

Cumbria Bird Club

Constitution and Rules

1. Name

The name of the charity shall be The Cumbria Bird Club, hereinafter referred to as "The Club".

2. Objects

The objects of the Club are the advancement for the public benefit of the study of wild birds and the preservation of their habitats in the County of Cumbria.

In furtherance thereof but not further or otherwise the Club shall have the following powers.

- a) To co-operate with other organisations in scientific enquiries in promoting wildlife conservation and habitat protection.
- b) To maintain a yearly record of observations of wild birds seen within or from the county of Cumbria, to seek to confirm the identification of unusual or confusing species, and to prepare and distribute written reports based on observations reported to the Club.

3. Membership

- a) Membership shall be open to any person or organisation in agreement with the objects of the Club. Applicants for membership of the Club shall be elected in such a manner as the Council of the Club may from time to time decide.
- b) Payment of the subscription shall be considered as acceptance by the member of the constitution and rules of the Club. Members are also expected to observe the "Birdwatchers' Code of Conduct", as published by the Royal Society for the Protection of Birds.
- c) The types of membership shall be :-
 - i) **Ordinary Membership.** Ordinary Membership shall be open to any person aged 18 or more years. Payment of the annual subscription shall entitle a member to attend all meetings of the Club, other than committee meetings, to vote at general meetings, and to receive a copy of any notices, bulletins or routine publications distributed by the Club.
 - ii) **Junior Membership.** Members who have not reached their 18th birthday on 1st October shall be entitled to pay the reduced subscription. They will not be eligible to serve on the Council, nor may they vote at general meetings.
 - iii) **Reduced Membership.** Members may apply to the Council to pay a reduced rate due to personal circumstances. In all other respects they shall enjoy the privileges of Ordinary Members.
 - iv) **Joint/Family Membership.** Any two or more members of the Club living at the same address may pay a joint subscription, but shall be entitled to only one copy of the bulletins, reports and other items distributed by the Club. In all other respects they shall enjoy the privileges of Ordinary Members.
 - v) **Corporate Membership.** Corporate Membership shall be open to any school or to any organisation which supports the objects of the Club. Bodies paying a corporate annual subscription shall be entitled to one copy each of the Club's routine distributions, and a membership card entitling one of their number to attend functions of the Club without entry fee. They shall have one vote.
 - vi) **Honorary Membership.** In recognition of services to the Club, Honorary Membership may be bestowed on a person by the decision of a general meeting.

- d) The Club reserves the right to expel any member whose behaviour is held to be irresponsible or detrimental to the interests of the Cumbria Bird Club. Any reported incident of such behaviour will be investigated by the committee. A simple majority decision of the committee shall suffice to effect the expulsion. The member is to be notified of the date of the committee meeting at which his expulsion is to be discussed and shall have the right to put his case to the meeting.

4. Subscriptions

- a) The annual rate of subscription for the various categories of membership shall be decided by Council and approved by the membership at a general meeting.
- b) Subscriptions shall become due on 1st October, and shall last until 30th September in the following year. Any member joining in the July-September quarter shall have fifteen months membership for the one subscription, and may opt to receive either the report for the previous calendar year, or for the current year, but not both.
- c) Any member whose subscription is three months in arrears shall be removed from the mailing list, so forfeiting receipt of the Club's publications until the arrears have been paid. Any member neglecting to pay his or her subscription for a period of six calendar months after 1st October shall be deemed to have resigned from the Club.

5. Management of the Club and powers of the Council

The management of the Club shall be administered by an elected Council consisting of: - Chairman, up to three Vice-Chairmen, Secretary, Treasurer, Bird Recorder, and up to six ordinary members. The Council may appoint a President and Vice-President who may be invited to serve on the Council. Should the efficient running of the Club require it, Council may from time to time create additional posts to help with the administration. Council may from time to time set up sub-committees or special interest groups which shall be bound by the Club Constitution and be subject to the following standing rules and regulations Council may determine.

Rules and Regulations

5.1 Sub-committees

Sub-committees shall be created by Council to perform duties and business prescribed by Council. The membership of a sub-committee shall comprise Council members who may co-opt ordinary members if specialist knowledge or expertise is required to help fulfil their business.

5.2 A sub-committee shall appoint its Chairman from amongst its members.

5.3 A sub-committee shall exist for as long as it takes to fulfil the business it is prescribed or as Council sees fit. It shall report directly to Council and make recommendations relevant to its remit which recommendations may be approved by Council as it sees fit.

5.4 Special Interest subgroups

Special interest subgroups of the Cumbria Bird Club shall be set up by Council in response to popular demand by the membership to pursue specific special interests and Council shall maintain a register of such subgroups.

5.5 Subgroup aims and objectives

Subgroups shall formulate aims and objectives and these will be approved by Council notwithstanding that they will also operate within the Bird Club constitution and Council shall liaise with and consult subgroups on all matters relevant to their remit.

5.6 Subgroup members

A subgroup shall appoint its own Chairman and Secretary from amongst its members. The Chairman or Secretary shall be an ex-officio member of Council and, in addition to any ordinary members of Council from within the subgroup membership, shall provide a report of its activities and business to Council. The Treasurer of the Cumbria Bird Club shall be an ex-officio member of all subgroups.

5.7 Surveys, reports and publications

The results of surveys shall be made available to the general membership through the Cumbria Bird Club Newsletter following the presentation of the report to Council. Reports of significant interest may be made widely available through the press or publication in scientific journals or magazines giving full acknowledgement to the subgroup and to the Cumbria Bird Club which shall retain the copyright.

5.8 Subgroup finances

A subgroup shall be subject to the financial rules and regulations of the Cumbria Bird Club as shall from time to time be defined and in accordance with the Club's charitable status and shall be fully accountable to Council for all income and expenditure incurred.

5.9 Memoranda accounts

The Cumbria Bird Club Treasurer shall maintain memoranda accounts for the income and expenditure of a subgroup.

Expenditures that may be met from Cumbria Bird Club funds are: the cost of hiring rooms for meetings, conferences etc; general stationery; printing costs; and postage up to a maximum which shall be set annually by Council.

If possible a cheque for payment should be obtained in advance from the Cumbria Bird Club Treasurer. If an officer of a subgroup is required to pay cash a receipt shall be obtained and a claim submitted for reimbursement on a petty cash claim form with the receipt.

5.10 Grant Applications

A subgroup may seek grant aid from grant-giving bodies for any purpose relevant to its remit but such applications must first be referred to Council for approval.

When a subgroup has obtained grant aid for the specific purpose of conducting its business the subgroup Chairman and Secretary with the Cumbria Bird Club Treasurer shall be jointly responsible for administering the grant. All moneys shall be paid through the Cumbria Bird Club accounts and the memoranda account of the subgroup.

Grants will be administered fully in accordance with the grant application and the rules laid down by the grant-making body and this shall be the responsibility of the subgroup Chairman.

Members of the Council may claim reimbursement for such expenses involved in the running of the Club as Council shall from time to time determine.

The Council shall have the power on behalf of the Club to enter into Deeds of Covenant with such members as shall be willing to pay an annual sum by way of donation for a period of at least four years, or for such period as shall from time to time be prescribed by the general law, and to make claims for the repayment of tax deducted by members in respect of payment under such Deed of Covenant.

6. Nomination, election, co-option and periods of service of council members

a) Nominations. Nominations for the election of Officers and Ordinary Council Members may be made by Council or by any five Ordinary Members of the Club acting together, by notice in writing to the Secretary at least seven days before the meeting. Such nominations must be accompanied by the written consent of the nominee.

b) Election. Persons nominated shall be subject to election by the Annual General Meeting. In the event of more nominations being received than there are vacancies to be filled, election shall be by a ballot of those members present at the Annual General Meeting. In each case, election will be by simple majority.

c) Co-option. In the event of any vacancy occurring either amongst the Officers or on the Council, by reason of death, resignation or otherwise, the Council of the Club may co-opt a member of the Club to fill such a vacancy. An Officer so appointed shall retire at the next Annual General Meeting, but shall be eligible for immediate re-election. A member so appointed (or failing such appointment, elected at the next Annual General Meeting) shall be subject to the conditions of retirement of the member replaced, but shall then be eligible for re-election in his or her own right. An ordinary member of Council, appointed to be an Officer, or an Officer changing offices, shall be entitled to serve out the full term of new office, regardless of how long he or she had already served on Council.

d) Periods of service.

Chairman. The Chairman shall serve for four years and shall not be eligible for immediate re-election. To avoid the departure from council of two or more Officers in the same year, the period of service may be extended by a further year. However, if there are no candidates for this post, the period of service may be annually extended for a further year by approval at the AGM.

Vice-Chairs. The Vice-Chairs shall serve for four years and shall not be eligible at the end of that term for immediate further service as Vice-Chairman. However, if there are no candidates, the period of service may be annually extended for a further year by approval at the AGM.

Secretary, Treasurer and County Bird Recorder. These Officers shall each serve for four years and shall be immediately eligible for nomination for further term, but no officer shall serve in the same office for more than eight consecutive years. However, if there are no candidates, the period of service may be annually extended for a further year by approval at the AGM.

Ordinary members of council. Two ordinary members of Council shall be appointed each year to serve a four year term. Two ordinary members of Council shall retire by rota each year, those to retire being those who have served the longest. If more than two have served an equal term, lots to be drawn to decide who shall retire. However, if there are no candidates, the period of service may be annually extended for a further year by approval at the AGM.

Unless there are extenuating circumstances, if a Council member misses two consecutive meetings he shall forfeit his membership of the committee.

All positions shall be honorary. Officers and Council members who have not completed the term of service for which they have been elected, shall at each Annual General Meeting, submit their names for re-appointment. It shall thus be possible to replace a Council member or Officer who fails to serve the Club adequately before the completion of the term for which he or she was originally elected.

7. General Meetings

- a) Annual General Meeting.** The Annual General Meeting of the Club shall be held once in every calendar year, and there shall not be more than 15 months between one Annual General Meeting and the next. The business transacted shall include the election of Officers, Ordinary Members of Council and, where appropriate, Honorary Members; the presentation and adoption of Annual Reports submitted by the Chairman, Secretary and Treasurer. The Treasurer's report shall include a statement of accounts for approval. These accounts are to be checked prior to the Annual General Meeting by a suitably qualified person appointed by Council. Notification of the date, place and time of the Annual General Meeting shall be by means of the Club's programme card.
- b) Extraordinary General Meeting.** The Council may at any time call an Extraordinary General Meeting of the Club. At the request of any twenty paid-up adult members, in writing to the Secretary, and specifying the nature of the business to be considered, Council shall, within six weeks of such a request, convene an Extraordinary General Meeting. At least 21 days before any such Extraordinary General Meeting the Secretary shall notify each member of the date, time and venue and of the business to be brought before it.
- c) Conduct of General Meetings.** The Chairman of the Club, or in his absence the Vice-Chairman, shall preside. If neither the Chairman nor the Vice-Chairman has arrived by the appointed time, another Officer or Member of Council shall be invited to preside over the meeting. It shall be the responsibility of the Secretary to see that minutes are kept of each General Meeting.
- d) Quorum.** The quorum for a General Meeting of the Club shall be 20 paid-up adult members.

8. Ordinary Council Meetings

- a) Ordinary Council Meetings of the Club shall be held as often as the Council judges to be necessary, the dates and venues normally to be fixed from one meeting to the next.
- b) Emergency Council Meetings may be called at the discretion of the Chairman and one other Officer of Council, or shall be held within 21 days on the written request of not less than five Members of Council or on a petition signed by not less than twenty paid-up adult members of the Club.
- c) The Chairman, or in his absence the Vice-Chairman, shall preside and in the event of an equal number of votes being cast for and against a proposition, shall have a casting vote.
- d) The Secretary shall ensure that Minutes of all Council meetings are taken and copies subsequently distributed to all relevant parties prior to the next meeting.

9. Alteration of Constitution

- a) The Constitution shall not be altered except by the agreement of at least two thirds of those members voting at a General Meeting.
- b) A resolution for the alteration of the Constitution must be received in writing by the Secretary at least 28 days before the General Meeting at which the resolution is to be considered. The Secretary shall give to the membership notice in writing of the proposed alterations, not less than 21 days before the meeting is due to take place.
- c) No alteration made to clause 2 (Objects), clause 9 (Alteration of the Constitution) or clause 13 (Dissolution) shall take effect until the approval in writing of the Charity Commissioners for England and Wales or other authority having charitable jurisdiction shall have been obtained, and no alteration shall be made so as to cause the Club to cease to be a Charity by law.

10. Publications

The Club shall support Birds in Cumbria and provide one copy free of charge to all eligible members. Should that publication cease, the Club shall seek to publish and distribute a successor. Members shall also receive one copy of each bulletin, newsletter or circular which the Club may from time to time produce. Exceptional publications, such as books, shall be priced and sold separately.

11. Accounts and Banking

The Club shall be empowered to open and maintain a bank account or accounts in the name of the Club, and all cheques shall be signed by any two of the Chairman, Vice-Chairman, Treasurer and Secretary. The Treasurer shall have the power to give receipts for all monies paid to him on the Club's account, and shall ensure that proper books of account are kept, regularly maintained, and checked in accordance with the provision of clause 7a prior to each Annual General Meeting.

12. Deeds

All deeds and documents which require to be executed and signed by the Club (except transfers of real and personal property which shall be executed in the names of Trustees to be nominated by Council as occasion may require) shall be executed by the Chairman and Secretary for the time being on behalf of the Club, but no such deed or document shall be signed or executed except in pursuance of a resolution of Council.

13. Dissolution

The Club may be dissolved by a resolution agreed to by at least two thirds of those present and voting at an Extraordinary General Meeting convened for the purpose. In the event of the dissolution of the Club such assets as remain after the clearance of all outstanding debt and liabilities shall be donated or transferred to another charitable organisation or organisations having similar objects to those of the Club, as the Council may, with the approval of the Charity Commissioners for England and Wales, determine.

Record of amendments

Inaugural General Meeting November 18th 1989. Constitution accepted.

Annual General Meeting October 12th 1990. Clause 2 amended.

Extraordinary General Meeting 5th February 1998. Clauses 5, 7, 11 amended.

Annual General Meeting October 3rd 2008. Clauses 3c)iii), 3c)iv), 5 first paragraph and 6d) amended

Annual General Meeting October 1st 2021. Clauses 3c)iii), 3c)iv) amended, 6d) fourth paragraph amended