

CONSTITUTION

UNITED KINGDOM ENVIRONMENTAL MUTAGEN SOCIETY

1. Name

The Society shall be called the United Kingdom Environmental Mutagen Society, hereafter abbreviated to UKEMS.

2. Objects

The Society is established for the purpose of encouraging the study of genetic toxicology (environmental mutagenesis) and related biological phenomena, including environmental and epidemiological aspects, particularly where these may be of concern to human health.

In furtherance of the above object but not otherwise, the Society shall

- (a) engage in and sponsor research;
- (b) organise conferences, workshops and other scientific activities;
- (c) publish and distribute a journal, newsletter and scientific papers;
- (d) act as the UK section of the European Environmental Mutagen Society, hereafter abbreviated to EEMS.

In furtherance of the above objects but not further or otherwise the Society shall have the following powers: -

(a) to raise funds by means of private or public appeals or otherwise, and to seek any form of assistance, sponsorship or grant from government, municipal, commercial or private sources or from any national or local health, welfare, or educational organisation for or on behalf of the Society, or any person or body of persons pursuing any charitable object which this Society is authorised to carry on, and to take and accept gifts of property, whether subject to any special trust or not, for the objects of the Society.

(b) to invite and receive contributions from any person or persons whatsoever by way of subscription, donation or otherwise provided that this shall be without prejudice to the ability of the Society to disclaim any gift, legacy or bequest in whole or in part in such circumstances as the Society may think fit.

(c) to make any financial grant or award, and to enter into any contract or arrangement for the provision to any person or body of persons, including members of the Society, of any technical, financial or other assistance, or any service or equipment, labour, or of travel, accommodation or other facilities, and generally to do all such things as may, in the opinion of the executive committee further the primary object of the Society.

(d) to establish, promote or assist in establishing or promoting and to subscribe to become a member of, or co-operate or federate with any other organisations or associations, whose objects are in whole or in part similar to the objects of the company or the establishment or promotion of which it may be beneficial to the Society to act as trustees or agents, and to arrange and to undertake the property, assets or liabilities and engagements of any such organisations or associations and to

subscribe or guarantee money for charitable purposes in any way calculated to further the objects of the Society.

(e) to invest the Society's funds in investments as permitted by the Trustee Investment Act 1961, as modified by subsequent legislation.

(f) subject to such consents as may be required by law, to purchase, take on lease or in exchange or otherwise acquire any real or personal property and any rights or privileges and to construct, maintain and alter any buildings or erections which the Society may think necessary for the promotion of its objects.

(g) subject to such consents as may be required by law, to borrow or raise money for the purposes of the Society on such terms and on such security as the officers-bearers shall think fit.

(h) to do all or any of the things hereinbefore authorised either alone or in conjunction with any other charitable organisation, institution, society or body with which this Society is authorised to amalgamate,

(i) to do all such other lawful things as are necessary for the attainment of the above object.

Provided that: -

- (a) In any case the Society shall take or hold any property, which may be subject to any trusts, the Society shall deal with or invest the same in such manner as allowed by law, having regard to such trusts.
- (b) the Society shall not sell, mortgage, charge or lease any property which it holds without such authority, approval or consent as may be required by law.
3. The income and property of the Society shall be applied solely towards the promotion of its objects as set forth in the above objects and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to members of the Society. Reasonable out of pocket expenses incurred in the course of undertaking their responsibilities on behalf of the Society may be reimbursed to office-bearers and committee members. An appropriate fee will be paid to the editor in chief of the society journal "Mutagenesis", based on the performance of the journal and income generated for the society. The fee will be in-line with the going rate for the editor of a journal commensurate with the size of Mutagenesis. This payment will be subject to the annual review of journal performance (based on the Oxford University Press journal report) and made at the discretion of the executive committee. The amount paid will be reported in the annual summary of accounts and presented by the Treasurer at the business meeting of the Annual General Meeting.
4. If upon the winding-up or dissolution of the Society there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be given or transferred to EEMS or to some other charitable organisation or organisations having objects similar

to the objects of the Society, and which shall prohibit the distribution of its or their income and property to an extent at least as great as is imposed on the Society under or by virtue of clause 3 hereof, such organisation or organisations to be determined by the members of the Society at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some other charitable object.

5. Membership

Members shall normally consist of persons working in or interested in the field of Environmental Mutagenesis. There shall be Ordinary, Student and Sustaining Members and UKEMS Fellows.

6. Applicants for Ordinary Membership are required to supply a completed application form to the Treasurer and will be elected to the Society on the recommendation of the Executive committee, or referred to the Business Meeting of the next Annual General Meeting.
7. Student Members shall be registered for a relevant postgraduate qualification. Confirmation of their status may be sought from their supervisors. Student members shall receive all information circulated to Ordinary Members, and shall be eligible to apply to attend the scientific meetings of the Society. They are not entitled to vote at Business Meetings or in postal ballots. Student members shall be made aware of their rights and limitations on applying for membership, and those wishing to revert to Ordinary Membership in the course of a year shall pay the difference between student and Ordinary subscriptions only.
8. Companies that make donations to the Society of £200, or as determined by the Executive Committee, in addition to individual subscriptions, shall be called Sustaining Members.
9. Persons distinguished for eminent services to the field of Environmental Mutagenesis and the Society may be made UKEMS Fellows by the approval of the UKEMS executive committee.
10. **Subscriptions**
The annual subscriptions of the Society shall be fixed by the Executive committee and shall be payable in advance. Changes in the annual subscription shall be proposed by the Executive committee and approved by Ordinary Members at the business meeting of the Annual General Meeting.
11. A sum corresponding to the EEMS subscription will be paid to EEMS on behalf of each Ordinary Member of UKEMS.
12. **Executive Committee**
The Executive committee shall comprise the following officers of the Society: President, Secretary, Treasurer, Vice-president, and a further four committee members. A quorum of the Executive committee shall be three.
13. Vacancies for office bearers and Committee Members shall be notified to all members not more than six and not less than three months before the business meeting of the Annual General Meeting. Nominations must be made by at least two members of the Society in writing to the Secretary at least two months before the Annual General

(c) the Business Meeting of the Society which will include the election of officers, committee members, EEMS council members, the approval of accounts and the submission of the President's report. Policy decisions of the Executive committee shall be ratified by the members by a two-thirds majority vote and the members may depose committee members by the same margin. If the Executive committee is deposed or resigns, the Secretary shall remain in office for a period of two months to receive nominations for a new Committee in terms of clause 13 above.

(d) a quorum for a Business Meeting of the Society shall be twenty members. The President and the Secretary, or their deputies must be present.

(d) voting at an AGM shall normally be by a show of hands of members present, but any member present may call for a ballot to be taken. If a ballot is taken, the ballot papers shall be kept until the next AGM.

21. Extraordinary Meetings

An extraordinary meeting of the Society may be called at any time by the Executive committee or by the Secretary at the request of 10% of the members.

22. Changes to the Constitution

Amendments to the constitution may be submitted to the Secretary in writing for consideration by the Executive Committee. If the Executive Committee accepts the amendment, it shall be submitted for approval to the Office of the Scottish Charity Regulator if this is required. Approved amendments to the charitable objectives and other administrative amendments shall be submitted to the membership either at the business meeting of the AGM or in writing. A two-thirds majority of those present at the meeting, or of those voting if polled by correspondence, shall be required for the adoption of the proposed amendment.

We certify that this is a true copy of the constitution adopted at the quorate annual general meeting of the UKEMS held at The University of the West of England, Bristol, UK on Monday July 15th 2013.



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