



THE RULES & BYE-LAWS

OF THE

NATIONAL CHRYSANTHEMUM SOCIETY

(INSTITUTED 1846)

November 2023

Including:

2023 Code of Conduct

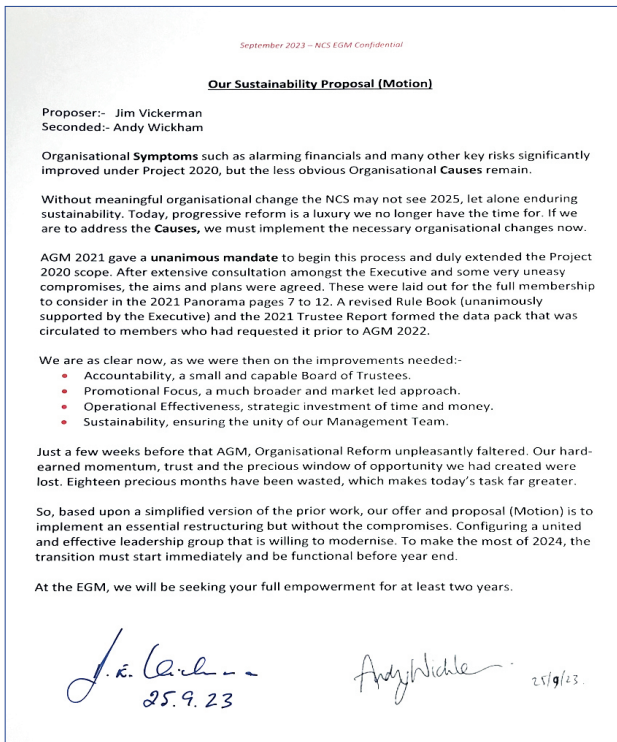
2024 Membership Policy

2023 Conflict of Interest Policy

Social Media Policy Update

In August 2023, the Executive Committee had reviewed the risks and threats to the Society's future. At that meeting they decided to call an EGM and wrote to all members calling for summarised proposals relating to the Sustainability of the Society to be submitted. **The EGM was to be held at the Wilnecote Parish Hall on Sunday October 15th.**

Only one such proposal was received and the summary was circulated to all who had registered their intention to attend the EGM for their prior consideration, along with the intended Agenda.



Following a detailed presentation, including proposed changes to the existing Rules, from the proposer and seconder, the meeting voted by 50:7 in support of the Proposal. The Motion was therefore carried and this Rule Book reflects the proposed Rule changes. Accordingly, the newly formed Executive Committee have since reviewed and updated the Bye-Laws.

Rule changes approved at the October 15th 2023 EGM & Bye-Laws subsequently updated by the Executive Committee on November 29th 2023.

RULES

GENERAL

All existing rules of the Society are hereby revoked and the following rules and bye-laws are submitted in their place.

1. TITLE

The name of the Society shall be **The National Chrysanthemum Society**

2. OBJECT OF THE SOCIETY

The special object of the Society shall be to promote the cultivation of the chrysanthemum (i) by means of Exhibitions, Conferences, Judging Courses and Lectures (ii) by awarding Certificates of Merit and Medals at the Exhibitions of the Society (iii) by the issue of such publications as from time to time may be deemed necessary and by such means as the Committee may, from time to time, see fit to adopt and generally to do all such lawful things as are incidental or conducive to the attainment of the above object which shall in the opinion of the Trustees and Executive Committee be of benefit to the Society.

VISION STATEMENT:

The Board of Trustees aspire to deliver:

**“A sustainable, vibrant and engaged Society
that upholds its objectives”**

MISSION STATEMENT:

It shall be the purpose of the Management Team:

**“To enhance the social, physical & mental
wellbeing of individuals & communities
by promoting the growing and showing of
Chrysanthemums.”**

3. GOVERNANCE

The good governance of the Society and upholding of the Constitution shall be invested in a Board (of Three) Trustees. For a transitional period of two years this shall consist of, the prior President, the Treasurer and one other to be nominated by the initial two Trustees prior to AGM 2024.

At AGM 2026 and thereafter, one of the three Trustees shall in turn, stand for re-election alongside other nominees at each AGM. Non NCS members with complementary governance capabilities may be considered for one of the Trustee roles.

- Trustees shall complete the Charity Commission's Trustee Eligibility Declaration as part of their formal application and prior to their appointment.
- The Trustees shall always adhere to the Charity Commission's Essential Trustee Guidance.
- To regulate Officer authority levels, the Trustees shall uphold Society Standing Orders.
- The Trustees shall, with due process, have the authority to appoint and de-select officers.
- Where they feel the Society has capability gaps, outsourcing shall be encouraged.
- The Trustees shall consider and decide upon all future Honour Award nominations
- The Board of Trustees shall endorse the Annual Trustees Report prior to the AGM and submission to the Charities Commission for filing.
- The Board of Trustees shall have, at any time, the power to co-opt such persons as may be seen to be advantageous to the governance of the Society, they shall not be eligible to vote.

4. EXECUTIVE COMMITTEE

The Chair of the Society shall schedule and facilitate (at least) quarterly meetings of the Executive Committee. The Committee shall consist of the Management Team and the nominated Regional Group Representatives, all of which shall have the power to vote. These meetings will be minuted.

Over and above members of the Executive Committee, up to a combined total of four, Associates of Honour and Life Vice Presidents (Gold Medal Holders) may with prior arrangement with the Chair attend any Executive Meeting, but without the power to vote. At Executive Committee Meetings seven members shall form a quorum for the transaction of business.

5. MANAGEMENT

The Management of the Society shall be vested in the Management Team, which shall be led by a General Manager and shall flex to reflect the developing aims, priorities and needs of the Society. The General Manager shall have, the authority to co-opt such persons as may be seen to be advantageous to the running of the Society. Up until AGM 2026, the General Manager shall also be the Vice Chair, at which and thereafter the Vice Chair aspect shall be elected as per Rule 7.

The Management Team shall consist of Section Managers and Project Managers. The Management Team Structure shall feature in the minutes of Executive Meetings, Publications, the Annual Trustees Report and in each update of the Bye-Laws.

The President, Treasurer, Chairs and/or Vice Chairs may also be a Section Manager of a Standing Committee, however multiples of such roles should be avoided wherever possible.

Where capability gaps exist within the requirements of the Society, the General Manager shall seek to outsource those requirements, obtaining agreement for such proposals from the Treasury Committee prior to placing purchase orders and/or contracts beyond Standing Orders.

6. ASSOCIATES OF HONOUR & VICE PRESIDENTS

There shall be an unlimited number of Vice Presidents elected from persons who have rendered service to the Society, (a) Life Vice Presidents, (b) Ordinary Vice Presidents who shall be elected annually at the Annual General Meeting on the nomination of the Executive Committee.

Over and above members of the Executive Committee, other Associates of Honour and subject to limitations of Rule 4, may attend Executive Meetings in their own right, but without the power to vote.

All holders of the Society's Gold Medal for outstanding service shall automatically become Life Vice Presidents of the Society and subject to the Executive Committee limitations within Rule 4, such persons may attend Executive Meetings in their own right, but without the power to vote.

In the absence of the President, a member of the Board of Trustees shall open the Annual General Meeting or any other ceremonial occasion.

7. ELECTIONS & APPOINTMENTS

One Trustee, the President, Chair, and Vice Chair shall retire from Office at AGM 2026 and annually thereafter but shall be eligible for re-election. However, a person may only be elected President for a maximum of five consecutive, one year terms.

The retiring Officers shall be considered as nominated, if eligible, unless they have advised the Board of Trustees in writing by the 31st December preceding the Annual General Meeting. Any Patron or Fellow may nominate a candidate for any of these offices.

The election of the Society's Officers shall be by multiple ballot with the proviso that should there be more than two nominations for the post of any one office, the person gaining the lowest number of votes shall withdraw after each vote until only two nominations remain for that particular office, the person obtaining the highest number of votes on the final vote being duly elected. The ballot papers shall be collected and counted by scrutineers appointed by the Board of Trustees prior to the AGM.

8. STANDING COMMITTEES

The General Manager may appoint Standing Committees under Section Managers who will report their recommendations to the Management Team for approval except where they are given a Board of Trustees endorsed power of attorney to act.

At all times, the Treasury Committee, chaired by the Treasurer, shall be a mandatory requirement.

9. PROJECT TEAMS

The General Manager may appoint suitable Project Teams and provide them with Terms of Reference for the specific task.

The Project Team will report their recommendations to the wider Management Team for approval except where they are given a Board of Trustees endorsed power of attorney to act.

10. EMPLOYEES & SERVICES PROCUREMENT

The Society shall not engage employees. All external services must be procured via a purchase order or contract that has been agreed by The Treasury Committee.

11. MEMBERSHIPS

The Society shall consist of (i) Associates of Honour, (ii) Patrons, (iii) Fellows (iv) Family, (v) Overseas Patrons and Fellows (vi) Juniors, (vii) Honorary Fellows (chosen from those who have rendered conspicuous service to the chrysanthemum as a special honour), (viii) Affiliated Societies – subject to the sanction of the Executive Committee a chrysanthemum or horticultural society may become affiliated to the National Chrysanthemum Society on payment of an annual affiliation fee. The annual fee for individual membership of the Society shall be determined by the Executive Committee.

12. PRIVILEGES

All paid up members of the Society shall be entitled to vote at the General Meetings of the Society upon presentation of formal credentials.

13. FORFEITURE OF THE RIGHTS & PRIVILEGES OF MEMBERSHIP

The Executive Committee may expel from the Society any member who refuses to observe the Society's Rules and Bye-Laws or whose conduct is such as shall, in their opinion, be injurious to the good interests of the Society or its aims and objects and who shall on such expulsion forfeit all rights and privileges of membership. Before the member is expelled they shall be given full opportunity to defend themselves and to justify or explain their conduct. No candidate having been rejected shall be eligible for a further application for a further twelve months.

14. MEETINGS

The Annual General Meetings of the Society shall be held not later than the last Saturday in March to receive the Annual Report and Statement of Accounts and to elect Trustees, and key Officers. A data pack including the Annual Report and Statement of Accounts must be made available to Members 10 days prior to the Annual General Meeting.

An Extraordinary General Meeting may be called at any time by the Board of Trustees or on a requisition signed by not fewer than fifty members of the Society being delivered to the Chair of the Board of Trustees not less than twenty-eight days prior to the date of the proposed meeting.

Meetings of the Executive Committee shall be held at such times as the Chair and Vice Chair may schedule but not less than 28 days in advance. At all such meetings, seven persons shall form a quorum for the transaction of business.

15. ACCOUNTS OF THE SOCIETY

The accounts of the Society shall be filed with and retained by the General Secretary and be closed on the 31st December. The accounts of the Society shall be examined prior to the Annual General Meeting by an independent examiner, or such person as may be required by Statute or the Charity Commission from time to time. Copies of the said accounts shall be issued to members attending the Annual General Meeting and they shall subsequently be available on request to all members of the Society.

16. SOCIETY BUSINESS OBJECTIVE & BUSINESS PLANNING

The Society shall develop an annual budget for the coming year and this will be supported by a detailed three year plan and five year forecast to ensure the Society is taking appropriate steps to operate within its means and capabilities over a meaningful term.

17. INVESTMENT OF FUNDS

All sums of cash at any time standing to the credit of the Society and not required for immediate working purposes shall be invested by the Society. Subject to any special trusts attached thereto any such sums may be invested in securities for the time being authorised by law for the investment of Trust Funds or any such other investments as the Society shall, on the advice of its financial advisors given at the time of the investment, select.

18. THE NCS SUPPORT FUND

The NCS Support Fund was established for the purpose of promoting, maintaining and supporting membership of the Society. The fund shall be administered by Trustees whose powers shall be governed by the terms of a trust declaration entered into by the Trustees. The Trustees shall be five persons nominated by members of the Society from amongst the members. No more than two officers of the Society may hold a position as Trustee. All nominees, provided they satisfy the legislation in force governing Trustees and the relevant rules of the Charity Commission, shall be submitted to the membership at an Annual General Meeting for selection by ballot paper.

19. RETIRING OFFICERS & MEMBERS OF COMMITTEES

In the event of any Officer or Member of the Executive or any other committee resigning or ceasing to be a member of the Society the Executive Committee shall have the power to fill the vacancy. All committees shall also have the power to co-opt such persons whose expert knowledge is required for a specific purpose.

20. ALTERATIONS OF BYE-LAWS

The Executive Committee may from time to time make, vary and revoke bye-laws not inconsistent with these rules for the regulation of the internal affairs and conduct of the members. All bye-laws shall until revoked by the Committee be binding on all members.

21. ALTERATIONS OF RULES

No alteration, amendment or addition to any of the Rules of the Society shall be made except at the Annual General Meeting or an Extraordinary General Meeting of the Society and then only by a resolution passed by a majority of at least two-thirds of the members present and voting at such meeting.

No member shall move a resolution involving any alteration, amendment or addition unless they have given to the Chair in writing by the 31st December, notice of their intention to do so and have furnished the Chair with the terms of the resolution in order that it may be printed in the notice convening the meeting.

22. DISPOSAL OF ASSETS AT THE DISSOLUTION OF THE SOCIETY

In the event of the National Chrysanthemum Society being dissolved it is proposed that all funds and assets will pass to those NCS Provincial Groups that are still in operation and have charitable status at that time of the dissolution.

Fifty per cent of the assets will be divided equally between these qualified Groups and the balance will be distributed directly in proportion to the average number of members and Affiliated Societies in the Groups over the previous five years. In the event that some areas of the country are not covered by a Group it is hoped that members and societies in these areas will, after distribution of the assets, be assimilated by an adjoining Group.

In the event there are No Qualifying Provincial Groups then the assets will pass in trust to the Royal Horticultural Society with the provision that they are to be used solely for the promotion and benefit of the chrysanthemum. The dissolution committee at the time will be responsible for drawing up an appropriate Trust Deed.

The dissolution will be managed by a committee formed of the Trustees, Chair and General Manager of the Society in post at the time together with two members of the Support Fund Trustees. The decision of this committee shall be final.

BYE-LAWS

1. ALTERATION OF BYE-LAWS

Any bye-laws may be altered by a two-thirds majority of the Executive Committee present and voting. The proposed alteration, amendment or addition shall be given to the Chair in writing no less than twenty-eight days prior to the meeting so as to allow sufficient time for it to be included in the agenda and circulated to all Officers and members of the Executive Committee prior to the meeting at which a decision is to be made.

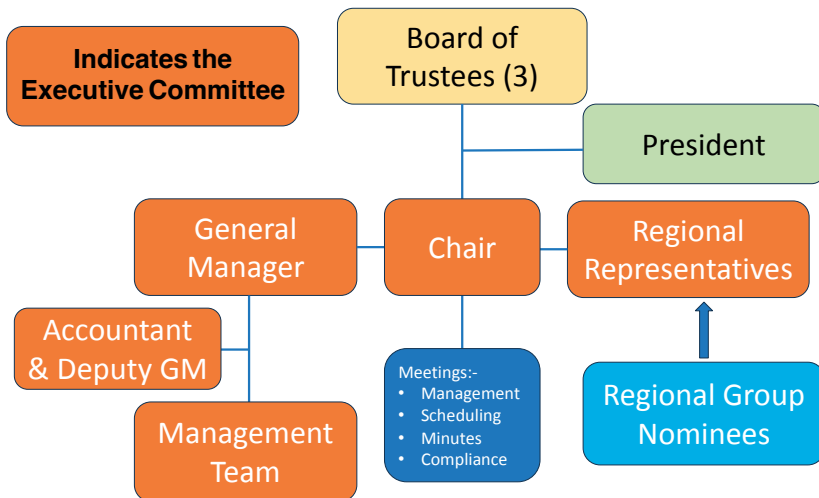
2. ORGANISATIONAL STRUCTURE & DUTIES OF OFFICERS

The Chair of the Board of Trustees is to preside over the Conferences, General and Special Meetings of the Society, taking the chair at the Annual General Meeting.

President: the President shall perform other duties of a ceremonial nature which from time to time may be desirable.

Chair of the Executive Committee: shall schedule and preside over all meetings of that Committee.

Vice Chair of the Executive Committee: shall, in the absence of the Chair, preside at meetings of the Executive Committee with full powers as Chair.



The General Manager shall

Take a Society wide perspective and (subject to due process with the Trustees) will work to configure and prioritise activities within the Management Team.

- Chair the Management Committee.
- Overseeing in conjunction with the Treasurer and Accountant, the budgeting and planning work along with pursuing business development opportunities.
- Recruitment and succession planning.
- Co-ordinating effective communications.
- Key measures of success shall be the Vision and Mission statements in Rule 2.

Vision Statement: The Board of Trustees aspire to deliver:

“A sustainable, vibrant and engaged Society that upholds its objectives.”

Mission Statement: It shall be the purpose of the Management Team:

“To enhance the social, physical & mental wellbeing of individuals & communities by promoting the growing and showing of Chrysanthemums.”

The Accountant shall

Configure, collate and report on all financial trading aspects:

- Deputise for the General Manager as required.
- Ensure compliance with accountancy guidelines and HMRC reporting.
- Ensure the accuracy and timeliness of e-commerce trading via the website.
- Develop and maintain a rolling 18 month cash model in conjunction with the General manager and Treasurer.

The Treasurer shall

Chair the Treasury Committee:

- Ensure compliance with related Deeds of Trust and maintaining an adequate number of authorised signatories for both the investment funds and bank accounts.
- Ensure appropriate levels of Insurance cover and affiliations.
- Lead on the investment strategies for Society Funds and provide timely reports.
- Lead on developing and maintaining compliance with authorisation levels (Standing Orders).
- Collate the annual Trustees Report in conjunction with the General Manager and Accountant.
- Request internal Audits where required from within the Executive Committee and unrelated parties.

The Floral Manager shall

Chair the Floral Committee via its core team:

- Maintain the NCS register of cultivars.
- Ensure changes to the register are communicated in a timely manner.
- Develop & maintain positive relationships with Hybridisers & Nurserymen.
- Liaise with the RHS as required.
- Maintain due process to demonstrate the integrity decision making.

The General Secretary shall

Be responsible for the Head Office administration of:

- Accurate and timely recording via the website databases.
- Memberships including Affiliated Societies via the Membership Policy.
- Banking, working closely with the Accountant & Treasurer.
- Provide secretarial record keeping on behalf of the Society (min. of 7 years).
- Expense payments, subject to Treasury Committee guidance.
- Providing monthly reports to the Treasury Committee.
- Financial administration, invoicing sales and payment of bills.

The Sales Manager shall

- Ensure the Accountant has timely records of Sales & related Purchases.
- Fulfil sales orders for Goods, Books, DVD's, Medals, Certificates etc.
- Procure offerings to maintain appropriate stock levels. Working within pre-agreed stock holding levels and margins as agreed within Treasury Committee.

The Literature Manager shall

Chair the Literature Committee to:

Ensure delivery of key membership benefits.

Organise the compilation, production & distribution of all publications and literature.

Work within pre-agreed budgets.

Collect appropriate articles and content.

Develop e-copy capabilities – ensuring standards are maintained.

Managed Content – ensuring standards are maintained.

The Shows Manager shall

Chair the Shows Committee and arising Project Teams to:

- Deliver two shows per annum.
- Annually optimise the Society's Show requirements with a rolling 3 year horizon.
- Ensure venues are secured at least 12 months in advance.
- Develop appropriate budgets & reports.
- Procurement of shows stationery.
- Distribute show schedule/s and receive show entries.
- Organise set-up, erection and dismantling of National Shows.
- Liaise with other organisations participating in the shows.

The Promotional Development Manager shall

Chair the Promotional Development Committee:

- Co-ordinate Marketing and Promotional activities across the Regional Groups.
- Justifying and working within pre-agreed budgets.
- Ensuring "Open" social media platforms are positively promoting the Society.
- Promoting the Society at events & exhibitions as budgeted.

The Website Manager shall

- Maintain the NCS Website, ensuring the Society is well presented.
- Adding regular updates, in terms of news, personnel and photographs.
- Ensuring the e-commerce aspects are correctly priced.

The NCS 175 Manager shall

- Provide a key membership benefit, routinely reviewing access.
- Expand and maintain the Society Archive of cultural videos.
- Provide promotional videos in line with arising initiatives.

The Social Media Manager shall

- Configure and maintain NCS Social Media platforms.
- Ensure content stimulates interest in the Chrysanthemum.
- Take steps to protect the reputation of the NCS and its officers.

3. EXECUTIVE COMMITTEE

All Committees and Committee members of the National Chrysanthemum Society shall act in accordance with the Charity Commission document “Conflict of Interest, a Guide for Charity Trustees” and the NCS Policy.

Whenever a paper ballot is being taken for the election of Committee members, whatever the committee, the numbers of votes cast on said ballot paper must equal the number of advertised vacancies otherwise the ballot paper will automatically be declared null and void.

A paper ballot shall be used by the Executive Committee for their nomination for the office of Trustee, President, Chair, Vice Chair, and General Manager for the ensuing year, such nominations to be submitted to the Annual General Meeting for election.

4. STANDING COMMITTEES

The General Manager may appoint and configure suitable Standing Committees and Project Teams. In addition to members of the Executive Committee, members of the Society may be appointed with full power to vote but they shall not become eligible for the role Chair.

MANAGEMENT

The Chair shall also be the General Manager who will work to ensure the Society is best positioned to respond to arising opportunities and threats. The Management Committee shall aim to meet on at least a monthly basis.

The Functional roles (as of November 2023) within the Committee are outlined in section 2. Inevitably from time to time, the roles will need to be amended to suit the needs of the Society and available capabilities.

SHOWS

The Chair shall be the Shows Manager. The Shows Committee shall consist of members invited by the Executive Committee. In line with the 3 Year Plan, they shall prepare the show schedule, and co-ordinate arrangements for the National shows.

The Shows Committee shall appoint a suitably experienced Judge from within the Executive Committee to manage the National Shows Judging Panel and assign the judging work packages at the National Shows. In conjunction with the Floral Committee, they shall facilitate the examination of potential judges and produce and maintain a register of qualified judges.

FLORAL

The Chair shall be the Floral Manager. This Committee shall consist of members approved by the Executive Committee. The Floral Committee may make or amend regulations for its own procedures subject to the agreement of the Executive Committee. **It shall be the duty of this Committee to:**

- Classify cultivars presented for the first time. Their decision on such cultivars shall stand for at least the first two seasons of distribution. In the event of Floral Committee meetings being unable to be held, cultivars may be presented photographically but colour classification of cultivars so presented will be finalised when the blooms are physically seen at a future date and **must be seen** prior to release.
- Make awards in accordance with the approved award criteria of the Society. At its meeting immediately preceding the final Executive Meeting of the year to prepare a list of cultivars whose classification has given cause for concern. This list shall be published upon authorisation of the Executive Committee.
- To produce and maintain the register of cultivars. The most recent issue of the National Register and the Supplements thereto shall be the standard work of reference in all questions of classification and nomenclature that may arise.
- The Committee is empowered to obtain such expertise as may be deemed necessary from time to time.

TREASURY

The Chair shall be the Treasurer. This Committee shall consist of members invited by the Executive Committee. The Treasury Committee may make or amend regulations for its own procedures subject to the agreement of the Executive Committee. **It shall be the duty of this Committee to:**

- Meet on a Quarterly basis to monitor risks and advise on mitigation measures.
- Analyse Section reports and advise the Management Committee on financial requirements of the Society.
- Produce Financial Budgets, Plans & Forecasts for Management Committee Approval.
- Produce timely Trustee's Reports.
- Provide an internal financial Audit service and timely reporting of concerns.

LITERATURE

The Chair shall be the Literature Manager. The Committee shall consist of members invited by the Executive Committee. **It shall be the duty of this Committee to:**

- Develop & deliver a rolling 3 year Management Plan for saleable literature.
- Ensure content stimulates and informs interest in the Chrysanthemum.

PROMOTIONAL DEVELOPMENT

The Chair shall be the Promotional Development Manager. The Promotional Development Committee shall consist of Managers, the Regional Representatives invited by the Executive Committee and where appropriate co-opted members.

- Promoting and protecting the NCS reputation at all times.
- Meet on at least a half yearly basis to consider forward requirements
- They shall develop and maintain the NCS Social Media Policy.
- Configuring and controlling the NCS Social Media platforms.
- Provision resources to enable the Regional Groups to share the promotional effort.

5. PRIVILEGES FOR AFFILIATED SOCIETIES

Unchanged, subject to a Project Team review in 2024

To appoint one of its bona fide subscribers as a delegate at the Annual General Meeting of the Society with power to vote, such delegate to be annually elected by the Society appointing him at a properly constituted meeting of that Society. The delegate must be a Patron or Fellow of the NCS in their own right, the name of the delegate who will attend the meeting to be advised to the General Secretary of the NCS twenty-eight days prior to the meeting. Authority will then be issued by the General Secretary for the use of the said delegate to enable him to obtain an official ballot paper when attending the Annual General Meeting.

Benefits of Affiliation

- To receive a copy of the Society's publications as determined by the Executive Committee.
- To have free passes to all the Society's Exhibitions, the number to be determined by the Executive Committee.
- To compete for the possession of the National Chrysanthemum Society Affiliated Society's Trophies.
- To receive two of the Society's Certificates annually, free of charge, and to obtain
- Additional certificates at a charge to be determined by the Executive Committee. To be supplied with the Medals of the Society at prices to be determined by the Executive Committee. The Executive reserve the right to examine the relevant schedules before granting these awards.

NB: No Affiliated Society shall be entitled to more than six medals in one year without application to, and sanction of, the Executive Committee. No Medal or Medals of the National Chrysanthemum Society offered for competition at any exhibition of the Affiliated Society can be supplied to any person or persons other than the secretary of

the society. No medal or medals after being ordered by an Affiliated Society and duly supplied can be returned. Not more than two medals and two NCS Certificates may be awarded at one show.

The Society's Medals and Certificates shall be awarded only to classes for plants or cut blooms of chrysanthemums. The most recent issue of the National Register and the Supplements thereto shall be the standard works of reference or nomenclature in any dispute that may arise. Any Affiliated Society that refuses to observe the Society's Rules and Regulations shall automatically forfeit all rights and privileges of affiliation. Subject to the foregoing conditions the committee of an Affiliated Society are at liberty to offer in their schedule, as prizes, the medals and certificates as they think most advisable but these are only awarded at the judge's discretion with a view to maintaining the high standard for the Society's show awards.

RULES AND CONSTITUTION FOR A PROVINCIAL GROUP

Unchanged - subject to Project Team review in 2024

TITLE

The title of the Group shall be the National Chrysanthemum Society.....Group.

CONSTITUTION

The Group shall be an integral part of the NCS and shall consist of chrysanthemum and horticultural societies affiliated with the NCS, individuals who are members of the NCS and located within the area of the group. Individual members shall not have voting rights at General Meetings of the Society.

The Group shall have no obligations towards individual members of Affiliated Societies who are not also members of the NCS and shall not accord to any such persons any privileges or benefits greater than those which the NCS allows to individual members of Affiliated Societies who are also members of the NCS.

OBJECTS

The general object of the Group shall be to promote the cultivation of the chrysanthemum and develop NCS Executive policy to meet local needs.

The special object of the Group shall be to provide, at some easily accessible locations for the benefit of societies affiliated to the NCS, facilities similar and in addition to those provided by the NCS.

MANAGEMENT AND CONTROL

The management of the affairs of the Group shall be vested in the officers of the Group namely President, Chair, Vice Chair, Secretary and Treasurer and a management committee of a number deemed to be necessary by the Group.

The President and Officers of the Group shall be ex-officio members of any subcommittee of the Group. The Group Officers and Management Committee shall have full control of the organisation of Group shows subject to the proviso that persons presenting NCS current passes shall be admitted to the Group shows free of charge. The Group shall be subject to the control of the NCS Executive Committee on all general questions affecting the Society as a whole and shall not, without the prior approval of the NCS Executive Committee, publish in the name of the NCS any literature or issue any statements or policy on such matters.

OFFICERS AND COMMITTEE

The President, Secretary and Treasurer of the Group shall be elected at the Annual General Meeting and shall retire from office annually but shall be eligible for re-election. The Chair and Vice Chair of the Group shall be elected at the first meeting of the Group management committee after the Annual General Meeting.

The officers and members of the Group management committee must be members of the NCS. They must be duly nominated by an Affiliated Society that is also affiliated to the group or by the Group Management Committee. All such nominations should be made to the Group secretary in writing fourteen days before the Annual General Meeting. The Officers and one-third of the Group Management Committee shall retire annually but shall be eligible for re-election.

Vice Presidents of the group shall be elected by the Management Committee from persons who have rendered service to the Group.

MEETING

The group shall hold an Annual General Meeting before 31 March in each year to receive the report of the Management Committee, Statement of Accounts and to elect officers and members of management for the ensuing year.

Meetings of delegates of societies affiliated to the Group and other meetings of interested persons shall be held at such times as the Management Committee decide. Affiliated Societies may appoint delegates to attend and speak at the Annual and other meetings of the Group except Management Committee Meetings but each society

shall have only one vote. Members of Management Committee have power to vote at all meetings. The quorum at any meeting shall be at least three members and no business conducted in the absence of such a quorum shall be valid until confirmed at a subsequent meeting at which a quorum is present.

FINANCE

The financial year of the Group shall be the calendar year as from 1st January to 31st December. Societies affiliated to the Group shall contribute to group funds minimum annual sums as the Management Committee may from time to time determine.

There shall be no obligations to the NCS from Group funds and all profits of Group Shows and contributions earmarked for the work of the group shall be retained by the Group. The Group Chair, Vice Chair, Treasurer and Secretary shall be Trustees of all Group funds. The Treasurer shall take charge of all funds of the Group, shall give official receipts for all monies collected and shall pay into the groups banking account all monies belonging to the Group that come into his/her possession.

Cheques on the Groups banking account shall be signed by the Treasurer and in addition by either the Chair or Secretary.

The Treasurer shall prepare an Annual Balance Sheet which shall be examined by an "Independent Examiner" or such other person as may be required, by Statute or the Charity Commission from time to time, appointed at the previous Annual General Meeting. Copies of the balance sheet shall be made available to all those attending the Annual General Meeting and a copy shall be sent to the offices of the NCS. The Examiner shall have access to all books and accounts of the Group including minutes of Group meetings at which expenditure was authorised by the Management Committee.

In the event of it being necessary at any time to wind up the Group notice shall be given in writing to the Chair of the National Chrysanthemum Society. A Joint Committee shall be set up consisting of representatives from the Group Management Committee and representatives from the National Chrysanthemum Society to proceed with the winding up of the Group.

NCS CODE OF CONDUCT

It is the responsibility of all members of The National Chrysanthemum Society and especially Executive and Management Committee members &/or trustees to:

1. Be kind, we are all in this together to create an environment in which all National Chrysanthemum Society members feel welcome - let's treat everyone with kindness and respect.
2. Healthy debates are natural but please be courteous to one another at all times.
3. Act within the governing document and the law – being aware of the contents of the organisation's governing document and the law as it applies to The National Chrysanthemum Society.
4. Act in the best interest of The National Chrysanthemum Society as a whole – considering what is best for the organisation and its beneficiaries and avoiding bringing The National Chrysanthemum Society into disrepute.
5. Manage conflicts of interest effectively – registering, declaring and resolving conflicts of interest. Please be aware of The National Chrysanthemum Society policy.
6. Respect confidentiality – understanding what confidentiality means in practice for The National Chrysanthemum Society, its Executive and Management Committees and the individuals involved with them.
7. Have a sound and up-to-date knowledge of The National Chrysanthemum Society and its environment – understanding how The National Chrysanthemum Society works, the challenges it faces and the environment within which it operates.
8. Attend meetings and other appointments or give apologies – considering other ways of engaging with the organisation if regularly unable to attend trustee meetings.
9. Prepare fully for meetings and all work for The National Chrysanthemum Society – reading papers, querying anything you don't understand and thinking through issues in good time before meetings.
10. Actively engage in discussion, debate and voting in meetings – contributing positively, listening carefully, challenging sensitively and avoiding conflict.
11. Act jointly and accept a majority decision – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so.
12. Work considerately and respectfully with all – respecting diversity, different roles and boundaries, and avoiding giving offence.

This code is meant to supplement good judgment, and importantly all Executive and Management Committee members must respect its spirit as well as its wording.

It is the ongoing duty of the Board of Trustees to fairly uphold this Code of Conduct.

NCS MEMBERSHIP POLICY FOR 2024

2024 rates have been held at 2023 rates, thereafter rates will be reviewed by the Executive annually and published in the preceding Year Book & Website.

Membership category	Subscription rate
Patron	£33
Family	£33
Fellow	£22
Overseas Fellow	£44 (ie: extra £22 to cover p&p)
Junior (under 16)	Free
Affiliated Society	£22
Overseas Affiliated Society	£44 (ie: extra £22 to cover p&p)

NB: The Membership Policy has been updated by The Executive Committee

- The NCS Membership year reflects the calendar year.
- The new website enables us to take subscription payments for the current and forthcoming coming year concurrently.
- The new website will show them as distinctly separate products.
- NCS membership benefits are spread across the year, late payment of subscriptions will mean missing out on the prior benefits.
- For the avoidance of doubt, membership benefits will only apply from the subscription payment date and will not be made available retrospectively.
- Benefit eligibility will be dictated via the new website data bases.

By way of an example:

In mid-October, a non-member wants to exhibit at the Late National:

To enter, the grower must join for the remainder of the year at the full rate and so pays the annual fee to exhibit once and due to late payment misses out on:

- The Winter Lectures
- News updates
- Access to the NCS Advisory Panel of Experts
- Access to the NCS175 video archive
- The AGM
- The Year Book
- Exhibiting at Early National and Regional Shows
- Discounted entry to the Harrogate Autumn Flower Show (at NEHS discretion)

NCS CONFLICT OF INTEREST POLICY

All members and especially those of the various management committees of The National Chrysanthemum Society (Trustees) will strive to avoid any conflict of interest and/or conflict of loyalty between the interests of the Society on the one hand, and personal, professional, and business interests on the other. Please refer to: <https://www.gov.uk/government/publications/conflicts-of-interest-a-guide-for-charitytrusteescc29>

Conflict of interest: a conflict of interest is any situation in which a management committee members or trustee's personal interests or loyalties could, or could be seen to, prevent them from making a decision only in the best interests of the charity.

Conflict of loyalty: this means a particular type of conflict of interest, in which a management committee members or trustee's loyalty or duty to another person or organisation could prevent the trustee from making a decision only in the best interests of the charity. This includes avoiding actual conflicts as well as the equally damaging perception of conflicts of interest.

The purposes of this policy are to protect the integrity of the Society's decision-making processes, to enable our stakeholders to have confidence in our integrity, and to protect the integrity and reputation of all management committee members.

Examples of conflicts of interest and/or loyalty for NCS Committee Members (Trustees) to consider are:

- Where there are actual or perceived commercial Chrysanthemum interests.
- When serving on the committee of another horticultural sector organisation.

Upon appointment each committee member must make a full, written disclosure of interests, such as relationships, and posts held, that could potentially result in a conflict of interest. This written disclosure will be kept on file and will be updated as appropriate.

In the course of meetings, or activities, committee members will disclose any interests in a strategic development, transaction or decision. Wherever there may be a conflict between the organisations best interests and the committee members (Trustees) best interests or a conflict of loyalty between the best interests of two organisations that the committee members is involved with, the member/s will be asked to leave the room for the duration of the discussion and will not be able to take part in the decision depending on the judgement of the other committee members present at the time.

Any such disclosure and the subsequent actions taken will be noted in the minutes. This policy is meant to supplement good judgment, and importantly all management committee members must respect its spirit as well as its wording.

NCS SOCIAL MEDIA POLICY

A Development Update

At the 2023 EGM and in line with Charity Commission guidance, it was agreed that the NCS Executive would take steps to develop a Social Media Policy to help better protect the Society, its Officers and Members.

The role of Social Media Manager has been added to these Bye-Laws and approved by the Executive Committee on November 29th 2023. A most suitable applicant has been appointed.

Accordingly, work is now under way to develop a NCS specific policy that complements our existing Code of Conduct and Conflicts of Interest Policies. This is a complex task, and it is hoped that the Executive Committee will have the opportunity to review and approve the NCS Social Media Policy prior to the 2024 AGM.

Until that point, should our trustees, officers and/or members need any guidance on related matters, please refer to the Charity Commission guidance at:

<https://www.gov.uk/government/consultations/draft-guidance-charities-use-of-social-media>

THE NATIONAL CHRYSANTHEMUM SOCIETY
(INSTITUTED 1846)

