

PROPOSED CONSTITUTION DATED NOVEMBER 1973

1. Title The designation of the Association shall be:

'The National Association of Wine and Beermakers (Amateur) Abbreviated title 'NAWB' - Formerly known as National Association of Amateur Winemakers 'NAAW'

2. Objects

- a. To promote the art of home Wine and Beermaking
- b. To encourage the exchange of Wine and Beermaking knowledge amongst members
- c. To organise lectures, shows and conferences
- d. To represent the Wine and Beermaking interests of members at all levels in all its aspects including the Law in relation thereto.
- e. To organise National Shows
- f. To set the standard of Wine and Beer shows
- g. To confirm the standards of Wine and Beer judging and to encourage the maintenance of such standards
- h. To recommend the standard for education.

3. Membership

Membership of the association is open to:

- (a) Individuals, (b) Wine and/or Beer Circles/Guilds/Associations,
- (c) Federations of Wine and/or Beer Circles

Wine and/or Beer Circles/Guilds/Associations are groups of wine and/or beer makers holding regular organized meetings with elected officers. The number of members constituting a Circle/Guild/Associations for NAWB purposes will be set by the National Executive each year but must not be less than 15.

Federation: The number of affiliated Circles/Guilds/Associations to constitute a Federation for NAWB will be set by the National Executive each year but must not be less than 6.

4. Voting

Each paid up member is entitled to one vote on attendance at the General Meetings.

In exceptional circumstances a postal vote may be taken on recommendation of the Executive Officers of the NAWB

5. Provision for Finance

Registration, rejoining fees and subscriptions will be set as per rules. The committee shall raise and administer the funds of the Association. A banking account shall be held in the name of the Association.

The year shall end on 30 June.

The Association shall take out and hold a Fidelity bond on behalf of the financial officers.

The income and property of the Association whence so ever derived, shall be applied solely towards the promotion of the object of the association as stated, and no portion shall be paid or transferred directly or indirectly by way of bonus or dividend to the members of the Association, provided that nothing herein shall prevent the payment of an honoraria or the repayment to any member of legitimate expenses in the furtherance of the work.

If upon the winding up or dissolution of the Association there remains after the satisfaction of all debts and liabilities any property or funds, the same shall not be given to members but shall be given or transferred to some charitable institution, such institution to be determined at the time of dissolution.

6. General Meetings

An Annual General Meeting shall be held each year at such time and place as the Executive Committee shall appoint. The Committee shall lay before the meeting a report of the year's proceedings and a statement of accounts certified by the auditor.

Other General Meetings may be called at the discretion of the committee. A Special General Meeting shall be called within 50 days of receipt by the Secretary of a requisition signed by 20 voting members, setting out resolutions to be proposed at the meeting. The Agenda of any Special General Meeting shall be announced at the time of giving notice of the meetings and no propositions shall be considered at such meetings except those detailed on the Agenda.

At the first committee meeting following the AGM, the committee shall invite a suitable member of the NAWB to become their President for the ensuing year.

7. Accounts of the Association

True accounts shall be kept of the sums of money received and expended by the Association and the matter in respect of which such receipt and expenditure takes place and property credits and liabilities of the Association and subject to any reasonable restriction as to the time and manner of inspecting the same that may be imposed in accordance with the rules of the Association for the time being shall be open to inspection of the members.

Once, at least, in every year the accounts of the Association shall be examined and the correctness of the balance sheets ascertained by one or more properly qualified auditor or auditors.

8. Officers of the Association

The Officers of the Association shall be:

- a. Chairman
- b. Vice-Chairman
- c. General Secretary
- d. Treasurer

9. Management of the Association

Management of the Association shall be vested in an Executive Committee constituted in accordance with the rules of the Association and with the powers, duties and functions as therein prescribed.

10. Alteration of the Constitution

The Constitution of the Association shall not be amended or added to unless supported by at least 60% of the members voting.

11. Dissolution of the Association

If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities and property whatsoever, the same shall not be paid to, or distributed among, the members of the Association, but if and so far as effect can be given to the next provision shall be given or transferred to some other Association or Associations having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property amongst its members to an extent at least as is imposed upon the Association under or by virtue of clause 9 thereon, such Association or Associations to be determined by the members of the Association at, or of the year before, the time of dissolution or in default thereof by the President for the time being of the Association in his absolute discretion and if an so far as effect cannot be given to the foregoing provision then to HM Customs and Excise Departments Benevolent Fund.

NATIONAL ASSOCIATION OF WINE AND BEER MAKERS (AMATEUR)

ABBREVIATED TITLE 'NAWB'

PROPOSED RULES DATED NOVEMBER 1973

- (1) Interpretation - In these Rules unless the content otherwise omits "The Association" means the above-named Association. (Formerly the National Association of Amateur Winemakers:- NAAW).

"The Executive" means the Members for the time being of the National Executive Committee hereby constituted.

"The Rules" means the rules hereby promulgated or such other rules as shall for the time being be in force.

"Members" means any person, Federation or Circle who or which has been admitted to Membership of the Association as hereinafter provided in these Rules.

- (2) Members - Unless and until the Rules otherwise provide there shall be one class of Membership of the Association.
- (3) Election of Members - Members shall be deemed elected to the National Association on the majority vote of the members present and voting at either a meeting of the Executive or at a General Meeting of the Association.

Federations - On application for membership shall submit the names of Circles and name and address of Secretary.

Circles - Applications shall submit to the Membership Secretary a list of the names and addresses of the officers and a certification that the Circle has a membership of at least 15 people.

- (4) Rights and privileges of and limitations on Members

The rights and privileges of every Member shall be personal to him or them and shall not be transferable or transmissible.

- (5) Subscriptions

- (a) From the 31st December 1974 a 'Registration Fee' of £1 to be paid on initial joining.
- (b) A 'subscription' of £2 shall be due and payable in advance on the first day of July in each year. If not payed and received by the NAWB by the 31st December of that year membership will have been deemed to have elapsed.
- (c) A 'Re-registration Fee' of £2 will be payable where membership has lapsed.
- (d) A subscription reduction of 50p may be claimed where an individual is a member of a Wine and/or Beer Circle/Guild/Association.

- (e) In the case of individuals a further subscription reduction of 50p may be claimed when the Circle/Guild/Association is a member of a Federation.
- (f) A Circle/Guild/Association member of the NAWB may claim a subscription reduction of 50p when a member of a Federation.
- (g) Members can only name one Circle/Guild/Association and one Federation in each financial year. In the case of members paying by bankers order a required charge of allegiance for the current financial year is required to be made in writing to the membership Secretary NAWB.
- (h) Where a member Circle/Guild/Association has 15 or more paid up member of NAWB in one financial year that Circle/Guild/Association shall be entitled to a rebate of 20p per NAWB member.

(6) Honorary Members

The Executive may from time to time recommend to an Annual General Meeting the appointment of Honorary Members of the Association persons who in the opinion of the Executive have rendered service to Amateur Wine and Beer making and in promoting the interests and objects of the Association.

They may not be elected to the National Executive but in all other respects enjoy the rights and privileges of full membership.

- (7) Management - The Management of the affairs and business of the Association shall be vested in an Executive who in addition to the powers and authorities by these Rules expressly conferred on them may exercise all such powers and do all such acts and things as may be exercised or done by the Association as are not hereby or by the Rules expressly directed or required to be exercised or done by the Association in General Meeting but no new Rule shall invalidate any prior act of the Executive which would have been valid if the same had not been made.

(8) Constitution of the National Executive Committee (Executive)

- (a) The members of the Executive shall be persons who are members of the Association.
- (b) The Executive shall consist of 15 members.
 - (i) 12 elected members (duly proposed, seconded and accepted by the nominee).
 - (ii) 1 nominated by the member Federations.
 - (iii) 1 nominated by the member Circles/Guilds/Associations.
 - (iv) 1 nominated by the Amateur Winemakers National Guild of Judges AWNGJ.
- (c) Where no agreed nominee for posts (ii), (iii) and (iv) above is received in writing by the Secretary of the NAWB prior to the start of the AGM the Executive may nominate a person to fill the vacancy.

- (d) A minimum of 1/3rd of the 12 elected members shall retire by rotation each year. A retiring member can be eligible for re-election.
- (e) Nominated members shall be nominated annually. A retiring member can be eligible for re-nomination.
- (f) The Executive may fill up any casual vacancy in any representation which shall occur between one AGM and another with a like representative and any member of the Executive so appointed shall retire at the succeeding AGM but be eligible for re-election.
- (g) The Executive shall have the power to co-opt up to 3 additional members for special duties or advice arising from the exercise of their duties and powers provided that any such co-opted members shall retire at the next following Annual General Meeting after co-option.

(9) Appointment of Officers

At the first meeting of the Executive following the AGM the Executive shall appoint from amongst their members, Chairman, Vice Chairman, General Secretary, and Treasurer provided that each Officer shall be a Member of a different Federation or Circle as the case may be and no person may hold more than one office at the same time.

(10) President

The election of President shall be on the recommendation of the Executive who shall recommend to the Annual General Meeting a suitable past or present Member of the Association to become President for the ensuing year.

(11) Powers and duties of the Executive Committee

The powers, duties and functions of the Executive Committee shall be:-

- (a) To hold at least 4 Meetings in each year and on such occasions as the business of the Association demands.
- (b) To receive at each Meeting reports from the General Secretary, Treasurer and such other Members of the Committee as shall be assigned special responsibilities in connection with the activities of the Association.
- (c) To take all steps necessary to maintain the administration of the affairs of the Association in efficient working order and to promote such activities within the objects of the Association as from time to time are considered appropriate or as the Annual General Meeting shall direct.
- (d) To appoint Sub-Committees with power to co-opt Members thereon, provided that the number of co-opted Members shall not exceed one quarter of the membership of each Sub-Committee.
- (e) To submit reports on its activities to the Annual General Meeting.

- (f) To deal with applications for Membership from members.
 - (g) To enforce the observance of the Rules of the Association.
 - (h) To exercise control over the Finances of the Association and to raise and administer the funds of the Association in all respects in accordance with the law of Trusts and Trusteeship.
 - (i) To implement as far as is practicable all resolutions passed at Annual and Special General Meetings of the Association.
 - (j) To keep written minutes of the proceedings of all Meetings.
 - (k) To cause Registers of Members of the Association to be kept which Registers shall in particular record the names and addresses of all Members.
 - (l) To cause proper books of account to be kept and audited by a qualified accountant.
 - (m) To cause all moneys not immediately required for the purposes of the Association to be deposited in a bank account in the name of the Association or invested in the name of the Association and in such trust securities as the Executive Committee shall direct. The Executive Committee shall have the power from time to time to realize or vary such securities.
 - (n) To cause all sums payable by the Association exceeding £5 to be paid by cheque signed by the Treasurer and one other Member of the Executive Committee.
 - (o) To cause a fidelity bond to be taken out in the name of the Association on behalf of the Treasurer and such other persons having control of the Association's funds.
- (12) The subscriptions of Members of the Association shall be those prescribed by these Rules and the form of application for admission as Members shall contain a reference to such subscriptions.
- (13) Any Member of the Association may determine their or his Membership at any time on giving to the Executive Committee notice of their or his desire, but shall be liable nevertheless to pay any subscription or arrears of subscription due at the date of such notice.
- (14) The Executive Committee may, at their discretion reduce or remit the annual subscription of any Member who shall have been a subscribing Member and shall become unable to continue the annual subscription by these Rules.
- (15) Patrons

The Executive may accept patronage on the behalf of the Association and such Patrons may be acknowledged in any manner as the Executive thinks proper.

(16) Honorary Members shall not be required to subscribe to the ordinary funds of the Association but the Executive Committee may accept from them donations for special purposes.

(17) Auditors

Two Auditors shall be appointed annually at the Annual General Meeting provided that no member of the Executive Committee shall be elected an Auditor.

The Auditors shall have access at all reasonable times to the accounts and securities of the Association and shall report thereon to the Annual General Meeting.

(18) Publications

No person shall report for publication the proceedings of any meeting of the Executive Committee or give consent to the publication of any communication to the Association without the consent of the Executive Committee.

(19) Expulsion of Members

The Executive Committee or an Annual General Meeting as the case may be can refuse to receive the subscriptions or annual renewal and may cancel the membership of any Member who in the opinion of the Executive has acted in contravention of the lawful Rules of the Association or who shall, in the opinion of the Executive Committee or the Annual General Meeting have been guilty of conduct prejudicial to the Association. Provided that any person whose membership or renewal has been refused by the decision of the Executive shall be so notified by the Executive and shall have a right to appeal to a General Meeting held not earlier than one month after the decision of the Executive Committee.

(20) Notices

A notice may be served on any Member by sending it through the post, prepaid, addressed to such Member at their or his last known registered address.

(21) Any notice so served by post shall be deemed to have been served at the time when the letter containing the same would be delivered in the ordinary course of post and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office.

(22) General Meetings

The General Secretary shall give not less than 28 clear days notice of the Annual General Meeting in writing to each Member as recorded in the Register of Members.

(23) A special General Meeting shall be convened by the General Secretary at any time and on a date not later than 50 clear days from the receipt by the General Secretary of a request so to do signed by five Members of the Executive Committee or signed by 20 Members.

Such Notice requiring a Special General Meeting to be convened shall specify the motion to be proposed at the Meeting and the names

of the proposer and seconder. The notice convening a Special General Meeting shall contain details of every motion to be moved together with the names of the proposers and seconders and no other business shall be transacted at such Meeting.

(24) The Quorum for Meetings shall be eight Members which shall include at least two Officers of the Association.

(25) Voting

(a) Decisions at Meetings of the Executive Committee shall be made by a majority of the Members present and voting. The Chairman shall have a second or casting vote.

(b) Decisions at Annual and Special General Meetings shall be made by a majority of the Members present and voting subject to Item 10 of the Constitution. Resolutions put to the vote at the meeting shall be decided on a show of hands unless a poll is demanded before or on the declaration of the result of the show of hands.

(c) A Poll may be demanded by

(i) the Chairman; or

(ii) at least three Members present.

(d) Unless a poll be so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry is made to that effect in the Minute Book of proceedings at General Meetings of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against such resolution.

(e) The demand for a poll may be withdrawn.

(f) A poll demanded shall be taken forthwith.

(g) On a vote being taken by show of hands or on a poll and there results in equality of voting the Chairman shall have a second or casting vote.

(26) Amendments to Constitution

Alterations or amendments to the Constitution shall be made only at the Annual General Meeting or at a Special General Meeting convened for that purpose.

(27) Proposals for the alteration or amendment to the Constitution or Rules at an Annual General Meeting shall be submitted in writing to reach the General Secretary, together with the names of the proposer and seconder not later than the 31st January in any year.

(28) Proposals for alteration or amendment to the Constitution or Rules for consideration at a Special General Meeting shall be in writing to the General Secretary in accordance with Rule 23.

- (29) The Executive shall have power to make such rules as are not inconsistent with the constitution to cover any matter arising in the management of the Association and to deal with any matter not provided for in the constitution subject to ratification at the next General Meeting of the Association.
- (30) The Constitution of the Association shall not be altered or amended except by a 60% majority of the Members voting or if a poll be demanded and held by a like majority of the votes cast.
- (31) The Rules of the Association may be altered or amended by a simple majority of the Members voting or if a poll be demanded and held by a simple majority of the votes cast.

(32) General Secretary's Duties

The General Secretary shall convene, attend and take Minutes of the proceedings of all Meetings of the Executive Committee and Annual and Special General Meetings. Shall conduct all correspondence of the Association and shall act on all matters and occasions under the direction of the Executive Committee and generally do all such other matters as usually pertain to the Office of General Secretary.

(33) Treasurers Duties

The Treasurer shall keep such books and financial accounts of the Association as directed by the Executive Committee and required by these Rules. It shall be his duty to receive all moneys due and payable to the Association and to disburse all sums due from the Association. He shall report to the Executive Committee at each Meeting the financial state of the Association and shall present to each Annual General Meeting a Financial Statement and Balance Sheet for the financial year of the Association.

(34) Membership Secretary's Duties

The Membership Secretary shall keep registers of Members of the Association.

(35) Indemnity

The Members of the Executive Committee for the time being of the Association acting in relation to any of the affairs of the Association, and their heirs, executors and administrators respectively shall be indemnified out of the assets of the Association from and against all actions, proceedings, costs, charges, losses, damages and expenses which they or any of them shall or may incur or sustain by reason of any act done or omitted in or about the execution of their duty except such (if any) as they shall incur or sustain by or through their own wilful neglect or default and no such Member of the Executive Committee shall be answerable for the acts, defaults, receipts or neglects of any other Member, or for joining in any receipt for the sake of conformity or for the solvency or honesty of any bankers or other person with whom any moneys or effects belonging to the Association may be lodged or deposited for safe custody or for any insufficiency or deficiency

of any security upon which any moneys of the Association shall be invested or for any other loss or damage due to any such cause as aforesaid or which may happen in or about the execution of his office unless the same shall happen through the wilful neglect or default of such Member.

(36) Show Rules

The Rules for Exhibitors at the Association's Annual Show shall be as determined by the Executive Committee within the policy promulgated at Annual or Special General Meetings of the Association and printed from time to time in the Programme and Schedule for the Annual Conference and Show.

(37) Travelling Expenses

Committee Members when travelling on Association business shall be entitled to reasonable travel and subsistence allowances not exceeding the following rates:

Day over 5 hours but not more than 10 hours	£0.58
Day over 10 hours with two main-meals	£2.35
Overnight stay - London	£7.15
Elsewhere	£6.50

(Payment for overnight stay is at the discretion of the Executive).

Car allowance at 5.1p per mile plus $\frac{1}{2}$ p per mile per passenger carried on Association business, or second class rail fare as applicable.

The Treasurer shall have the right to put claims in excess of the minimum rates to the National Executive Committee for authority to pay.