

# CONSTITUTION

*13<sup>th</sup> edition: January 2017*

## 1. Name

The name of the society shall be the **British Lichen Society**.

## 2. Objectives

- To promote and advance all branches of the study of lichens especially in relation to those of the British Isles.
- To encourage and actively support the conservation of lichens and their habitats.
- To raise awareness of the importance / significance of lichens in the environment.

In furtherance of these objectives but not otherwise:

- to publish results of investigations and other relevant work in the Society's publications to the extent that the Council of the Society and Editors deem to be suitable; such publications to be available for sale to the public.
- to facilitate the exchange of information among lichenologists by organising field meetings, workshops, conferences, lectures, exhibitions, and by other means.
- to promote education and awareness of lichens and to support the training of lichenologists.
- to aid in the maintenance of adequate representative collections of British lichens in the national and other public herbaria.
- to establish and maintain a collection of lichens for the use of members and others.
- to develop and maintain databases of information on the distribution and conservation status of lichen species in the British Isles.
- to maintain a library of books and lichenological journals; these to be made available to non-members at the discretion of the Librarian who shall be responsible to the Council.
- to raise money by membership fees or by any other means, at the discretion of Council, and within the rules set by the Charity Commissioners.

- to establish, own and maintain conservation areas and to aid in the establishment and maintenance of conservation areas.
- to promote the views of the Society on matters relating to lichens at a local and national level.

### **3. Membership**

The Society shall have honorary members, regular members, and family members.

**Honorary members** shall be nominated by the Council in accordance with the criteria outlined in Rule 13 and elected on a majority vote of those present and voting at a General Meeting of the Society. Election of an Honorary Member should not increase their number beyond 2.5% of the total membership at that time. They shall enjoy the same benefits as regular members but shall pay no subscription and receive *The Lichenologist* free of charge.

**Regular members** shall be persons who have signed the form of membership and paid the subscription. They have full membership rights and receive the *Bulletin*. Regular members are entitled to subscribe to *The Lichenologist* at a special member's rate. Members under the age of 18 are not eligible to vote at a General Meeting or serve on Council.

Full-time students, persons under the age of 18, and persons aged 65 or over are entitled to take up regular membership at a discounted subscription rate. Regular members aged 65 or over may pay a life subscription.

**Family membership** is available to persons living in the same household as a regular member. Family members receive no publications and have no right to vote at a General Meeting or serve on Council.

### **4. Removal from Membership**

Any member whose conduct, in the opinion of the Council, is prejudicial to the interests of the Society may be removed from membership by a two-thirds majority vote of those present at a meeting of the Council, on the agenda of which the words "Removal of a member" shall have appeared; provided no member may be so removed unless due notice of 28 days has been sent to the member of the intention of the Council to proceed under this Rule. In such a case, the nature of the charges made shall be stated, and the member concerned shall be afforded the opportunity to answer such charges, either by means of a written statement to be circulated to Council members at least 7 days before the meeting, or by means of a

verbal reply at the meeting, or both. A member so removed shall forfeit any claim upon the Society.

## **5. Subscriptions**

Subscription rates for regular and family membership, including the discounts and life subscription option specified in Rule 3, shall be determined at a General Meeting of the Society by a majority vote of those present and voting. At the same time a member's subscription rate for *The Lichenologist* shall be determined in the same way. Subscriptions shall relate to one or more calendar years, and **shall be payable in advance on or before 1st January each year**. A person joining the Society as a regular member who has signed the form of membership and paid a subscription shall be entitled to receive all the Society's publications which he or she is entitled and are issued during the calendar year(s) for which the subscription is paid. Members who have not paid a current subscription will not receive publications; membership terminates if no renewal payment is received within the first 3 months of a year. If a renewal payment is received later in the year membership will be reinstated.

## **6. Officers**

The officers of the Society shall be the President, the Vice-president, the Secretary, the Treasurer, the Assistant Treasurer & Membership Secretary, the Senior Editor, the chairs of the Conservation Committee, Data Committee, the Education and Promotions Committee, the Members' Services Committee, the Finance Committee, the *Bulletin* Editor and such others as the Council shall decide. The positions of President, Secretary and Treasurer shall be held by three different members at any one time.

## **7. Election of Officers**

The President shall be nominated by the Council and elected for a term of two years by a majority vote of those present and voting at an Annual General Meeting of the Society. Nominations for the Vice-president and all other officers shall be in writing, submitted with the consent of the nominee, and shall be received by the Secretary at least two weeks before an Annual General Meeting. The Council shall have power to make nominations at any time prior to an Annual General Meeting. The Vice-president shall be elected for a term of two years and shall be ex-officio a member of all the Society sub-committees during his/her term of office. All other officers are elected for a term of one year. The election of officers shall be by a majority vote of those present and voting at an Annual General or Special General Meeting.

## **8. Council**

The Council shall consist of the officers of the Society and of nine members each elected at a General Meeting of the Society for a term of three years with three new members normally being elected each year. Nominations for the members shall be in writing, submitted with the consent of the nominee, and shall be received by the Secretary at least two weeks before an Annual General Meeting. The Council shall have power to make nominations at any time prior to an Annual General Meeting. The members thus elected shall not be eligible for re-election until one year after their term of office. The retiring President shall remain a member of the Council for one year following his/her retirement. The Council shall have the power to co-opt to fill any vacancy on the Council or to offer specialist advice.

The following are not members of Council but are entitled to receive the minutes of Council meetings and to make a personal report at the Council meeting immediately prior to the AGM: Field Meeting Secretary, Mapping Recorder, Database Manager, Archivist, Curator, Librarian, Webmaster. At other Council meetings they will report through either the Chair of the Data Committee, Chair of Members' Services Committee or Chair of the Education and Promotions Committee.

## **9. Duties of Council and Officers**

The Council, through its officers, shall administer the affairs and the funds of the Society. The President, or in his or her absence, the Vice-president, shall preside at all General Meetings of the Society and the Council. In the absence of both, a chairman shall be elected by a majority vote of those present. The President shall be an ex-officio member of any Committees that the Council considers necessary for the running of the Society. In case of equality of votes on any matter, the President (or chairman of the meeting) shall have a casting vote. The Treasurer or his or her appointed deputy shall keep an account of all receipts and expenditure, a statement of which, reviewed by an Independent Examiner in accordance with the rules of the Charity Commission, shall be presented by him or her at the Annual General Meeting and either published in the Winter edition of the *Bulletin* or else included with it as a separate document. The Secretary, Treasurer, Senior Editor, and other officers shall submit written reports to the Annual General Meeting.

## **10. Trustees**

The Trustees shall be the officers and members of Council.

## **11. Payments to Trustees**

Subject in every case to authorization by the Charity Commission, any member of Council or their spouse/partner who possesses specialist knowledge or skills may receive reasonable fees when they or their company are instructed by the Council to undertake work which requires such specialist knowledge or skills. Provided that at no time shall more than seven members of the Council benefit under this provision and that a member of Council should withdraw from any meeting where his or her appointment or remuneration is under discussion.

## **12. Meetings**

The Society shall hold an Annual General Meeting and such others as the Council shall decide. The Secretary (or in his or her absence a person appointed by the chairman of any meeting) shall publish to all members of the Society the formal decisions taken at every General Meeting of the Society. Minutes shall be taken of all formal meetings of the Society and its Council. Notice of a General Meeting of the Society shall be sent to members at least four weeks before the date of the meeting. The procedure and order of business at meetings shall be decided by the chairman. A Special General Meeting of the Society shall be convened on the requisition of the Council or of twenty members. The requisition shall be addressed to the Secretary and shall specify the purpose for which the meeting is called. A convening notice stating this purpose shall be sent to every member at least fourteen days before the meeting is to take place. Notice of a Council meeting shall be sent to all members of Council at least fourteen days before the date of the meeting. A quorum at a General Meeting of the Society shall be twenty five members and at a meeting of the Council eight members of Council.

## **13. Honours and Awards**

**Honorary Members** shall be distinguished lichenologists and / or persons who have rendered outstanding service to lichenology. They shall be elected in accordance with Rule 3. Presentation of Honorary Membership may be made at an international lichenological meeting or at a General Meeting of the Society.

Recipients of the **Ursula Duncan Award** shall be persons who have rendered outstanding service to the Society; they may be proposed by any member of the Society, seconded by five other members and shall be approved by Council. The award will be made at a General Meeting of the Society.

#### **14. Changes to the Constitution**

Changes in this Constitution may be made only at Annual or Special General Meetings of the Society and must be approved by not less than two-thirds of the members present and voting at the meeting. Proposals to change the Constitution must be detailed in the notice convening the meeting sent to every member. No alterations, variations, or additions shall be made to the Constitution which will make the objects of the Society not exclusively charitable or the funds and assets of the Society applicable otherwise than for exclusively charitable purposes.

The British Lichen Society may dissolve its Constitution only by resolution of its Members at an Annual General Meeting (AGM) or Special General Meeting (SGM) and will be passed by a minimum 67% (2/3) majority in favour.

Certified as a true copy of the constitution as passed at the Annual General Meeting of the British Lichen Society on 21<sup>st</sup> January 2017.