



**CONSTITUTION
OF THE
GLASGOW NATURAL HISTORY SOCIETY
SC012586**

**I
NAME OF THE SOCIETY**

The Society shall be known as the Glasgow Natural History Society.

**II
AIMS AND OBJECTIVES OF THE SOCIETY**

The aims of the Society shall be to foster and encourage the study of natural history, principally in the west of Scotland by:

1. Holding meetings for the exhibition of specimens and the interchange of information, the presentation of lectures, tutorials and illustrated talks on the subject of natural history.
2. Making excursions for practical work.
3. Publishing *The Glasgow Naturalist*, and other relevant publications.
4. The maintenance of a library for the use of members.
5. Seeking financial support for the stimulation of research.
6. Encouraging environmental awareness and promoting biodiversity.
7. Contributing to natural history education.
8. Providing financial support for natural history research as resources allow.

**III
MEMBERSHIP OF THE SOCIETY**

1. Ordinary membership of the Society is open to all individuals, on completion of the membership application form. Options for Concessionary membership categories as defined by Council from time to time are detailed on the application form.
2. Other family members may be added to an individual membership as stated on the membership application form.
3. Group membership may be offered for organisations few of whose individual members are likely to join, but where membership may be beneficial. The terms of membership for each such group will be determined by Council.
4. Honorary membership may be awarded to persons approved of by Council in having rendered conspicuous service to the Society. They are allowed the same rights and privileges as Ordinary members.
5. Membership shall be terminated: 1) if a member fails to pay the annual subscription within a year of the due date (see section XVI); 2) if the Society deems that a member's actions have damaged the Society's reputation. An example could be the inclusion of fabricated data written by the member in a Society publication. Termination for this cause requires a motion of termination to be submitted to and passed by a Society meeting.

**IV
COUNCIL AND OFFICE BEARERS**

1. The business of the Society shall be managed by a Council consisting of a President, up to three Vice Presidents, a General Secretary, a Treasurer, a Journal Editor, a BLB Executive Convenor and up to nine Councillors to whom other responsibilities (such as Librarian, Membership Secretary etc) will be allocated. The Council shall also include ex officio convenors of sections as provided for below (Paragraph XII).
2. The President and Vice Presidents shall take office for three years and shall not be eligible for re-election to the same office until the expiry of one year.
3. The Society's Council members act as the Society's trustees, as required by the Office of the Scottish Charities regulator (OSCR). A subset of the trustees is required to be named in the submission of the annual accounts to OSCR. They shall be the President (or a Vice President), General Secretary, Treasurer and two other Council Members chosen annually by Council.



4. The General Secretary, Treasurer, Journal Editor and Councillors shall retire annually, but shall be eligible for re-election.
5. The Council shall submit annually, at the Annual General Meeting (AGM), a report on the work of the Society during the previous year.
6. The Council shall have the power to enact bye-laws on points not provided for by the Constitution, to fill vacancies in the Council occurring during the session, to appoint special committees and generally to administer the affairs of the Society.
7. Seven members of the Council, including ex officio members, shall form a quorum. The quorum shall include at least one of the Society's trustees.
8. The Council shall meet at least twice a year.

**V
PRESIDENTS AND VICE PRESIDENTS**

1. The President or a Vice President shall chair all meetings of the Society and of the Council. In the absence of a President and any Vice President, the meeting will elect a temporary Chair.
2. It shall be the duty of the Chair to conduct the meetings according to the constitution of the Society.

**VI
GENERAL SECRETARY, TREASURER AND MEMBERSHIP SECRETARY**

The General Secretary and the Treasurer, with assistance as they may feel necessary, shall ensure that:

1. Minutes will be kept of AGM, any Special Meetings, Council, and Blodwen Lloyd Binns Executive (BLB) meetings.
2. Intimations of meetings and excursions shall be made available to the membership through a syllabus, excursion programmes, newsletters, and web pages.
3. The Proceedings of the Society, as recorded in *The Glasgow Naturalist*, will include the date and title of each ordinary meeting, the speaker's name, and the attendance.
4. Information on the Society's website shall be accurate and up to date.
5. Subscriptions of all members shall be recorded and banked, and a register kept of names and addresses of members.
6. All income and outgoings shall be recorded and Council and the BLB executive shall be regularly updated on the financial state of the accounts.
7. Withdrawals from the Society's account shall require the authorisation of two Council members designated as signatories. Signatories shall be determined annually by Council and shall comprise the Treasurer, the General Secretary and one or more other Council members. All monies shall be kept in the name of the Society.
8. Accounts shall be prepared for all funds administered by the Society. The general fund accounts shall be scrutinised by the independent examiner of the BLB Bequest fund (see Section XI, paragraph 5). The accounts shall be circulated with the notice calling the AGM and shall be presented for approval at the AGM.
9. The assets of the Society shall be listed as part of the annual report.

**VII
LIBRARIAN**

1. The Librarian shall take charge of the books and journals belonging to the Society and shall keep a catalogue of them and register the names of borrowers.
2. The Librarian shall be responsible for updating the library.
3. The Librarian shall take charge of the exchange and sales of the Society's publications and shall account to the Treasurer for such sums of money as may be received from their sale.
4. The Librarian shall submit a report on the state of the library, the circulation of books, and the distribution and exchange of publications during the preceding year at the AGM.
5. To assist the Librarian a sectional committee may be formed, members of which shall be approved by Council.
6. Members desirous of recommending additions to the library should contact the Librarian.
7. The Librarian shall be responsible for determining borrowing policy.



**VIII
JOURNAL EDITOR**

1. The Journal Editor shall attend to the preparation of the material for and oversee the production of *The Glasgow Naturalist*, normally once a year.
2. The Editor may seek the assistance of other members of the Society to help with production of *The Glasgow Naturalist*.
3. Proposals for publications, additional to *The Glasgow Naturalist*, should be brought to Council for approval.

**IX
NEWSLETTER EDITOR**

The Newsletter Editor shall be responsible for the publication of the newsletter. This shall be issued at regular intervals, normally four times a year, and shall contain notification of forthcoming events, reports of previous meetings and outings as well as short notes by members, obituaries etc.

**X
INVESTMENTS**

1. Strategy. Council shall be responsible for determining a suitable investment strategy for all the Society's investments.
2. Choice of investments. The Society may invest in quoted and unquoted securities of UK and overseas markets including equities, fixed interest and index linked bonds, property, and cash funds either directly or through pooled funds.
3. Management of the Society's investment portfolio shall be delegated to a reputable fund management company that incorporates environmental, social and governance (ESG) considerations into its investment decisions. Council will review the arrangement from time to time.

**XI
BLODWEN LLOYD BINNS BEQUEST (BLB)**

1. The aims of the BLB Executive shall be to put into effect the wishes of Professor Lloyd Binns and to further the aims of the Society. Documents listing the wishes of Professor Lloyd Binns are held in the Society's archives.
2. The administration of the Bequest shall be delegated by Council to an Executive comprising the Convenor, the President (or a Vice President), the General Secretary and Treasurer together with scientific and financial advisors to be appointed each year at the AGM. BLB executive meetings shall be chaired by the Convenor, or in the Convenor's absence, an Executive member as agreed by those present. Four members of the Executive shall form a quorum.
3. The Bequest shall be managed in such a way as to broadly preserve its capital value allowing for inflation, subject to the strategy established by Council. Awards shall be made out of income from the investment of the Bequest.
4. Drafts made on the Bequest or for transfer of capital shall require the signatures of any two members of the Executive
5. The annual accounts of the Bequest shall be scrutinised by one independent examiner, elected at the previous AGM.
6. The Executive shall report to each Council meeting and to the AGM. The Executive shall bring to Council any issues which they consider need wider discussion and approval.
7. When the Society receives a legacy or a substantial donation (more than £2000), the funds will normally be used to supplement the investments in the bequest, unless a particular purpose for the legacy or donation has been specified. Smaller donations will normally be added to the Society's General Fund

**XII
SECTIONAL COMMITTEES**

Sectional committees shall be formed to deal with the various branches of the Society's work and shall be presided over by a convenor who shall be, ex officio, a member of the Council. Convenors shall be appointed at the AGM, or whenever Council decides that a new Committee is required.



**XIII
MEETINGS – ORDINARY AND FIELD**

1. The session of the Society shall commence on 1st January each year.
2. Ordinary meetings, of which intimation shall have been previously given by circular, shall normally be held monthly, except during July and August.
3. The General Secretary shall arrange for the compilation of a list of ordinary meetings for publication in *The Glasgow Naturalist* as detailed in Section VI, paragraph 3.
4. Field meetings shall be made at times as arranged by Council and sectional committees and intimated by circular. Reports of these should be made by the leaders and submitted to the Society.
5. Although meetings will normally take place in-person, they may be held online or as hybrid meetings (both online and in-person) when agreed by Council.

**XIV
ANNUAL GENERAL MEETINGS AND SPECIAL MEETINGS**

1. The Annual General Meeting shall be held during the first quarter of the year. The Order of Business shall be as follows:
 - a) The minutes of the previous AGM shall be presented, amended if required, and approved at the meeting.
 - b) A report shall be given on the meetings of the previous year.
 - c) A report shall be given on the financial affairs of the Society for the previous year.
 - d) A report shall be given on membership numbers.
 - e) A report shall be given on the management and distribution of Blodwen Lloyd Binns funds in the previous year.
 - f) A report shall be given regarding the state of the Library.
 - g) A report shall be given regarding the state of *The Glasgow Naturalist*.
 - h) A report shall be given on newsletters issued during the previous year.
 - i) Convenors of other sections shall be invited to report on their work in the previous year.
 - j) The meeting shall elect office bearers and members of Council as far as there are vacancies and appoint independent examiners (auditors) for the ensuing year and advisors (scientific and financial) for the management of the Blodwen Lloyd Binns Bequest.
 - k) Nominations for persons for vacancies to be filled by election at the AGM must be in the hands of the General Secretary not later than one calendar month beforehand, except in the case of nominations by Council. Nominations, duly signed by two members must contain the consent of the nominee.
 - l) Any other competent business shall be discussed including any motions concerning the management of the Society.
2. Special meetings may be arranged by Council with due notice being given to members by circular.
3. Special meetings may also be called by members of the Society. A letter giving the purpose of such a meeting should be sent to the General Secretary, signed by at least twenty members. On receipt of such a letter, the General Secretary will arrange for a special meeting to be held. Members should be given at least three weeks' notice of the date of such a meeting.
4. For both AGM and Special Meetings twenty members of the Society shall form a quorum. The quorum shall include at least two of the Society's trustees.

**XV
VOTING**

1. All votes, whether of the Society or the Council shall be taken by ballot when demanded. Any motion supported by the majority of the members voting (unless otherwise provided for in the rules) shall be declared carried.
2. All votes shall be tendered personally.
3. The Chair shall have a deliberative and a casting vote.
4. Individual members over 16 years of age are entitled to a single vote. Voting rights of groups are determined by Council under the terms of membership for that group.



5. If a meeting is being held partly or wholly online, and a vote is needed, the Chair will ensure that all members are able to cast their votes and have them recorded.

XVI SUBSCRIPTIONS

1. Annual subscription rates may be varied on recommendation of Council subject to agreement by membership at an Annual General Meeting or Special Meeting.
2. A first annual subscription shall accompany the application to join the Society. Thereafter the annual subscription shall become due on 1st January each year. Members joining after 1st September shall be deemed to have paid to the 31st December of the following year.
3. Should a member be more than one year in arrears of subscription the Membership Secretary shall send notice to that effect and if payment is not then made that member's name shall be removed from the roll.
4. Members shall be liable for their subscriptions up to the date at which they give written notice of their resignation to the Membership Secretary.
5. Members whose subscriptions are in arrears shall not be entitled to any of the privileges of the Society.

XVII MOTIONS AFFECTING THE CONSTITUTION

Notice of motion(s) affecting the constitution shall be made at an AGM and the details shall be printed in the circular calling the ensuing meeting at which it (they) shall be brought up for discussion. If supported by two thirds of the members voting, the motion(s) shall be declared carried.

XVIII WINDING UP

In the event of the Society being wound up the funds shall be disposed of in accordance with a resolution passed at a Special General Meeting, notice of such a resolution having been given when the meeting is called. No funds (or moveable property) shall be distributed other than to a charitable organisation, preferably one which has the interest of the Society at heart.