

# GARDEN MEDIA GUILD

## BYE-LAWS

*As Amended 15<sup>th</sup> November 2007 and 20<sup>th</sup> November 2008*

### 1. PERSONAL INFORMATION

*This section of bye-laws concerns Personal Data within the meaning of the Data Protection Act, 1998 and the responsibilities of Guild members, committee and Honorary Officers concerning the publication, distribution and use of such data. The Guild is registered with the Data Protection Registrar.*

#### 1.1 Privacy Policy

The Guild's committee will establish a Privacy Policy concerning members' personal data and distribute that policy to all existing members of the Guild. Any new members of the Guild will be supplied with a copy of this Policy on joining. Amendments to the Policy will also be distributed to all members.

### 2. DOCUMENTATION

*This section relates to documents generated and used by the Guild which bear the Guild's logo. A "document" for the purposes of this bye-law may be a paper document, a book, a video or photograph, an e-mail message or e-mail attachment. The Guild needs rules that cover the use, storage, content and destruction of such documents. The primary purpose is to reduce the risk of litigation, but another purpose is to control what is done in the Guild's name.*

#### 2.1 E-Mail Disclaimer Statement

The following standard disclaimer statement will be applied to all e-mail messages issued by a member on the Guild's behalf:

*The contents of this e-mail and any files transmitted with it are confidential and proprietary to the Guild. They are intended solely for the use of the individual or entity to whom they are addressed. If you have received this e-mail in error please notify the sender. If you are not the intended recipient you may not use, disclose, distribute, copy, print or rely on this e-mail. The sender is not responsible for any changes made to any part of this e-mail after transmission. Any views or opinions presented are solely those of the author and do not necessarily represent those of the Garden Media Guild. Although this e-mail and any attachments are believed to be free from any virus or other defects which might affect any computer or IT system into which they are received, no responsibility is accepted by the Garden Media Guild for any loss or damage arising in any way from the receipt or use thereof.*

#### 2.2 Headed Notepaper

**2.2.1 Provision of Headed Notepaper.** The Guild's office and officers will hold a supply of the headed notepaper currently in use by the Guild. The design, style and rules for use of headed notepaper will follow the rules defined in the Guild's Design Manual.

**2.2.2 Use of Headed Notepaper** The Guild's Honorary and Paid Officers and committee members may use Guild Headed Notepaper for Guild business without additional permission from the Committee. Other Guild members may be provided with a supply of Headed Notepaper on application to the Committee. Permission to use the Guild's Headed Notepaper will be subject to acceptance of the parameters defined in the Guild's Design Manual.

**2.2.3 Adaptation of Headed Notepaper** Members permitted to use the Guild's Headed Notepaper will not apply any form of adaptation, unless this is done with the express permission of the Guild's committee and in compliance with the rules set out in the Guild's Design Manual.

**2.2.4 Reproduction of Headed Notepaper** Members permitted to use the Guild's Headed Notepaper will not reproduce supplies by photocopying unless it is for a purpose and in a manner specifically approved by the Guild's officers.

#### 2.3 Content of Documents Sent on the Guild's Behalf

The content of documents sent on the Guild's behalf will not include any illegal statements, anything that is likely to bring the Guild into disrepute, any libellous or scandalous remarks or any material that could lead to a breach of Competition Law.

#### 2.4 Signatures

The following specific items must be signed by two Honorary Officers of the Guild:

- Any Contract, unless pre-authorised by the committee;
- Any matter which might reasonably be considered likely to lead to legal action.

No member will enter into any correspondence committing the Guild to expenditure of funds without prior authorisation from the Guild's executive committee.

The Guild's Paid Officers may sign communications to members, clients and other routine correspondence.

#### 2.5 Document Retention

**2.5.1 Membership Records** These will be retained by the Guild's Paid Officers until that member resigns, is deemed to have resigned, or is known to have died.

**2.5.2 Committee Minutes** These will be retained as long as necessary by individual committee members. An archive copy will be held indefinitely by the Archivist.

**2.5.3 Yearbook** One reference copy of each Yearbook will be held by the Guild's archivist.

**2.5.4 Annual Accounts** One reference copy of the Guild's Annual Accounts will be held by the Guild's Archivist. Other copies will be retained as necessary by the Honorary Treasurer.

**2.5.5 Correspondence** Copies of Guild e-mails and other routine correspondence will be kept by the sender for a maximum of six months, unless the project concerned is still active.

## 2.6 Document Disposal

**2.6.1 Membership Records** When a member resigns, is deemed to have resigned or dies, that individual's membership record will be destroyed by the Guild's paid officers by shredding or burning.

**2.6.2 Yearbook** Apart from one archive copy (see 2.5.3 above), and a copy in the Guild's office, out of date copies of the Guild's Yearbook will not be retained by the Guild or its members. When individual members' copies become out of date, they must be disposed of in a secure manner, preferably by shredding or burning.

## 2.7 Provision of Documents to New Members

The Guild's office will supply all newly accepted members other than Associates, with the following:

- Welcome letter;
- Receipt / membership card;
- Current Yearbook;
- Constitution;
- Bye-Laws;
- Privacy Policy;
- Ethical Guidelines
- Latest Newsletter

The Guild's office will supply all newly accepted Associate members, with the following:

- Welcome letter;
- Receipt / membership card;
- An order form for the Yearbook;
- Constitution;
- Bye-Laws;
- Privacy Policy;
- Ethical Guidelines
- Latest Newsletter

## 3. PUBLICATIONS

*This section of the bye-laws concerns publications issued or managed by the Guild. The primary purpose is to encourage consistent house style and content quality. Another purpose is to prevent misuse of Yearbook data.*

### 3.1 House Style

Use of the Guild's logo and house style in Guild publications will reflect the design rules, published in the Guild's Design Manual

## 3.2 Yearbook

### 3.2.1 Yearbook Sales

Copies of the Yearbook may only be sold or supplied by the Guild's Honorary or Paid Officers. Where sold by the Guild's Officers, the Yearbook price will be whatever is considered to be commercially justifiable. A statement will appear inside the cover of each issue "Not For Resale". Guild members will not offer their copies of the Yearbook to any third party, either for sale or otherwise.

### 3.2.2 Supply of Copies to Members

A copy of the Yearbook is supplied to all Full Members, Probationary Members, Retired Members and Overseas Members. Other Guild members can purchase a copy at a price to be determined by committee.

### 3.2.3 Yearbook Copies – Disposal

Copies of out of date yearbooks must be disposed of in accordance with rule 2.6.2 above.

## 3.3 Newsletter

The views expressed in the Newsletter will be the opinions of the authors and will not reflect the policies of the Guild unless they are specifically written by the Guild's Officers to achieve that aim. A statement to this effect will appear in each copy.

## 3.4 Website

Any special rules that specifically impact upon the Guild's web site will be published on such web site.

## 4. ORGANISED EVENTS

*These rules concern functions organised in the Guild's name. There are two primary objectives here, the first concerns attendance, to ensure that if a third party is to address Guild members they are offered a bona fide audience. The second is to ensure that organisers of Guild events do not commit the Guild to excessive or unbudgeted expenditure.*

### 4.1 Attendance

In order to preserve the integrity of the audience, only Guild members are normally permitted to attend Briefing Days. However, subject to the approval of an Honorary Officer or Committee member, Guild members may bring a guest. Potential new members will also be welcome, subject to the same permission.

### 4.2 Budgetary Control

All events organised by ordinary members of the Guild in the Guild's name or in the name of a Special Interest Group of the Guild, will be subject to a pre-defined budget that must be approved by the Guild's committee in advance. (Note: No specific budgetary limit is appropriate because this will depend upon the nature of the function).

## 5. GUILD PROPERTY

*Guild property falls into three categories: tangible assets, intellectual assets and financial assets. These rules are intended to ensure that tangible and intellectual assets are exploited in a consistent and appropriate manner. Financial assets are the subject of specific rules in the Guild's Constitution.*

### 5.1 Design Assets

The Guild's logo and any other design assets will be described in the Guild's Design Manual. This document will also define the house style for the use of the logo and provide examples of headed notepaper, leaflets and other publications. One copy of the Guild's Design Manual will be located at the Guild's Office for reference. Subsequent copies may be compiled for the particular use of the Guild's Honorary Officers, Paid Officers or agents according to requirement. Changes to the Guild's Design Manual may only be authorised by the Guild's committee. It will be the exclusive right of the Guild's executive committee to make changes to the logo. The Guild's Honorary Officers will keep a record of all permissions to use the logo.

### 5.2 Domain Names

The Guild's Honorary Officers have, from time to time acquired Domain Names that reflect the business of the Guild. They are available for use by Guild members for Guild business on application to the Guild's Honorary Officers. Further domain names may only be acquired in the Guild's name by the Honorary Officers.

### 5.3 Marketing Materials

The Guild possesses a Display Stand (Crescendo Display) and a related, design-co-ordinated leaflet, hereafter referred to as the Guild's Leaflet. The Display Stand and supplies of the Guild Leaflet will be kept at the Guild's Office. These may be used by Guild members at any appropriate event, with the permission of the Guild's committee or Honorary Officers. Revised versions of these and any other Guild marketing materials may only be authorised by the Guild's committee. Further print runs of the leaflet may only be authorised by the Guild's committee.

## 6. ANNUAL SUBSCRIPTIONS

### 6.1 Due Date

Subscriptions are due from the 1<sup>st</sup> July each year.

### 6.2 Joining Fee

A one-off joining fee of £10 is charged to all applicants and re-applicants.

### 6.3 Subscription Rates

The current subscription rates are:

Full Member	£60 (£60 from 1/Jul/10)
Associate	£85 (£85 from 1/Jul/10)
Retired Member	£18 (£18 from 1/Jul/10)
Probationary Member	£45 (£45 from 1/Jul /10)

(The Constitution states that the annual subscription for a Probationary Member will be set at 75% that of a Full Member)

Overseas Member                      £60 (£60 from 1/Jul/10)

## 6.5 Payment Options

UK Members must pay in UK Pounds Sterling by cheque or cash.

Overseas Members must pay in pounds sterling, or the equivalent amount in US dollars or Euros, as published on the Guild's website.

Card payment is not available. Payment by Direct Debit may be introduced by the committee if circumstances permit.

## 7. SPONSORSHIP

*The Guild relies heavily upon sponsorship to finance prestigious events, such as the Annual Awards Lunch. It is important to ensure that potential sponsors are approached only once within a term of 12 months and that this is done in an appropriate manner. There are also aspects of Anti-Trust and Competition Law that impact on the way sponsorship is handled. The by-laws therefore need to provide a framework within which sponsorship can be achieved in a controlled manner, from appropriate sponsors and ensure that duplicate approaches from two or more Guild members are avoided.*

### 7.1 Applications for Sponsorship

All applications for sponsorship will be co-ordinated by the Guild's sponsorship co-ordinator. Individual members will only be permitted to make a sponsorship approach with the prior approval of the sponsorship co-ordinator, in order to avoid duplication. Guild members who wish to find sponsors for an event must contact the Guild's Office or Honorary Officers to obtain contact details for the current sponsorship co-ordinator.

## 8. LEGAL ADVICE AND REPRESENTATION

*The Guild represents the whole of its membership rather than individuals. The Guild cannot take up the specific legal problems of individual members, because it does not have the capacity to do this within the cost of membership, nor the necessary liability insurance. Furthermore, the status of the Guild, as set out in the Constitution, restricts the Guild from providing specific legal advice to members. The Guild is not a Trade Union.*

### 8.1 Legal Advice

The Guild will not provide legal advice to individual members. If this is required, members are advised to join one of the bodies that provide such advice or appoint a Solicitor on their own behalf. The details of professional qualifying bodies and other organisations that can provide legal advice as part of their membership fee will be found on the Guild's web site. The details of Solicitors will appear in the Yearbook.

## 8.2 Representation to Government on Behalf of All Members

The Guild committee or its nominated representatives, may individually, or in union with other, similar organisations, approach Government bodies or quasi-Government organisations and lobby on behalf of the whole membership.

## 8.3 Representation to Media on Behalf of All Members

The Guild will not lobby individual media organisations on behalf of individual members, but may act on behalf of all its members in the event of a special case. The Guild may also act in conjunction with other bodies on behalf of the whole membership.

## 9. COMPETITIVE PRACTICES

### 9.1 Competition Law

Members of the Guild will not engage in any practices that will render themselves or the Guild as an entity in breach of the competition or anti-trust laws of the United Kingdom, the European Union, the United States of America or any other relevant jurisdiction.

## 10 ETHICAL GUIDELINES

*Ethical guidelines for the Guild have been under consideration for some time. Ethical Guidelines from other organisations are being considered as a starting point. Any such Guidelines considered appropriate for use in our Guild may need to be further adapted to meet changing circumstances and nothing will be issued unless it is considered entirely appropriate for the industry in which our members work. The full text of any draft Ethical Guidelines will therefore be published for comment before amendment and introduction.*

- 10.1 The Guild's Ethical Guidelines will be published to all members.
- 10.2 The Guild's committee may update or change the Ethical Guidelines if necessary.
- 10.3 Any revised version of the Guild's Ethical Guidelines will be distributed to all members.

## 11. HONORARIA

*At the AGM in 2003, the Guild elected to pay its Chairman, Honorary Treasurer and Honorary Secretary each an Annual Honorarium, to be set by the Committee. These bye-laws set out the arrangements.*

### 11.1 Payment of Honoraria

The Chairman, Newsletter Editor(s), Honorary Secretary and Honorary Treasurer will each receive an Annual Honorarium.

### 11.2 Value of Honoraria

The amount to be paid in each case will be set by the committee and will be reviewed at least every two years.

### 11.3 Payment to Retiring Officers

Because Honorary Officers will normally retire at an AGM, which takes place in November, they will complete a half year before retirement. In these circumstances, a retiring Honorary Officer will receive 50% of the agreed Honorarium for that year and his / her replacement will receive the other 50%.

## 12. REVISION AND ADDITION OF BYE-LAWS

*The bye-laws currently in place will always be subject to addition and change. This may be done through a motion at an Annual or Extraordinary General Meeting. However, there is a need to ensure that the Guild can react quickly in the event of a change to its operating environment or in case of particular need.*

### 12.1 How Bye-Laws May be Changed or Added

- a) The Guild Committee or Honorary Officers may propose changes, additions and deletions to the bye-laws. The details will be published to all members and put before an Annual or Extraordinary General Meeting. The rules governing the conduct of such meetings, as set out in Sections 8, 9 and 10 of the Guild's Constitution will apply.
- b) An individual member may propose changes, additions and deletions to the bye-laws. The proposal must be supported by at least 20 Guild members in writing. The detailed proposal will then be published to all members and put before an Annual or Extraordinary General Meeting. The rules governing the conduct of such meetings, as set out in Sections 8, 9 and 10 of the Guild's Constitution will apply.
- c) In case of urgent need a postal vote of all members on a published bye-law change may be carried out by the Committee. If an individual member wishes to conduct a postal vote on a member's individual proposal (subject to the support of at least 20 Guild members), this can be done but must first be approved by the Guild Committee and subsequently be carried out by the Guild's Committee or their Paid Officers.