

## **SURREY BIRB CLUB: The Constitution**

### **1. Name**

The name of the Club is the Surrey Bird Club (referred to as ‘the Club’ in the rest of this document). The Club is a registered charity, No 248285

### **2. Objects of the Club**

The objects of the Club are;

- a. To advance public education in the birds of the County and the Vice County of Surrey referred to in this document as “the County”)
- b. To promote and, with others, participate in ornithological studies in the County
- c. To support and encourage the preservation and conservation of birds and places of ornithological interest in the County
- d. To publish an annual report about the birds of the Vice-County (the Surrey Bird Report).
- e. To publish, from time to time, a book on the birds of the County.

### **3. Governance**

#### **a. President, Vice Presidents and Officers**

- i. The President of the Club shall be elected at an Annual General Meeting, shall hold office for three years, and may stand for re-election.
- ii. Vice-Presidents shall be elected at Annual General Meetings and shall hold office for life.
- iii. The Officers of the Club shall be the Chairman, the Treasurer, the General Secretary, the Membership Secretary, the Report Editor and the County Recorder. All Officers are Trustees of the Club, and shall act in accordance with charities legislation and guidance issued by the Charity Commission.
- iv. Officers and ordinary members of the General Committee shall be elected each year at the Annual General Meeting.

#### **b. Committees**

- i. The Club shall be administered by a General Committee, which shall have regard to the Objects of the Club, its status as a charity and the wishes of members as expressed at General Meetings.
- ii. Records of rare or unusual species shall be considered by a Records Committee in order to validate them for subsequent publication in the Surrey Bird Report.
- iii. The General Committee shall have powers to appoint such other sub-committees as it deems appropriate and to delegate any of its powers to a sub-committee should it consider that appropriate. All sub-committees will report their proceedings to the General Committee and act in accordance with any directions given by the General Committee.

### **4. The General Committee.**

#### **a. Structure and organisation**

- i. The General Committee shall consist of the Officers of the Club, together with up to nine ordinary members, who may hold functional appointments.
- ii. In the absence of the Chairman at a General Committee meeting, any other member elected at that meeting, shall take the chair.
- iii. All matters put to the vote shall be decided by a simple majority of those present and voting. In the event of a tie, the chair of the meeting shall have the casting vote.
- iv. The quorum for a General Committee meeting shall be five.
- v. The Committee shall meet at least four times a year
- vi. The General Secretary shall give at least 10 days written notice of meetings
- vii. The Committee shall prepare a report for the Annual General Meeting pursuant to Rule 9.a.i

## **b. Powers**

In furtherance of the objects of the Club, the General Committee shall have power to;

- i. Fill any casual vacancy that may occur with a co-opted member. Whilst holding an appointment as a co-opted committee member, the person will have a vote on any matter before the Committee.
- ii. Invite a guest or guests to meetings for specific purposes. Such guest will not have a vote on any matter before the Committee.
- iii. Arrange lectures, indoor meetings and organise field meetings.
- iv. Provide a Newsletter and other publications.
- v. Raise and maintain funds, receive donations, legacies and other gifts; make appeals and requests for financial assistance.
- vi. Enter into Gift Aid agreements with members and make appropriate claims for the repayment of tax under such Gift Aid agreements.
- vii. Invest the monies of the Club not immediately required for its purposes

## **5. The Records Committee**

- i. The Composition of the Records Committee will be determined by the General Committee, except that it shall include the County Recorder and be subject to ratification at the Annual General Meeting.
- ii. The conduct of the Records Committee and the method of voting, shall be determined by the General Committee.
- iii. The Records Committee shall be empowered to invite any person to attend whose expertise may be valuable to the deliberation of the Committee. Such a person will not have a vote at the meeting.
- iv. Membership of the Records Committee, the voting rules and decisions shall be published
- vi. Material submitted to the Club shall be deemed the property of the Club unless specified otherwise by the originator.

## **6. Membership**

### **a. Membership categories and entitlements**

Membership of the Club may include the following categories;

- i. Honorary Life Members who are created by resolution of the members at a General Meeting.
- ii. Ordinary Members
- iii. Additional Family Members who are members of the family of an Ordinary Member
- iv. Affiliated Members, who are interested bodies. Any meeting sponsored by the Club or by the affiliated body shall be open to members of both.
- v. Junior Members

#### Membership entitlements

- i Honorary Life Members, Ordinary Members and Affiliated Members shall be entitled to receive one copy of all Newsletters and Surrey Bird Reports published during the period of their membership and notices of General Meetings and other matters pertaining to the Club.
- ii Honorary Life Members, Ordinary Members and Additional Family Members shall each be entitled to one vote at General Meetings.
- iii Affiliated Members shall be entitled to one vote and to send one member to General Meetings

### **b. Misconduct**

- i. If any member shall be guilty of misconduct which, in the opinion of the General Committee is contrary to the interests of the Club or injurious to its reputation, that person shall be liable to expulsion by resolution of an Annual or Special General Meeting provided that, at least seven days before such meeting, he or she shall have notice therefore and of the allegations made against him or her, and of the intended passing of the resolution; and, before the passage of the resolution, have had an opportunity of giving orally or in writing any defence he or she thinks fit. A notice under this rule shall be held to have been duly given if sent by prepaid post to the address of the member appearing in the Club's membership records.
- ii. The General Committee shall have power to suspend the membership of a member pending the action described above.

### **7. Subscriptions**

- i. Annual subscriptions shall be fixed from time to time as recommended by the General Committee and ratified by the Annual General Meeting for the following subscription year and may include reduced rates of subscriptions for specified categories of membership.
- ii. Subscriptions shall become due annually on the 1<sup>st</sup> of April and any member whose subscription is six months in arrears shall be deemed to have ceased his or her membership.
- iii. Any initial subscription paid during January to March inclusive shall be deemed to be valid until the 31<sup>st</sup> of March of the following year.

### **8. Finance**

- i. The Treasurer shall keep all accounts of the Club and produce a statement for the Annual General Meeting.
- ii. All disbursements shall be authorised by at least two Trustees, and shall be consistent with the Objects of the Club.

## **9. Meetings**

- a. An Annual General Meeting of the Club shall be held once in every calendar year, with no more than 15 months between meetings, to transact the following business.
- i. To receive and, if approved, to adopt a report from the General Committee on the Club's activities for the year ending the preceding 31<sup>st</sup> of March.
  - ii. To receive and, if approved, to adopt, a statement of the Club's accounts for the financial year ending the preceding 31<sup>st</sup> of March.
  - iii. To ratify the rates of subscription for the financial year beginning the following 1<sup>st</sup> of April.
  - iv. To elect members of the General Committee and, if appropriate, the President, Vice-Presidents and Honorary Life Members.
  - v. To deal with any matter which the General Committee wishes to put to the members.
  - vi. To consider any business raised, or any motion proposed, by members.
- b. A Special General Meeting shall be held by resolution of the General Committee or by written application to the General Secretary by no less than fifteen members of the Club. Such applications shall be in writing and give notice of the business proposed.
- c. General Meetings shall be conducted in accordance with the following rules;
- i. The General Secretary shall give members notice (together with an agenda of the matters to be considered) of at least 21 days.
  - ii. The Chairman shall preside over the meeting, save for the appointment of the Chairman. In the absence of the Chairman the President shall preside over the meeting but in the absence of the President at a meeting an Officer of the Club elected by the meeting shall preside over the election of any Vice-Presidents and the Chairman and the whole meeting in the absence of the Chairman and President.
  - iii. A quorum shall be 12 members. If any General Meeting should be inquorate then, the meeting shall be adjourned and, at the adjourned General Meeting the quorum shall be deemed to be that number attending the adjourned General Meeting
  - iv. Excepting Rule 10 and Rule 11, any matter put to the vote shall be decided by a simple majority of those members present and voting. In the event of a tie, the chair of the meeting shall have the casting vote.
  - v. Nominations for officers and other members of the Committee may be accepted from the floor from any member at an Annual General Meeting, but should preferably be sent to the General Secretary 14 days before the meeting.
  - vi. Any motion proposed by a member for an Annual General Meeting shall be in writing, signed by the proposer and a second member and submitted to the General Secretary at least 14 days before the date set for the meeting.

## **10. Dissolution**

The Club may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose. Such resolution may give instructions for the disposal of any assets held by or in the name of the Club, provided that, if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid or distributed amongst the members of the Club but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all objects of the

Club as the General Committee may determine; and, if in so far as effect cannot be given to this provision, then to some other charitable purpose.

## **11. Alteration of Rules**

No alteration shall be made to these rules except by resolution passed by a two thirds majority of those members present and voting at an Annual General Meeting or a Special General Meeting. At least 21 days notice of the proposed resolution shall be given to members. No alteration to Rule 2 (Objects), to Rule 10 (Dissolution) or to this Rule shall have effect without the approval in writing of the Charity Commission or other authority having jurisdiction over charitable bodies, and no alteration may be made which would have the effect of causing the Club to cease to be a charity in law.

Updated Rules approved at a Club Special General Meeting on Friday 21st September 2012