

# Revised Rules of the Kent Ornithological Society

## 1. Charity name

The Society should be called the Kent Ornithological Society (KOS)

## 2. Objectives

- a. To study and record all aspects of the 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 bird life in the county

## 3. Members

Members shall be required to support and keep the laws and orders concerning bird protection and to observe the 'Birdwatchers Code of Conduct' as published by the Royal Society for the Protection of Birds (RSPB). The Executive Committee reserves the right to terminate the membership of any person who has failed to support and keep such laws and codes of conduct or has behaved in such a manner as to bring the Society into disrepute. The decision of the Executive Committee shall be final.

## 4. Subscriptions

In return for a membership donation/subscription, due annually, members will receive a copy of the annual Kent Bird Report, a quarterly Newsletter and be invited to participate in a programme of arranged events. The amount due may be changed at the Annual General Meeting or an Extraordinary General Meeting following a majority vote of those present.

Any member wishing to terminate his membership shall give notice of his intention to the Secretary or Treasurer in writing. Any member whose subscription is twelve months in arrears shall be deemed to have resigned their membership. An accurate and up to date list of members will be maintained by our Membership Secretary.

## 5. The charity trustees (henceforward called the executive committee)

The Executive Committee shall consist of the Chairman, Vice-Chairman, Secretary, Treasurer, Membership Secretary, County Recorder, Chairman of the Editorial and Records Sub-Committee, Chairman of the Conservation and Surveys Sub-Committee, Editor of the Kent Bird Report, Newsletter Editor, and Webmaster and up to three ordinary members. Executive membership positions may be held jointly by two people, although between them they will have only one vote at meetings of the Executive Committee. The members of the Executive are appointed for one year but can be re-elected. The officers and committee members shall be elected at the Annual General Meeting. The Executive Committee shall have power to fill vacancies as they arise and to co-opt members for such special purposes as may from time to time appear desirable. The President and the county's BTO representative shall be ex-officio members of the

Committee. The Executive Committee may, if they so wish, nominate honorary life Vice-Presidents to the Annual General Meeting for election.

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.

## 6. Executive meetings

At least four meetings shall be held annually. A quorum on these occasions shall be five elected members. Minutes are the Society's record of decisions and must be both accurate and stored safely. It is the responsibility of the Secretary to keep minutes of all meetings and ensure an agreed copy is posted on the Society's website (see \*below). The Minute books are bound volumes with numbered pages although copies of minutes can be stored on computer. The Secretary will also prepare literature to keep the members informed of the Society's activities, particularly any changes to this document, the Annual General Meeting and the Society's annual accounts. The Treasurer shall present a statement of accounts at the Annual General Meeting, which has satisfied an independent scrutineer.

[\*Minutes of all executive meetings will be made available to our members, on request, but are not open documents. They do not have to be available for public inspection although we will put summaries of our meetings on our website.]

Non-executive members can be invited to executive committee meetings when specialist advice is required. They are not entitled to a vote and shall only be present for the relevant agenda item(s).

The Executive Committee will organize an Editorial and Records Sub-Committee to deal with all aspects of bird recording within the county. They will appoint their own secretary for the recording of their meetings in a minute book, as stated above. This Sub-Committee will include the Editor of the annual Kent Bird Report and will abide by its own constitution, which will be approved by the Executive Committee. The Chairman of this Sub-Committee and the Editor will be officers of the Executive Committee.

The Executive Committee will organize a Conservation and Surveys Sub-Committee to deal with all aspects of conservation and surveys within the county. They will appoint their own secretary for the recording of their meetings in a minute book, as stated above. This Sub--Committee will abide by its own constitution, which will be approved by the Executive Committee. The Chairman of this Sub-Committee will be an officer 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 Chairman's discretion. The Chairman has no vote but, where votes are equal, has the casting vote.

The Annual General Meeting shall normally be held in April when reports shall be presented by the relevant officers of the Society. The election of the officers and members of the

Executive Committee shall take place on this occasion. Nominations for officers and members of the Executive Committee must be given in writing to the Secretary at least one week prior to the Annual General Meeting. A quorum for an Annual General Meeting or Extraordinary General Meeting shall be 30 adult and/or corporate members. An extraordinary general meeting can be called by the Executive Committee or if requested by at least ten adult and/or corporate members of the Society. Such a meeting shall normally be held within eight weeks of the request.

## 7. Membership

a. Ordinary membership will be a flat rate for each individual or family. Each member or family will receive a single copy of the annual Kent Bird Report, Newsletters and other specified publications of the Society. Family members shall record one vote only at the meetings of the Society. Members in receipt of retirement or disability pensions may apply to the Treasurer for a reduced fee.

b. Members under 18 years of age shall be entitled to pay a reduced subscription for that year. They shall receive all the benefits of full ordinary membership but shall not be eligible to vote until the age of 18 has been reached and a full subscription has been paid.

c. Corporate members, schools, youth organizations and societies approved by the Executive Committee may be affiliated. They shall pay a subscription at the rate agreed for ordinary membership, shall be entitled to a single copy of the Society's publications and shall be eligible to attend meetings and take part in the activities of the Society. Corporate members shall record one vote only at the meetings of the Society.

## 8. Accounts

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.

Our accounts are available to the public, on request, but will not be published on our website. The executive will formally approve the Society's annual report and account and be provided with copies of the report and accounts each year. These will be copied to the Charity Commission, if either our gross income or total expenditure is over £10,000 in the relevant financial year, by our treasurer.

## 9. Bank accounts

All the Society's assets are to be held in the name of the Society, not by named individuals. The number of signatories for instruments of payment (usually a cheque) is two – the Treasurer and either the Chairman or Secretary. The person authorizing payment, by signing the appropriate invoice for payment, cannot also prepare the instrument of payment.

## 10. 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.

## 11. Investments

We have a bond in the name of the charity for which there are two signatories.

## 12. 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 2 (the objectives), clause 10 (trustees not to have a personal interest), clause 13 (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.

The trustees must:

- (a) promptly send to the Charity Commissioners a copy of any amendment made to these rules and
- (b) keep a copy of any such amendment.

## 13. 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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