



## Constitution of the BONE RESEARCH SOCIETY

*(formerly the Bone and Tooth Society)*

### General

1.

The Society shall be called the **Bone Research Society**.

2.

The objects of the Society shall be as follows:-

A.

- a) To advance the education of the public about the science of calcified tissues and related subjects;
- b) To undertake study and research into the science of calcified tissues and related areas and to publish and disseminate the useful results of such study and research.

B.

- a) To diffuse information on all matters affecting calcified tissues 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 objects or 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 calcified tissues and related subjects;
- c) To undertake and execute any charitable Trusts which may be lawfully undertaken by the Society;
- d) To invest the moneys of the Society not immediately required for working purposes in such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law;
- e) To establish and support or aid in the establishment and support of any charitable institutions having objects similar to those of the Society and to subscribe or guarantee money for charitable purposes in any way calculated to further the Society's objects;
- f) To hold seminars, lectures, discussion groups, conferences and symposia;
- g) Subject to such consents as may be required by law, to borrow and raise money for the purposes and for the promotion of the objects of the Society on such terms as the Executive 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 objects;
- i) To make grants to young scientists to enable them to attend meetings;
- j) To do all such other lawful things as shall further the above mentioned objects or any of them.



## **Membership**

3. The Society shall consist of an unlimited number of ORDINARY MEMBERS and a number of HONORARY members at the discretion of the committee.

a) ORDINARY MEMBERSHIP is open to any persons engaged in the study of calcified tissues and mineral metabolism.

b) HONORARY MEMBERSHIP is limited to those who have eminently distinguished themselves in connection with the objectives of the Society.

## **Election of Members**

4. Any persons interested in being a member of the Society shall, before admission, pay the required annual subscription. All student members earning under £20 000 shall pay a discounted rate as deemed appropriate and set by the committee. When subscriptions are more than one year in arrears, membership shall lapse.

5. Honorary Members shall be nominated by the Committee but Members of the Society are at liberty to suggest suitable names for nomination. Election of Honorary Members shall be approved by the Annual General Meeting of the Society and must command at least two-thirds of the votes of this Meeting. Honorary Members shall be exempt from payment of subscription fees and shall enjoy free registration at our Annual and Clinical Day meetings and all other privileges of the Society but shall not be eligible to hold office in the Society.

## **Election and Duties of the Committee**

6. The Officers of the Society shall be a President, a President-Elect, an Honorary Secretary and an Honorary Treasurer.

7. The affairs of the Society shall be managed by an Executive Committee consisting of the officers and eight other elected members, to include two New Investigator representatives, one of whom shall be clinically qualified. No less than a quarter of the committee shall consist of clinically qualified researchers and no less than a quarter of the committee shall consist of basic science researchers at any one time. The Committee may co-opt others if required.

8. The Executive Committee shall be empowered to represent the Society, to arrange and conduct the meetings of the Society, and between meetings shall act as necessary on behalf of the Society; it shall report on any such actions as indicated, to the next meeting of the Society.

9. The Executive Committee shall be elected at the Annual General Meeting. Nominations for the officers may be made by the Committee or by any two ordinary members. Nominations for the other elected members may be made by the Committee or by any two ordinary members. Call for nominations will be made to all members at



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least 7 weeks prior to the AGM. All nominations shall be sent, together with the consent of the nominees, to the Secretary so as to reach him/her at least 5 weeks prior to the Annual General Meeting. All elections shall be held by electronic ballot of current members. Nomination forms and a single use voting link will be emailed to each member at least 4 weeks prior to the AGM with returns to be with the secretary, or nominated representative, 7 days prior to the AGM. Counting shall be by the single transferable vote system. Electors shall mark their choices for election to any office by number (1/2/3 etc.) in order of preference. The single transferable vote system will be used with ordinary elections to the committee arranged as follows. The votes shall be counted, by arranging the papers so that the candidate with the smallest number of first preferences is eliminated from the ballot. The votes for that candidate are redistributed according to the second preferences expressed. If necessary, a second elimination is made in the same manner as the first until one candidate achieves more than 50% of the votes. That candidate is then elected. If more than one ordinary vacancy on the committee is being filled, the elected candidate's votes are redistributed. In the event that this does not result in the remaining vacancy/vacancies being filled, it may be necessary to perform one or more eliminations of the candidate with the fewest number of votes. The process can be repeated until all vacancies are filled. If other nominations are not received for the filling of vacancies, the committee's nominees shall be deemed elected but only if the numbers of committee nominees matches exactly the number of vacancies

10. Any ordinary member of the Society who has served as a member of the Executive Committee for at least one year shall be eligible for election as President-Elect, Secretary or Treasurer.

11. The eight ordinary members of the Committee shall each serve for a period of three years following which they will not be eligible for re-election to the Committee until two years have elapsed, unless nominated for the post of President-Elect, Secretary or Treasurer.

12. The offices of both President and President-Elect shall be tenable for not more than two years in the first instance, but a member may be re-elected for a further term of two years if two years shall have elapsed since previously holding this office. Ordinarily therefore the election of a President-Elect is held at the AGM two years before he or she assumes the Presidency, at which point there is an election for a new President-Elect.

13. The President shall preside at all meetings of the Society and Committee and shall superintend and direct the business of the Society. In the event of an equality of votes upon any question, the President may give a casting vote. In the absence of the President, the Honorary Secretary or Treasurer shall serve in his/her place.

14. The offices of Honorary Secretary and Treasurer are tenable for three years with the possibility of re-election on an annual basis for not more than two further years. At the end of the period of office, a three-month handover period is required.



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15. In matters of urgency, the President and Honorary Secretary and Treasurer shall have authority to act on behalf of the Society provided a report of their action is submitted to the next meeting of the Committee.

16. The officers shall conduct the ordinary correspondence and other business of the Society and shall be responsible for the correctness of the list of Members as well as keeping a record of the Society's funds and membership dues. The Honorary Secretary shall be responsible for all notices and announcements and the management of meetings subject always to the direction of the President, shall keep a record of the proceedings of all meetings of the Society and the Committee and shall present a report on the state of the Society to the Annual General Meeting of the Society.

### **Meetings of the Society and Committee**

17. The Committee shall meet from time to time as may be thought necessary and shall fix their own times of meeting. The meeting shall be called by the President or Honorary Secretary by giving reasonable notice in writing. Four shall form a quorum.

18. The Society shall hold:-

a) An Annual General Meeting each year for the election of officers and for the transaction of other non-scientific business.

b) Ordinary Meetings at such times as the Committee may decide for the discussion of scientific subjects proper to the Society.

and

c) The Committee may call an Extra-ordinary General Meeting of the Society at any time upon giving four weeks' notice in writing to the Members, or an Extra-ordinary General Meeting shall be called by the Committee on a requisition signed by 15 members of the Society. In this case at least eight weeks' notice to the Secretary must be given.

19. Unless a ballot be demanded, all questions at meetings shall be decided by an open vote.

### **Finance**

20. Members shall pay to the Society an annual subscription which will have a single renewal date of 1<sup>st</sup> April, the amount of such subscription being determined at an Annual General Meeting of the Society and continuing in force until changed at a subsequent one. The Committee shall have the power to terminate membership if a member fails to pay his subscription after due notice has been given. Honorary Members shall not pay the annual subscription.

21. The funds and estates of the Society shall be derived from the annual subscriptions of members, donations, grants and other endowments accepted by the Executive Committee on behalf of the Society. They shall be administered by the Treasurer, acting on instructions given by the Executive Committee or by the Society at its Annual General Meeting, for the furtherance of the objects of the Society.



22. The accounts of the Society shall be independently examined or audited annually subject to the requirements of the Charities Act 2011, and a report made by the Treasurer to the Annual General Meeting.

23. 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 objects similar to those of the Society and which shall prohibit the distribution of its or their income 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 the provision, the surplus funds shall be devoted to some charitable object or objects.

### **Alterations to Constitution**

24. Any alteration to this Constitution shall be made by electronic ballot of current members, provided that sufficient notice of such alterations has been given and that two-thirds or more of those voting on the alteration signify their assent. Notice of any proposed alteration, duly seconded, shall be given to the Secretary at least two months before the electronic ballot takes place. No alteration shall be made to Clause 2, Clause 23 or this clause and no alteration shall be made to the Rules which would cause the Society to cease to be a charity at law.