

**CONSTITUTION AND BYLAWS
OF
THE CACTUS AND SUCCLUENT SOCIETY
OF PAKISTAN
(CSSP)**

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**CONSTITUTION AND BYLAWS
OF
THE CACTUS AND SUCCULENT SOCIETY OF
PAKISTAN
(CSSP)**

Revision 1: Dated 07th May 2000

Revision 2: Dated 29th May 2000

Revision 3: Dated 18th June 2001

1. **PRELIMINARIES**

- 1.1 The Society shall be called the CACTUS AND SUCCULENT SOCIETY OF PAKISTAN (CSSP).
- 1.2 The Registered Office of the Society shall be HSP- DHA Garden Center, Phase-II, DHA, Karachi, but at present it is temporarily functioning at the Office of M/s. Fahim, Nanji & deSouza, 10 ILACO House, Abdullah Haroon Road, Karachi, and can be shifted by the Society, if the necessity so arises.
- 1.3 Where-ever the context arises in these Bylaws, the “Cactus & Succulent Society of Pakistan”, shall be called as “Society”.

2. **AIMS & OBJECTIVES**

The objects of the Society are to advance the education of the public by the study, culture and propagation of cacti and other succulent plants and to promote the conservation of such plants. In furtherance of these general objects the society may:

- (a) Gather and disseminate particulars of cultivation and propagation.
- (b) Hold meetings, shows, lectures, exhibitions, and visits to collections.
- (c) Arrange procurement, import or exchange of plants, seeds and study materials.
- (d) Publish journals, books, manuals and other materials and such other activities as may promote the objects.
- (e) Raise funds and invite and receive contributions from any person or persons by way of subscriptions, publication of books, manuals and other materials, provided that the Society shall not undertake any permanent trading activities in raising funds for its primary charitable objects.

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- (f) To establish contacts with other local & foreign organization having similar interests.
- (g) To work in affiliation with the Horticulture Society of Pakistan.
- (h) To set up a library, buy books on “Cacti & Succulents” and subscribe to foreign Cacti & Succulents magazines with up to date information and research for the benefit of members.
- (i) To accept, purchase, receive, take on lease or hire or otherwise acquire any movable or immovable property rights or privileges on terms and conditions not inconsistent with the foregoing objects.
- (j) To establish Chapter in other parts of Pakistan wherever appropriate.
- (k) The income and property of the Society howsoever derived shall be applied towards the promotion of the objects of the Society and not transferred directly or indirectly by way of dividend or bonus, or otherwise howsoever by way of profit to any person(s) who at any time are or have been members of the Society provided that nothing herein contained shall prevent the payment in good faith of remunerations to any officer or servant of the Society, or to any member their of or other person, in return for any service actually rendered to the Society, or the payment of interest, or money borrowed from any member of the Society.

3. **MEMBERSHIP, SUBSCRIPTION, CESSATION, EXPULSION**

3.1 Membership:

Membership in the Society shall be open to persons interested in the objects of the Society. No members shall be responsible for debts incurred by the Society.

3.2 Application

All Applications for membership shall be in writing on the Society’s standard Membership Form, shall be proposed by two ordinary members and accompanied by one year's subscription or such sum as may have been approved by the Executive Council.

3.3 Eligibility:

The Executive Council shall decide under these articles any question, which may arise as to the eligibility or otherwise of any candidate for admission as a Member and the decision of the Executive Council shall be final.

3.4 Types of Membership:

Members of the Society shall be Founder Members, Ordinary Members, Life Members, or Junior Members, and these categories shall be as defined below:

- a) Founder Member: All persons who became members in the Society founding meeting held on 7th May 2000, and paid within 3 months the subscription established for a Life Member. They shall have all the rights & privileges of an Ordinary Member.
- b) Full Member: All those members who pay a subscription each year of an amount fixed by the Executive Council. A Full Member shall be entitled to attend, take part in and vote at all General and Extraordinary General and Chapter meetings, and to the Journal and News Letters of the Society. An Ordinary Member is eligible for election to membership of any of the Society's Committees.
- c) Life Member: An Ordinary Member may, upon one time payment of the fee fixed by the Executive Council and subject to election by the Council, become a Life Member and shall thereafter be exempted from any further subscriptions.
- d) Junior Member: Members below 18 years who pay a subscription each year of an amount fixed by the Executive Council. They shall be entitled to all the rights and privileges of an Ordinary Member, except that they will be have no voting rights.
- e) Honorary Member: The Executive Council may elect unanimously as Honorary Member(s) persons of eminence and distinction in the study and practice of Cacti & Succulent, who by their presence can enhance the prestige of the Society. Such members shall be exempted from payment of any fees or subscriptions and shall be entitled to all the privileges of an Ordinary Member except that they shall not attend the General Body Meeting and shall not hold any office.

3.5 Election of Members:

All candidates for election shall be proposed by two Full Members on the prescribed application form. The candidate shall be considered at the next meeting of the Executive Council and the election shall be determined by the votes of a majority of the Executive Council members present for voting. The candidate so elected shall be intimated in writing of his election.

3.6 Resignation:

- a) Any Member may retire from the Society by intimating his resignation by letter addressed to the Honorary General Secretary if all subscriptions and other debts due by him to the Society have been paid.

- b) A Member so retiring shall be at liberty to withdraw his resignation and in the event of his so doing he shall continue to be a Member, provided that notice of such withdrawal be given during the year in which the resignation has been notified and that subscription for the year be paid up in full.
- c) Retired Members desiring to rejoin, shall be deemed to become Members without any formal re-election upon their desire to rejoin being notified to the Executive Council. A Member who has resigned of his own volition may rejoin without payment of a further entrance fee.
- d) A Member who has not paid up dues of the Society for two consecutive years shall cease to be a Member and shall not be eligible for re-election until he has paid up all his arrears of subscription and indebtedness to the Society.

3.7 Expulsion:

- a) The Executive Council shall have power to expel any Member for conduct detrimental to the best interests of the Society.
- b) If the Council is of the opinion that any Member has by reason of a breach of or non-compliance with the Bylaws (other than such as related to payment of monies to the Society) or otherwise, ceased to be eligible for Membership of the Society, the name of such Member shall not be removed from the Register until he has been notified in writing of the alleged breach or non-compliance or other circumstances relating to continued eligibility and invited to show cause within 30 days from the date of the notice as to why his name should not be removed from the Register. If the Member shall fail to show cause in accordance with the notice or if having shown cause, the Council is of the opinion that such Member has failed to establish his continued eligibility the name of such Member shall be removed from the Register.
- c) In the event of any Member resigning or being expelled from the Society during any year, any subscription paid by him shall not be apportioned, and no portion of the said subscription shall be returnable.

3.8 Subscription:

- a) All subscriptions shall be for a calendar year or such period fixed by the Executive Council.

- b) Those Ordinary Members who are 65 years of age at the date of making or renewing an application for membership shall be entitled to pay a reduced subscription of an amount fixed by the Executive Council.
- c) If a Member shall fail to pay any levy or annual subscription within three months after the same becomes due, a final notice shall be sent to such Member requiring payment of the amount due within one month and in default of payment within such further period, the Council may remove the name of the defaulting Member from the Member's Register.
- d) A Member whose name is removed from the Register for reasons given above, within a period of one year, may have his name reinstated on the Register at the discretion of the Council, on payment of his subscription in arrears and for the intervening period together with a rejoining fee to be determined from time to time by the Council provided that he is otherwise eligible for membership.

4. **GENERAL BODY**

- 4.1 The General Body of the Society shall consist of the Founder Members, Full Members and Life Members and every Member of the Society who is not disqualified by the Bylaws from so doing shall be entitled to attend and vote at all meetings of the Society.
- 4.2 The Society shall hold an Annual General Meeting once every year and not later than 15th June of each year, when the following business shall be transacted. The meeting shall be open only to Members of the Society.
 - (a) To receive the President's report.
 - (b) To receive the Honorary Treasurer's annual report and audited accounts for the preceding year.
 - (c) To elect the office bearers for the Executive Council, every other year.
 - (d) To receive the result of any postal ballot.
 - (e) To deal with any other relevant business and reports.
- 4.3 A proper written notice, in Society Journal, Society Newsletter, or by post, fax, email, messenger, for all the meetings giving place, date and time of the meeting along with agenda shall be sent to the Members by the Honorary General Secretary at least two weeks before the date of the meeting.
- 4.4 The General Body shall have the powers to amend these Bylaws by a resolution passed by at least thirty-five percent of the total membership.

- 4.5 51% (Fifty One percent) or more Members in good standing may send an application signed by all such Members giving names and Membership numbers, to the Honorary General Secretary to requisition a special meeting of the General Body to consider the matters detailed in the application. Within two weeks of the receipt of such application, the Honorary General Secretary shall give proper notice to the Members for the Extraordinary General Meeting along with the copy of the application received by him. Only matters detailed in the application shall be discussed in the meeting. If the quorum is not completed within thirty minutes of the time fixed for the meeting, it shall be adjourned sine die without transacting any business.
- 4.6 An Extraordinary General Meeting may be called at the discretion of the Executive Council. The Honorary General Secretary shall then give written notice of the meeting through the next appropriate Journal/or Newsletter of the Society, or by post, fax, e-mail, or messenger.
- 4.7 Voting:
- a) Each member shall have one vote.
 - b) Elections shall be conducted by ballot and by proxies for such Members of the General Body as are unable to attend in person.
 - c) Elections will be held under rules and By-laws framed by the Executive Council.
 - d) In all the meetings of the Society every resolution shall be decided by a show of hand.
 - e) In case of an equality of votes in election, lots will be drawn.
 - f) In the case of an equality of votes in respect of resolutions, the President of the meeting shall have the casting vote.

5. **EXECUTIVE COUNCIL**

- 5.1 The Executive Council shall be the governing body of the Society and shall have the full control and management of its affairs, with power to make such By-laws they may consider necessary and with power to invest and otherwise deal with the funds and property of the Society. The Council may request any member to resign without assigning any reason.
- 5.2 The Executive Council shall consist of ten (10) members with six (6) office bearers as noted below and shall be elected by the General Body for a term of two years:

- 1 – President
- 1 – Vice President
- 1 – Honorary General Secretary
- 1 – Honorary Joint Secretary
- 1 – Honorary Treasurer
- 1 – Honorary Publications/Media Secretary
- 4 - Members

5.3 The functions of the officials of the Society shall be: -

- (a) The President, who shall preside at all meetings of the Executive Committee, and at the Annual General Meeting. His function is to ensure the fulfillment and furthering the aims and objects of the Society.
- (b) The Vice President, who shall act in the absence of the President.
- (c) The Honorary General Secretary, who shall conduct the correspondence and business of the Society and generally act in accordance with the decisions of the Executive Council and its Committees, and who shall enroll new Members, maintain the register of Members and deal with matters relating thereto and undertake such other duties as defined by the Executive Council.
- (d) The Honorary Joint Secretary, who shall assist the Honorary General Secretary and act in his absence.
- (e) The Honorary Treasurer, who shall receive, spend and keep and submit proper accounts of all monies of the Society in accordance with the decisions of the Executive Council and shall at every Annual General Meeting present proper accounts duly audited by qualified accountants.
- (f) The Honorary Publications/Media Secretary who shall be responsible for the Society publications and interaction with the media.

5.4 The Executive Council shall have a term of two years. At every alternate Annual General Meeting the members of the Executive Council shall retire but shall be eligible for re-election.

5.5 A member of the Executive Council shall vacate his office if he absents himself from the meetings of the Executive Council for more than two consecutive meetings without prior intimation to the Honorary General Secretary.

- 5.6 The Executive Council may elect such Committees as they think proper and may define their powers and duties.
- 5.7 The President may call an emergency meeting of the Executive Council by giving three days notice to the members to discuss any urgent matter.
- 5.8 Meeting of the Executive Council shall be held at least six times every year and at such other times as the President may think fit or if requisitioned by at least five (5) members of the Executive Council.
- 5.9 The meetings of the Executive Council shall be called by the Honorary General Secretary by giving at least fifteen days notice to the members. The agenda for the meeting shall be conveyed along with the notice to the members.
- 5.10 The Council shall take steps for the registration of the Society with statutory bodies of Pakistan. In case the statutory bodies requires any changes affected in the Bylaws the same shall be made. The changes so made and the reason thereof shall be submitted at the next General Body meeting for ratification by the General Body.

6. NOMINATION & ELECTION OF OFFICIALS

- 6.1 The elections for the 10 members of the Executive Council shall be held at least two weeks before the expiry of the term of Council. Only (such) Members in good standing shall be eligible to take part in the elections, which will be held according to following procedure and rules.
- 6.2 The Council shall appoint one senior Member of the Society, who is neither a Member of the Council nor a candidate for election, as the Election Officer to conduct the elections of the Council. The elections will be held by secret ballots. Members who are unable to personally attend the election may appoint a proxy by sending a letter in writing to the Election Officer. The results of the elections will be announced by the Election Officer in the Annual General Meeting. The Election Officer shall have the power to co-opt up to three members who are neither members of the Council nor candidates for election, to assist him in the discharge of his responsibilities.
- 6.3 The Election Officer shall invite nominations of intending candidates on a proper form bearing the signature of a proposer and seconder and accompanied by the written and signed consent of the nominee four weeks before the date of the Annual General Meeting. After scrutiny of the nomination forms, if the candidates are more than the vacancies, the Election Officer shall, issue ballot papers to eligible individual members two weeks before the date of the Annual General Meeting. The Election Officer shall

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have the right to reject any incomplete/incorrect form. The sealed ballot papers will be received by the Election Officer before 3 P.M on the day (before the date) of the Annual General Meeting fixed in the notice. The ballot papers shall be opened by the Election Officer one hour (s) before the time of the Annual General Meeting fixed in the notice, in the presence of at least three members of the Council and those candidates who may like to be present. The Election Officer shall have the right to reject any incorrectly marked ballot paper. The Election Officer shall compile the result of the elections and announce the same in the Annual General Meeting. After counting the votes the Election Officer will keep all ballot papers in a sealed envelope duly signed by him and the three members of the Council for future record.

7. **QUORUM**

- 7.1 At least three (3) office bearers & two (2) Members shall form the quorum of the Executive Council.
- 7.2 One-fifth of the total membership of the Society or twenty-five (25) members whichever is less, shall form a quorum for a General Body Meeting. In case of lack quorum the meeting shall be adjourned and held at the same place two (2) hours after the specified time, and no quorum shall be required for the adjourned meeting.
- 7.3 If the quorum for an Extraordinary General Meeting is not completed within thirty minutes of the time fixed for the meeting, it shall be adjourned sine die without transacting any business.

8. **INCOME OF THE SOCIETY**

8.1 Individual Members:

The persons desiring to become individual members shall pay:

	Full Members	Junior Members	Life Members
a) One time payment as registration fee.	Rs.200/=	Rs.100/=	Rs.200/=

b) Annual subscription	Rs.500/=	Rs.150/=	Rs.2,500/=
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- 8.2 The rates of subscription for different grades of Members can be revised by a resolution passed by a simple majority vote of the Members present in an Annual General Meeting.
- 8.3 The Society will accept donations from its members or other bodies.
- 8.4 All the funds of the Society will be deposited in scheduled bank(s) and will be used as per provisions of the Bylaws and will be subject to a proper audit by an Auditor appointed by the Society. The name of Auditors shall be submitted to the General Body for approval in the Annual General Meeting.
- 8.5 The deposit books and cheque books of the bank account(s) shall be in the custody of the Honorary Treasurer. The bank account shall be operated jointly by the Honorary Treasurer and one of three office bearers of the Society nominated by the Council for this purpose. In case the Honorary Treasurer informs the Council about his intending prolonged absence, the Council shall nominate an acting Honorary Treasurer for the period of such absence, and he shall take/hand over charge of the accounts from/to the Honorary Treasurer.
- 8.6 The first financial year of the Society shall be completed on 30th June of the next year after adoption of these Bylaws. Thereafter the financial year of the Society shall be from 1st July to 30th June.

9. **CHAPTERS**

- 9.1 Any group of Members may recommend to the Honorary General Secretary the formation of a Chapter. If in the opinion of the Executive Council the Chapter would consist of sufficient Members to be and remain a viable unit the Executive Council shall appoint a suitable person to inaugurate the Chapter. A Chapter must hold at least one meeting in any three calendar months.
- 9.2 The name of the Chapter shall be determined by the Executive Council having regard to the wishes of the organizing Members of the Chapter. It shall, as far as possible indicate the geographical center of Chapter activities.
- 9.3 Every Member shall be entitled to attend the meetings of any or every Chapter whether or not he or she is a Chapter Member.
- 9.4 A Chapter may be dissolved only on request to the Executive Council and cannot be dissolved by its own Chapter Committee.

- 9.5 On the dissolution of a Chapter all records, monies, stationery and other assets shall immediately be transferred to one of the officials of the Society.
- 9.6 Each Chapter shall be managed by a Chapter Committee elected by Members of that Chapter.
- 9.7 The election of Chapter Officials and Committee Members shall take place at the Chapter Annual General Meeting.
- 9.8 No Member shall be eligible for election as an Official or Member of the committee of more than one Chapter except with the mutual consent of the Chapters concerned.
- 9.9 Each Chapter may appoint one delegate to attend and vote on behalf of the Chapter at any Executive Council meeting.
- 9.10 No Chapter shall incur any expenses exceeding its financial resources without the prior consent of the Executive Council.
- 9.11 Proper accounts and records of receipts and expenditure are to be kept by the Chapter and the accounts shall be audited annually by the professional auditor(s) or two members of the Chapter who are not members of the Chapter Committee.
- 9.12 The Honorary Treasurer of each Chapter shall at any time on being requested to do so by the Society Honorary Treasurer furnish a statement of receipts and payments and the necessary vouchers in support thereof.

10. INTERPRETATION OF BYLAWS & ALTERATIONS

- 10.1 (a) Any alteration to these Bylaws must receive the assent of two-thirds of the Members present and voting at an Annual General Meeting provided that no alteration shall be made which will have the effect of causing the Society to cease to be a regulated charity at law.
- (b) Notice to propose any alteration to these Bylaws must be given in writing with a draft of the proposed rule signed by the proposer and seconder to the Honorary General Secretary of the Society, who shall approximately disseminate this proposal to all members in the Society.
- (b) Amendments to the proposed change to these Bylaws must be submitted in writing with a draft of the amended rule signed by the proposer and seconder to the Honorary General Secretary of the Society.

No alteration or amendment of a rule will be accepted other than in strict accordance with this rule.

- 10.2 The Executive Council shall be the sole authority for the interpretation of the Rules and their decisions shall be final.

11. DISSOLUTION

The Society may be dissolved by a resolution passed at an Extraordinary General Meeting held in accordance with this Constitution. Such resolution may give instructions for the disposal of any assets held by or in the name of the Society provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed amongst the members of the Society but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Society as the Society shall determine and in so far as effect cannot be given to this provision then to some other charitable purpose.