

MANX ORNITHOLOGICAL SOCIETY CONSTITUTION
(as approved at Special General Meeting on 5th March 2013)

1) Name

The Society shall be called the Manx Ornithological Society.

2) Aims

The aims of the Society shall be to promote the knowledge, study, conservation and welfare of wild birds in and around the Isle of Man.

3) Membership

Membership of the Society shall be open to any person who supports the aims of the Society and pays an annual subscription due on 1st January each year. The subscription of a new member joining on or after 1st September of any year shall cover membership until the end of the following year.

A person may be declined membership, or have their membership withdrawn, if he or she is known to have been convicted of any offence under (i) the Wildlife Act 1990 of Tynwald, as amended, (ii) any subsequent legislation of Tynwald of similar effect, or (iii) any equivalent legislation in the United Kingdom or any other jurisdiction.

A person may also be declined membership, or have their membership withdrawn, if, in the opinion of the Committee of the Society, his or her conduct is contrary to the aims of the Society. Any such person shall be given the opportunity of making oral or written representations to the Committee before the Committee reaches a final decision.

4) The Committee

The management of the Society shall be entrusted to a Committee elected at the Annual General Meeting and consisting of 4 Officers, namely the Honorary Chairman, Vice-Chairman, Honorary Treasurer and Honorary Secretary and not fewer than 2 nor more than 8 other members of the Society. All Officers and Committee members shall be paid-up members of the Society. The Honorary Treasurer or Honorary Secretary may act as Vice-Chairman, in which case a further member may be co-opted on to the Committee with full voting rights.

Committee meetings shall be convened as necessary, but should in any case be no less frequent than three per calendar year. A quorum shall be any 5 Committee members of whom at least one must be an Officer. A record shall be kept of proceedings at every Committee meeting.

If no agreement is reached on any matter before the Committee, a decision may be taken by simple majority vote of members present. In the case of equality of votes, the person chairing the meeting shall have a second or casting vote.

5) Duties of the Committee

The Committee shall be authorised to transact any matter or business in the name of the Society which is in accordance with the aims of the Society and/or related to the publication of "Peregrine" and which is not at variance with any resolution passed at a General Meeting of the Society. In particular, and without limitation, the Committee may:

- a) determine annual membership subscriptions, arrange fund raising events, and invite and receive donations on behalf of the Society;
- b) co-operate with other organisations, including charities, clubs, voluntary bodies, government departments and statutory authorities in furtherance of the aims of the Society or of related purposes, including the publication of "Peregrine", and to exchange information and advice with such organisations;
- c) establish or support any trusts, associations or institutions formed for all or any of the aims of the Society or for the publication of "Peregrine";
- d) appoint and constitute advisory or sub-committees;
- e) co-opt one or more additional members with full voting rights if the maximum number of Committee members specified in Article 4 has not been reached and the Committee believes its effectiveness would thereby be enhanced; and
- f) invite the relevant officer in the government department responsible for bird conservation, or his or her nominee, or any other person with special knowledge or interest, to attend Committee or General meetings of the Society, whether or not that person is a paid-up member of the Society.

6) Financial Matters

The financial year of the Society shall be from 1st January to the following 31st December. Full accounts of the financial affairs of the Society shall be prepared each financial year by the Honorary Treasurer and shall be examined and certified by the examiner appointed in accordance with Article 7.

One or more banking accounts shall be maintained in the name of the Society with such bank or banks as the Committee may from time to time direct. All revenue shall be paid into such accounts, from which withdrawals or transfers shall be made only on the signature of any two of four nominated members of the full committee. No expenses shall be incurred by the Officers or the Committee beyond the funds of the Society. The funds belonging to the Society shall be applied only in furthering the aims of the Society or to make possible the publication of "Peregrine", but this provision shall not prevent the purchase of modest gifts in appreciation of services provided to the Society.

7) General Meetings

An Annual General Meeting of the Society shall be held before 31st March in each year for the following purposes:

- (a) to approve the Minutes of the previous Annual General Meeting;
- (b) to receive from Officers of the Committee a Report on the activities of the Society and the Committee, and a set of Accounts including a Balance Sheet and an Income and Expenditure Account;
- (c) to elect the Officers of the Society and the ordinary members to serve on the Committee;
- (d) to appoint an examiner; and
- (e) to decide on any resolution or other matter put to the meeting under Article 8, 9 or 10.

The election of Officers or Committee shall be by those present at the meeting. Members shall receive not less than 14 days notice of an Annual General Meeting. No person whose subscription is unpaid at the start of the Annual General Meeting shall be eligible for nomination or re-election as an Officer or Committee member of the Society, or to vote in the election.

A Special General Meeting shall be summoned by the Honorary Secretary at the direction of the Committee or upon receiving a requisition, signed by not less than 12 paid-up members, stating the purposes for which the meeting is required. No business other than the purpose for which the meeting was requisitioned may be dealt with at a Special General Meeting. Members shall receive not less than 14 days notice of a Special General Meeting. The notice shall state the purpose of the meeting and set out any resolution to be put to the meeting. If the Special General Meeting has not been summoned by the Honorary Secretary, the Committee shall be entitled to include with the notice a statement of its views on the resolution(s) to be put.

A record shall be kept of proceedings at every General Meeting of the Society. There shall be a quorum when at least 12 paid-up members of the Society are present at a General Meeting. Every member of the Society shall have the right to attend General Meetings and, provided he or she has paid a membership subscription for the year in which the General Meeting takes place, the right to vote. In any case of equality of votes, the person chairing the General Meeting shall have a second or casting vote.

At any General Meeting, a resolution put to the vote shall be decided by a simple majority by a show of hands of paid-up members voting, unless the resolution is for the dissolution of the Society or the alteration of the Constitution, in which case the provisions of Article 8 or 9 respectively shall apply.

8) Dissolution of the Society

If at any General meeting of the Society a resolution for the dissolution of the Society shall be passed by two-thirds of paid-up members voting, the Committee shall, thereupon or at such future date as shall be specified in such resolution, realise the assets of the Society and, after discharge of any liabilities, shall hand over the same to at least one Manx society or organisation which has aims which are similar or related to those of the Society and has been chosen by resolution at the General meeting. If, and only if, no suitable Manx organisation meeting the criteria just set out can be identified, then the residual net assets of the Society may be handed over to at least one society or organisation which has aims which are similar or related to those of the Society.

9) Amendment of the Constitution

No alteration shall be made to this Constitution unless put to a General Meeting of the Society and agreed by two-thirds of paid-up members present. The notice shall include full details of the alteration(s) proposed and an explanatory note. If the alteration(s) have not been put forward by the Committee, the Committee shall be entitled to include a statement of its views on them.

10) Appointment of President or Vice-President

The Committee may nominate for appointment as President or Vice-President of the Society any person who has given noteworthy service to the Society over many years or any other person who is otherwise well-qualified for the position by reason of their interest in or services to ornithology. Any such appointment may be for a fixed or indefinite term and shall be subject to approval at an Annual General Meeting. Any person so appointed shall be an honorary member of the Society with voting rights but shall not be an Officer or Committee member unless elected to such position in accordance with Article 4 or co-opted under Article 5(e).

11) Effective Date

This Constitution was adopted at the Special General Meeting of the Society held on 5th March 2013 and replaces the Constitution previously in effect.