



CONSTITUTION OF THE NATIONAL FARMERS' UNION

Approved: 24 June 2024

Contents

CONTENTS	1
1 NAME	1
2 DEFINITIONS AND INTERPRETATION	1
3 GENERAL DESCRIPTION	5
4 SCOPE OF CONSTITUTION	5
5 OBJECTS	5
6 POWERS	6
7 MEMBERSHIP	7
8 GENERAL ORGANISATION	8
9 COUNCIL	9
10 NATIONAL OFFICEHOLDERS	13
11. COUNTY ORGANISATION – REPRESENTATIVES AND CHAIRS	15
12. REGIONAL ORGANISATION	15
13 WELSH ORGANISATION/NFU CYMRU	15
14 NFU BOARDS	15
15 COMMODITY BOARDS	17
16 LEGAL BOARD	20
17 AUDIT AND REMUNERATION COMMITTEE	21
18 OTHER BODIES	21
19 GENERAL MEETINGS OF THE NFU	21
20 FINANCE AND ADMINISTRATION	23
21 MISCELLANEOUS	25

**NATIONAL FARMERS' UNION
CONSTITUTION**

"**Council Representative**" means the representative of a county elected in accordance with the Constitution to represent that county at meetings of Council;

"**countryside**" means rural areas and activities generally;

"**county**" means those English counties set out in Appendix 1 to the Rules as the same shall be amended from time to time;

"**County Chair**" means the chair of a county elected in accordance with the Constitution;

"**Director General**" means the director general of the NFU from time to time;

"**farmer**" means a person engaged in the business of farming;

"**Farmer & Grower Member**" means the farmers and/or growers set out in paragraph 7.1.1;

"**Farmer & Grower Member Organisation**" means the organisations set out in paragraph 7.1.2; "**farming**" includes agriculture, horticulture, pisciculture, silviculture and viticulture;

"**Farming, Food and Environment Board**" means the farming, food and environment board provided for in paragraph 14.1;

"**general meeting**" means a meeting of the members convened in accordance with paragraph 19;

"**Governance Board**" means the governance board provided for in paragraph 14.1;

"**grower**" means a person engaged in the business of horticulture;

"**horticulture**" means the production of fruit, flowers, shrubs, plants, trees, hops, mushrooms, watercress, vegetables and potatoes;

"**Implementation Date**" means the date in 2024 on which the NFU's Annual General Meeting is held (as at the date of adoption, scheduled to be 21 February 2024);

"**land**" has the meaning ascribed to it in the Law of Property Act 1925;

"**Legal Assistance Scheme**" means the legal assistance scheme available to members of the NFU on a subscription basis and administered by the Legal Board;

"**Legal Board**" means the legal board provided for in paragraph 16;

"**member**" means any member of the NFU for the time being as set out in paragraphs 7.1 and 7.2 and any additional class(es) of membership created in accordance with paragraph 7.4.2;

"**National Commodity Boards**" means the national commodity boards provided for in paragraph 15.3 and, for the purpose of paragraph 14.3 only, shall also mean NFU Sugar;

"**National Commodity Board Selection Panel**" means the selection panel constituted for the purpose of selecting Appointed National Commodity Board Members in accordance with the Standing Orders;

"**National Officeholders**" means the President, the Deputy President and the Vice President of the NFU from time to time;

"**NFU Bodies**" means the bodies established and maintained pursuant to paragraph 8.2

and "**NFU Body**" shall mean any one of them;

"Secretary" means the secretary of the NFU from time to time;

"special resolution" means:

to time determine; and

5.1.6 such other objects as Council may from time to time determine in order to further the interests of farming, growing, agriculture, horticulture, rural areas and businesses, the countryside and/or the environment.

5.2 Each of the objects is to be separately interpreted in the broadest possible sense. None of the objects is to be interpreted in a way which would make it subordinate or incidental to another object.

6 POWERS

In furtherance of the objects but not otherwise the NFU may exercise the following powers:

6.1 to carry on any activity which can in the opinion of Council be advantageously carried on in connection with or ancillary to any of the objects;

6.2 to improve, manage, construct, repair, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant licences, options, rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the NFU;

6.3 to invest and deal with the moneys of the NFU not immediately required, in such manner as may from time to time be determined and to hold or otherwise deal with any investments made;

6.4 to lend and advance money or give credit on any terms and with or without security to any person, firm or company, to enter into guarantees, contracts of indemnity and sureties of all kinds, to receive money on deposit or loan upon any terms, and to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by any person, firm or company;

6.5 to borrow and raise money in any manner and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the NFU's property or assets (whether present or future), and also by a similar mortgage, charge, standard security, lien or security to secure and guarantee the performance by the NFU of any obligation or liability it may undertake or which may become binding on it;

6.6 to draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes and other negotiable or transferable instruments;

6.7 to enter into any arrangements with any government or authority (supreme, municipal, local, or otherwise) that may seem conducive to the attainment of the objects or any of them, and to obtain from any such government or authority any rights, privileges or concessions which the NFU may be desirable to obtain, and pay any fees, charges, and to comply with any such arrangements, rights, privileges and concessions;

6.8 to pay all or any expenses incurred in connection with the promotion of the NFU, or to contract with any person, firm or company to pay the same;

6.9 to give or award pensions, annuities, gratuities, and superannuation or other allowances;

Council may establish different classes of membership for individuals, bodies corporate and such other organisations who have an interest in the work of the NFU and set out their respective rights and obligations, save that any such category of membership shall be non-voting. The eligibility for such classes of non-

8.1 National Organisation

- 8.1.1 The area of operation of the NFU shall be divided geographically for electoral and organisational purposes into counties and regions.
- 8.1.2 Council may from time to time determine, after due consultation with interested parties, the number and geographical boundaries of the counties and regions and shall have the power to restructure counties and regions.
- 8.1.3 With the prior sanction of Council, counties and regions may be sub-divided geographically for electoral, consultative or organisational purposes but not otherwise.

8.2 NFU Bodies

The NFU shall maintain the following bodies:

- 8.2.1 Council;
- 8.2.2 the Governance Board;
- 8.2.3 the Farming, Food and Environment Board;
- 8.2.4 the National Commodity Boards;
- 8.2.5 the Regional Commodity Boards;
- 8.2.6 the Welsh Council;
- 8.2.7 the Regional Boards;
- 8.2.8 the Legal Board;
- 8.2.9 the Audit and Remuneration Committee; and
- 8.2.10 such other boards and bodies as Council may determine from time to time in accordance with paragraph 18.

9 COUNCIL

- 9.1 Council shall be the executive of the NFU and may exercise all the powers of the NFU except where the exercise of a power is reserved to the members in general meeting in accordance with this Constitution. Council may delegate its powers to the Governance Board, the Farming, Food and Environment Board (d)8(me)8(n)8(t)16()-7(Bo)9(a)8(q0.000008869 0 595.2

- (a) Director General in relation to the day to day management, operations (including all staffing matters) and administration of the NFU;
- (b) each of the National Officeholders of the NFU in relation to representation and oversight of key industry issues of the NFU;
- (c) the President of NFU Cymru, in relation to representation and oversight of key industry issues of NFU Cymru; and
- (d)

- 10.3 Candidates for election to the offices of the National Officeholders may be nominated:
- 10.3.1 by twenty voting members;
 - 10.3.2 by resolution of a properly constituted meeting of a county; or
 - 10.3.3 by a resolution of a Regional Board.

Such members (or the secretary of the county meeting or Regional Board as the case may be) shall submit such nominations in writing to be received by the Secretary no later than 45 days before the date of the Council Meeting at which the election is to be

10.9 The Audit and Remuneration Committee shall determine from time to time the sum which each of the National Officeholders shall receive.

11. COUNTY ORGANISATION – REPRESENTATIVES AND CHAIRS

The Council Representative and County Chair shall be elected on two-year terms in accordance with the Constitution and Rules.

12. REGIONAL ORGANISATION

12.1 The NFU shall establish a Regional Board in each region which shall comprise:

12.1.1 the County Chairs of each county in the region;

12.1.2 the Council Representatives of each county in the region; and

12.1.3 the chair of each of the Regional Commodity Boards.

12.2 Each Regional Board shall be governed by its own terms of reference adopted with the approval of Council which must not be inconsistent with the Constitution or the Rules

adopted with the approval of Council which must not be inconsistent with the Constitution or the Rules and which it may amend from time to time subject to ratification by Council. The Governance Board shall determine its own schedule of meetings provided that, save in exceptional circumstances, it must meet at least 6 times in a year.

15 COMMODITY BOARDS

15.1 Regional Commodity Boards

15.1.1

appointed in accordance with the Standing Orders;

- 15.3.2.3 the elected vice chair of the Regional Commodity Board from which the chair of that National Commodity Board originates, if so determined by the chair of the National Commodity Board in accordance with paragraph 15.3.8;
 - 15.3.2.4 any Appointed National Commodity Board Members appointed in accordance with paragraph 15.3.3; and
 - 15.3.2.5 the chair of each of the north uplands group and the south uplands group (each established under the Standing Orders) shall ex officio be members of a National Commodity Board determined automatically by reference to the commodity to which that chair is aligned.
- 15.3.3 Each National Commodity Board established or maintained pursuant to this paragraph 15.3.1 may, subject to paragraphs 15.3.6 and 15.3.8, have up to four additional Appointed National Commodity Board Members selected by the relevant National Commodity Board Selection Panel in accordance with the procedures set out in the Standing Orders.
- 15.3.4 Each Appointed National Commodity Board Member and National Commodity Board Member appointed in accordance with 15.3.2.2 shall be appointed for a term of two years, subject to a maximum permitted total of three terms, in accordance with Standing Orders (and subject to the Transitional Arrangements).
- 15.3.5 Each National Commodity Board Member in post in accordance with paragraph 15.3.2.1 shall sit on the National Commodity Board for so long as they remain chair of the Regional Commodity Board. Any National Commodity Board Member in post in accordance with paragraph 15.3.2.3 shall sit on the National Commodity Board for so long as they are vice chair of their Regional Commodity Board and the circumstances in paragraph 15.3.8 continue to apply. Any National Commodity Board Member in post in accordance with (cc)8(rd)8(a)8(n)8(ce)8()-173(wa)8(n)8(ce)8()-17ord~~ce~~ with

Commodity Board members in post pursuant to paragraph 15.3.2.5 (uplands chairs) shall not have the right to vote on the appointment of the chair or vice chair of the National Commodity Board but may vote on any other matter of the relevant National Commodity Board.

Selected National Commodity Boards

15.3.10 National Commodity Boards in respect of the following commodities may be established and maintained:

15.3.10.1 horticulture and potatoes;

15.3.10.2 poultry; and

15.3.10.3 such other agricultural and environmental interests as Council may from time to time determine (save in respect of a commodity or interest in respect of which a National Commodity Board is then currently maintained pursuant to paragraph 15.3.1 above).

Each National Commodity Board established or maintained pursuant to paragraph 15.3.10 shall have up to 13 members (other than co-opted members) as determined from time to time by the Governance Board. Members shall be selected from nominees made by members who are active within the relevant commodity sector by a selection committee appointed for the purpose by the President.

Each National Commodity Board shall elect a chair from amongst their number, subject to paragraph 15.4

General provisions relating to National Commodity Boards

- 15.4 Each National Commodity Board shall elect a chair for a term of two years, subject to a maximum permitted total of three terms, in accordance with the Standing Orders (and subject to the Transitional Arrangements).
- 15.5 Each National Commodity Board shall be governed by its own terms of reference adopted with the approval of Council which must not be inconsistent with the Constitution or Rules or the Standing Orders and which it may amend from time to time subject to ratification by Council. Each National Commodity Board may determine its own schedule of meetings provided that, save for in exceptional circumstances, it must meet at least twice in every year.
- 15.6 A National Commodity Board may co-opt additional members whether or not they are members of the NFU, provided that such co-opted members may not vote at meetings of the relevant National Commodity Board and may not be elected as chair.

16 LEGAL BOARD

- 16.1 A Legal Board, shall be established and maintained with responsibility for the management and strategy of the Legal Assistance Scheme and its funds. The Legal Board shall be made up of one subscriber to the Legal Assistance Scheme nominated by each of the Regional Boards and the Welsh Council (each of whose appointments shall be ratified by the Governance Board), together with up to two additional members who shall be appointed by the Legal Board and ratified by the Governance Board to meet any additional skills requirements. In the event that a nomination is not ratified by Governance Board, the relevant Regional Board or the Welsh Council shall be informed of the decision and asked for an alternative nomination.
- 16.2 The Legal Board shall be governed by its own terms of reference adopted with the approval of Council which must not be inconsistent with the Constitution or the Rules

19.1.2 Every Annual General Meeting shall be called by Council or if Council fails to do so, by the President.

19.1.3 The business to be transacted at the Annual General Meeting shall

19.4 **Votes of Members**

Every voting member present in person (including by electronic participation), by proxy or by duly authorised representative, shall have one vote on a show of hands or on a poll.

19.5 **Meeting attendance**

Subject to paragraph 19.6.3, every voting member shall have the right to attend the meeting in person, by proxy or by duly authorised representative (as applicable).

19.6 **Electronic General Meetings**

19.6

20.1.4

- 21.3.5 they are absent without the permission of the relevant NFU Body from all its meetings held within a period of six months and Council or the relevant NFU Body resolves that such office be vacated;
- 21.3.6 they notify the relevant NFU Body of a wish to resign; or
- 21.3.7 in the case of the National Officeholders, they are suspended or removed pursuant to paragraph 10.7 or 10.8.
- 21.4 If an elected officer of the NFU or a member of an NFU Body ceases to hold office by virtue of paragraph 21.3, any other NFU offices held by that individual shall also be deemed to terminate automatically.
- 21.5 Notwithstanding the generality of paragraph 21.4, Council or the Governance Board (or any sub-committee of its members constituted by it) may require a county or region to suspend or remove any elected, appointed or co-opted board member of the NFU or the Welsh Council who Council or the Governance Board (or any sub-committee of its members constituted by it) determines is not a fit and proper person for the post and appoint an alternative member to serve in their place until the end of the elected officer's term.
- 21.6 A Regional Board or Welsh Council may require any elected, appointed or co-opted board member of the NFU or Welsh Council from their region to stand down in the event they become subject to an investigation, criminal or civil, which could bring the NFU into disrepute. That Regional Board or Welsh Council may then appoint an alternative member to serve in their place until the end of the elected officer's term.
- 21.7 **Provision of Services, Exclusion of Liability**
- The NFU shall not, and none of its officers, servants, employees or agents shall be liable for any loss (including without limitation consequential loss), costs or expenses, (in each case) of whatever nature, which may arise out of or in consequence of or in connection with any advice (whether legal or otherwise) given by or on behalf of the NFU, provided that the foregoing shall not apply in respect of death or personal injury resulting from negligence.
- 21.8 **Questions about procedures**
- Any person or body shall refer any question relating to the application of procedures and administrative arrangements of the Constitution, Rules or Standing Orders to the Secretary for determination.
- 21.9 **Arrangements for transition and adoption**