

HEREFORDSHIRE ORNITHOLOGICAL CLUB

Founded 1950

Registered Charity No.1068608

THE RULES

As amended at 2012 AGM

1. Name:

The Charity shall be called the Herefordshire Ornithological Club, hereinafter referred to as 'The Charity'.

2. Objects:

The Objects of The Charity are: -

- a) To advance public education in the study of wild birds, their habitats and their conservation in the County of Herefordshire.
- b) To promote research in such aspects and to publicise the useful results thereof for the benefit of the public.

3. Management:

The Charity shall be managed by The Committee, hereinafter called 'The Committee'.

4. Powers:

In furtherance of the Objects but not otherwise The Committee may exercise the following Powers :-

- a) Power to raise funds and to invite and receive contributions providing that in raising funds The Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- b) Power to buy, take on lease or in exchange any property necessary for the achievement of the Objects and to maintain or equip it for use.
- c) Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of The Charity.
- d) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects, or of similar charitable purposes and to exchange information and advice with them.
- e) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the Objects.
- f) Power to appoint and constitute such advisory committees as The Committee may think fit.
- g) Power to do all such other lawful things as are necessary for the achievement of the Objects.

5. Charity Membership:

Membership of the Charity shall be open to the following classes as agreed by The Committee:-

- a) Full members 18 years of age or over.
- b) Junior members, under 18 years.
- c) Life members.
- d) Senior life members, 65 years of age or over.
- e) Corporate members, kindred bodies, schools etc.
- f) Honorary members, as approved by the majority present at an Annual General Meeting.

6. Conditions of Membership:

Membership of The Charity shall be subject to the following conditions :-

- a) Membership shall be open to any person interested in furthering the Objects and who has paid the annual subscription, as laid down from time to time by The Committee.
- b) Every member over the age of 18 years shall have one vote.

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- c) The Committee may by unanimous vote and for good reason terminate the membership of any individual. Provided that the individual concerned, accompanied by a friend, shall have the right to be heard by The Committee before a final decision is made.

7. The Committee:

- a) The Committee shall be constructed with the following members: -

Post	Elected for
i. Chairman	3 years
ii. Vice Chairman	3 years
iii. Secretary	3 years
iv. Treasurer & Membership Secretary	3 years
v. Recorder	3 years
vi. Publicity Officer	3 years
vii. Annual Report Editor	2 years
viii. HOC News Editor	2 years
ix. Meetings Secretary	2 years
x. Four Ordinary Committee Members.	2 years

- b) When complete, The Committee shall not exceed a total of thirteen members.
- c) No person shall be entitled to act as a member of The Committee whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in trust of the Charity.
- d) The Annual General Meeting shall approve all Committee Members.
- e) At the Annual General Meeting, with the exception of Ordinary Committee Members, all the Officers of The Committee and any members of Subcommittees shall retire after their elected period, but with their consent, be eligible for re-election or re-appointment. Only fully paid-up members are eligible for election or appointment.
- f) Two Ordinary Committee Members shall be elected at each Annual General Meeting. Ordinary Committee members shall not be eligible for re-election for a year after retiring.
- g) The BTO Regional Representative will be invited to attend Committee Meetings as a non-voting member.

8. Subscriptions:

Membership subscriptions to The Charity shall be subject to the following: -

- a) Annual subscription rates shall be approved at the Annual General Meeting.
- b) Subscriptions are payable upon membership and are renewable on the 1st January of each subsequent year, except only where a member is elected on or after 1st September in any year, when there will be no further liability in the year immediately following election.
- c) Any member having a subscription two months in arrears shall have their name removed from the list of members.

9. Finances:

The financing of The Charity shall be as follows :-

- a) The Financial year shall end on the 30th November.
- b) The Charity's bankers shall be decided by the Committee.
- c) All income to The Charity shall be paid into an account with the Charity's bankers forthwith.
- d) All cheques issued on behalf of the Charity shall be signed by the Treasurer and either the Chairman or the Secretary.
- e) The Treasurer, with the approval of the Committee, may deposit with an approved financial institution any reserve monetary assets for the purpose of maintaining or increasing their value.

10. Insurances:

The Committee shall have responsibility to insure against claims for public and statutory liabilities together with such other insurance as it deems necessary to protect The Charity's property and its Trustees.

11. Annual General Meetings:

- a) The Annual General Meeting to be held during the month of March.
- b) Every member shall receive a written notice of the Annual General Meeting by the 21st February stating the business to be transacted together with a fully audited balance sheet.
- c) Any fully paid-up member wishing to place any motion before the Annual General Meeting shall give notice in writing to the Secretary prior to the 1st February.
- d) Any two members may propose a candidate for The Committee, by notice, in writing, to be received by the Secretary at least ten days before the Meeting, stating that the consent of the nominee has been obtained.
- e) If no, or insufficient nominations are received, nominations may be taken from the floor of the Meeting. The nominee's consent must be obtained prior to nomination.
- f) Elections to The Committee shall be decided by the majority of members present and entitled to vote.

12. Business of The Annual General Meeting:

The Annual General Meeting shall be conducted as follows: -

- a) To receive a report by the Chairman on the activities of The Charity during the past year.
- b) To receive and approve from the Treasurer a fully audited balance sheet and statement of accounts for the past financial year, including recommendations for the annual subscriptions.
- c) To appoint a President to serve a term of three years and with his or her consent be eligible for re-election.
- d) Appoint Vice President(s) to serve a term of three years and with their consent be eligible for re-election.
- e) Appoint a Committee according to Rule 7.
- f) Appoint an auditor or auditors for the ensuing year.
- g) To decide on any motion which has been submitted to the Meeting in the prescribed manner.
- h) Minutes of the Annual General Meeting, showing a record of all proceedings and resolutions, shall be recorded. They shall be submitted to members of The Charity, for approval by the membership at the following Annual General Meeting.

13. Extraordinary General Meeting:

An Extraordinary General Meeting of The Charity may be called in the following manner: -

- a) The Committee may at any time call an Extraordinary General Meeting.
- b) Any twenty-five fully paid up members of The Charity may call an Extraordinary General Meeting by stating in writing to the Secretary the business to be transacted.
- c) Fourteen days before the date of an Extraordinary General Meeting, every member shall receive a written notice stating the business to be transacted.

14. Alteration to the Rules:

The Rules of The Charity may be altered subject to the following provisions:-

- a) A majority of not less than two thirds of qualified members present and voting at a General Meeting is required to approve any proposal to alter any of The Rules.
- b) The notice of the General Meeting must include notice of the resolution setting out the terms of the alteration proposed.
- c) No amendment may be made to
 - i) Rule 1, the Name of The Charity
 - ii) Rule 2, the Objects of The Charity
 - iii) Rule 16, The Dissolution of The Charity

Or this Rule (Rule 14) without the prior consent in writing of the Commissioners.

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- d) The Committee shall promptly send to the Commissioners a copy of any amendment made under this Rule (Rule 14).
- e) No amendment may be made which would have the effect of making The Charity cease to be a charity at law.

15. Committee Meetings:

Meetings of The Charity's Committee shall be conducted as follows: -

- a) Committee Meetings shall be held as often as deemed desirable by The Committee, with a minimum of four meetings per year.
- b) The President and Vice President(s) may attend Committee Meetings as non-voting advisors.
- c) A quorum shall consist of not less than one third of the appointed Committee members.
- d) At all Committee Meetings, Minutes shall record the conclusions of all proceedings, and the Secretary shall circulate to all Committee members Minutes of the meeting, and the date of the next meeting within one calendar month.
- e) The Minutes of such meetings to be available to any member of The Charity applying to the Secretary in writing only after they have been approved by the Committee and signed by the Chairman
- f) The Committee shall appoint an Executive Sub-committee, consisting of the Chairman, the Vice Chairman, the Secretary and the Treasurer, that shall have the power to act on behalf of the Committee to make urgent decisions, which must be ratified at the next Committee Meeting.
- g) The Committee shall appoint an Editorial Sub-committee consisting of the Annual Report Editor, the Secretary and at least two other members for the purpose of preparing and presenting an Annual Report.
- h) The Committee shall appoint a Rarities Sub-committee consisting of the Recorder and at least two other members, who shall decide upon the accuracy of sightings of rare birds in the County and submit a report of their findings to The Committee, to be published in the Annual Report.
- i) The Committee shall have the power to co-opt members, as they deem necessary, but shall not exceed the maximum number of members described in Rule 7. Co-opted members shall have full voting rights. Additional members of the Committee appointed under this clause shall cease membership of the Committee automatically at the next Annual General Meeting.
- j) The Committee shall have the power to invite any member of The Charity, or other person, to any Committee meeting for the purpose of that person's ability to provide any useful or specialist knowledge that the Committee may believe to be useful in furthering more effectively the Objectives of The Charity.
Any person so invited :
 - i) shall only be present at such a meeting for a length of time as determined by The Committee;
 - ii) shall have no power to make any proposal;
 - iii) shall not be eligible to cast any vote.
- k) The Committee may appoint one or more Sub-committees and delegate to them any of its powers except the power to appoint Sub-committees. The purpose of a Sub-committee shall be for the purpose of making any inquiry or supervising or performing any function or duty which, in the opinion of The Committee, would be more effectively undertaken by this means. The Chairmen of Sub-committees will be members of The Committee, and shall periodically report their proceedings to The Committee and to the Annual General Meeting. Sub-committees shall conduct their business in accordance with the direction of The Committee.
In addition to the Chairman of any Sub-committee, two other members of The Charity shall constitute a quorum of a Sub-committee.
- l) No Member, Committee Member or Sub-committee Member shall, except for services rendered as previously approved and authorised by The Committee, receive any profit or emolument from any funds or transactions of The Charity. For the avoidance of doubt, no committee, sub-committee or member of such committee may order or request services from any other member, unless and until approval of The Committee has been received for any financial implications.
- m) The Committee shall act in accordance with the approved Standing Orders.

16. Dissolution:

If at any General Meeting, a resolution for the dissolution of The Charity be passed by a majority of the members present then

- a) An Extraordinary General Meeting shall be called within one calendar month.
- b) A quorum at that Meeting shall be not less than half of the total membership of The Charity.
- c) A two-thirds majority of full members present and voting shall be required to pass a resolution to dissolve The Charity.
- d) In the event of dissolution, all assets, after the discharge of all liabilities, shall be divided equally between The Royal Society for the Protection of Birds, The British Trust for Ornithology and The Wildfowl and Wetlands Trust or similarly recognised charitable bodies as may be decided by the members.

17. Notices:

Any notice that may be served by the Secretary on any member, either personally or on their appointed representative, or by sending through the post in a pre-paid letter addressed to such member at their last known address in the United Kingdom, shall be deemed to have been received within ten days of posting.