

Regulations

July 2014

1 INTRODUCTION

The Dorset Natural History and Archaeological Society (“the Society”) shall be managed in accordance with the obligations established in the Articles of Association approved by Companies House (Company No 3362107) and the Charity Commissioners and registered on 7 December 2012.

The Regulations set out below were adopted by the Board of Trustees of the Society at a meeting held in July 2014. They are an updated and revised version of the ‘Rules of the DNHAS’ adopted in March 1998. They reflect the Board’s current understanding of the governing Articles of Association and provide supplementary details relevant to their practical application in the operation of the Society.

2 BOARD OF TRUSTEES

The composition and conduct of the Society’s Board of Trustees known as “The Board”, shall be as stated in the Articles of Association and shall accord with the general practices and requirements of Companies House and the Charity Commissioners. These rules are made in pursuance of Article 59.1 of the Articles of Association.

Minutes of the meetings of the Board of Trustees shall be kept in pursuance of Article 33 of the Articles of Association. In the spirit of open governance and freedom of information, redacted copies of approved Board minutes shall be publically accessible over the World Wide Web. These minutes will be suitably edited with consideration for necessarily confidential matters including (but not restricted to) personal identity, staffing considerations, financial information and issues of commercial sensitivity.

3 CHAIRMAN

In pursuance of Article 41.1 of the Articles of Association, at its first meeting following the Annual General Meeting of the Society, the Board shall appoint one of its number to act as Chairman until the first meeting immediately following the next Annual General Meeting. Any person so elected who ceases to be a Trustee shall thereupon cease to be Chairman.

4 PRESIDENT

In pursuance of Article 35.1 of the Articles of Association, the Society shall elect at its Annual General Meeting a person to act as the President for a three year term. The person elected as President shall be eligible for re-election any number of times. The President shall not serve as a Trustee and shall not be able to vote at Board meetings.

The person nominated for election as President shall be proposed by the out-going President in consultation with the Vice Presidents. This proposal must then be approved by the Board before being put to the Society at its Annual General Meeting.

5 VICE PRESIDENTS

In pursuance of Articles 35.2 & 35.3 of the Articles of Association and in recognition of such persons who have given extraordinary service to the Society and whom the Board shall nominate, the Society may elect at the annual general meeting one or more persons to act as Vice Presidents. Vice Presidents are automatically Honorary Members, paying no subscription but having all the privileges of Single members.

The position of the Vice President shall be granted for life and shall be entirely discretionary. A Vice President may choose to resign from the appointment.

6 ATTENDANCE BY NON-DIRECTORS

The following shall be entitled to attend Board Meetings at the invitation of the Chairman when it is the opinion of the majority of the Board that their skills and experience may be of assistance in relation to business on the agenda. With the consent of the Chairman, they may speak on the relevant item of business but under no circumstances shall be entitled to vote.

- (a) The past President in the first year only following their retirement as President.
- (b) Vice-Presidents.
- (c) And others as appropriate at the discretion of the Chairman and Board

7 STAFF AND OFFICERS

Staff may be remunerated as the Board shall determine. Election as an unremunerated officer will be made by the Members at the Annual General Meeting. Unremunerated officers may stand for election as full voting members of Board.

- (a) Hon. Editor. An unremunerated Editor may be appointed to assist in the preparation and printing of the Society's *Proceedings* and any other publications.
- (b) Hon. Field Secretary. An unremunerated Field Secretary may be appointed to assist in the arrangement of all field meetings.
- (c) The Director and additional staff may be appointed to assist with the operation of the Society and its Museum.
- (d) A Company Secretary shall be appointed to assist in the business of operating the Society.

8 MEMBERSHIP OF THE SOCIETY

The means of members' election and voting powers are as set out in the Articles of Association of the Society. The particular classes of membership and their benefits shall be changed by motion of the Board approved at the Annual General Meeting or an Extraordinary General Meeting.

- (a) **Single Member.** This category of membership entitles a named individual to the use of the Museum and Library and to attend and vote at all meetings. In addition, Single Members may also subscribe to receive a volume of the *Proceedings* at an additional charge.
- (b) **Joint / Family Member.** This category of membership entitles two named adults from the same address to the use of the Museum and Library and to attend and vote at all meetings. They may also bring up to four children (under 16) into the Museum at no charge. In addition, they may also subscribe to receive a volume of the *Proceedings* at an additional charge.
- (c) **Student Member.** To qualify for this class of membership, individuals must be engaged full-time on an accredited course of study. Benefits shall be as for Single Members.
- (d) **Junior Member.** This is open to applicants between 7 and 16 years of age and entitles members to the use of the Museum and Library and to attend at all meetings but not to vote.
- (e) **Life Member.** A life member shall have all the privileges of Single or Joint / Family Members, including a subscription to the *Proceedings*.
- (f) **Patron Member.** This class of membership provides all the benefits of Single membership, including a subscription to the *Proceedings*, for those willing to pay a premium subscription (which may vary by resolution of the Board) to assist the work of the Society.
- (g) **Honorary Member.** These shall be persons eminent for their services in any area of the Society's work and shall be elected by the Board. They pay no subscription but shall have all the privileges of Single members.
- (h) **Subscriber.** Subscribers shall receive a volume of *Proceedings* but have no other rights in the Society.
- (i) **Affiliate Member.** This class of membership can include schools, colleges, societies or any charitable association and shall have the benefit of two transferable cards conferring all the benefits of Single Membership. An affiliated body may nominate a representative to exercise its vote as if it were an individual member of the Company.

- (j) **Corporate Member.** This membership category provides business and non-charity associations with special benefits including two transferable cards conferring the benefit of the use of the Museum and Library and other benefits which shall be determined by the Board. A corporate member may appoint a person to act as its representative at any meeting and that person can then act as an individual member with voting rights.

9 MEMBERSHIP FEES

- (a) Membership fees shall be determined by the Board except that any proposed change which would increase the fee for any group of membership more than 50% in any period of three years shall require approval at an Annual General Meeting or an Extraordinary General Meeting.
- (b) The annual membership subscription shall become due and payable in advance on election and shall be for a period of twelve calendar months.

10 PROCEEDINGS

The volume of *Proceedings* shall consist of original papers and communications written for the Society or read at any ordinary meeting and of such other matters as the Board may approve. The Honorary Editor and the Editorial and Publications Working Group shall decide which papers shall appear in the volume and have the right to publish any paper read before the Society.

11 E-COMMUNICATIONS

Article 56 of the Articles of Association allows for the distribution of meeting notices, documents, accounts and other communications to members by electronic means of wherever possible. To warrant that these are accessible to all members, in electronic communications the Society will as far as practicable endeavour to ensure that:

- (a) That the text of e-mails is to be encoded in ASCII, ISO-8859-1 or UTF8 and shall not require any proprietary software to read it.
- (b) That the website is to be encoded in HTML as defined by the World Wide Web at w3.org and essential supporting files shall not require any proprietary software to read them.

11 NEW REGULATIONS

Article 59.1 of the Articles of Association regulates the making or repeal of Regulations, Rules, By-laws and Standing Orders.