

Kent Ornithological Society

Rules

1. Objectives

The Society's objectives are:

- a. To study and record all aspects of avifauna of Kent
- b. To co-operate with national and other bodies in scientific ornithological enquiries
- c. To promote increased interest in ornithology in Kent
- d. To support conservation of birds and other wildlife in the county

2. Members

Membership is open to all, provided the appropriate subscription has been paid. Members will be expected to support the Society's objectives and the Executive Committee reserves the right to end the membership of any person whose actions brings the Society into disrepute. Members can terminate their membership by giving notice to the Membership Secretary. Family members residing in the same household may join as joint members, paying a single subscription but receiving only one copy of the Kent Bird Report. The Annual General Meeting can appoint honorary life members and honorary Vice Presidents in recognition of outstanding contributions to the Society and its work.

Corporate organisations, schools, youth organizations and similar societies approved by the Executive Committee may be affiliated members, paying the standard subscription rate and receiving the same benefits and services as ordinary members.

3. Subscriptions

Members are required to pay an annual subscription. Variations to the annual subscription rates will be agreed by a General Meeting of the Society's members. Members will be entitled to receive the Kent Bird Report and newsletters, access members' content on the Society's website and participate in the Society's events.

Membership is offered free to people under 25 living or studying in Kent or a contiguous county (Sussex, Surrey, Essex or Greater London). Members benefiting from free membership will only be entitled to receive on-line KOS publications..

Access to members' benefits such as The Kent Bird Report, newsletters, website access and other activities will be suspended for any members in arrears with their subscriptions. Any member whose subscription is more than twelve months in arrears shall be deemed to have resigned their membership.

4. The charity trustees (henceforward called the Executive Committee)

The Executive Committee shall consist of the Chairman, Vice-Chairman, and Secretary, Treasurer and Membership Secretary and other officers deemed appropriate by the Annual General Meeting (AGM). The chairs of any sub-committee will be members of the Executive Committee. The AGM may elect up to three ordinary members to serve on the Executive Committee without office or specific responsibilities.

The members of the Executive Committee will be appointed annually by members at the AGM. Committee members will be eligible to be re-elected in subsequent years.

The Executive Committee may if it feels appropriate appoint deputies to key roles on the committee (e.g. Deputy Treasurer). The Executive Committee shall have power to fill vacancies as they arise and to co-opt members as deemed appropriate. All co-opted members will be required to stand down at the next AGM but will be eligible to be nominated to serve a further term.

The Chairman must be satisfied as to the credentials of every trustee for it is a criminal offence for a disqualified person (under age of 18, current conviction involving deception or dishonesty, undischarged bankrupt, previously removed trustee, disqualified Company Director) to act as a charity trustee.

The AGM will elect someone to serve as President of the Society. The President will serve a term of five years and will be eligible to be re-elected for a second term. The role of the President is to chair general meetings, provide support and advice to the Executive Committee and represent the Society at external events as required.

5. Executive Committee meetings

The Executive Committee will meet at least three times a year. Meetings can be conducted by video conferencing is required. A quorum for Executive Committee meetings shall be four elected members. The Secretary will be responsible for ensuring that accurate records are kept of all Executive Committee meetings and that these records are stored securely electronically. All the Committee's agreed minutes will be published on the Society's website.

Urgent decisions outside the normal committee cycle can be made by the Chair in consultation on-line with other committee members. All decisions taken in this way will be endorsed by the next committee meeting and incorporated in the minutes.

The Executive Committee will establish sub-committees to conduct the detailed running of the Society's activities as it deems appropriate. The Executive Committee may delegate powers to each sub-committee. The chairs of any-subcommittee established will be members of the Executive Committee and their nominations endorsed by the AGM.

The sub-committees will provide regular updates to the Executive Committee and a summary of their activities and decisions will be incorporated into the minutes of the Executive Committee.

At Executive Committee and sub-committee meetings, matters will be determined by a majority vote of the committee members present. Voting will be by secret ballot or by a show of hands at the Chair's discretion. In the event of a tied vote the Chair has the casting vote.

6. General meetings

An Annual General Meeting shall be held every calendar year. General meetings of the Society will be chaired by the Society's President or nominated deputy if they are not available.

Members will be given at least four weeks notice of the AGM. This notification can be by e-mail, via the Society's newsletter or on the Society's website. General meetings can be held in person or via an on-line video conferencing facility. The AGM will receive reports from the Chair and other officers outlining the Society's activities during the previous year. Members will be given the opportunity to ask questions of the Executive Committee. The AGM will receive a report from the treasurer and will be asked to approve the financial accounts for the last year.

The AGM will elect officers to serve on the Executive Committee for the forthcoming year. Nominations for officers and members of the Executive Committee must be given in writing to the Secretary at least four weeks prior to the Annual General Meeting. A quorum for an Annual General Meeting or Extraordinary General Meeting shall be 20 full members. If the quorum is not met, the meeting will be adjourned. A new meeting will be organised of which members will be notified with two weeks advanced notice. This adjourned meeting can go ahead without the quorum. An Extraordinary General Meeting can be called by the Executive Committee or if requested by at least 30 full members of the Society. Such a meeting shall be held within eight weeks of the request.

7. Financial Accounts and banking arrangements

The Society shall comply with charity law regarding income/expenditure with regard to:

- The keeping of accounting records for the Society;
- The preparation of annual statements of account for the Society;
- The auditing or independent examination of the statements of account of the Society;
- The preparation of an annual report and the sending of it, together with the statements of account, to the Charity Commission, when and if required;

The Society's accounts will be available on request and will be presented to members at the AGM.

The Treasurer shall present to the AGM a statement of accounts that have been endorsed by an auditor or an independent examiner.

The Society will maintain a bank account held in the Society's name. All payments made, including those made through on-line banking facilities must be endorsed by two Executive Committee members including the Treasurer (or their nominated deputy) and one other designated officer of the Executive Committee.

8. Executive committee members personal interests

Personal interest must not conflict with trustee duties. Executive Members must disclose to fellow members conflict between their private interests & duties as charity trustees. No trustee may:

- Have a financial interest in the supply of goods or services to the Society; or
- Acquire or hold any interest in property of the Society (except in order to hold it as a trustee of the Society).
- Receive any benefit in money or kind from the Society although they may be paid reasonable out of pocket expenses.

9. Investments

Funds not required for current expenditure may be invested in bonds, deposit or other accounts by the treasurer with the prior approval of the Executive Committee. All transfers of funds to require authorisation of the treasurer and another authorised signatory.

10. Amendment of Rules

A copy of these Rules shall be available to all members on joining the Society and following any amendment. A copy may be obtained at any other time, on request, from the Secretary. Any alteration of the Rules may be made only if detailed on the agenda for the Annual General Meeting or any Extraordinary General Meeting of the Society and passed by a majority of adult and/or corporate members present. However, no amendment may be made to clause 1 (the objectives), clause 8 (trustees not to have a personal interest), clause 11 (dissolution), this clause or the trustees' power of investment. Without the prior written approval of the Charity Commissioners, no amendment may be made which would allow the trustees to spend permanent endowment of the Society. Additionally, no amendment may be made which would have the effect of making the Society cease to be a charity at law.

11. Dissolution

If the Society's trustees decide that it is necessary or advisable to dissolve the Society, they shall realize any assets held by or on behalf of the Society. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred by the Society's trustees to such other charitable institution(s) as the Society's trustees decide, for the specific purpose of conservation of bird life in Kent. On dissolution of the Society, all its documents will be retained a minimum of six years.

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