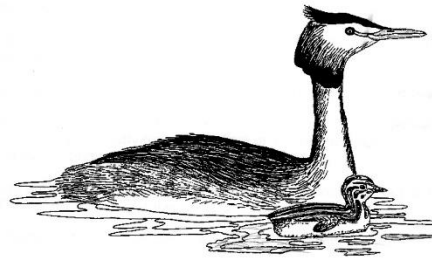


RULES OF THE SOCIETY



29 March 1996

Gloucestershire Naturalists' Society – Proposed Updates to the Rules of the Society

EXISTING	PROPOSED
1: The Society shall be called The Gloucestershire Naturalists' Society	
2: Objects of the Society	
The objects of the Society are to stimulate an interest in natural history and to further its study; to encourage the preservation of the fauna and flora and to discourage unwarranted collecting; to publish reports on the biology of the area and to maintain and extend a library for the benefit of the public.	<p>The objects of the Society are:-</p> <ul style="list-style-type: none">• to monitor, record and to publish reports on wildlife and the environment both within and without Gloucestershire

	<ul style="list-style-type: none"> • to distribute records collected to the county recorders, to other local and national bodies and to the Gloucestershire Centre for Environmental Records • to strive to stimulate interest in natural history and the environment, further its study, encourage conservation and the preservation of the fauna and flora and wherever possible • to train and educate the young and inexperienced to become better naturalists <p>Provided it is possible to do so, the Society will also maintain a library of natural history and environmentally oriented books, periodicals and other archive material for the benefit of members and the wider public.</p>
<p>3: Membership</p>	
<p>The Society shall consist of Honorary, Ordinary, Family, Gloucestershire Young Naturalist, Student and Corporate members.</p>	<p>The Society shall consist of Honorary, Life, Ordinary and Institutional, Corporate & Exchange members.</p>
<p>(a) Honorary members shall be distinguished for their researches in natural history or for their outstanding service or liberality to the Society.</p>	<p>(a) Honorary members shall be those made so by the Executive Committee in recognition of their distinguished researches in natural history or for their outstanding service or liberality to the Society who will then not be required to pay membership subscriptions.</p>
	<p>(b) Life Members are those Ordinary members who have opted to make a single payment for this class of membership instead of annual renewal payments.</p>
<p>(b) Ordinary members are those over the age of 18 years</p>	<p>(c) Ordinary members are an individual or an individual and spouse/partner living in the same household. Organisations or businesses who pay subscriptions in the same manner as individuals will be classed as ordinary members.</p>
<p>(d) Family members are those over the age of 18 years and are relatives of an Ordinary member living in the same house</p>	<p>Delete - No longer required</p>
<p>(e) Gloucestershire Young naturalists are those between the age of 8 and 18 years</p>	<p>Delete - No longer required</p>

<p>(f) Corporate members are bodies such as schools, museums, and other organisations. Three members of a corporate society may attend field or indoor meetings, but additional members may attend on application to the Secretary.</p>	<p>(d) Institutional, Corporate & Exchange members are those organisations or exceptionally individuals with similar or related interests to GNS, with whom the exchange of publications takes place or to whom GNS sends copies of the Society's publications for information. Institutional, Corporate & Exchange members are not required to pay subscriptions but shall not have any special privileges or voting rights at Annual or Special General Meetings of the Society.</p>
<p>(e) Student members are those who are continuing their full time education beyond the age of 18 years. Their subscriptions are the same as Young Naturalists.</p>	<p>Delete - No longer required</p>
<p>(f) The Executive Committee reserves the right to refuse membership</p>	<p>(e) The Executive Committee reserves the right to refuse membership.</p>
<p>4: Privileges of Membership</p>	
<p>All members are entitled to attend all meetings of the Society and of Branches and to use the library and other facilities subject to such conditions as the Executive Committee may decide. All full members receive a free copy of the Society's Journal and members receive in addition a free copy of the Annual Bird Report. Members may opt not to receive the Bird Report.</p>	<p>All members are entitled to attend all meetings of the Society and of Branches subject to such conditions as the Executive Committee may decide. All full members receive free copies of the Society's publications and members receive in addition a free copy of the annual Bird Report and any occasional special publications. Members may opt not to receive the Bird Report or special publications that are not of interest to them.</p>
<p>5: Subscriptions</p>	
<p>Subscriptions shall be due annually on the anniversary of the joining date. Subscriptions appropriate to the class of membership are as decided by the members at a Special or Annual General Meeting. All subscriptions should be sent to the Membership Secretary.</p>	<p>(a) Subscriptions shall be due annually on the anniversary of the joining date.</p> <p>(b) Subscription rates will be set per household to include the principal member and spouse/partner by the Executive Committee and will be changed from time to time as necessary but will always be subject to approval by a majority vote of those members attending a Special or Annual General Meeting.</p>

	<p>(c) Life membership payment will be the equivalent of 20 times the annual subscription figure and will include the principal householder and spouse/partner at the same address.</p> <p>(d) All subscriptions should be sent to the Membership Secretary.</p>
<p>6: Resignation</p>	
<p>Any member wishing to terminate membership should give notice in writing to either the Membership Secretary or to the Treasurer not later than one month before the due date for payment of a renewal subscription.</p>	<p>Any member wishing to resign from membership should give notice in writing to either the Membership Secretary or to the Treasurer not later than one month before the due date for payment of a renewal subscription. Any member who fails to respond to a renewal notice and one reminder will be deemed to have resigned by default.</p>
<p>7: Suspension of Members</p>	
<p>The Executive Committee shall have the power to suspend or expel any Member whose conduct shall, in their opinion, render him or her unfit for membership of the Society, but no Member shall be suspended without first being given the opportunity to explain his or her conduct to the Executive Committee.</p>	
<p>8: Officers and Executive Committee</p>	
<p>(a) The Officers of the Society shall consist of a President, Vice-Presidents, Chairman, Vice-Chairman, Secretary, Treasurer, Chairmen of Society Branches, Chairman of Scientific and Publications Sub-committee, Membership Secretary, Distribution Secretary, two persons from the Scientific and Publications Sub-committee representing the Society's recording interests, Field Meetings Secretary, Librarian, Editor of the</p>	<p>(a) The Officers of the Society may, subject to having sufficient volunteers to fill the posts, consist of a President, Vice-President(s), Chairman, Vice-Chairman, Secretary, Treasurer, Chairmen and Secretaries of Society Branches, Chairman of the Scientific and Publications Sub-committee, Membership Secretary, two persons from the Scientific and Publications Sub-committee representing the Society's recording interests, Field</p>

<p>Journal, Publicity Officer, a Gloucestershire Young Naturalist and Young Naturalists' Leader.</p>	<p>Meetings Secretary, Librarian, Editor(s) of the Society's publications, Web-Master and Publicity Officer.</p>
<p>(b) With the exception of the President and Vice-Presidents, the Executive Committee shall consist of the holders of the above mentioned offices together with nine members, and one elected representative from each Branch. Three Ordinary Members of the Executive Committee shall retire in order of seniority each year and shall not be eligible for re-election for a period of one year. The Executive Committee shall meet at least four times a year or more often should the Secretary deem it necessary. An Executive Committee meeting shall not be held unless a quorum of six Members be present within fifteen minutes of the time appointed for the meeting.</p>	<p>(b) With the exception of the President and Vice-Presidents, the Executive Committee shall consist of whichever of the above Officers wish to be members of the Committee, and ordinary members without Officer responsibilities who may be co-opted onto the committee.</p> <p>(c) Members of the Executive Committee will be required to stand for re-election each year at the Annual General Meeting.</p> <p>(d) New members of the Executive Committee will be subject to confirmation of their election at the next available Annual General Meeting.</p> <p>(e) The Executive Committee shall normally meet at least four times a year or more often should the business of the Society require it.</p> <p>(f) An Executive Committee meeting shall not be held unless a quorum of five Members be present within thirty minutes of the time appointed for the meeting. Any actions or decisions proposed will be carried by a simple majority of the Committee members.</p> <p>(g) In exceptional circumstances if there are insufficient members present at any Executive Committee meeting such that the meeting would not be quorate, those members present may continue to conduct the business of the Society and propose actions or decisions SUBJECT TO the agreement of the remaining members of the committee. Any such proposed actions or decisions will be recorded within the minutes of the meeting and distributed in writing / by e-mail to the absent members of the committee who are required to respond in writing / by e-mail as soon as is practicable;</p> <p>(h) Similarly, actions or decisions of a minor nature that need to be dealt with before the next available Executive Committee meeting, or are deemed not to require discussion at an Executive Committee may be proposed by the chairman at his discretion and forwarded to the members of the committee who are required to respond in writing / by e-mail as soon as is practicable;</p>

	All such actions or decisions proposed will be carried by a simple majority of the Committee members but must not be enacted until a majority in favour is achieved. The outcome of such proposals will be fully recorded in the minutes of the next available meeting.
(c) The Trustees of the Society for the purposes of the Charities Act are all the members of the Executive Committee.	
(d) Four Holding Trustees are appointed by the Executive Committee in accordance with rule 13 below.	
9: Sub-Committees	
The Executive Committee may appoint Sub-committees to deal with special matters. The Sub-committees will report their findings to the Executive Committee	
10: Annual General Meeting	
The Annual General Meeting will be held on a date appointed by the Executive Committee, but not later than the 31 st March, to elect officers of the Society and Members of the Executive Committee, to receive the reports of the Chairman, Secretary, Treasurer, Sectional Recorders, Field Meetings Secretaries, Librarian and any other deemed necessary, to ratify any alteration to the rules and to transact any other relevant business.	The Annual General Meeting will be held on a date appointed by the Executive Committee, but not later than the 31st March, to elect officers of the Society and Members of the Executive Committee, to receive the reports of the Chairman, Secretary, Treasurer, Membership Secretary, Sectional Recorders, Field Meetings Secretaries, Librarian and any others deemed necessary, to ratify any alteration to the rules and to transact any other relevant business.
11: Special General Meeting	
A Special General Meeting may be called by the Secretary in the following circumstances:	
(a) At the discretion of the Executive Committee	

<p>(b) Upon a request signed by not less than six members stating the special objects which it is proposed to consider.</p>	
<p>Notice of a Special General Meeting shall be notified to each Member not less than seven days prior to the meeting. No other business than that stated shall be dealt with.</p>	
<p>12: Formation of Branches</p>	
<p>A Branch or Branches may be formed with the approval of the Executive Committee in districts within the area of the Society. Membership of the Branch is open only to fully paid up members of the Society. The Branch shall elect its own Secretary and Committee and shall appoint one Committee member as a representative to the Executive Committee of the Society. The Society shall defray such administrative expenses as shall be considered reasonable by the Executive Committee. Branches shall submit a statement of accounts annually to the Treasurer for incorporation in the Society's annual accounts and balance sheet.</p>	
<p>13: Property of the Society</p>	
<p>(a) The Society may receive and disclaim property of any nature whether or not it is subject to any express conditions or trusts. The Society may purchase or otherwise acquire and hold property of any nature. Any property belonging to the Society may be invested in the names of not more than four nor less than two Holding Trustees who may be appointed from time to time by the Executive Committee and any vacancy amongst such Holding Trustees shall be filled by the Executive Committee. Such property may also be invested in the name of a limited company established by and under the control of the Society for trust purposes or with the official custodian for charities.</p>	
<p>(b) Such investments may be in or upon such shares, stocks, funds, securities, investments and property, real or personal, freehold or leasehold, moveable or immovable in any part of the world upon such terms and conditions (if any) as the Executive Committee shall in their absolute discretion think fit and in all respects as if the Executive Committee were the sole beneficial owners thereof. The Executive Committee may from time to time direct the Holding Trustees to sell, vary and transfer such investments and property.</p>	

<p>(c) The Executive Committee may deal with the said investments as if they were the sole beneficial owners thereof and without prejudice to the generality of this power may borrow for the general purposes of the Society such sums as may be required by it at such rate of interest as may be thought fit and may charge the payment of the sum upon any property of the Society and the Holding Trustees shall give effect to any decision of the Executive Committee about a loan.</p>	
<p>(d) If legal proceedings of any kind are resorted to or defended by the Society the Holding Trustees shall on the instruction of the Executive Committee but not otherwise prosecute or defend such proceedings either in the name of the Society or in the name of the Holding Trustees or otherwise on behalf of the Society as may be necessary.</p>	
<p>(e) The Holding Trustees shall in all respects act as required by the Executive Committee and a copy of a minute of the Executive Committee signed by the Secretary shall be conclusive evidence of its decision. The Holding Trustees shall be effectually indemnified by the Executive Committee from and against any liability costs, expenses and payments whatsoever which may be properly incurred or made by them in relation to the trusts of the property and investments of the Society or in relation to any legal proceedings or which otherwise relate directly or indirectly to the performance of the functions of a Trustee of the Society.</p>	
<p>14: Notices</p>	
<p>The accidental omission to give notice of a meeting to, or the non-receipt of a notice by any member, shall not invalidate any proceedings or resolutions at any meetings of the Society's Executive Committee.</p>	
<p>15: Records and Minutes</p>	
<p>A resolution in writing signed and agreed by all members of the Executive Committee for the time being in the United Kingdom shall be as valid and effectual as if it had been passed at a meeting of the Executive Committee duly called and held and may consist of several documents in the like form and each signed by one or more members of the Executive Committee.</p>	

16: Finance	
<p>(a) The income and property of the Society and all money received by or on behalf of the Society shall be applied solely towards the furtherance, promotion and execution of the objects of the Society and no portion thereof shall be paid in any way of dividend, bonus or profit to any member of the Society, provided that nothing herein expressed or contained shall prevent the payment in good faith of remuneration or expenses or both to any officer or servant of the Society, or to any member of the Society, or other person or persons for services actually rendered by him or them to the Society.</p>	
<p>(b) All monies payable to the Society shall be received by the Treasurer or such other officer as shall be appointed to receive the same. All funds belonging to the Society shall (unless invested) be deposited in a banking account in the name of the Society and no sum shall be drawn from this account except by cheque signed by such person or persons as the Executive Committee shall direct. Any monies not required for immediate use may be invested by the Executive Committee as herein authorised. The Executive Committee shall cause true accounts to be kept of the receipts, expenditures, assets, credits and liabilities of the Society and shall place before the members of the Society at each AGM a properly audited account and balance sheet made up to the end of the previous financial year.</p>	
<p>(c) Following a written application to the Society's Treasurer, the Society may make grants in furtherance of its objects. Reasonable office, travelling and subsistence expenses incurred by officers and members of the Society or by any person duly authorised by the Secretary may be paid by the Society. Rates of allowance shall be fixed by the Society from time to time. All claims for expenses must be sent to the Treasurer and he may require such information in regard thereto as he may think fit.</p>	<p>(c) Following a written application to the Chairman or Treasurer, and following consultation with the Executive Committee, the Society may make grants in furtherance of its objects in accordance with the Terms and Conditions for Payment of Grants.</p>
	<p>(d) Reasonable office, travelling and subsistence expenses incurred by officers and members of the Society or by any person duly authorised by the Executive Committee may be paid by the Society. All claims for expenses must be sent to the Treasurer; he may require and request such information in regard thereto as he may think fit.</p>

17: Dissolution	
<p>A motion to dissolve the Society may only be made at a Special General Meeting and to effect a dissolution at least three quarters of the members actually present and voting at the meeting shall vote in favour of the dissolution. If a motion to dissolve the Society is carried by the said majority the Society's funds, property and assets (if any) shall be disposed of for charitable purposes in connection with education and research and particularly for such charitable purposes of education and research in connection with natural history as the members may at the said Special General Meeting decide or failing any such decision to a charity connected with natural history to be nominated by the Chairman of the Natural Environment Research Council for the time being to the intent that no member of the Society shall receive any of the said funds, property and assets by virtue of his membership. A statement of the reasons for advocating dissolution shall be sent to each member with the notice of the Special General Meeting.</p>	
18: Alterations to Rules	
<p>The Rules of the Society may be altered at and only at a Special General Meeting and at least twenty one days' notice of any meeting to consider a proposed alteration shall be given to all members. The notice shall state the proposed change or changes. In order to effect the proposed changes to the rules, it is a requirement that at least three quarters of the members voting at the meeting shall vote in favour of the proposed change. No amendment to any proposed alteration shall be allowed.</p>	<p>The Rules of the Society may be altered at and only at a Special General Meeting; at least twenty one days' notice of any meeting to consider a proposed alteration shall be given to all members. The notice shall state the proposed change or changes. In order to effect the proposed change(s), at least three quarters of the members actually present and voting at the meeting shall vote in favour of the proposed change.</p> <p>No amendment to any proposed alteration shall be allowed. Should an amendment be deemed necessary, a new Special General Meeting must be convened under the same conditions as above.</p>
<p>No amendment to Rule 2 (Objects of the Society), Rule 17 (Dissolution) or Rule 18 (Alteration to Rules) shall take effect without the written consent of the Charity Commissioners thereto.</p>	
19: Society's Cheques	19: Society's Cheques & Banking
<p>The Society's cheques must be signed by the Treasurer and one of the following Officers of the Society: Chairman Vice-Chairman</p>	<p>The Society's cheques must be signed by not less than two authorised signatories.</p> <p>Subject to a satisfactory means of doing so becoming available and being considered and approved for the use of the Society by the Executive Committee, electronic</p>

Secretary	money transfer or payment by means other than by cheque may be made subject to authorisation by the Treasurer and one other authorised signatory in writing or by e-mail which must be copied to the other members of the Executive Committee.
20: Society's Recording Area	
The Society's Recording Area shall be the whole of vice-counties 33 (East Gloucestershire) and 34 (West Gloucestershire).	The Society's nominal Recording Area shall be the whole of vice-counties 33 (East Gloucestershire) and 34 (West Gloucestershire), but shall not be restricted to or exclusively so (in line with the Objects of the Society above)
	Equal Opportunities
	The Gloucestershire Naturalists' Society is inclusive; no discrimination is implied or should be inferred by any of the wording above. Equal opportunity will be available to all and any member to hold any of the Society's offices and to participate in the Society's activities provided it is reasonable, practicable and safe to do so. On some occasions, the Society's activities by their nature may make it difficult for some members to participate but all reasonable efforts to facilitate participation will be made wherever possible.