

Friends of the Porter's Garden
Constitution
(Amended at the Extraordinary General Meeting, 29 May 2008)

1. The name of the group shall be THE FRIENDS OF THE PORTER'S GARDEN (hereinafter referred to as '*the Friends*'), in Portsmouth Historic Dockyard.

2. Objective

To recreate as a garden the area known as The Porter's Garden within Portsmouth Historic Dockyard with reference to its historical, educational and recreational value.

3. Funds

3.1. The income of the group shall be applied solely towards the promotion of the objectives set out above.

3.2. If upon the winding up or dissolution of *the Friends*, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of *the Friends* but shall be given or transferred to Portsmouth Naval Base Property Trust or its successor for use on the Porter's Garden in Portsmouth Historic Dockyard.

4. Membership

4.1. Full membership shall be open to all members of the public over sixteen years old.

4.2. Associate membership shall be open to members of the public under sixteen years old.

4.3. Joint membership shall be open to two members living at the same address, their subscription to be one and a half times the price of an individual subscription. Each joint member shall have a vote at the AGM.

4.4. Affiliate membership shall be open to volunteers other than a Full, Associate or Joint Members who may work in the Porter's Garden and shall not be required to pay an annual subscription.

5. Committee

5.1. The affairs and policies of *the Friends* shall be administered by the committee.

5.2. The officers of *the Friends* shall consist of a coordinator, secretary, garden adviser, treasurer and social secretary. Such officers shall be honorary, for a period of one year.

5.3. The committee shall be elected annually by *the Friends* at the Annual General Meeting.

5.4. The committee shall consist of no more than ten members and no less than five, including the honorary officers, and no business shall be transacted at any meeting unless a simple majority of existing committee members is present when the meeting proceeds to business.

5.5. Any vacancy on the committee occurring during the year may be filled by selection by and majority vote of the committee.

5.6. The committee shall have the right to co-opt individuals who, by virtue of their specialised knowledge, would make a valuable contribution to the objectives of *the Friends*. These co-opted individuals will not have voting rights.

6. Meetings

6.1. Committee meetings will be held at such time and place as may be determined by the committee, but generally once a month.

6.2. *The Friends* will hold an Annual General Meeting once each year at such time and place as may be determined by the committee, giving at least twenty-one days' notice to members, at which members shall elect the committee.

6.3. Any members of *the Friends* are welcome to attend and participate in any committee meeting.

6.4. An Extraordinary General Meeting may be held at the request of a simple majority of the committee and/or at the request of a minimum of ten members of *the Friends* and shall be held within twenty-one days of notice being given.

7. Voting at meetings

7.1. Members shall be entitled to *one* vote.

7.2. In the event of a tied vote the coordinator will have the casting vote.

8. Accounts

8.1. *The Friends* will cause accounting records to be kept by the honorary treasurer.

8.2. The financial year will run from 1 April to 31 March.

8.3. A copy of the audited accounts shall be sent to members not less than *twenty-one* days prior to *the Friends'* Annual General Meeting.

8.4. Bank accounts shall be maintained in the name of THE FRIENDS OF THE PORTER'S GARDEN. Cheques will be signed by the treasurer and an appointed representative of Portsmouth Naval Base Property Trust. All expenditure must be made with the agreement of or delegated authority of *the Friends* and the approval of Portsmouth Naval Base Property Trust as the landowner.

8.5. The accounts shall be audited by the auditors of Portsmouth Naval Base Property Trust.

9. Administration

9.1. The coordinator will be responsible for organising work days and liaising with Portsmouth Naval Base Property Trust.

9.2. The secretary shall be responsible for keeping records, correspondence and meeting minutes.

9.3. The treasurer and appointed representative of Portsmouth Naval Base Property Trust shall be responsible for managing the bank account and keeping written accounts for *the Friends*.

10. Alterations to the constitution

10.1. Any alterations to this constitution may be proposed by any member of *the Friends* if officially seconded and will be dealt with at the Annual General Meeting or an Extraordinary General Meeting and decided upon by majority vote.

10.2. Proposals must be presented to the honorary secretary at least twenty-eight days before the Annual General Meeting so that the honorary secretary may make the proposal available to all members at least twenty-one days before the Annual General Meeting.

11. Dissolution

11.1. *The Friends* may be dissolved by a resolution passed at an Annual General Meeting or Extraordinary General Meeting provided that such a resolution comes from a committee member and at least twenty-eight days' notice is given to the honorary secretary before the meeting at which the resolution is to be brought forward and that it is circulated to the members at least twenty-one days before the meeting at which it is to be discussed.