



Constitution

1. Name

The name of the organisation (hereafter known as BRISC) shall be Biological Recording In Scotland.

2. Objectives

The objects of the organisation are to advance the education of the public about biological diversity and to promote for the benefit of the public the conservation of the environment and in furtherance thereof but not otherwise;

- a) To promote the effective gathering and use of biological data and other related information as a means to develop an understanding of Scotland's biodiversity and contribute to the conservation of the natural heritage of Scotland.
- b) To stimulate biological recording in Scotland through promotion of a network of area based local records centres and recording groups.
- c) To represent the interests of those records centres, recording groups and individual recorders to other organisations.
- d) To promote co-ordination/co-operation between and training of individuals and organisations with an interest in biological recording.
- e) To promote the adoption of good practice and minimum standards of biological recording and the accreditation of records centres.

3. Activities

- a) BRISC may undertake any activities which promote its objectives.
- b) A work programme shall be created annually for discussion and adoption by the General Meeting.
- c) Activities may include :
 - i) running conferences, workshops or seminars to publicise and contribute to biological recording issues;
 - ii) consultations on biological recording issues;
 - iii) determining criteria for accreditation of local records centres and evaluating applications for accreditation against such criteria;
 - iv) contributing to other biological recording initiatives in the UK;
 - v) running training events;
 - vi) publishing newsletters or other documents;
 - vii) raising finance to support such activities.

4. Membership

- a) Membership shall be open to all individuals and organisations with an interest in biological recording in Scotland.
- b) There shall be three classes of membership :
 - i) Local Centres / Groups membership - for local records centres and area based biological recording groups;

- ii) Corporate members - for other organisations or groups of individuals supporting biological recording in Scotland;
- iii) Individual members - on the basis of one membership per person.
- c) Decisions on admission to membership and the appropriate grade thereof shall be determined by the BRISC Committee. Such decisions may be delegated to a Membership Secretary. All such decisions will be final.
- d) Members shall be required to pay a yearly subscription, which shall be due on 1st April each calendar year. The level of the subscription for each grade of membership shall be as determined by General or Extraordinary meetings.
- e) Membership of BRISC shall terminate :
 - i) if a member informs the Membership Secretary that they wish to resign. Any subscription paid will not automatically be refunded, but a case for such repayment may be made to the Committee, whose decision will be final;
 - ii) if any member fails to renew their subscription after a period of four months from the due date. Such members may be re-admitted at the discretion of the Committee upon the payment of arrears of subscription for the current year;
 - iii) if the Committee determine that it is against the interests of BRISC for a person to continue to be a member of BRISC. The decision of the Committee shall be final.
- f) Membership of BRISC is not transferable.

5. BRISC Committee

- a) The day-to-day business of BRISC shall be conducted by a Committee. The quorum for a Committee meeting shall be half the number of members of the Committee, of whom at least two must be Officers.
- b) The Committee may delegate items of work to one or more sub-committees. The work of such sub-committees shall conform with any terms of reference given to them by the Committee.
- c) The structure of the Committee shall be as follows :
 - i) Four Officers : Chair, Secretary, Treasurer, Membership Secretary;
 - ii) Up to Four ordinary members, representing local records centres, recording groups or individual recorders;
 - iii) Up to 6 further members may be co-opted at the discretion of the Committee. This should include representation from the following sectors : Local Authorities, Statutory and Voluntary environmental organisations.
 - iv) Other non-voting attendees may be invited to particular meetings.
- d) All paid-up members shall be eligible to stand for election to Committee.
- e) Elections to the Committee shall be for an initial period of two years with subsequent annual re-election.
- f) Nominations for election as office holders must be notified to the Chair at least 24 hours before the commencement of the General or Extraordinary Meeting at which they will be acted upon. Nominations for election as ordinary members of the Committee may be made from the floor of such meetings.
- g) All nominations for election to the Committee must be supported by a proposer and seconder, who must themselves be paid-up members of BRISC.
- h) In the event of there being more candidates proposed for election than vacancies, then the candidate(s) receiving the most votes in a show of hands at the meeting shall be elected. In the event of a tie the Chair of the meeting shall have a further casting vote.
- i) A member of the Committee shall cease to be a member :
 - i) if they fail, without good reason, to attend four consecutive Committee meetings. The Committee shall be the sole judge of what constitutes good reason.

- ii) if by notice in writing to BRISC she/he resigns as a Committee member.

6. Duties of Committee Members

- a) Chair : Convening and chairing BRISC meetings; ensuring meetings run smoothly and to time; acting as an arbitrator in case of dispute within the committee; co-ordinating planning, programming and strategic review of BRISC's activities to ensure they contribute to BRISC's objectives; ensuring the smooth and efficient running of BRISC.
- b) Secretary : Keeping minutes of the proceedings of Committee, General and Extraordinary meetings; writing and responding to correspondence on behalf of BRISC; providing information about meetings and activities to members.
- c) Treasurer : Keeping books of accounts of money received and expended by BRISC, including all sales and purchases and the assets and liabilities of BRISC, preparation of budgets and reports for consideration by committee and by General and Extraordinary meetings, preparing accounts for each calendar year in a form that complies with the relevant statutory requirements.
- d) Membership Secretary : Ensuring smooth running of a system to keep track of the names and addresses of BRISC members and their status; banking of receipts of money from the payment of membership subscriptions, and notification of the same to the Treasurer.
- e) Others : To assist officers to discharge the tasks above as requested.

7. General and Extraordinary Meetings

- a) A General Meeting shall be held at least every 14 months at a location to be determined by the Committee.
- b) The Committee may, if deemed necessary by them, or if required by twenty percent of the paid-up members of BRISC, convene an Extraordinary General Meeting, to carry out such business as deemed necessary.
- c) The Quorum for a General or an Extraordinary meeting shall be twenty percent of paid-up members. If such a meeting is inquorate, the business of the day may be continued, but decisions and minutes of the meeting must be circulated to all paid-up members within one calendar month with an opportunity to object to the decision(s) made. If, within a further calendar month, objections to the decision(s) reached at the meeting are received from twenty percent of the paid-up members then such decision(s) shall be deemed void.
- d) Not less than 21 days written notice (from the date of posting, excluding the date of the meeting) shall be given to members of General or Extraordinary meetings. Such notice will specify the time and place of the meeting, and a draft Agenda of business for the meeting. Such notice will deem to have been given if posted to the last known address of the member.
- e) Any member wishing for matters to be debated by a General or Extraordinary meeting must notify this to an Office Holder at least five working days in advance of the date of the meeting. The Office Holder to whom such a matter is notified shall be responsible for ensuring that other members of the Committee are informed of the matter, and that the matter is placed upon the Agenda of the meeting.
- f) Members of each category shall be entitled to a single vote (even if representing more than one individual) on matters debated at General or Extraordinary meetings. Members unable to attend the meeting may register a postal vote, to be sent to the Secretary and received at least 24 hours before the commencement of the meeting.
- g) Any resolutions put to an General or Extraordinary meeting shall be dealt with by a simple majority show of hands. In the event of a tie the Chair of the meeting shall have a further casting vote.

8. Finance & Audit

- a) BRISC may seek financial and other resources, from subscriptions and other sources, to carry forward its Objectives.
- b) Any income, howsoever derived, shall be solely applied towards the promotion of BRISC's Objectives. No portion of which shall be paid to any member of BRISC unless in good faith as reasonable and proper remuneration in return for services rendered to BRISC, or in repayment of out-of-pocket expenses.
- c) Staff and/or contractors may be employed to carry forward work on behalf of BRISC. If this occurs, responsibility for setting work programmes, employers' obligations etc. shall vest in the whole BRISC committee. Day to day implementation and line management responsibilities should be delegated by the Committee to a single member of BRISC (normally a member of Committee) or to a subcommittee.
- d) Accounts are drawn up for the calendar year and shall be examined by an independent examiner in accordance with the provisions of the Charities Accounts (Scotland) Regulations 1992, or subsequent enactments or amendments thereof.
- e) The examiner shall be appointed by the trustees on the basis that the person appointed is an independent person reasonably believed by the trustees to have the requisite ability and practical experience to carry out a competent examination of the accounts.

9. Dissolution

If upon winding up or dissolution (except in the case of a reconstruction or amalgamation) of BRISC there remains, after the satisfaction of all BRISC debts and liabilities, any property or moneys, the same shall not be paid to or distributed among the members of BRISC but shall be given to or transferred to a charitable body or bodies having similar objectives, to be determined by the members at or before the time of dissolution, or in default thereof by a competent Court of Law; and if and so far as effect cannot be given to the aforesaid provision, then to some charitable object.

10. Amendments to the Constitution

- a) Any amendment to the constitution shall require the approval of not less than two thirds of paid-up members present at a quorate General or Extraordinary Meeting.
- b) No alteration shall be made which would have the effect of causing the organisation to cease to be recognised by the Inland Revenue as a Charity.

Certified as a true copy of the BRISC Constitution as adopted by the BRISC members and Committee at the annual general meeting of 26 February 2000.

Anne Marie Smout
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