

# **Dundee Bat Group Constitution**

As adopted at the AGM held on 30/01/2008 in Dundee.

## **Name**

The name of the charity is the Dundee Bat Group or other such name as the trustees may from time to time decide with the approval of the [Office of the Scottish Charity Regulator](#)

## **Objectives**

- To advance the study, protection and conservation of bats, - their roosts, feeding areas and hibernacula in Dundee and environs.

## **Specifically/**

- To educate the public and the Group's members in all matters related to bats, including the production of literature, giving talks to interested groups and facilitating guided bat walks.
- Recording, reporting and monitoring bat species in Dundee.
- Recording, reporting and monitoring roost sites and feeding areas.
- Dealing with bat related enquiries from members of the public.
- Investigating and advising upon enquiries relating to bats and their roosts (via Scottish Natural Heritage & Bat Conservation Trust).
- Providing an information service to members of the public and a wide range of organisations.
- Improving the public image and understanding of bats through planned educational and promotional events.
- Providing a Bat Rescue & rehabilitation service with a licensed bat carer for Dundee.
- Train our own members in carrying out all of the above and to become licensed volunteer bat workers. ( via Scottish Natural Heritage )
- Affiliate to the Bat Conservation Trust

## **Powers**

In addition to any other powers that they have, the trustees may exercise the following powers in furtherance of their objects:

- 1 Power to raise funds and to invite and receive contributions, providing that in raising funds the trustees shall not undertake any substantial permanent trading activities.
- 2 Power to do all such other lawful things as are necessary for the achievement of the objects.

## **Trustees**

The Trustees of the Dundee Bat Group will be appointed annually at the AGM and will consist of the chair, secretary and treasurer plus three others all of whom must be paid up members of the Dundee Bat Group.

Nominations for the trustees should be received by the secretary before the commencement of the AGM and each must be supported by two other paid up members. The positions of chair, secretary and treasurer will be elected separately if there is more than one nomination. In the case that there are no nominations received for any position before the meeting begins then nominations from the floor will be accepted. Elections will normally be by show of hands but the meeting can decide to operate a secret ballot, which will be supervised by any officer, or member present who is agreed by the meeting and not involved in the particular ballot.

In the event of the resignation of one or two trustees during their year of appointment the remaining trustees may co-opt replacements from the membership of the Dundee Bat Group or they may agree to continue at the 'reduced number at their discretion. If more than two replacement trustees are required and there is more than four months before the AGM is due, the Committee must call a General Meeting to appoint replacement trustees. In the event of any of the three officers appointed at the AGM resigning, then the other trustees may at their discretion appoint replacements from amongst their number with replacement trustees being appointed as above.

### **Trustee meetings**

The trustees will meet at least twice each year and the regular meetings will be publicized in the newsletter and all Dundee Bat Group members will be entitled to attend and speak but not to vote. The quorum for a Trustee meeting will be three. The trustees will have the power to exclude other members for specific items if sensitive items such as personal matters relating to an individual or individuals are to be discussed. The chair of any trustees meeting has a second casting vote in the case of a tied vote.

### **General Meetings**

The Dundee Bat Group will hold one Annual General Meeting each year that will elect the trustees, approve the accounts and decide any other matter it considers appropriate. The trustees can call a general meeting at any time to consider any matter and will be required to do so if they receive a request for a general meeting signed by at least 10 of the membership. Any general meeting will have the power to amend the constitution of the group or replace any or all of the trustees providing that at least 60% of those paid up members present are in favour. At least 21 days notice of any general meeting to all members is required, and the quorum for any general meeting will be six members or 5 of the current paid up membership, whichever is the greater.

Membership is open to any interested individuals or groups at rates of subscriptions to be determined at any General Meeting. Membership will cease by failure to renew membership or by a letter of resignation to the secretary.

### **Termination of Membership**

In the case of their being a good and sufficient reason the trustees can terminate the membership of any individual or group subject to their being given two weeks notice of this proposal and to their being given the option to be heard at the trustees meeting where they can be represented by a friend.

### **Accounts**

The Dundee Bat Group will keep and prepare its accounts in accordance with the provisions of the Charities Act 1993 Statement of Required Practice. The Trustees will maintain bank or building society accounts with the signatories of the accounts being the chair and treasurer with the signatures of both being required for any transaction.

Except with the prior permission of the [Office of the Scottish Charity Regulator](#), no trustee may:

- 1 Receive any benefit in money or kind from the charity, or
- 2 Have a financial interest in the supply of goods or services to the charity; or
- 3 Acquire or hold any interest in property of the charity (except in order to hold it as a trustee of the charity).

### **Power of Amendment**

Subject to the following provisions of this clause the constitution may be amended by a resolution passed by not less than two-thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution setting out the terms of the amendment proposed.

No amendment may:

- 1 Change the clauses relating to the objects, trustees personal interest or dissolution without the prior written permission of the Charity Commissioners.
- 2 Have the effect of making the Dundee Bat Group cease to be a charity at law. The trustees must send the Charity Commissioners a copy of any amendment made, and keep a copy of any such amendment with this constitution.

### **Dissolution**

If the trustees decide that it is necessary or advisable to dissolve the Dundee Bat Group, they shall call a meeting of all members with at least 21 days notice of the resolution to be proposed. If the proposal is confirmed by a two-thirds majority of those members present and voting, the trustees shall have the power to realize any assets held by or on behalf of the Dundee Bat Group. Any assets remaining after the satisfaction of any debts or liabilities shall be given or transferred to such charitable institution or institutions having objects similar to the object of the Dundee Bat Group as shall be determined at the dissolution meeting by the members present.

This constitution is as adopted by the Dundee Bat Group at its AGM in accordance with the provisions of its existing constitution. DATED 30/01/2008

Name	Signed
Chair: David Lampard	
Secretary: David de Gernier	
Treasurer: Tracey Joliffe	

The Dundee Bat Group is a registered charity number: : .....