above.