

Constitution of the British Society for Developmental Biology

1. The Society shall be called the “British Society for Developmental Biology”
2. Throughout this constitution a 'charitable purpose' is a purpose that is regarded as charitable both in the law of England and Wales and in the law of Scotland, and the term 'charitable' is to be interpreted in accordance both with the law of England and Wales and the law of Scotland.
3. The aims of the Society shall be:
 - a. To advance research and teaching in those aspects of animal and plant biology that are connected with developmental processes, and to promote the publication of the results of such study and research.
 - b. To further public education therein
 - c. To bring together scientists interested in developmental biology, by holding meetings in as many different centres as possible. The programme at the meetings will normally be organised by the Committee who will give consideration to any suggestions made by members of the Society.
4. In furtherance of the above mentioned aims, but no further or otherwise, the Society shall have the following powers:
 - a. To diffuse information on all matters affecting developmental biology and related subjects and to establish, print, publish, issue, circulate and sell such papers, magazines, journals, books, periodicals and publications as shall be necessary to attain the aims or be in any way beneficial to the work of the Society.
 - b. To act as an authoritative body for the purpose of consultation in matters of public and professional interest concerning developmental biology and related subjects.
 - c. To undertake and execute any charitable trusts which may be lawfully undertaken by the Society.
 - d. To invest the monies of the Society not immediately required for working purposes in such investments, including land, as the Committee shall from time to time determine.
 - e. To establish and support or aid in the establishment and support of any charitable institutions having aims similar to those of the Society and to subscribe or guarantee money for charitable purposes in any way calculated to further the Society's aims.
 - f. To hold seminars, lectures, discussion groups, conferences and symposia.
 - g. To borrow and raise money for the purposes and for the promotion of the aims of the Society on such terms as the Committee shall consider expedient in the interests of the Society.
 - h. To raise and invite and receive contributions from any person or persons whatsoever by way of subscriptions, donations and otherwise, providing that the Society shall not undertake any permanent trading activities in raising funds for its primary charitable aims.
 - i. To do all such other things as shall further the above mentioned aims of any of them.

5. The Society's affairs shall be conducted by a Committee, which shall consist of
 - a. The Chair, Secretary, Treasurer, Meetings Secretary, Communications Secretary, ex officio.
 - b. Ten other ordinary members, plus one co-opted graduate student.
6. Committee meetings will normally be held twice each year in the Spring and Autumn. The Spring meeting will normally be held during the Spring scientific meeting. A quorum shall consist of not less than five members.
 - a. No officer shall hold the same office for more than five years.
 - b. No ordinary committee member shall serve on the Committee for more than five consecutive years, unless elected an officer.
 - c. After retirement from the committee, ordinary members shall not be eligible for re-election for two years.
 - d. Any vacancy in the Committee other than by annual retirement shall be filled by another member of the Society, elected by the Committee.
7. Nominations for committee members must be proposed and seconded and accompanied by an assurance that the candidate is willing to serve. Such proposals can be from any member and must reach the Secretary two weeks before an Annual General Meeting. The Chair and other Officers are elected by the committee.
8. The Society shall consist of members engaged in or directing work of the nature indicated in Rule 3. Candidates for membership shall be proposed and seconded by two or more full members and then subject to approval by the Committee.
9. Proposals for membership, complete with signatures of proposer and seconder, must be made in writing to the Secretary, and only those received beforehand can be considered at any particular meeting of the Society.
10. Members are required to pay an annual subscription which falls due on the date of their election and thereafter annually.
11. The amount of the annual subscription shall be determined at an Annual General Meeting of the Society and shall continue in force until changed at a subsequent meeting. Students may be admitted to membership at a reduced subscription for a period of up to four years, unless they graduate within four years, in which case upgrade to full membership is required. On reaching the age of 65, a member shall be entitled to Life Membership of the Society on payment of one further annual subscription.
12. Members shall not be allowed to become debtors to the Society in respect of subscriptions. Those who have not paid by 30th November shall be reminded by letter or email that their subscriptions are overdue. Members (including students) wishing to resign must do so before the next due date of their annual subscription. A final reminder shall be sent to those who have not paid by 1st January, and if the subscription is not paid by 31st January, the membership shall

automatically lapse. Restoration of membership will normally be granted by the Committee if the lapsed subscriptions are paid.

13. The funds and estates of the Society shall be administered by the Treasurer, acting on instructions given by the Committee or by the Annual General Meeting. Following the appropriate external scrutiny of the accounts required by current legislation, at the Annual General Meeting, the members shall receive a financial statement of the Society's funds and assets. Auditors shall have been elected at the previous Annual General Meeting and shall not be members of the Committee.

14. In the event of the Society being dissolved for any reason, the surplus funds remaining after satisfaction of debts and liabilities shall not be distributed among the members, but shall be paid or transferred to some other charitable institution or institutions having aims similar to those of the Society and which shall prohibit the distribution of its of their income and property among its or their members. Such institution or institutions shall be determined by the members of the Society at or before the time of dissolution, and if effect cannot be given to this provision, the surplus funds shall be devoted to some charitable object or objects.

15. It shall be part of the policy of the Society to hold its meetings in as many different centres as possible. The programme of meetings will be organised by the Meetings Secretary, in consultation with the Committee, who will give consideration to any suggestions made by ordinary members of the Society.

16. A Society Newsletter shall be distributed to members twice a year and shall include the programme of the forthcoming scientific meeting.

17. The Annual General Meeting shall be held during the Spring meeting of the Society. A quorum of this meeting shall not be less than ten members. An Extraordinary General Meeting may be called at the request of not less than fifteen members.

18. Members of the Society may propose or second candidates for elective office in the Society, and may propose or second motions to be placed before the Annual General Meeting. Motions must be received by the Secretary at least six weeks before the Annual General Meeting.

19. Written copies of the Agenda and any motions will be made available to Members attending the Annual General Meeting. Only members present at the Annual General Meeting are entitled to vote.

20. A motion proposing a change in the Society's Constitution shall be carried if supported by a two-thirds majority. On all other motions a simple majority should suffice. No alteration shall be made to the Constitution that would cause the Society to cease to be a charity at law.

SIGNED:  Elizabeth Robertson – Chair

..... Kim Dale – Secretary

 Andrew Fleming - Treasurer

Dated13th February 2014.....