



Special General Meeting

**The BMSS is calling a Special General Meeting (SGM) to be held
at 13:00 on 2nd April 2014
At the AstraZeneca Conference Facility, Alderley Park, Cheshire**

The purpose of the meeting is to seek approval for a change to the BMSS Constitution. Such an action can only be undertaken at an AGM or SGM. The agenda will only have the one item:

- To seek the approval of the membership to change the BMSS Constitution.

The following commentary explains the proposed changes to the constitution that BMSS members will be asked to ratify at the Special General Meeting, which will be held at 13:00 on Wednesday 2nd April 2014 at the AstraZeneca Conference Centre, Alderley Park, Cheshire.

As a registered charity the BMSS is required to have a governing constitution for the Society. This document outlines the name, objects, trustees and administrative arrangements of the Society. The BMSS constitution comprises these rules.

Why are changes being proposed?

The current constitution has been in place for over 20 years and has served the society well, although minor amendments to the constitution have been made at almost every AGM since 2002. While these have enabled small changes and clarifications, the current constitution has become outdated and does not address some of the more recent Charity Commission administrative requirements. Concurrently, the Committee have been discussing how best to organise the running of the Society and encourage greater membership involvement. The combination of the proposed constitutional amendments arising from both these needs resulted in an opportunity for a more comprehensive updating of the constitution that takes account of more modern methods of communication and the current and future needs of the Society.

Outline of changes:

The amendments to the constitution contain changes in the document structure, so this commentary is provided to explain the proposed amendments. The current constitution is also supplied for those who wish to make a more detailed comparison. The major changes and the sentiment behind them are provided below in a section by section approach to highlight the salient points for your consideration. At the upcoming Special General Meeting you will be asked to vote to approve the amended constitution.

The major changes to the constitution are:

1. Changes to the committee to reduce the size of the committee and increase the proportion of elected members.
2. A redefinition of the roles of the officers of the Society.
3. The dissolution of the role of BMSS President and the creation of the role of Immediate Past Chair.
4. Clearly defined terms of office for officers and committee members.
5. Changes in the arrangements for annual general meetings to reflect the change in the International Mass Spectrometry Conference (IMSC) from a triennial meeting to a biennial meeting.

A brief description of the changes to the individual sections are detailed below.

Sections 1 and 2 containing the name and purpose of the society remain unchanged.

Section 3 has had a reference to corporate membership of the society removed as it was unused.

Section 4 details the management arrangements of the society. Here the new constitution proposes the creation of the role of Immediate Past Chair. We have reduced the number of co-opted members on the committee by two and have clarified that all elected members are Trustees of the Society as required by the Charity Commission.

Section 5 updates the description of the duties of the officers to reflect how the committee currently operates. The document also clarifies who are the official signatories for dealing with BMSS financial issues. This simplifies our dealings with the Charities Commission in providing testimony concerning conflicts of interest.

Section 6 remains essentially unchanged, except to clarify who are the voting members of the committee and to remove references to holding scientific and General meetings on a two out of three year cycle, previously necessary because the IMSC used to be held every three years, but is now held every two years.

Section 7 refers to how we deal with committee membership. This was often the area where greatest uncertainty in interpretation was apparent in the past. We have clarified the terms of office for all officers and members on the committee, so that the elected members and officers have a four year term of office and the Chair, Vice-chair and Immediate Past Chair have a two year term of office. This will lead to a greater turnover in committee membership and we hope that clearly stating what is expected of a committee member from the outset, will encourage those interested in serving on the committee to come forward. The mechanism for elected members retiring from the committee is also changing. The new constitution proposes that once committee members have completed their term of office that they either immediately move to take up a vacant officer post, or step down from the committee. We hope that this will both enable better planning of committee turnover and provide more opportunities for bringing new members onto the committee.

Section 8 of the old constitution, which referred to the office of BMSS President, has been completely removed. The office of President enabled previous committees to receive guidance from a prominent member of the Society, provided continuity of experience and expertise and acted as a figurehead for the BMSS. After long discussion by the committee it was concluded that a Society of the size of BMSS does not require two leaders (the Chair and the President) and that guidance and continuity can be provided by the Advisory Board and the new post of Immediate Past Chair.

Section 8 in the proposed new constitution (section 9 in the current constitution) address the mechanism for calling a General Meeting of the Society. The main change is that for the first time in its history the BMSS will hold an Annual General Meeting annually and not two years out of three to accommodate the IMSC three year cycle. There are also some minor

changes that reflect new communication media and mechanisms for informing members of Society about activities.

Section 9. The final section of the constitution deals with the mechanism for altering our constitution. The only change proposed is an increase from 3 to 5 committee members required to sign any request for changing the constitution.

Bye-laws. The Byelaws of the Society have been changed to make some minor alterations to ensure all financial awards made by the BMSS only go to current BMSS members and an alteration increasing the values of disbursements requiring the signatures of two committee members, from £1000 to £1500, has been made. The membership of the Advisory Board has been changed to make the Immediate Past Chair the chair of the Board and remove the post of Board Secretary, a post that became redundant on appointing a Chair of the advisory Board.

These amendments to the constitution will be voted on at a Special General meeting of the Society to be held at the BMSS Annual Meeting on 2nd April 2014. The Committee members and officers of the Society hope that you will attend the meeting and support the proposed new constitution.

Gavin O'Connor
BMSS General Secretary

5th March 2014

For any information relating to the SGM please contact

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