

**BRITISH MASS SPECTROMETRY SOCIETY
CONSTITUTION AND BYE-LAWS**

1. NAME

The name of the Society shall be "British Mass Spectrometry Society", hereinafter referred to as the BMSS.

2. PURPOSE

The purpose of the BMSS shall be to promote and disseminate knowledge of Mass Spectrometry and allied subjects for the benefit of the public.

3. MEMBERSHIP

Membership of the BMSS shall be open, subject to the approval of the Committee, to any individual or to any corporate entity having a *bona fide* interest in Mass Spectrometry.

4. MANAGEMENT

The Management of the BMSS shall be vested in the Committee, the Members of which shall comprise Officers and General Members. The Officers shall be Chair, Vice-Chair, Treasurer, General Secretary, Meetings Secretary, Papers Secretary, Education Officer, Publicity Secretary and SIG Co-Ordinator.

The General Members shall comprise up to six other Members of the BMSS and up to five co-opted Members. One of these members should represent the interests of the younger/new BMSS members.

5. DUTIES OF OFFICERS

- i The Chair shall be the Chief Executive Officer of the BMSS: the Chair shall preside at all meetings of the Committee and at General Meetings of the Members of the BMSS; shall have charge of the general and active management of the business of the BMSS and shall see that all orders and resolutions of the Committee are carried out; the Chair shall submit a report of the operations of the BMSS to the Members at their Annual General Meeting.
- ii The Vice-Chair shall be vested with all the powers and shall perform all the duties of the Chair during the absence of the latter.
- iii The General Secretary ("The Secretary"), or a deputy appointed by the Chair, shall act as clerk at all meetings; the Secretary shall ensure that the minutes of all meetings are recorded and perform such other duties as may be prescribed by the Chair. The Secretary shall be the custodian of all books and records of the BMSS except as may be otherwise provided.
- iv The Treasurer shall have charge of the funds of the BMSS and shall deposit them in the name of the BMSS in Banks designated by the Committee; the Treasurer shall make a complete and accurate report of the finances of the BMSS at each Annual General Meeting of the Members or at any other time upon their request to the Committee. The BMSS's accounts for the preceding year shall be subject to audit and presented at the next Annual General Meeting.
- v The Papers Secretary shall be responsible for receiving papers and abstracts submitted for presentation at Annual Meetings of the Society and shall also be responsible for arranging the refereeing of such abstracts and papers and for the preparation of the technical programme for meetings.
- vi The Meetings Secretary shall be responsible for the organisation and arrangements for the Annual Meetings of the Society.
- vii The Education Officer shall be responsible for all educational and training matters for the

BMSS.

- viii The Publicity Secretary shall be responsible for publicising the activities of the Society through publication of the BMSS Newsletter and by other appropriate methods.

6 DUTIES AND POWERS OF THE COMMITTEE

- i The Committee shall meet at least twice per annum and shall arrange at least one annual scientific meeting on Mass Spectrometry in the United Kingdom, subject to ii below. A quorum of not less than one half of the elected members of the Committee or members appointed to the Committee to fill casual vacancies shall be required. The Chair shall have a casting vote.
- ii In the event that an International Meeting, such as the Triennial International Mass Spectrometry Meeting, is being held in Europe, there is no obligation to hold a scientific meeting of the BMSS in that year.
- iii The Committee shall have the power to levy, at its discretion, an entrance fee and an Annual Membership fee. The amount of each shall be decided by the Committee annually.
- iv The Committee shall have the power to amend the Bye-Laws by a two thirds majority of its Membership.
- v The Committee can nominate, by a simple majority vote, any Members of the Society as candidates for election of the Committee at the next Annual General Meeting.
- vi The Committee can co-opt up to five Members, who can serve until the next Annual General Meeting but who will not be voting members of the Committee.
- vii The Committee shall be responsible for the maintenance of the records of the Society's Membership, for the notification and collection of dues and for the organising and issuing of mail shots to Members and to others interested in the aims of the Society.
- viii In the event of either voluntary or involuntary dissolution of the BMSS, the funds and assets of the BMSS remaining after discharging all just debts of the BMSS, or of its officers in the name of the BMSS, shall be distributed by the Committee to a charitable organisation or institution with similar objects to those of BMSS or with the consent of the Charity Commissioners. The selection of the recipient or recipients shall (subject to any consent of the Charity Commissioners) be by the majority vote of the Membership of the Committee in office at the time of dissolution, but in no event shall the assets be distributed to any Members of the BMSS.
- ix The Committee can appoint any of its Membership to any other position or to perform any role that may be found necessary from time to time. However, any proposals to increase the number of Officers of the Society shall require the approval of the Membership of the Society at the next General Meeting.
- x The Committee can elect from within its Membership sub-committees whose purpose is to undertake specific tasks. Any such sub-committee shall have a Committee Member as its Chair but may itself co-opt other Members of the Society whether or not they may be Members of the Committee. Co-opted sub-committee Members shall have no right to attend or vote at Meetings of the Committee.
- xi The Committee shall be empowered to purchase necessary capital equipment and employ temporary, sub-contract, part-time or permanent staff as may be required from time to time.

7. CHANGES IN THE COMMITTEE

- i In the event that during the term of office of the Committee a position on the Committee becomes vacant, the Committee may appoint any eligible person from amongst the members of the Society to fill this casual vacancy. Any person so appointed shall serve as a Member of the Committee until the next Annual General Meeting at which time an election shall take place to fill this vacancy and other vacancies that occur as described below. Any person

appointed to fill a casual vacancy shall be eligible for immediate election to the Committee.

- ii. The Chair and Vice-Chair shall hold office for a two-year period.

Other than in exceptional circumstances, at the end of this period the Chair will retire from the Committee and the Vice-Chair will become Chair for a further two-year period. The Committee shall thereupon elect a Vice-Chair from the Committee by a simple majority. All changes in appointments will take place on the following bases:-

Chair on 1st of the month following completion of the Annual General Meeting in that year but where no AGM takes place then on the 1st of the month following the anniversary of the completion of the AGM at which the Chair was appointed;
Vice-Chair on the same date as the Chair; Committee Members on the 1st of the month following completion of the AGM.

- iii At least two Members of the Committee shall retire in rotation at each Annual General Meeting. Other than exceptional circumstances, no Member shall serve on the Committee in the same office or position for more than four years consecutively.
- iv After retirement from the Committee in accordance with Clauses 7ii or 7iii, Members of the Committee become eligible for re-election at the next Annual General Meeting following the anniversary of their retirement.
- v The election of the Committee shall take place at the Annual General Meeting. In some years (for instance, in those years when an International Mass Spectrometry Meeting is being held) there may be no full meeting of the BMSS and, therefore, no Annual Business Meeting, but in that case a Business Meeting will be called in the following year irrespective of whether an Annual Scientific Meeting is held or not.
- vi Prior to the Annual General Meeting, the Secretary shall send to each Member a list of the Members of the Committee who will be retiring on the date of the Meeting and shall invite nominations to fill the vacancies.
- vii Any two Members of the BMSS may nominate another Member as a Member of the Committee.

Each Nomination, duly signed and accompanied by a written declaration that the nominee is willing to serve if elected, shall be sent to the Secretary whom it must reach not less than 14 weeks before the date of the Annual General Meeting.

If the nominations received, including those made by the Committee, exceed the number of vacancies, a ballot shall be held. Ballot papers shall be sent to all Members not later than 28 days before the date of the Annual General Meeting, and must be returned to the Secretary not later than 7 days before the date of the said Meeting. With the ballot papers, there shall be sent to Members such information about the candidates as the Committee authorises. The ballot papers shall be opened and the votes counted by scrutineers appointed by the Committee, the scrutineers being neither Members of the Committee nor candidates.

If in a ballot equal numbers of votes are cast for two or more candidates in respect of one vacancy, the issue shall be decided by a vote at the Annual General Meeting.

8 THE PRESIDENT

There shall be a President of the BMSS who shall be appointed by the Committee. The President

- shall hold office for a period of five years after which he/she will not be eligible for re-appointment.
- shall be a non-voting member of the Committee.
- will act as an Ambassador of the BMSS in accordance with the Committee's directive.
- will have served as an elected member of the Committee.
- have national recognition in the field of mass spectrometry.

9 ARRANGEMENTS FOR ANNUAL GENERAL AND SPECIAL GENERAL MEETING

Notice of an Annual General Meeting shall be sent to every Member at least three weeks before the date on which the Meeting is to be held. The AGM shall include the following:-

- Minutes of the previous Meeting and matters arising
- Chair's Report
- Treasurer's Report
- Advisory Board's Report
- Election of Officers and General Members of the Committee
- Other Business

It shall be the requirement that before any Report or part of a Report to be presented at a Meeting can be taken as read, it should have been either sent to all Members prior to the Meeting or at least 5 copies should have been on display at the conference where the Meeting is to be held for at least 24 hours prior to the Meeting.

Special General Meetings can be called at the written request to the Secretary of 30 Members or 3 Officers or General Members of the Committee. Notice of such a Meeting shall also be sent to every Member of the Society at least three weeks before the date on which the Meeting is to be held.

If required by those calling a Special General Meeting or by the Committee, provision may be made by the Committee for postal and proxy voting. In such cases all Members of the Society shall be sent identical information and instructions regarding both issues and voting procedure with the notice calling the Meeting.

10 AMENDMENTS TO THE CONSTITUTION

Any proposed amendment to the Constitution of the BMSS must be signed by at least three Members of the Committee or by 30 other Members of the BMSS, and be submitted to the Secretary at least 15 weeks before the Annual General Meeting, or a Special General Meeting of the BMSS. The Secretary shall send, or cause to be sent, the proposed amendment to every Member within a reasonable time and in any event no later than the date upon which the notice of the next General Meeting is sent. After the amendment has been discussed at a General Meeting of the BMSS, it will be voted upon. If two thirds of the voters are in favour of the proposed amendment, it shall be adopted. Provided that no amendment shall be made which could cause BMSS to cease to be a Charity at law.

BYE-LAWS

- i Application for Membership shall be made in writing, in a form to be specified by the Committee. The Membership year shall commence on 1st January and end on 31st December. In the case of new Membership applications being received during the last quarter of the year, Membership may be granted until the end of the following year, subject to the discretion of the Committee.
- ii Applicants shall be admitted as Members by the action of the Committee and Membership thereafter becomes effective upon receipt of dues by the Treasurer.
- iii Failure to pay dues by 1st April shall automatically terminate Membership. Payment of arrears and current dues shall suffice for reinstatement of Membership.
- iv Membership may be terminated, Without Prejudice, by written notice to or from the Secretary, with the requirement that dues up to and including the year of written notice be paid. The Committee reserves the right to refuse or withdraw membership in line with compliance with the BMSS Code of Conduct:
 - a. This code of Conduct is applicable to all current members and potential new members (or members wishing to resume a lapsed membership) of the BMSS.
 - b. Members have a duty to

- conduct themselves honourably in matters relating to the BMSS and all its activities
 - conduct themselves honourably in their profession where it would have a bearing on the BMSS and or its activities
 - further the interests of the BMSS
 - not to bring the name of the BMSS into disrepute
- c. Potential New Members (or members wishing to resume a lapsed membership) have had a duty, prior to application for membership, not have to
- brought the name of the BMSS into disrepute
 - conducted themselves in such a manner as to cause detriment to the BMSS.
- v Every Member shall have the right to vote at General Meetings and to hold office.
- vi The books, accounts and records of the BMSS shall be open for inspection to any Member of the Committee at any time. Members of the BMSS may, upon written request to the Committee with signatures from 10 other Members of the BMSS, inspect such books, accounts and records of the BMSS at such reasonable times and places as the Committee may designate
- vii The Secretary will prepare or cause to be prepared an Annual Membership report to the Committee.
- viii Classes of Membership and dues within such classes shall be determined from time to time by the Committee
- ix The Committee is authorised to determine separately a registration fee for each General Meeting and any other meetings organised by the Society to cover the expenses of holding the meeting. Payment of this fee is a requirement for attendance as prescribed by the Committee.
- x Disbursements shall be made by approval of a majority of the Committee. Disbursements in excess of £1000.00 shall be made by cheque signed by two Officers of the Committee.
- xi The Treasurer will prepare or cause to be prepared an Annual Financial Report to the Committee.
- xii Travel funds shall only be made available to Members of two months' standing or more and then only to those who in addition satisfy the rules of the Society's Travel Fund as may be agreed by the Committee from time to time.
- xiii The BMSS Advisory Board will comprise of five persons: the BMSS President, who will chair the Board, a Board Secretary and three other members; of whom at least one should be based outside the UK. The Advisory Board will appoint its own members, subject to approval of the BMSS Committee, with a term of office of the members of five years.

The Advisory Board will be responsible for:

- undertaking an annual internal Audit of the activities of the Society
- reviewing applications and recommending awards for small equipment grants
- undertaking any other duties in pursuance of the aims of the Society as may, from time to time, be requested by the BMSS Committee.

Charity 281330

September 2002

(Includes Amendments to Constitution agreed by AGM held on 10 September 2002)

September 2004

(Includes amendments to Constitution agreed by the AGM held on 7 September 2004)

February 2006

(Amendments to Constitution & Bye-Law)

August 2006

(Amendments to the Constitution agreed by an EGM held at the IMSC 2006 August 2006)

September 2008

*(Amendments to the Constitution agreed by the AGM held the 3-Day Meeting in York in
September 2008)*

AKU September 2008