

**CONSTITUTION OF THE NATIONAL  
ASSOCIATION OF GROUP SECRETARIES  
TO THE NATIONAL FARMERS' UNIONS OF  
THE UNITED KINGDOM**



**CONSTITUTION  
&  
RULES**

**March 2009**

**CONSTITUTION OF THE NATIONAL ASSOCIATION  
OF GROUP SECRETARIES TO THE NATIONAL  
FARMERS UNIONS' OF THE UNITED KINGDOM**

**1. TITLE AND ADDRESS**

The Association shall be known and described as "The National Association of Group Secretaries to the National Farmers' Unions of the United Kingdom" and all communications should be addressed to the General Secretary at the registered address. The Association to be commonly known as "NAGS".

**2. OBJECTS**

The objects of the Association shall be as follows:-

- a) To assist the membership in promoting the success of their individual businesses.
- b) To regulate on behalf of members, the remuneration, terms and conditions of employment with their employers the National Farmers' Union.
- c) To represent on behalf of commissioned members, Agency matters with their principals the National Farmers' Union Mutual Insurance Society Ltd.
- d) To promote the welfare of members of the Association and take any appropriate action for the advancement and training of its members.
- e) To relieve through a separately constituted Benevolent Fund, distress through misfortune.
- f) The promotion of group buying schemes and the provision of external services to members.

**3. REGIONS**

Regions shall be defined or amended by the National Council. Whilst it is anticipated that members will wish to belong to the Region in which they are situated, the choice is theirs. Each Region should endeavour to meet at least four times a year, preferably soon after a meeting of the National Council. At least seven days notice of a regional meeting shall be given to all members. A regional Annual General Meeting held in the last four months of the calendar year shall elect the following officers to take office from the next regional meeting:

- |               |                        |
|---------------|------------------------|
| (a) Chairman  | (b) Vice-Chairman      |
| (c) Secretary | (d) Welfare Officer(s) |

(See 4(i) regarding election of Delegate and Deputy Delegate).

No region, (excepting those in Scotland and Ulster which may communicate direct with their Farmers' Unions), shall act on behalf of members direct with the employers or principals at any level of administration, unless the National Council gives such permission.

**4. (i) NATIONAL COUNCIL**

The conduct of the affairs of the Association and contact with both Employers and Principals shall be exclusively vested in a National Council comprising duly elected delegates – one from each region or an official deputy if the delegate is unable to be present, duly elected officers, ex-National Chairmen for a period of two years following retirement from office, and the Chairman of any Working Party of the National Council. Council may also co-opt up to three additional members who will serve for one year but may be re-elected by Council. Elected delegates and deputy delegates shall be elected by each respective region of the Association in accordance with the requirements of the Trade Union Act of 1984 and/or any other applicable legislation. A Trustee from the Benevolent Fund and the Chairman of the Management Committee of the Benevolent Institution for Retired Agents will have the right to address Council but will not be members thereof.

The Council may, from time to time, at its discretion, elect an Assistant General Secretary. Such election shall be by a majority vote. The term of office of the Assistant General Secretary shall run to the next Annual General Meeting at which time re-election shall be required by said meeting in line with the procedures for the election of Officers 4 (ii) below.

**(ii) OFFICERS**

Nominations for the following national officers may be submitted in writing by any properly convened regional meeting of the Association so as to reach the General Secretary at least 28 days prior to the date fixed by Council for the next Annual General Meeting. The General Secretary shall then take such steps as are necessary to hold an election in accordance with the requirements of the Trade Union Act of 1984 and/or any other applicable legislation. The National Council may put forward a nomination for each office.

- a) Chairman
- b) Vice Chairman
- c) General Secretary
- d) Honorary Treasurer

### **(iii) AUDITORS**

The Annual General Meeting of the Association shall elect or re-elect Auditor(s).

### **(iv) ADMINISTRATION OF THE ASSOCIATION**

The General Secretary is responsible to Council for the administration of the Association and may appoint and dismiss service providers to fulfil this function. Service providers' remuneration will be in accordance with Annually renewable service contracts.

In the event of incapacity of the General Secretary, Council may elect to pass the administration of the Association to the Assistant General Secretary or any other member as it may decide

### **5. ANNUAL GENERAL MEETING AND FINANCIAL YEAR**

The financial year shall end on 31<sup>st</sup> October and the Annual General Meeting of the Association shall be held within five months of that date, unless as a consequence of exceptional circumstances, Council decide otherwise.

### **6. ALTERATION TO THE RULES AND/OR CONSTITUTION**

Alterations and additions may be made by the resolution of a General Meeting, the amendment and the meeting having been duly and properly convened to all members of the Association in accordance with standing orders. The National Council may amend subject to confirmation by the next General Meeting. Any action taken in pursuance of the addition or amendment to the rules, but before the date of the General Meeting shall be valid irrespective of whether that rule is confirmed.

### **7. INDUSTRIAL ACTION**

Industrial action on behalf of the Association can only be authorised by a meeting of the National Council following a postal ballot of all members. At both stages there must be a majority of two-thirds of those voting in favour of the proposed action. It is also necessary for two-thirds of the eligible membership to return on time the postal ballot papers and for three-quarters of those eligible to attend National Council, to be present.

### **8. WINDING UP**

The Association shall be dissolved by a two-thirds majority of those voting in favour, at a specially convened General meeting.

In respect of the General Secretary and Honorary Treasurer, the re-election of these two officers must not take place more than twice unless a ballot of members indicates there is at least seventy five per cent voting in favour of such a re-election. Apart from the foregoing, in the event of only one nomination being received for any office, that person shall be deemed elected.

### **9. STANDING ORDERS**

#### **COUNCIL**

- i. All meetings shall be held at a place, date and time as the Officers may decide.
- ii. The Chairman or any three Regional Council delegates may at any time instruct the General Secretary to summon a meeting of Council stating the place, date and time, together with the purpose of the meeting.
- iii. Notice of every meeting incorporating detailed Agenda shall be posted to all members of the Council at least fourteen days before the date of the meeting. Officers, Delegates and Deputy Delegates shall notify the General Secretary at the address on the notice and within seven days of the date of the notice convening the meeting, if they will not be present at the meeting.

National Officers may not be represented by deputies. Where, after the issue of the notice convening the meeting any Delegate fails to reply in the time allowed, it shall be deemed that the delegate will be attending the meeting in person.

Where the number of Delegates, Deputy Delegates and Officers replying indicates that there will not be at least eight members, including at least four Delegates or Deputy Delegates at the meeting, the General Secretary shall postpone the meeting, notifying all Delegates by post accordingly

The Chairman is responsible for running the meeting as appropriate for the business detailed in the Agenda.

- iv. If not less than eight Council members including four Delegates or Deputies are in attendance at the meeting, those present shall be competent to exercise all or any authorities, powers and discretions vested in the Council, except where the Constitution requires otherwise.
- v. No matter shall normally be decided unless it has been included on the published Agenda, but it may be discussed under "Any Other Business". A matter not included on the Agenda may be put to the vote after discussion, subject to two-thirds vote in favour of reaching a decision, at that meeting, except where the Constitution lays down more precise instructions.

Motions or amendments may be withdrawn with the consent of the proposer and seconder.

- vi. If the Chairman is not present, the Vice-Chairman shall preside and failing his presence, those Delegates present shall elect a Chairman for that meeting.
- vii. Decisions shall be made by a majority vote except where the Constitution require otherwise. In the event of equality of voting the Chairman may have a further casting vote.
- viii. Voting shall be by a show of hands unless a secret ballot of Delegates is requested.
- ix. Voting shall be restricted to National Officeholders comprising Chairman, Vice Chairman, General Secretary, Honorary Treasurer and Assistant General Secretary (if one should be in post) together with Regional Delegates or the Official Deputy.
- x. Delegates may be represented by deputies but the General Secretary shall only be responsible for sending notice, minutes etc. to the appointed delegate.
- xi. The Council or Chairman may appoint Sub-Committees or working parties as it seems necessary, but no act or decision of such sub-committees or working parties shall be operative until submitted to the Council and accepted by it, unless the council specifically authorises otherwise.
- xii. The Council shall cause Minutes to be made of Resolutions and Proceedings of all meetings and any such Minutes be signed by the person acting as Chairman of the meeting to which they relate, or at which they are read, shall be accepted as prima facie evidence of the facts therein stated.
- xiii. When an amendment has been moved no other amendment shall be taken into consideration until the previous one has been disposed of, but intimation may be given of intention subsequently to move a further amendment. If an amendment be carried it shall then become substantive and become the original motion upon which further amendments may be moved. If an amendment be negatived, other amendments may be moved to the original motion. When an amendment has been moved and seconded discussion shall be confined to the amendment, until it has been disposed of.
- xiv. If it is proposed and seconded "that the meeting proceed with the other business of the day" then the Chairman shall immediately put the question (without discussion) except that the mover of the motion then under consideration shall have been given the opportunity to oppose if he so desires but if the same be carried in the affirmative the subject in debate shall be considered as disposed of for the day. The mover and seconder of any such motion shall confine their remarks normally to the reasons for such a motion.
- xv. At the close of any speech it shall be competent for two members to move and second, without comment "that the question be now put" which motion if accepted by the Chairman shall be voted on immediately without discussion and if carried the Chairman shall put the question under consideration – save only that such closure shall not operate to prevent the right to reply by the mover of the motion immediately before it is put to the vote.
- xvi. The meeting shall have power to deal with irregular and improper conduct either by resolving that the offending member be not further heard, or instructed to withdraw, for the duration of the current meeting. The Chairman shall have the power in the event of disorder or obstruction of suspending the meeting.
- xvii. Should any region have failed to elect a Delegate, the Delegates of the other Regions may at that time act, notwithstanding the vacancy, and all acts bona fide done at any meeting of the Council shall be valid if the election of any Delegate is eventually proved to be invalid if there is some defect in the appointment or in the qualification of the person in question, any acts done by the Council shall be valid as if the defect had not occurred.
- xviii. The Office Holders of the Association shall be empowered to expend the necessary funds up to a limit of 10% of Association reserves, upon expert professional guidance or assistance for the furtherance of any one negotiation or representation without prior notice to Council members.
- xix. The Chairman is empowered to form a Chairman's Advisory Sub-Committee.

- xx. Members and Officials of the Association may attend meetings of the Council if invited to do so by the Chairman and may with permission speak but may not vote.
- xxi. Standing Orders may be amended by a resolution of the Council and they may be suspended by a two-thirds majority vote by those present and eligible to vote.

## **10. STANDING ORDERS**

### **ANNUAL GENERAL MEETINGS AND EXTRAORDINARY GENERAL MEETINGS**

- a) Meetings will be convened upon the instruction of National Council by the General Secretary posting the notice of meeting and agenda to the last known address of every paid up member on the Register, giving fourteen days notice of the meeting.
- b) A quorum shall be 10% of the total of registered members except where the Constitution lays down more precise instructions, and at a final termination meeting when those present shall be vested with the full authority of a General Meeting. In the event of no quorum being present a further meeting shall be called within 60 days.
- c) Any matter not on the Agenda may be raised by a member giving due notice to the Chairman of his intention at the beginning of the meeting, for inclusion in "Any Other Business" if time permits, at the Chairman's discretion. No conclusive decision may be taken by the meeting on a subject not on the agenda unless preceded by a two-thirds vote in favour of the making of a decision at that date.
- d) No proxy or representative votes will be permitted, each member attending having one vote with the exception of the Chairman who has a casting vote in the event of an equal division of votes.
- e) Voting shall be by a simple majority show of hands or, unless more precise instructions are laid down elsewhere in the Constitution or Standing Orders, if requested a secret ballot.
- f) Unopposed elections shall be by a simple majority show of hands. A secret ballot shall otherwise determine the result. If more than two nominations are received for any one office, a successive secret ballot shall be held, with the candidate receiving the least votes retiring until the election is resolved. For an officer to hold the same office for a third or subsequent year he must receive at least 75% of the votes of those present and voting (but see all 4(ii)).
- g) A general meeting shall have power to create new or terminate existing Offices open for election which can be immediately filled without further notice. (but see also 4 (ii))
- h) A general meeting shall confirm or reject every amendment or addition to the rules enacted by Council. Any action taken in pursuance of the addition or amendment to the rules, but before the date of the General Meetings, shall be valid irrespective of whether that rule is confirmed (see 6 also).
- i) Except as detailed above all General Meetings shall be conducted and have the same powers as a Council Meeting.
- j) Resolutions for consideration by General meetings may be submitted either by Council or properly convened Regional Meetings of members. In the case of the latter such resolutions must be submitted to the General Secretary in writing so as to be in his hands not less than 28 days prior to the date fixed for the General Meeting.

## **11. MEMBERSHIP OF THE ASSOCIATION**

**1) COMMISSIONED MEMBERSHIP** - shall be open to Area, Group, Senior Group, Local Branch, Joint Group, Assistant Group and Junior Group Secretaries, any of whom must be under a contract of employment with one of the National Farmers' Unions and/or be appointed agents on a commissioned basis with the NFU Mutual. Commissioned members are eligible to be elected to any office at Regional or National level.

**2) SALARIED MEMBERSHIP** - shall be open to Senior Accounts Executives and Account Executives who are employed by the NFU Mutual and may or may not be under a Contract of Employment with one of the National Farmers' Unions. Salaried members are not eligible to be elected to office at National level.

**3) ASSOCIATE MEMBERSHIP** – shall be open to such persons who do not qualify under (1) or (2) above but nevertheless are regarded by the Region concerned and National Council to be suitable for membership. Associate membership permits participation in educational and social matters and attendance at business meetings without the right to vote. Associate members may, at inception of membership, opt to have Legal Expenses cover under the Association's scheme for the annual additional charge operative at the time.

**4) RETIRED MEMBERSHIP** – all members of NAGS upon retiring may be nominated by their region for retired membership on payment of the appropriate subscription. Benefits and conditions shall be restricted to those pertaining to Associate membership as detailed in (3) above.

## **VOTING RIGHTS**

Commissioned and Salaried members may elect National Officeholders. Voting on other issues will be open only to those categories of members to whom the issues is pertinent to their membership status.

Application for any grades of membership shall be addressed by his/her respective Region at the next Regional Meeting of the area in which the applicant holds his position immediately following his appointment or retirement, with the exception of Commissioned and Salaried members who do not meet the eligibility criteria in which case nominations must be submitted to Council. The Regional Secretary will advise the Administration Manager of any new members, resignations and retirements as soon as practicable following the Regional Meeting.

## **12. DISCIPLINARY ACTION**

A member in any category may not be disciplined, except for failing to pay a subscription required by the rules, unless he:

- i. Has had written notice of the charge against him and reasonable time to prepare his defence;
- ii. Is afforded a full and fair hearing by National Council;
- iii. Is given a written statement of the findings.

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The only disciplinary action to which a member shall be subject is expulsion and disqualification. No other disciplinary action can be taken by the Association. A disqualified member may request and be granted a meeting with National Council to discuss his case and shall be re-instated without payment of arrears if National Council agrees.

## **13. WITHDRAWAL**

Any member may resign from the Association by giving written notice to the General Secretary.

## **14. COMPLAINTS**

Complaints by members of action by the Association, by an official or by any Officer, should be referred to the appropriate Regional Meeting in the first instance and then, if necessary, to the National Council.

Alternatively, on the written request of thirty members a special General Meeting shall be convened by the General Secretary as soon as possible following receipt of the request, with full details of the complaint on the Agenda.

## **15. FINANCE**

- I. Property and funds belonging to the Association may only be used and invested in accordance with instructions authorised by the National Council. Transactions involving more than 50% of the Association's funds must receive prior approval by a General Meeting.
- II. Council to appoint a Finance Committee which will consist of the immediate Past Chairman, the Treasurer and two Council Members proposed and elected annually by Council.
- III. Subscriptions, honoraria and expenses will be reviewed annually by Council following the recommendations of the Finance Committee..
- IV. Accounts to the satisfaction of the Association's Auditors shall be prepared and circulated to all members annually in advance for approval at the Annual General Meeting.
- V. A register of members shall be available for inspection by any member on request.
- VI. In the event of dissolution of the Association, any surplus of property or funds shall be realised and transferred to the benefit of a registered charity or some other association, as determined by the final General Meeting.
- VII. No one Officeholder or Chairman of Working Parties may have the power to bind the Association to expenditure of more than £500 without the agreement of a second/another Officeholder of the Association. This agreement must be recorded in writing.

**16.** Any reference in the Constitution to the male shall equally apply to the female and vice versa.

## 17. **SUBSCRIPTIONS**

The subscription rates of the Association shall be fixed from time to time by a meeting of the Council of the Association provided that any proposed changes shall be printed in the Agenda for that Council Meeting. Any changes in subscription rates shall take effect from 1st November following the Council Meeting approving such a change. All subscriptions fall due on 1st November each year, but may be charged at pro rata rates for any Full Membership.

The Constitution was amended at the Annual General Meeting of the Association held at the Shrigley Hall Hotel, Macclesfield, Cheshire on 12<sup>th</sup> March, 2009.