

BRISTOL ORNITHOLOGICAL CLUB



Constitution and Rules

1. **Name:**

The Charity shall be called the 'Bristol Ornithological Club', hereinafter referred to as "The Charity" (BOC).

2. **Objects:**

The Objects of The Charity are: -

To advance education for the public benefit in ornithology and matters related to the conservation of wild birds in particular within Bristol and the surrounding area by:

- a. promoting and taking part in local and national studies and surveys,
- b. supporting and assisting the conservation and preservation of wild birds and their habitats through co-operation with local and national organisations."

3. **Aims:**

The Charity aims to achieve its objectives through the following activities: -

- a. By holding regular outdoor meetings and longer holiday trips throughout the year together with winter indoor meetings.
- b. To publish
 - i. a monthly bulletin Bird News; and to sponsor, together with Bristol Naturalists' Society, an annual Avon Bird Report published by Avon Ornithology Group.
 - ii. and other submissions deemed appropriate by The Committee.
All publications may be in an electronic format.
- c. By helping and encouraging those new to bird watching (birding) by sharing knowledge and identification skills informally and by structured training courses.
- d. By supporting and assisting conservation projects through active co-operation with local and national ornithological bodies.
- e. By promoting field research through co-operative and individual studies.
- f. By maintaining the Charity's website and producing a Blog, to promote the Club's activities and to facilitate and widen birding activities more generally.

4. **Management:**

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

5. **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 give Grants to other persons or organisations for purposes that meet The Charity's objectives.
- c. 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.
- d. Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of The Charity.
- e. 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.
- f. Power to establish or support any charitable trusts, associations or institutions formed for all or any of the Objects.

BRISTOL ORNITHOLOGICAL CLUB



Constitution and Rules

- g. Power to appoint and constitute such advisory committees as The Committee may think fit.
- h. Power to do all such other lawful things as are necessary for the achievement of the Objects.

6. 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. Corporate members, kindred bodies, schools etc.
- d. Honorary life members, who shall pay no subscription. Honorary life members shall be those who are considered to have rendered distinguished service to local ornithology. Nominations shall progress from The Committee to the Annual General Meeting (AGM) and where they must be elected by a 75 % majority. The maximum number of honorary life members shall be four.

7. 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. Each applicant for membership shall sign an application form or the online equivalent and The Committee shall be notified of each application.
- c. The Committee shall have the right to terminate the membership of any person who in its opinion has acted against the interest of the club.
- d. Any person whose subscription is in arrears shall forfeit their rights as a member until the subscription is paid.

8. The Committee:

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

Post	Elected for
i. Chairperson	1 year
ii. Secretary	1 year
iii. Treasurer	1 year
iv. Membership Secretary	1 year
v. Not more than ten Ordinary Committee Members	3 years

The Committee shall have the right to create other officers from among its own members.

- b. When complete, The Committee shall not exceed a total of fourteen 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. Any two members of The Committee shall have the right to call a Committee meeting by giving all other members of The Committee fourteen days' notice in writing / by email.
- e. The Committee shall have the right to co-opt up to two additional members but these co-opted members shall NOT have any voting privileges and their appointment shall be

BRISTOL ORNITHOLOGICAL CLUB



Constitution and Rules

reviewed prior to each AGM or when deemed necessary by the remainder of the committee.

- f. The Committee shall have the right to appoint sub-committees from its members to be responsible to The Committee, and to give regular reports on its actions.
- g. The Committee shall have the power to fill such temporary vacancies as may occur among the officers and members of The Committee between one AGM and the next.
- h. The four officers mentioned in section 8.a above shall be elected annually at the AGM and shall be eligible for re-election.
- i. The ten Ordinary Committee members shall be elected at the AGM for a term of 3 years and shall be eligible for re-election.
- j. Nominations for officers and for variances on The Committee shall be in the hands of the secretary at least six weeks before the AGM.

9. Subscriptions:

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

- a. The amount of the Annual subscription shall be decided at the AGM by a simple majority vote, it shall become payable on 1st January.
- b. Subscriptions are payable upon joining The Charity 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 person whose subscription is in arrears shall forfeit their rights as a member until the subscription is paid.

10. Finances:

The financing of The Charity shall be as follows: -

- a. The Financial year shall end on the 30th September.
- 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 Chairperson or the Secretary. Where The Charity operates online banking, payments may be approved by one of the officers, normally the Treasurer but at least one of the Chairperson or Secretary should also have online access to the bank account to be able to review any transactions.
- 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.

11. 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.

12. Annual General Meetings:

- a. The Annual General Meeting is to be held during the month of December on a date fixed by the General Committee at least twelve weeks beforehand.
- b. Every member shall receive a written notice of the Annual General Meeting at least one month before the date of the meeting stating the business to be transacted together with financial statements that comply with Charity Commission rules.
- c. Any fully paid-up member wishing to place any motion before the Annual General Meeting shall give notice in writing to the Secretary at least six weeks before the date of the meeting.

BRISTOL ORNITHOLOGICAL CLUB



Constitution and Rules

- d. Any two members may propose a candidate for The Committee, by notice, in writing, to be received by the Secretary at least six weeks 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.

13. Business of The Annual General Meeting:

The Annual General Meeting shall be conducted as follows: -

- a. To receive for approval the minutes of the previous Annual General Meeting.
- b. To receive a report by the Chairperson on the activities of The Charity during the past year.
- c. To receive a report by the Secretary on the relevant activities of The Charity during the past year.
- d. To receive a report by the Membership Secretary on the changes in membership of The Charity during the past year.
- e. To receive and approve from the Treasurer a balance sheet and statement of accounts for the past financial year, including recommendations for the annual subscriptions.
- f. To appoint The Committee according to Rule 8.
- g. To appoint an Independent Reviewer for the ensuing year.
- h. To decide on any motion which has been submitted to the Meeting in the prescribed manner.
- i. 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.

14. 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. At least fourteen days before the date of an Extraordinary General Meeting, every member shall receive a written notice stating the business to be transacted.

15. 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 17, The Dissolution of The Charityor this Rule (Rule 15) without the prior consent in writing of the Charity Commission.
- d. The Committee shall promptly send to the Charity Commission a copy of any amendment made under this Rule (Rule 15).
- e. No amendment may be made which would have the effect of making The Charity cease to be a charity at law.

16. Committee Meetings:

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

BRISTOL ORNITHOLOGICAL CLUB



Constitution and Rules

- a. Committee Meetings shall be held as often as deemed desirable by The Committee, with a minimum of four meetings per year.
- b. A quorum shall consist of not less than one third of the appointed Committee members.
- c. 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.
- d. 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.
- e. The Committee shall appoint an Executive Sub-committee, consisting of the Chairperson, 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.
- f. 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 8. Co-opted members shall NOT have any voting privileges and their appointment shall be reviewed prior to each AGM or when deemed necessary by the remainder of the committee
- g. 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.
- h. 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 Chairpersons 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.
- i. In addition to the Chairperson of any Sub-committee, two other members of The Charity shall constitute a quorum of a Sub-committee.
- j. 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.

17. 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.

BRISTOL ORNITHOLOGICAL CLUB



Constitution and Rules

- b. A quorum at that Meeting shall be not less than 30% of the total membership of The Charity.
- c. A 75% 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.

18. 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, or by email or other electronic communication, shall be deemed to have been received within ten days of posting.

Revised 16 November 2023.