

Bermuda Botanical Society Constitution

As amended October 2011

1. **NAME**

The Name of the Society shall be the Bermuda Botanical Society.

2. **OBJECTIVES**

To encourage and support the study and promotion of the botanical sciences within Bermuda.

3. **MEMBERSHIP**

The Society shall consist of adult members; senior members; junior members; family members; life members, corporate members and honorary members as follows:

1. Adult members shall be persons 18 years of age or older.
2. Senior members shall be persons 65 years of age or older.
3. Junior members shall be persons less than 18 years of age, and such persons shall have no voting rights in the Society.
4. Family members shall be persons normally resident in Bermuda and will include parents and children less than 18 years of age. (Only parents shall have voting rights in the Society).
5. Life members shall be persons who have paid the prescribed subscription fee (see schedule).
6. Corporate members shall consist of those companies who have paid the prescribed subscription fee (see schedule). Each corporate member shall have one vote in the Society.
7. Honorary members shall be such persons as shall be recommended by the Executive Committee and approved by the Society in a General Meeting.

4. **THE EXECUTIVE COMMITTEE**

1 The Society shall be managed by an Executive Committee of no fewer than 5 and no more than 9 voting members of the Society. Executive Committee members shall be elected at the Annual General Meeting to be held in November of each year.

2. The Executive Committee shall elect a President, Vice-President, Secretary and Treasurer no later than December of the same year.

3. The affairs of the Society shall be conducted in accordance with this constitution and the decision of a majority of the executive Committee as to the meaning and interpretation of any part thereof shall be binding on all members of the Society.

4. At all meetings of the Executive Committee, the President shall preside if he/she is present; and in his/her absence by the Vice-President. If both President and Vice-President are absent, those members of the Executive Committee present shall elect a Chairman for that meeting from among their number.

2.

5. It shall be the duty of the Treasurer to be the custodian of the financial records and funds. The Treasurer shall present a statement of receipts and disbursements together with a financial statement showing the assets and liabilities of the Society in respect of the previous financial year at the Annual General Meeting to conform with the Bermuda Charities Act 1978, as may be amended.

6. It shall be the duty of the Secretary to keep a record of all business transactions at all meetings of the Executive Committee and of the Society. In the absence of the Secretary, the chairman shall appoint a member of the Executive Committee to act as Secretary of that meeting. It shall also be the duty of the Secretary to conduct all necessary correspondence for the society and to maintain in proper form all records of the Society.

7. A quorum of the Executive Committee shall be three members.

8. Should the number of members of the Executive Committee be, or fall, below nine at any time during the year, the Committee shall have the power to co-opt to the Executive Committee additional members of the Society as may be expedient for operation of the Society.

9. All records of the Society maintained by officers of the Society, whether in hard copy or electronic state, are the exclusive property of the Society. When any office holder leaves that office all such records are to be turned over to the President of the Society, who shall ensure their safekeeping.

5. **DUES**

1. The amount of any dues payable by members as contained in the schedule shall be fixed by the Executive Committee and shall be confirmed at a General Meeting of the Society or at a Special General Meeting called for that purpose.

2. All dues except those of life and honorary members shall be payable on the first day of September. Members whose dues are unpaid after written notification at the end of the next three calendar months shall be automatically terminated unless the Executive Committee for special reasons shall otherwise decide to the contrary. Life members may pay their dues in full on admission or in equal installments over a period of five financial years. Honorary members shall not be required to pay dues.

3. The Society's financial year shall begin on the first of September and terminate on the 31st. August in each year.

SCHEDULE OF DUES

Adult membership	\$10.00
Senior membership	5.00
Junior membership	5.00
Family membership	20.00
Life membership	500.00
Corporate membership	1,000.00

3.

6. SUB-COMMITTEES

1. The Executive Committee shall have the right to appoint Sub-Committees to carry out specific functions as may from time to time be expedient.
2. Such sub-committees shall in no way diminish the responsibility of the Executive Committee to manage the affairs of the Society.

7. MEETINGS

1. An Annual General Meeting of the Society shall be held each year in November for the purpose of electing an Executive Committee, whose term of office shall commence immediately. At the request of the Executive Committee, or at the written request of not less than 10% of the voting members of the Society, the president shall call a Special General Meeting.
2. When any decision is to be made by a meeting of the Society, voting shall be by show of hands except when electing Committee members, when voting shall be by secret ballot. Unless otherwise stated, a simple majority of the members present and voting shall prevail. In the event of an equality of votes, the Chairman of the meeting shall have a second (or deciding) vote.
3. Notice of meetings to members shall be sent by mail or electronically at least 14 days prior to the meeting. Such notice shall specify the purpose for the meeting.
4. At any General Meeting of the Society 15 voting members shall constitute a quorum.
5. The requirement for 14 days notice of meetings and notification by mail shall be waived for meetings called solely for scientific, educational or social purposes. Nor shall a quorum be required at such meetings

8. ELECTIONS

1. Nominations for Executive Committee members shall be made to the Executive Committee in writing signed by the proposer and seconder, and the person so nominated shall confirm his/her candidacy to the Secretary in advance of, or at, the Annual General Meeting.

2. In elections for membership of the Executive Committee a minimum of five and maximum of nine candidates receiving the greatest number of votes shall be elected.

9. AUDIT

1. The Executive Committee may appoint an auditor or auditors for the ensuing year within two months of the presentation of the financial statement.

4.

10. AMENDMENTS TO THE CONSTITUTION

1. The Constitution may be amended only if such amendments are approved by two-thirds of the voting members of the Society attending and voting at a Special Meeting called for that purpose, notice of which shall have been given members at least 14 days prior thereto and which notice shall set out clearly the proposed amendments.

11. WINDING UP

1. In the event of the winding up of the Society, the Executive Committee shall have the power to dispose of any assets held in the name, or on behalf, of the Society. Any such assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institutions having objectives similar to the Society. Assets other than cash may be donated in kind to such institutions or be sold and the proceeds thereof be donated as before.