



Constitution 2021 Comments

This document contains comments and suggestions raised by members and **response by the Chairman in green.**

Items highlighted in yellow have been incorporated into the constitution.

3. (c) "with similar 'Objects'" should be added. I am concerned that someone could, for instance, say that the Council does not have similar objects and therefore object to us working with them. The first line of 3 already limits any cooperation to our carrying out of our objects.
4. (c) the words "be deemed to" should be added 'September will.....have paid'. I removed 'deemed' because it's not a word in common use any more and the meaning is self-evident but I'll have a think about rewording to make it explicit.
5. (c) Do proposals for Officers have to be made 14 days before the Annual Meeting? which was a requirement in the old Constitution. The notice period is given under 'Meetings' at 6c. I have deliberately avoided too much detail about the process for nominations and voting because that could change in the light of developments in the future (e.g. the current constitution was clearly written before electronic communications became commonplace).
5. (d) The present Constitution allows for 4 extra co-options over and above the number stated in 5. (b) does this want to be included? I have tried to keep to a simple maximum number, I think 12 is enough (perhaps too many) as any growth in the functions of the society should be achieved by having additional sub-committees rather than enlarging the committee.
5. (g) So presumably Officers' positions are not to be decided at the Annual Meeting? Yes, that's right – members join the committee and the committee appoints people to the roles.
5. (i) "These sub-committees shall be subordinate to the Committee" should be added so as to make the position clear. I think that is implied by the fact that the committee constitutes them (and by implication can dissolve them). Specifics about the limits of the power of a sub-committee should be put in their terms of reference.
6. (e) Should "or Committee chair" be added so as not to limit the people able to be chair? I think the principle is that the president (and vice-presidents) are independent of the officers. Since a meeting may include elections or voting on matters put forward by the committee, I think that independence is crucial and a meeting should not take place without it.
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5b appointed to be changed to elected I think that suggestion clarifies the wording and should be incorporated.

6a same ditto.

6f insert business before meetings The whole section is about meetings. If there is to be a change it should be to the section title but the Charity Commission use the term 'General Meeting' – I don't like that term but any change should be toward their wording. I think 'business' creates confusion as to whether there is some other sort of meeting.

6d what happens if there is no quorum The meeting cannot happen – this is governed by usual practice and does not need to be stated.

Section 2 objects should be changed to Objectives. Objects is the term used by the Charity Commission and it is the term expected by other organisations and funders. However we are not a charity and a number of people prefer 'Objectives' which is unambiguous.

2a surrounding districts too vague and question whether remit extends to surrounding villages. Some have their own conservation society e.g. Kingsdown. I think it is valid to question our boundaries and maybe there should be a debate on this. In the meantime I have used the same wording as the current constitution, which has not caused any problems that I am aware of.

3c other organisations too vague. I have tried to avoid wording that is too specific because we could find ourselves in an unexpected situation where we have to liaise with someone not on a list. The equivalent text in a small charity constitution is 'co-operate with and support other charities with similar purposes', which is what I based our words on.

Section 5 cap should be put on how long a Chair can serve for. The committee decide whether to continue to appoint a person to the Chair, I'm not sure what value there is on a maximum duration.

5l Change 1 or more to up to 3 Vice Presidents. This is the same wording as the current constitution and I'm not sure there is a need for a limit.

Remove from 5c '*At each Annual Meeting they must be proposed by a Member of the Society and seconded by another Member*' and insert into section 6 a new item '*Nominations of Officers, and Resolutions to be put to the meeting, must be proposed by a Member of the Society and seconded by another Member*'. This clarifies the process for resolutions.
