

CONSTITUTION AND RULES OF THE ROYAL GEOLOGICAL SOCIETY OF CORNWALL

1. Name

The Royal Geological Society of Cornwall (hereafter referred to as The Society)

2. Status

The Society founded 11th February 1814 is a Registered Charity, No. 213501. It is affiliated to The Geologists' Association.

3. Objectives

The Society will, on its own or in partnership with other bodies, seek:

- a) to promote the study of geology and related earth sciences for its members via lectures, meetings, field visits or other means.
- b) to promote knowledge of and respect for Cornwall's geological and related heritage.
- c) to improve access to and the conservation and study of selected geological sites.
- d) to publish and broadcast geological and related knowledge and ideas through all suitable mediums.
- e) to create and manage a geological collection and library in Cornwall open to the public. It will work for accreditation with the appropriate official body.
- f) to encourage a responsible attitude to the collection of specimens and respect for geological sites with due regard to landowners' rights.

4. Organisation

The Society shall consist of a Council, Honorary Members, Life Members, Corporate and Supporting Bodies, **Members** and Joint Members.

Comment [hm1]: 2012 had "ordinary members"

5. Holding Trustees

- a) The Society's capital assets shall be vested in the names of three Holding Trustees, who must be members of The Society. They shall be appointed for a three-year period and embodied in a Deed of Trust. Replacements within a three-year period shall be by a Special General Meeting.
- b) The Holding Trustees shall act in accordance with the Deed of Trust and lawful directions of the Council.

Officers

6. General

a) Lawful Direction of the Meetings

The President is required to keep order; check irregularities in the proceedings of the meetings; to state every question in putting it to the vote, according to the true intent of the proposer and seconder; to declare truly to the meeting how every question has been decided; to ensure that minutes are taken of the proceedings during their progress and when the minutes of the former meeting have been confirmed as a true record to sign them.

b) The Officers of The Society shall act in accordance with the Lawful Directions of the Council and the Society.

c) The **President** be elected to serve for a maximum of three years but may then not be re-elected as President for a further three years, although s/he may be elected to another post. The President shall chair all Society Meetings. S/he shall have one vote as a member and in the event of a tie a casting vote.

d) The **Secretary** shall be elected annually at the Annual General Meeting. S/he shall attend all meetings of the Council, send out

calling notices for meetings, take minutes of such meetings. S/he shall receive correspondence which shall be forwarded or scanned and forwarded to each Council Member and reply as decided by the Council again with copies being circulated to the Council. S/he shall present reports to Council, Annual General and Special General Meetings. Calling notices and other communications shall be equally valid whether forwarded electronically or on paper. Hard copies of agendas, minutes, discussion papers, official correspondence, bills, receipts and commissioned reports shall be kept at the appropriate archives.

e) i) The **Treasurer** shall be elected at the Annual General Meeting. S/he shall keep the accounts in compliance with The Society, Charity Commission and national regulations ruling at the time and advise Council on budgets, investments etc. Accounts to be presented as required by the Council, Annual General Meeting and Special General Meeting.

Comment [hm2]: All these e) points should be e) i etc

e) ii) Accounts to be prepared Annually in accordance with the current accounting requirements of the Charities Act 1993(as amended)and regulations made under part VI and be presented to the Annual General Meeting. The annual accounts will be audited by an independent person who is not a member of the Society, (if the income or expenditure exceeds limits set down in the said Regulations of the Charities Act 1993./Charity Commission). The financial year shall run from 1st April to 31st March in the following year.

e) iii) Following the Annual General Meeting the Council will set a limit on the expenditure that can be spent without prior approval from the Council.

e) iv) General expenses up to a limit set by the Council can be delegated by the three Officers.

Other Appointments

7. Membership Secretary

a) The Membership Secretary shall be appointed by the Council. S/he may or not be a Council Member. S/he shall maintain an up to date register of members according to the Data protection Act 1998 and subsequent amendments, pass on all monies received to the Treasurer, **a current copy of our constitution will be provided on the website**

Comment [hm3]: 2012 included "send to new members a membership card, a current copy of our constitution and rules and a copy of out transactions and syllabus"

b) The Membership Secretary shall provide Membership Lists on request of the President, Treasurer and Secretary and report as required to the Council.

Comment [hm4]: 2012 "The Membership Secretary shall deliver one copy of the full membership list to the president, treasurer and secretary. A list of members' names will be delivered to each council member three months before the following AGM"

8. Webmaster

a) The webmaster shall be appointed by the Council and shall maintain and keep up to date information and links on the Society's website.

b) Ensure all passwords are stored securely and confidentially on behalf of the Society.

c) To report as required to the Council.

9. Other Positions

An Events Secretary, Editor, Librarian, Curator, Shop Manager, and any other appointments that might be required to be appointed if needed by the Council. These posts may be held by Council Members but shall not in themselves entitle a person to sit on the Council. They will report as required to the Council.

10. Management

a) The Council runs the day to day affairs of the Society and is responsible for the Society's properties within policies set by the membership. Major accessions or disposals or major changes in the Society's objectives to be subject to membership agreement at the Annual General Meeting or exceptionally at Special General Meetings.

b) The Council shall consist of the Officers of the Society and four eligible members of the Society.

c) The Council shall normally meet at least three times a year, one meeting to be in October/ November to decide upon Annual General Meeting Paperwork. Dates and locations shall be set at the first meeting after the Annual General Meeting.

d) A Special General Meeting may be called by the Council or convened by the Council if 10 per cent of the membership request it with 21 days' notice and discussion restricted to the specified topic(s).

e) The quorum of the Council Meetings is four. If a quorum is not present within half an hour of the due time the meeting shall be adjourned and reconvened with at least seven clear days' notice. If then there is still no quorum within 15 minutes, the meeting shall proceed. Decisions shall not be ratified until a full meeting of the Council.

f) When any Council Meeting is to be held the Secretary shall notify every member of the Council not less than two weeks prior to the date of such meeting stating the business to be brought before that meeting. No adjourned meeting shall discuss new business.

g) In the absence of the President a member of the Council shall be appointed Chairman for the occasion.

h) The method of voting shall be by show of hands or by ballot and the decisions of the majority shall be the decision of the meeting. When votes for and against are equal, the Chairman shall have a casting vote.

i) The Council may co-opt additional members to fill necessary needs to make quorate decisions, provided that at no time the number of co-opted members exceeds one third of the Council. Such co-options to end or be confirmed at the next Annual General Meeting.

j) With the exception of the President, all members of the Council shall be re-elected on an annual basis at the Annual General Meeting.

11. General

a) Insurance; The Society will cover its members for meetings and field visits organised as part of the Society's official events programme. All children under 16 years of age attending events and accompanied by a parent or guardian who are members of the Society are covered by the insurance policy.

b) The Income and Property of the Society shall be applied solely towards the promotion of its objectives. None of the income or property of the Society shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the Society. Expenses may be reimbursed as agreed by the Council.

c) A member, not being a Council Member, may tender for works or services for the Society and be reimbursed from Society funds against an invoice.

d) The Society may purchase indemnity insurance for the Council Members against any liability that by virtue of any rule of law would otherwise attach to a Council Member or other officer in respect of any negligence, default, breach of duty or breach of trust of which he or she may be guilty in relation to the Society but excluding fines, costs of unsuccessful defence against criminal prosecution arising out of the fraud, dishonesty or wilful or reckless misconduct of the Council Member or other officer or liabilities to the Society that result from conduct that the Council Member or other officer knew or ought to have known was not in the best interests of the Society.

12. Categories of Membership

a) Ordinary membership is open to any interested person over the age of 16 interested in earth sciences. No person under the age of 16 may become a member but may attend ordinary meetings or events if accompanied and transported by a parent or guardian who is an existing member.

b) Honorary Membership may be conferred out of esteem for advancing the cause or study of geology or of the Society. Their election to be confirmed at the Annual General Meeting.

c) Honorary Members are elected for Life and shall be exempt from payment of any subscription.

d) The mode of election shall the same as for admission of Ordinary Members. The Membership Secretary shall send to each Honorary Member on election a letter of confirmation and if not already a member of the Society, a copy of the Society's Constitution and Rules, a copy of the latest Transactions and the programme of meetings.

e) **Corporate Membership** is open to all groups, societies, organisations, companies and educational establishments upon payment of the agreed subscription. One nominated representative may vote, but not be eligible for office.

f) **Life Membership** is open to a member who pays a set multiple of the ordinary subscription.

g) **Joint or Family Membership** shall be available for two or more members living at one address.

Comment [hm5]: 2012 just has Joint membership

13. Method of **Admission** of Corporate Members, Ordinary Members.

Comment [hm6]: 2012 had Election

a) Every candidate for admission into the Society must complete an application form and submit to the **Society**.

Comment [hm7]: 2012 "secretary"

b) The Secretary shall forward the application for membership to a General or Council Meeting for notification.

14. Termination of Membership

A member may resign by writing to the Council. The Council may resolve to terminate membership but the member must have a letter sent by recorded delivery giving 28 days' notice of the meeting dealing with the matter so that the member, or if s/he chooses, a representative has an opportunity to respond. Failing a receipt of a reply within two months or any unsatisfactory reply the Council shall be empowered to remove the name of the member from the Society's register.

15. Annual Subscriptions

a) The Annual subscription and life membership rates shall be such sums as the Council may recommend to the Annual General Meeting for approval.

b) Subscriptions shall be payable on joining and thereafter **on April 1st each year, or** within six weeks of the Annual General meeting.

Comment [hm8]: April 1st text not in 2012

c) Members in arrears may not vote or stand for election. Members in arrears after six months will be deemed lapsed.

Current membership to an Annual General Meeting will be checked on arrival. New Members must be accepted at least 28 days prior to the Annual General Meeting in order to vote.

16 Rights and Privileges of Members

a) All paid up members have the right to be present, to state their opinions and to vote at all General Meetings of the Society, to nominate Officers and members for the Council, to introduce visitors to the Ordinary General Meetings and to the library and other rooms of the Society, to have access to the library at all reasonable times, subject to any regulations that may be decided by the Council to protect the Society's property.

b) All paid up members (except Corporate Members) are eligible as Officers and Members of the Council.

17. Data Protection Act 2018 and the **General Data Protection Regulations 2018.**

Members are advised that the personal information supplied by them shall be held in electronic and written form and kept securely **in compliance with this legislation. Membership data is kept for the single purpose of providing Members with regular notices and publications of the Society. All membership data is kept securely and only authorised access to the Membership Secretary and President. NO PERSONAL DATA WILL BE AVAILABLE OR SHARED WITH ANYONE OR ANY MEMBERS. However,** a list of Members' names only may be available **within transactions.** Membership of the Society shall be deemed to constitute a contract to the holding of relevant personal data in accordance with Data

Comment [hm9]: 2012 - members are advised that the personal information supplied by them shall be held in electronic and written form and kept securely. A list of members' names only will be available. Membership of the society shall be deemed to constitute consent to the holding of relevant personal data in accordance with the Data Protection Act. Any person objecting to such data being held or wishing to examine their own personal data may do so in writing to the secretary. This statement will appear on membership application forms

Protection legislation. Any person objecting to such data being held or wishing to examine their own personal data may do so in writing to the Secretary. [Please see Privacy Notice.](#)

18. Annual General Meeting

a) The object of the meeting shall be to hear the President's address; to receive from the Council and Officers their annual reports; to elect the Officers and members of the Council for the ensuing year; to present awards; to appoint an independent person to audit the accounts.

b) The Council shall recommend for the adoption of the meeting the names of persons to be President, Secretary, Treasurer, and members of the Council and an independent person (non-member) in accordance with Clause 6(e) ii). If the total number of persons proposed (by the Council and other eligible members of the Society) to be specific Officers exceeds one or in the case of members of the Council exceeds four, a vote shall be taken to elect those needed.

c) The procedure, method of voting, minutes etc shall be the same as Council Meetings clause 10(h) except that the meeting may not discuss or decide business unless 20 per cent or more members are present.

d) The members assembled in an Annual or Special General Meeting may require Council to examine and report on special matters, scientific or otherwise, relating to the objects or concerns of the Society.

e) The Annual General Meeting will set the date for the next Annual General Meeting. Notices of Motions to be submitted at least 28 days before the Annual General Meeting. The relevant papers to be sent out by the Secretary 21 days before the Annual General Meeting.

f) When it is intended to propose, alter or repeal the Constitution and Rules, written notice to that effect must be delivered to the Secretary four weeks before the final Council Meeting and details of

Comment [hm10]: 2012 clause 6 (d) ii, website version is correct

all proposed alterations shall be included with the agenda and sent to all members.

19. Special General Meeting

a) Special General Meetings of members shall be held as there may be occasion for the purpose of considering special matters of concern to the Society.

b) A Special General Meeting shall be convened by the President to consider any matters of urgency affecting the Society or on requisition signed by not less than 10 per cent of the membership and sent to the Secretary specifying the business which they desire to bring before the meeting, which shall be held within one month.

c) The quorum for the Special General Meeting is 20 per cent of the paid membership. If a quorum is not present within half an hour of the due time the meeting shall be adjourned and reconvened with at least 7 clear days' notice. If then there is still no quorum within 15 minutes the meeting shall proceed. Decisions as agreed at the meeting will not be ratified until a Special General Meeting or the next Annual General Meeting.

d) In the event of the death or resignation of the President a Special General Meeting shall be held within two months for the purpose of filling the vacancy.

e) Not less than two weeks' notice shall be given to every member of the date, time and object of every Special Meeting.

f) The procedure, method of voting, minutes etc, shall be the same as for the Annual General Meeting (clause 18c).

g) In the absence of all Council members, the proceedings and decisions of such a meeting must be submitted to the President and Council for agreement before becoming effective.

20. Ordinary General Meetings

a) shall be held as often as the Council shall decide. A programme of meetings and events shall be sent to all members with the

Comment [hm11]: 2012 clause 19c website version is correct

Annual General Meeting papers and posted on the Society's website.

b) The quorum for the General Meetings is 20 per cent of the paid membership. If a quorum is not present within half an hour of the due time the meeting shall be adjourned and reconvened with at least seven clear days' notice. If then there is still no quorum within 15 minutes the meeting shall proceed. Decisions will not be ratified until a Special General Meeting or the next Annual General Meeting.

c) In the absence of the President, a member of the Council shall be appointed Chairman for the occasion.

d) At these meetings any presentations made to the Society may be exhibited.

e) Persons not members of the Society may be introduced by Members and be present at these meetings and take part in the discussions.

21. Publicity - Website

a) The website shall inform the public of dates and venue of meetings and field trips.

b) It should serve as a link with other likeminded Societies.

c) It shall include the Constitution and Approved Minutes of the Society, Application Forms and Nomination Forms which can be downloaded. **(Go to 'Become a Member of the RGSC' for the forms)**

Comment [hm12]: not in 2012

22. Transactions

a) Every paper communicated to and published by the Society shall be deemed the property of the Society, which shall hold the copyright thereof.

b) Papers read or submitted to the Society may be published after refereeing, under the title of "Transactions of the Royal Geological Society of Cornwall."

c) The consideration of papers to be selected for publication and the form in which they shall be published may be referred to the Council for a final decision.

23. Publications

a) One copy of the Transactions shall be available to all Members listed at the time of publication.

b) The prices of back copies of the Transactions and other publications shall be fixed by the Council.

24. Awards, Medals and Certificates of Merit.

a) The 'William Bolitho' Gold (or silver gilt) Medal may be awarded annually” to such member(s) of the Society, whether Honorary, Life, Ordinary or Associate, whose attainments, labours and discoveries in Geological Science shall in the opinion of the President and Council of the Society best deserve recognition”. The medal may be awarded more than once to the same individual.

b) The 'William Bolitho' Silver Medal may be awarded annually to a member(s) under the age of 25 who has presented the best and most original paper of Geological interest to the Society.

c) The 'Hosking' Bronze Medal may be awarded annually to a person under the age of 21 who has presented the best paper with an interest in Geology or other related subject.

d) The Society's Certificate of Merit may be awarded annually to a person(s) under the age of 17 who has presented the best paper with an interest in Geology or other related subject.

e) All papers submitted for an award shall be assessed by a judging panel nominated by the Council and if found suitable the Council shall propose the granting of the award to be made at the Annual General Meeting.

f) The Council reserves the right not to make an award if the papers submitted are of insufficient merit.

25. Dissolving the Society

If the Council decides that it is necessary or advisable to dissolve the Society the Council Members will remain in office as Charity Trustees and be responsible for winding up the affairs of the Society.

It shall call a Special General Meeting of the Society giving at least 21 days' notice, stating the terms of the resolution to be proposed for the entire membership. The proposal must be confirmed by a two thirds majority of those present and voting.

The Council Members must collect in all the assets of the Charity and must pay or make provision for all the liabilities of the Charity. The Council must apply any remaining property or money:

- a) directly for the objects.
- b) by transfer to any Charity or Charities for purposes the same as or similar to the Charity.
- c) in such other manner as the Charity Commission for England and Wales (the commission) may approve in writing in advance.

The members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the manner in which the Council Members are to apply the remaining property or assets of the Charity and the Council Members must comply with the resolution if it is consistent with the above paragraphs.

In no circumstances shall the nett assets of the Charity be paid to or distributed among the members of the Charity (except to a member that is itself a charity).

The Council Members must notify the Commission promptly that the Charity has been dissolved. If the Council Members are obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the final accounts.

