



PERTHSHIRE SOCIETY OF NATURAL SCIENCE
(Founded 1867)

Scottish Charity No. SC 012718

Constitution and Rules

- (1) **NAME:** The Society shall be known as “Perthshire Society of Natural Science”.
- (2) **STATUS:** The Perthshire Society of Natural Science is a registered charity. The Society is registered in Scotland under Reference Number SC 012718.
- (3) **OBJECTIVES:** The Society’s objectives are to advance the knowledge of natural science, the environment and related subjects and through this encourage the interest of members and the public by means of meetings, lectures and excursions and by the provision of books, maps and other materials for the use of its members.
- (4) **POWERS:** The Society has powers to achieve the objectives through the election of a Council and their management of the Society’s business within terms of this Constitution and as approved by the members at AGMs and EGMs. The Society will take out and hold annually such insurances as are necessary and appropriate for the conduct of its business. These insurances must include Public Liability Insurance, Society-owned property and equipment insurance, and Trustee Indemnity Insurance. The Society will take out membership of such organisations as are considered to be in the interests of and compatible with the objects of the Society. The Society will arrange and provide for, or join in arranging and providing for, the holding of exhibitions, meetings and lectures. The Society will borrow or raise money for the objects and accept gifts on such terms and on such security as shall be deemed to be appropriate, and raise funds and invite and receive contributions from any person or persons by way of subscription or otherwise. The Society will do all such other lawful things as are incidental or conducive to the attainment of the objectives.
- (5) **COUNCIL:** The business of the Society shall be regulated by a Council consisting of a President, a Vice-President, a Secretary, a Treasurer, eight Councillors and the immediate Past President. In the absence of an elected Vice-President reference to this post in line two above can be ignored. Four members of Council shall form a quorum of whom one must be an Office Bearer.
- (6) **MEMBERSHIP:** Membership of the Society shall, subject to the approval of Council, be open to all persons having an interest in Natural Science or related subjects. The Council may from time to time appoint Honorary Members.
- (7) **SUBSCRIPTIONS:** All members, except Honorary Members, shall pay a subscription within one month of admission to membership and thereafter annually by not later than 31st January. The amount of the annual subscription shall be determined at the Annual General Meeting, having regard to the report of the Council. A reduced subscription rate shall be determined for Junior Members so long as they are still in full time attendance at a recognized educational establishment.

(8) **TRUSTEES:** All property and funds belonging to the Society (except so much as may be required by the Treasurer to meet current expenditure) shall be controlled on behalf of the Society by the Trustees, three in number. The President, the Secretary and the Treasurer shall be the Trustees, ex officio.

(9) **FINANCE:** The Treasurer is authorised by the Council to examine, prepare and meet such expenses as are necessary to provide speakers and any other running costs of the Society, subject to the requirements of Clauses 4, 8 and 10. The Treasurer, with the approval and on instruction of the Council, is required to prepare annual accounts recording all of the financial business of the Society and to have these accounts independently examined and certified each year by a capable independent examiner selected and approved by members at each AGM. The Treasurer is also required to give a report of the financial status of the Society to members at each AGM and to Council and members at any other time as required by the business of the Society and to keep such records to enable this requirement to be met. These records will be retained by the Society for a period of not less than 10 years.

(10) **SIGNATORIES:** The operation of all bank accounts held by the Society shall be carried out principally by the Treasurer. Cheques will not be presented for payment, or any other documents actioned for withdrawal from funds, unless they are signed by the Treasurer and one other signatory from a minimum of two chosen by, and with agreement of, the Council and as accepted by the Bank. The nominated signatories must be full members of the Society and their authority to undertake this function will be confirmed at each Annual General Meeting. The nominated signatories may be changed at any time by the Council subject to their replacements being accepted by the Bank.

(11) **DISPOSAL OF FUNDS:** In the event of any surplus arising from subscriptions, donations, or any other income, it shall be applied in furtherance of the objective and powers of the Society, and not in any other manner. No funds, whether surplus or those accrued within the normal course of the business of the Society, shall be distributed in any way to members, members of Council or Office Bearers.

(12) **ELECTION OF OFFICERS AND COUNCIL:** The President and Vice-President shall be elected at the Annual General Meeting and both shall hold office for a period of three years. At the Annual General Meeting on the expiry of three years and every third year thereafter, the Vice-President shall succeed as President and a Vice-President shall be elected who shall similarly hold office for three years and on the expiry of three years succeed as President. The retiring President shall serve on the Council as Past President for a period of three years. If the office of the President shall become vacant between elections, the duties of President shall be carried out by the Vice-President or whom failing an agreed rota of Office Bearers. As an alternative to electing a Vice-President the retiring President shall become the Past President and a new President shall be nominated by the Council to serve for a period of office of three years, subsequently becoming Past President at the end of that period. Similarly, if the office of President becomes vacant between elections the duties of President shall be carried out by the Past President or whom failing an agreed rota of Office Bearers. The Secretary, Treasurer and Councillors shall retire after one year of service and all, except the two longest serving Councillors, shall be eligible for re-election. The two retiring Councillors shall be eligible for re-election after the expiry of one year. The retiring Council shall propose their successors at the Ordinary Meeting preceding the Annual General Meeting. Alternative proposals may be made by any two members. These must be in writing and be in the hands of the Secretary fifteen days before the Annual General Meeting. Nominations by the retiring Council and alternative nominations shall be posted on the Notice Board ten days before the Annual General Meeting. A quorum comprising 5 members, in addition to at least one Office Bearer, is required to be present before any business is approved at an Annual General Meeting.

(13) **ANNUAL GENERAL MEETING:** The Annual General Meeting shall be held in March when the Council shall present a report and financial statement, the President shall deliver an address or present a Presidential Programme, and the Council for the ensuing year shall be elected. Any vacancy among the Council members can be filled until the next AGM by the Council co-opting any eligible member of the Society. In the absence of any such vacancy, the Council may also co-opt until the next AGM not more than 3 members of the Society whom the Council feels are able to make a special contribution to the Council's work. A capable independent examiner for the accounts of the ensuing year shall be selected and approved by members. A quorum comprising 5 members, in addition to at least one Office Bearer, is required to be present before any business is approved at an Annual General Meeting.

Should there be no quorum present, another AGM shall be called within a week and if at such a meeting no quorum is present, those members attending shall become the quorum.

In all voting matters, the decision of the majority of the members present shall be binding on those absent, abstaining or dissident unless a poll of all members be demanded by those present and voting. The AGM shall then stand adjourned for not more than 14 days until a poll can be taken.

(14) **EXTRAORDINARY MEETINGS:** The Council may at any time call an Extraordinary Meeting if it shall seem expedient, or the Secretary shall call such a meeting upon the receipt of a written requisition signed by five members designating the purpose for which the meeting is required. Any such meeting shall be suitably advertised and the business stated, at least three days in advance. No business, other than that which has been stated in advance, shall be brought forward at the meeting. A quorum comprising 5 members, in addition to at least one Office Bearer, is required to be present before any business is approved at an Extraordinary General Meeting.

(15) **MOTIONS AFFECTING THE CONSTITUTION:** Notice of motions affecting the Constitution of the Society must be given at the meeting previous to the meeting at which they are to be discussed (AGM or EGM). Three-fourths of the votes of the members present shall be necessary to carry such motions.

(16) **ORDINARY MEETINGS:** No business relative to the management of the Society (except as mentioned above), or relative to the conduct of its Officers, shall be brought forward at Ordinary Meetings.

(17) **PUBLICATIONS:** A Newsletter with articles relating to local natural science matters will be published by the Society from time to time. If deemed desirable, a Journal may be published if previously approved by members at an Annual General Meeting.

(18) **HEALTH AND SAFETY:** The Society will ensure that all visits and outings for members and others are preceded by risk assessments to raise awareness of possible hazards and to encourage safety control measures. These assessments will be carried out by visit and outing leaders using a generic format as approved by the Council and will be the basis on which the suitability of the proposed visits and outings is decided. Copies of risk assessment forms will be passed to the Secretary two weeks before the dates of the proposed outings scheduled to take place. These risk assessment forms will be retained by the Secretary for a period of not less than 5 years.

(19) **SECTIONS:** Sections may be formed by groups of members to pursue specialised interests. Sections may appoint their own Officers but must operate within the Constitution of the Society and in conformity with the policy prescribed from time to time by the Council.

(20) **DISSOLUTION:** The Society shall be dissolved on a formal motion to that effect being carried and recorded by a majority vote of at least three-quarters of the members

present at an Annual or Extraordinary General Meeting of the Society. On dissolution, the assets of the Society shall be dispersed as follows:

The complete library of books as recorded on the catalogue computer disc, and all associated records and archives and the minute books as shown in the attached list and in the ownership of the Society are to be transferred immediately and in their entirety to the Library of the University of Dundee and its statutory successors, or another recognised charity, for use as a reference collection. This collection must remain intact.

Should the said University, its statutory successors or other recognised charity be unable to house the Society's library and associated records, archives and minute books within one month of the dissolution of the Society, or should the said University, its statutory successors or other recognised charity be unable to retain the Society's library and associated records, archives and minute books, at some point in the future, they will be offered and passed in their entirety to the Royal Botanic Garden, Edinburgh or, whom failing, the National Library of Scotland, for use as a reference collection.

The books belonging to the Archaeological and Historical Section at present within the library collection and those of the Botanical Section - the books of which are at present housed in the A K Bell Library, Perth, - should, with the agreement of these Sections, also be removed and added to the Society's main collection and disbursed as above.

All residual financial assets of the Society after payment of all due debts, fees and accounts are to be transferred to the accounts of the said recipient to assist with the maintenance of the Society library and records, and thereafter continue to be associated with the library should the location of the collection change.

The Moncreiffe plaque, the Buchanan White plaque and the stained glass panel in the window of the library room are to remain as installed in the Museum and Art Gallery, George Street, Perth.

The Society Notice Board and cupboards are to remain as installed in the Museum and Art Gallery, George Street, Perth

The 14 portraits of the former Presidents of the Society, the portraits of the Presidents subsequent to the date of this Constitution and the portrait of John Young, Secretary, and other subsequent portraits are to be removed from the Museum and Art Gallery, George Street, Perth, mounted and bound in book form at the expense of the Society and added to the Society's library collection. The two long mahogany Council tables and twelve chairs are to remain in the Museum and Art Gallery, George Street, Perth.

All other items of equipment belonging to the Society are to be sold, and the proceeds added to any monies transferred from the Society to the said recipient or its successors of the library as above, to be put towards the upkeep of the Society's library books, records and archives.

For the avoidance of doubt, any assets remaining after the settlement of all debts and liabilities shall not be paid to or distributed among the members of the Society, but shall be given or transferred to a recognised charitable organisation(s) having where possible objects similar to those of the Society.

Attached is a list of the minute books, records and archives of the Society.

PSNS
25 March 2011

Approved at the AGM on 25 March 2011 and certified as a true copy and signed as such by the President, Secretary and Treasurer on the sheet dated 25 March 2011 and attached to this Constitution.

PERTSHIRE SOCIETY OF NATURAL SCIENCE
(FOUNDED 1867)

Scottish Charity No. SC 012718

Constitution and Rules as amended March 2011

Adopted at the Annual General Meeting of the PSNS held on 25 March 2011 at The Museum and Art Gallery, George Street, Perth.

.....25 March 2011 (date)
(write "certified as a true copy")

.....(signed)
A J H McKenzie, President PSNS, 11 Elm Lane, Oakbank, Perth PH1 1EL

.....25 March 2011 (date)
(write "certified as a true copy")

.....(signed)
R Fothergill, Secretary PSNS, 16 Pitheavlis Terrace, Perth PH2 0JZ

.....25 March 2011 (date)
(write "certified as a true copy")

.....(signed)
D Perry, Treasurer PSNS, 29 Balhousie Street, Perth PH1 5HJ

PSNS
March 2011