

RSPB STAFF ASSOCIATION

CONSTITUTION

(Revised May 2014)

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1.0. NAME

1.1. The name of the Association shall be “The RSPB Staff Association”, hereafter termed “the SA”

Vision

1.2 The SA and the RSPB values its people and has a culture that allows the mutually beneficial achievement of organisational and personal goals

Purpose

1.3 The SA will work with the RSPB to ensure that they care for their staff and communicate, reward and recognise, in a way that motivates people, builds commitment and enables them to use their skills and knowledge for the benefit of the RSPB and its charitable aims.

2.0. MEMBERSHIP

2.1. Membership of the SA shall be open to all staff employed by the RSPB.

2.2. An RSPB employee will hereafter be called a “member” if they have joined the Association or a “non-member” if they have not.

2.3. A register of members shall be maintained by the SA and shall be available for inspection by any RSPB employee in line with data protection legislation.

2.4. Membership of the SA shall be as a condition of payment of a subscription as determined by the Committee and agreed at the Annual General Meeting (AGM).

3.0. STRUCTURE OF THE COMMITTEE

3.1. The management of the SA shall be vested in the Staff Association Committee, hereafter “the committee” which shall meet not less than four times per year.

3.2. The committee shall consist of a Chairperson (hereafter “Chair”), all team leaders and sufficient team members to carry out the work of the SA with due regard to their available time.

3.3 The structure of the SA shall be determined by the Chair and ratified by the committee. There will be a minimum of 4 team leaders at any time, but must include the positions of Finance and Admin Team Leader, Secretary and Treasurer.

3.4. The number of team members needed in each team to serve on the committee shall be determined by the relevant team leader. The role of Treasurer must exist, although it does not have to sit on the committee.

3.5. The teams shall be function-based rather than representative-based. Any member of the committee shall be able to represent any member of the SA.

3.6 The SA strategy will be regularly reviewed (a minimum of every five years) and freely available to members.

3.7 The SA Statement of Intent will be reviewed between the Chair and RSPB's Chief Executive no less than every five years

4.0. ELECTION OF THE COMMITTEE

4.1. Each member of the committee (including team leaders) shall be nominated by a proposer from the committee and a seconder who should be an SA member outside of the committee, and will have shown their willingness to stand for election. Nominations will be in writing to the Finance and Admin Team Leader no less than four weeks prior to the AGM.

4.2. A list of valid nominations for all posts and ballot papers will be made available to all members not less than three weeks before the AGM and all members will be entitled to vote for all posts.

4.3. Votes on valid ballot papers reaching the Finance and Admin Team Leader not less than 72 hours before the start of the AGM shall be counted by committee members and results announced at the AGM.

4.4. Committee members shall be elected at the AGM (see section 9 for details) and will take up office immediately after the meeting. Terms of Office shall be two years before re-election must be sought. Vacancies for committee members shall be filled by co-option by the committee and shall serve until the next AGM following appointment.

4.5 Removal of committee members shall be at Annual General Meetings or through a motion at an Extraordinary General Meeting.

4.6 Any member of the committee who fails to attend four consecutive committee meetings without reasonable excuse shall lose her/his place on the committee which may be filled by co-option

5.0. STRUCTURE OF THE STAFF ASSOCIATION LEADERSHIP TEAM

5.1. The leadership of the Association shall be vested in the Staff Association Leadership Team, hereafter "SALT" which shall meet monthly

5.2 . The Chair and team leaders will constitute the "team leaders" of the Association. They will form the Staff Association Leadership Team along with the Secretary.

5.3 Team leaders will be selected as per the committee co-option process in 6.4.

5.4 SALT will include at least one representative from the regions and countries.

5.5 SALT must include the position of Finance and Admin Team Leader, and Secretary.

5.6 Removal of SALT members shall be at the Annual General Meetings or through a motion at an Extraordinary General Meeting.

5.7 Any member of SALT who fails to attend four consecutive SALT meetings without reasonable excuse shall lose her/his place on SALT which may be filled by co-option

6.0. ANNUAL GENERAL MEETING

6.1. An AGM shall be held once in each calendar year, no later than 31st October and no later than 15 months of the date of the last AGM. It will meet for the purposes of :-

- Approving Annual Report (consisting of Chair's Report and four Team reports) and Audited accounts.
- Announcing results of elections to the committee.
- Agreeing the proposed rate of subscription.
- Appointing or removing auditors
- **Membership - Voting to accept the approved accounts**
- Updating on the activities of the Association
- Dealing with motions
- Any motion to be discussed at the AGM must be received by the Finance and Admin Team Leader at least 4 weeks before the meeting. The motion shall state the reasons for putting the motion, the text of the proposal(s) and must be signed by at least 5 members.
- Dealing with any other business.
- The Chair shall use their discretion to rule an item "out of order" if put forward as AOB if they consider it to be so substantial that it should have been put forward as a motion.

6.2. Notice of the AGM, together with nomination papers for committee members shall be communicated to all members at least seven weeks prior to the date of the meeting.

6.3. An agenda, relevant papers and a form of proxy shall be communicated to members at least three weeks before the date of the meeting.

6.4. All questions arising in an AGM shall be decided by vote.

7.0. EXTRAORDINARY GENERAL MEETING

7.1. An EGM shall be called by the committee to be held within four weeks of receiving a request in writing signed by not less than 15 members. The request must state the reason for the request and the text of the proposal to be discussed.

7.2. Any proposal for an EGM received within the notice of an AGM shall be discussed at the AGM.

7.3. Notice of any EGM shall be communicated to members at least two weeks before the date of the meeting, and shall include the text of the proposal, relevant papers and a form of proxy.

7.4. All questions arising in an EGM shall be decided by vote.

8.0. FINANCE

8.1 The SA commits to raise and manage funds in furtherance of the SA's purpose. This may include providing support for members by way of grant, gift and/or loan on such terms as the SA Committee or its nominee or nominees consider appropriate

8.2. All monies raised by or on behalf of the SA shall be managed by the Treasurer and held in accounts in the name of the SA to further the purpose of the SA and for no other purposes.

8.3 There shall be payments made to the Chair of the Committee, the Team Leaders and specific holders of specific other roles on the committee on an annual basis in advance. These payments shall be from monies made available to the SA from the RSPB and specifically not through SA funds. The payments will be proposed by the committee and agreed at the AGM, and will reflect the additional responsibility and effort necessary to fulfil the roles. Committee Members shall return the money (to the Finance and Admin Team leader, for reimbursement of the RSPB) if required to by the committee.

8.4. Out of pocket expenses shall be paid to committee members and other SA volunteers, subject to approval by the Finance and Admin Team Leader and Chair.

8.5. The financial year of the SA shall end 31 March.

8.6. The Finance and Admin Team Leader shall ensure that proper books of accounts are kept which shall be audited at least once per year and an audited statement of accounts shall be submitted to the AGM next following the end of the financial year.

8.7. The books of accounts shall be available for inspection by any committee member at any reasonable time and by any member at any General Meeting.

8.8. The committee shall maintain appropriate accounts in the name of the SA. Signatories of these accounts shall be two members of SALT and the Treasurer.

8.9. The Finance and Admin Team Leader and Treasurer shall, if so required by the committee, give up all monies, books, documents and vouchers in their possession.

9.0 ETHICS

9.1 The SA is a separate entity to the RSPB and is not subject to the same ethical and greening policies. While all due care is paid to these considerations when setting up partnerships, suppliers and discounts, it is not always possible to vet every organisation that the SA has connections with.

10.0. RULES OF PROCEDURE AT ALL MEETINGS

Voting

10.1 Subject to the provisions of Clause 12 all questions arising at any meeting shall be decided by a minimum 66% majority vote of those present and entitled to vote.

Minutes

10.2 Minutes shall be kept by the Committee and SALT and the Secretary (or substitute) shall keep a record of all proceedings and resolutions.

10.3 Minutes of all AGMs and EGMs shall be made available to all members.

Quorum

10.4 Quorum of a committee meeting shall be at least half of the committee members with at least one team leader.

10.5 Quorum of the AGM shall be 10 per cent of the total membership (including proxy votes) before the close of the meeting, of which at least two shall be team leaders.

10.6 Quorum of an EGM shall be 10 per cent of the total membership (including proxy votes) before the close of the meeting, of which at least two shall be team leaders.

11.0. DISSOLUTION

11.1. The SA shall be dissolved only by the procedures next specified.

11.2. A proposal to dissolve the SA shall have been delivered in writing to the Chair, signed by either 66% of all committee members or 33% of the total membership. It must contain the reason for dissolution, text of the proposal and the manner in which any remaining funds of the SA shall be distributed.

11.3. The proposal shall be treated as a proposal for an EGM. The resolution of dissolution must be passed by a 66% majority of the entire membership.

11.4. The Chair shall inform all members of the SA the outcome of any such resolution.

12.0. ALTERATIONS TO THE CONSTITUTION

12.1. Any alterations to the constitution shall be made only by a 66% majority resolution of members at a properly convened and quorate General Meeting.