



# WILTSHIRE ORNITHOLOGICAL SOCIETY

## Constitution and Rules

Amended 26 March 2014

### The Society's name

The Society shall be called the Wiltshire Ornithological Society, but may also be known as WOS.

### The Society's objects

The objects of the Society shall be:

- (a) To encourage, facilitate and pursue the study, recording and conservation of Wiltshire's birds
- (b) To publish the more significant of its recorded findings
- (c) To co-operate with similar bodies, both local and national, in the foregoing objects

### Management of the Society

#### **1 The Society's officers**

The officers of the Society shall be elected at the Annual General Meeting and shall be the Chairman, Deputy Chairman, Secretary and Treasurer.

#### **2 Executive Committee**

The Society shall be managed by an Executive Committee comprising the officers of the Society and not more than ten other paid-up members elected by the Annual General Meeting. The Committee Members shall be Trustees of the Society. The Committee shall have the power to co-opt other members to fill any vacancies arising during the year, but these may serve only until proposed and confirmed at the following Annual General Meeting. It shall also have the power to appoint sub-committees, whose terms of reference shall be set out in writing.

#### **3 Time limits**

The Chairman shall hold office for not more than three consecutive years. There shall be no time limit on the period during which any other member may serve on the Executive Committee, but all must retire annually and, if willing, then be re-elected.

#### **4 President**

A President of the Society may be elected by the Annual General Meeting. He or she may hold office for three years and then be eligible for re-election. The President may offer advice and guidance to the Executive Committee, but shall not be entitled to vote at its meetings.

#### **5 Administrative posts**

The Executive Committee shall appoint a Bird Recorder, an Editor of *Hobby* (the annual report) and an Editor of *WOS News* (the quarterly newsletter). All may or may not already be elected members of the Committee. If not, however, while encouraged to attend its meetings and to take part in its general business, they shall not be entitled to vote.

## **6 Guests**

The Executive Committee shall have power to invite guests to attend its meetings. Any guest may take part in the general business, but shall not be entitled to vote.

## **7 Quorums**

- (a) The quorum for an Executive Committee meeting shall be seven elected members, at least one of whom shall be the Chairman, Deputy Chairman, Secretary or Treasurer.
- (b) The quorum for all other meetings shall be twenty-five paid-up members, at least one of whom shall be the Chairman, Deputy Chairman, Secretary or Treasurer.

## **8 Voting rights**

Unless otherwise stipulated in this Constitution, the principle of 'one person one vote' shall apply to all meetings and a simple majority shall be considered sufficient to carry any motion. In order to exercise the right to vote, the member must personally be present, no proxy or postal vote being allowed. In the event of the totals of votes being equal, the Chairman of the meeting shall have an additional and deciding vote.

## **9 Executive Committee meetings**

Executive Committee meetings shall be held as often as is considered necessary by the Committee itself, usually quarterly.

## **10 Annual General Meeting**

An Annual General Meeting shall be held between 1 January and 30 April each year for the presentation of reports and accounts, the election of officers and Executive Committee members, the appointment of an auditor, and any other pertinent business. Members shall receive at least two weeks' notice of the Annual General Meeting.

## **11 Extraordinary General Meetings**

An Extraordinary General Meeting may be called at any time at the discretion of the Executive Committee or upon the written request of at least twenty-five paid-up members, subject in either case to a minimum of two weeks' written notice being given to all members of the date, location and business.

## **12 Amendments to the Constitution**

Any amendment to the Constitution may be made only at an Annual or Extraordinary General Meeting, and the proposed amendment must be submitted to the Secretary in writing at least three weeks before the meeting. At least seventy-five per cent of the votes cast shall be required for the approval of any amendment.

## **13 Secretary's responsibilities**

The Secretary shall be responsible for all non-financial correspondence and, unless otherwise decided by the Executive Committee, also for completing, circulating and, once approved, retaining the approved minutes of all meetings.

## **14 Treasurer's responsibilities**

The Treasurer shall be responsible for the books of accounts of the Society, whether they be handwritten, typed or electronically maintained.

## **15 Accounts, funds, payments and Financial Year**

The Society's Financial Year shall run from 1 January to 31 December inclusive unless otherwise required by law or HM Revenue and Customs. Its funds shall be deposited in a bank, building society or Department of National Savings account or accounts, and may not be invested in any other manner, nor may any borrowing be permitted, except with the unanimous approval of the Executive Committee. The institution holding the Society's funds is to be instructed that all withdrawals, other than those below two hundred and fifty pounds or transfers between accounts within the same institution, may be made only on the instructions of any two of the Chairman, Deputy Chairman, Secretary and Treasurer.

## **16 Income and Expenditure accounts**

The Treasurer shall present a statement of the Society's annual Income and Expenditure to the Annual General Meeting for the approval of the members. Any necessity for an audit of the accounts shall be determined by English Law and – as long as the Society remains a charity – by the requirements of the Charity Commission, although the Executive Committee shall have the power to demand an audit even if neither the Law nor the Commission requires one.

## **Membership**

- (a) Members shall pay to the Treasurer an annual subscription, which shall be due on 1 January each year. Any new member paying his or her first subscription after 30 September shall be considered to have paid to 31 December of the following year. Persons whose subscriptions have not been paid by 1 May shall be deemed to have resigned their membership.
- (b) The Executive Committee shall be empowered to determine the categories of membership and the terms and subscriptions applying to them.
- (c) The Executive Committee shall have the power to exclude from the Society any person whose membership it considers would bring the Society into disrepute.
- (d) Honorary Life Membership may be awarded by the Executive Committee in recognition of outstanding work for the Society.
- (e) Fully paid-up members will receive copies of WOS News (currently every quarter) and Hobby (the annual Wiltshire Bird Report)

## **Winding up**

- (a) The unanimous consent of the Executive Committee shall be required before the Society may be wound up.
- (b) Any outstanding debts must be settled before the Society ceases to exist.
- (c) Any surplus funds remaining after the payment of all outstanding debts shall be donated to a body with aims similar to those of the Society, as determined by the members of the Executive Committee. Should any dispute arise concerning the disposal of the funds, normal voting rights shall apply.