CONSTITUTION of the Worldwide Dragonfly Association (WDA) adopted on the sixth day of September, 1997

A. NAME The name of the society is 'Worldwide Dragonfly Association' (the Charity)

B. ADMINISTRATION Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Board of Trustees, constituted by Clause G of this constitution (the Board)

C. OBJECTS The Charity's objects (the objects) are to advance public education and awareness by the promotion of the study and conservation of dragonflies (Odonata) and their natural habitats in all parts of the world

D. POWERS In furtherance of the objects but not otherwise the Board may exercise the following powers:

(i) power to raise funds and to invite and receive contributions provided that in raising funds the Board shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;

(ii) power subject to any consents required by law to borrow money and to charge all or any part of the property of the Charity with repayment of the money so borrowed;

(iii) power to employ such staff (who shall not be members of the Board) if and when considered necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependents;

(iv) power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information & advice with them;

(v) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;

(vi) power to promote collaborative research among odonatologists throughout the world;

(vii) power to appoint and constitute such advisory committees as the Board may think fit;

(viii) power to do all such other lawful things as are necessary for the achievement of the objects.

E. MEMBERSHIP

1) Membership of the Charity shall be open to:

(i) individuals (over the age of 18 years) who are interested in furthering the work of the Charity and who have paid the appropriate annual subscription laid down from time to time by the Board;

(ii) any body corporate or unincorporated association which is interested in furthering the Charity's work and has paid an annual subscription (any such body being called in this constitution a "member organisation"); and

(iii) any affiliated dragonfly society (any such society being called in this constitution an "affiliated

society").

2) Every member shall have one vote, including both partners in a family membership.

3) Each member organisation and affiliated society shall appoint an individual to represent it and to vote on its behalf at meetings of the Charity; and may appoint an alternate to replace its appointed representative at any meeting of the Charity if the appointed representative is unable to attend.

4) Each member organisation and affiliated society shall notify the name of the representative appointed by it and of any alternate to the Secretary. If the representative or alternate resigns from or otherwise leaves the member organisation or affiliated society, he or she shall forthwith cease to be the representative of the member organisation or affiliated society.

5) In exceptional circumstances, including those in which the Board deems that a member's conduct has brought disrepute upon or is inconsistent with the objects of the Charity (the WDA), the Board may, for good reason and by unanimous vote, refuse or terminate the membership of any individual or member organisation. The Board shall report its decision, and the reasons for it, to the membership at large through the newsletter. A terminated member may request reinstatement by written request submitted to the Board, which shall act on same according to such procedure and standards as it in its sole discretion deems appropriate.

F. HONORARY OFFICERS. Via a secret postal ballot the members shall elect from among themselves a president-elect, a secretary/ treasurer (or a secretary and a treasurer), who shall hold office from the conclusion of the next biennial meeting. The previously elected president-elect shall wherever possible take over as president but in the event of the president-elect being unable to take up the office of president, then there shall be a postal ballot to elect a president. The outgoing president shall wherever possible serve as Immediate Past President until the next subsequent biennial meeting but in the event of the president being unable to assume the office of immediate past president the latter office shall be vacant.

G. BOARD OF TRUSTEES

1) The Board shall consist of not less than seven members nor more than twelve members being:
(a) the four/five honorary officers specified in the previous clause.

(b) not less than three and not more than seven members elected via a secret postal ballot at least four weeks prior to the following biennial meeting who shall hold office from the conclusion of that meeting.

2) The Board may appoint an Executive sub-committee, as it deems necessary and shall prescribe its function, provided that all acts and proceedings of any such sub-committee shall be reported back to the Board as soon as possible and provided further that no such sub-committee shall expend funds of the Association otherwise than in accordance with a budget agreed by the Board.

3) The Board may in addition appoint not more than two co-opted members to the Board with the proviso that no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Board would be co-opted members. Each appointment of a co-opted member shall be made following a simple majority vote of the Executive and shall take effect immediately unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.

4) All the members of the Board shall retire from office together at the end of the biennial general meeting next after the date on which they came into office but, with the exception of the president-elect, they may be re- elected or re-appointed.

5) Nominations for members of the Board shall be published in the Charity's newsletter and, should nominations exceed vacancies, members will be invited to vote using accompanying ballot sheets.

6) The proceedings of either the Board or the Executive Sub-committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.

7) Nobody shall be appointed as a member of the Board who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.

8) No person shall be entitled to act as a member of the Board whether on a first or on any subsequent entry into office until after signing in the minute book of the Board a declaration of acceptance and of willingness to act in the trusts of the Charity.

H. DETERMINATION OF MEMBERSHIP OF BOARD OF TRUSTEES

A member of the Board shall cease to hold office if he or she:

1) is disqualified from acting as a member of the Board by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision);

2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;

3) fails to participate in the administrative affairs of the Board by mail, telephone, e-mail or FAX over a period of six months and the Board resolves that his or her office be vacated; or

4) notifies to the Board a wish to resign (but only if at least five of the Board will remain in office when the notice of resignation is to take effect).

I. BOARD OF TRUSTEES MEMBERS NOT TO BE PERSONALLY INTERESTED

No member of the Board shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the Board) in any contract entered into by the Board.

J. MEETINGS & PROCEEDINGS OF THE BOARD OF TRUSTEES

1) The Board shall hold at least one ordinary meeting every two years during the biennial Congress in whichever country the Congress may be held.

2) The President of the Charity shall act as chairman at meetings of the Board. If the President is absent from any meeting, the members of the Board shall choose one of their number to be chairman of the meeting before any other business is transacted.

3) There shall be a quorum when at least one third of the number of members of the Board for the time being or three members of the Board, whichever is the greater, are present in person or electronically.

4) Every matter shall be determined by a majority of votes of the members of the Board present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.

5) Whenever possible members of the Board shall meet to hold a meeting but in the majority of

instances the business of the Charity will be carried out by telephone, e-mail or FAX. The Board and particularly the Executive Sub-committee shall be in regular contact via these channels.

6) The Board shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Board, the Executive and any sub-committee. A record of decisions reached by telephone, e-mail or FAX shall also be kept in the minute book.

7) The Board may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.

8) The Board may appoint one or more sub-committees consisting of two or more Ordinary members of the Charity and chaired by a member of the Board for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Board would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Board.

K. RECEIPTS & EXPENDITURE

1) The funds of the Charity, including all donations, contributions and bequests shall be paid into an account operated by the Board in the name of the Charity at such bank or banks as the Board shall from time to time decide. All cheques drawn on the account over the sum of £300 must be signed by two of three designated members of the Board.

2) The funds belonging to the Charity shall be applied only in furthering the objects, and in pursuance of exclusively charitable purposes within the meaning of the Charities Act 1993.

3) The majority of the Charity's assets shall be held in England or Wales.

L. PROPERTY

1) Since the ownership of land by the charity does not conform with its objects, no custodian trustee will be appointed.

2) The Board may permit any investments held by or in trust for the charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Board, and may pay such a nominee reasonable and proper remuneration for acting as such.

M. ACCOUNTS

The Board shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

1) the keeping of accounting records for the Charity;

2) the preparation of annual statements of account for the charity;

3) the auditing or independent examination of the statements of account of the charity; and

4) the transmission of the statements of account of the Charity to the Commissioners.

N. ANNUAL REPORT

The Board shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report & its transmission to the Commission.

O. ANNUAL RETURN

The Board shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return & its transmission to the Commission.

P. BIENNIAL GENERAL MEETING

1) There shall be a biennial general meeting (BGM.) of the Charity which shall be held during the Charity's biennial Congress.

2) Every biennial general meeting shall be called by the Board. The secretary shall give at least 21 days' notice of the meeting to all members of the Charity. All members of the Charity shall be entitled to attend and vote at the meeting.

3) The chairman of the BGM shall generally be the current President of the Charity or a person nominated by him or her. Before any other business is transacted, the persons present shall signify their approval of the chairman. Two Minute Recorders shall be appointed by the members present.

4) The members of the Board shall present to each biennial general meeting the accounts and reports of their own particular responsibilities for the preceding two years.

5) The results of the Postal Ballot for the election of members of the Board shall be announced by the Chairman of the BGM.

Q. SPECIAL GENERAL MEETINGS

The Board may call a special general meeting of the Charity at any time. If at least twenty members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

R. PROCEDURE AT GENERAL MEETINGS

1) The secretary or other person specially appointed by the Board shall keep a full record of proceedings at every general meeting of the Charity.

2) There shall be a quorum when at least one tenth of the number of members of the Charity for the time being or ten members of the Charity, whichever is the greater, are present at any general meeting.

S. NOTICES Any notice required to be served on any member of the Charity shall be in writing and shall be served by the secretary or the Board on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address and any letter so sent shall be deemed to have been received within 21 days of posting.

T. ALTERATIONS TO THE CONSTITUTION

1) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of members returning postal votes. The ballot papers shall include notice of the resolution, setting out the terms of the alteration proposed.

2) No amendment may be made to clause A, clause C, clause I, clause U or this clause without the prior consent in writing of the Commissioners.

3) No amendment may be made which would have the effect of making the Charity cease to be a charity at law.

4) The Board should promptly send to the Commissioners a copy of any amendment made under this clause and keep a copy of any such amendment with this constitution.

U. DISSOLUTION

If the Board decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Board shall have power to realise any assets held by or on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the Charity may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Commissioners.

V. ARRANGEMENTS UNTIL FIRST BIENNIAL GENERAL MEETING

Until the first Biennial General Meeting takes place this constitution, which may be altered by the Trustees upon the recommendation of the Charities Commission, shall take effect as if references in it to the Board were references to the persons whose signatures appear at the bottom of this document.

W. ELECTRONIC VOTING

Wherever in this Constitution voting is required or authorised, such a vote may also be conducted by electronic mail initiated by the same officer who would preside at the voting if conducted by postal ballot or at a meeting, and subject to the same response times, quorum and majority requirements.

This constitution was adopted on the date mentioned above by the persons whose signatures appear below and will be ratified by a simple majority vote of members attending the first Biennial General Meeting.

M.J. Parr, Wolfgang Schneider, H. Lohmann, H.J. Dumont, Jill Silsby

BYLAWS

1. MEMBERSHIP

(a) Ordinary membership;
(b) Family membership
(c) Student membership
(d) Corporate membership for County/Borough Councils, businesses, etc.
(e) Associate membership for conservation, wildlife, etc. organisations and schools
(f) Life membership

The rates of all annual subscriptions and that of life membership shall be determined by the Board of Trustees.

2. AFFILIATED DRAGONFLY SOCIETIES

(a) According to Clause E, sub-clause 1(iii) of the Constitution, National Dragonfly Societies may become affiliated to the WDA.

(b) Affiliated Societies may include the WDA emblem in the heading of their Journals.

(c) Members of Affiliated Societies are not members of WDA (unless they individually join). Each such Society may, however, appoint a representative to vote on its behalf.

(d) Every WDA member will be encouraged to join his/her National Society should one exist.

3. BOARD of TRUSTEES

(a) Construction of the Board

(i) According to Clauses F and G of the Constitution, the Association shall be administered by a Board of Trustees. The Board shall consist of a Chairman (the President of WDA), a Vice Chairman (President-elect of WDA), a Secretary/Treasurer (or Secretary & Treasurer), a Managing Editor of the WDA Journal, and the Immediate Past President plus at least two and not more than six ordinary members.

(ii) In accordance with Clause G (2) of the Constitution, an **Executive Sub-committee** may be appointed by the Board the function of which shall be prescribed by the Board. The Executive which shall consist of the Chairman, Secretary, Treasurer and one other member of the Board (depending on the matter under discussion) shall be responsible to the Board for day to day decisions taken on the Board's behalf.

(b) Elections to the Board

(i) All Trustees, except for the President-elect and President, shall resign at the BGM following the one at which they took office but, apart from the President, they shall be eligible for re-election. The President-elect shall automatically take over as President. In the event of this being impossible, the President shall be replaced by the newly elected President-elect who shall then serve an extra term and the Board may appoint a President-elect to take his place or, alter-natively, leave the post unfilled until nominations are next called for. The outgoing President shall serve as Immediate Past President until the BGM following the end of his/her term as President.

(ii) Elections to the Board shall be by secret postal vote. The Trustees may produce a list of nominations to fill the vacancies on the Board. The list, together with a request for further nominations, will be circulated to the membership with the issue of the Newsletter preceding the

edition which will contain the voting forms. Completed Nomination forms must be received by the Secretary within six weeks of the mailing date; each nomination must be supported by the signatures of two members of the Association and should include the written consent of the nominee. To be valid, returned ballot forms must be received by the Secretary within six weeks of their mailing date. The results of the election will be announced at the Biennial General Meeting by the Chairman of the Meeting and will be included in the following Newsletter.

(c) Responsibilities of the Board

(i) The Board shall regulate all affairs of the Association between successive BGMs. It shall execute and administer such affairs, paying strict attention to decisions taken at the BGM and, at all times, abiding by the Constitution. Members of the Board and, particularly, of the Executive shall maintain frequent contact with each other.

(ii) The **President** shall discharge the usual duties of a presiding officer at the meetings of the Association and the Board of Trustees. He/she shall be a member ex officio of all other committees. The President may chair General Meetings during his/her term of office or appoint a chairman.

(iii) The **President-elect** shall perform the duties of the President during any period when the President is unable to fulfil the duties of that office. In the event that both President and Vice President are absent at a meeting, the President may appoint another Trustee to serve as presiding Officer.

(iv) The WDA Secretariat shall be set up at the residence or place of work of the Secretary. It shall act as the administrative centre of the Association. The **Secretary** shall keep the records and files of the WDA (apart from those pertaining to the payment/non-payment of subscriptions, and the names and addresses of members). He/she shall**:** produce the agenda and minutes of Association and Board meetings and be responsible for the appointment of minute recorders; attend to all general correspondence, prepare and distribute nomination forms and ballot papers; keep him/herself informed of all the activities of the Association; be responsible for the publication of the Newsletter, either by performing the editorship him/herself, or by appointing an editor and/or an assistant editor; be responsible for notifying members of meetings, deadlines, and all other such items as and when required. He/she shall assist the presiding officer at the meetings of the Association and the Board.

(v) The WDA Treasury Office shall be set up at the residence or office of the Treasurer. It shall act as the finance office of the Association. The **Treasurer** shall keep records of all moneys paid to the WDA. The funds shall be deposited in any banking institutions as the Board shall direct. He/she shall pay therefrom, by draft, cheque or money transfer all bills and obligations of the WDA; he/she shall have custody of all WDA funds and make routine disbursements as required. Unusual disbursements and/or investments shall be made only with the concurrence of the Executive; and the payment of sums over a figure set from time to time by the Board must bear the signature of two agreed signatories. He/she shall keep an account of receipts and disbursements; present a statement of the receipts and expenditures for the past two years to the BGM, and a similar yearly statement shall be prepared for inclusion in the Annual Report to the Charity Commission. The Treasurer shall be responsible for the calls for yearly subscriptions and reminders, and shall maintain the record of names and addresses of members. Should this last task become too onerous for the Treasurer, he/she may (with the agreement of the Board), obtain the services of a professional data-service organisation to take it over. The Offices of the Secretary and Treasurer may, at the discretion of the Board, be amalgamated.

Bona fide expenses of Trustees, and members of Association committees, shall be reimbursed at the discretion of the Treasurer.

(vi) The **Managing Editor** shall assume editorial responsibility for the publication and quality of the WDA's scientific publications. He/she shall appoint an Editorial Board with the primary task of

refereeing submitted manuscripts.

Any two members of the Executive shall be authorised to negotiate and sign a contract with a commercial publishing house to produce its scientific material.

(vii) With the exception of the Secretary, Treasurer and Editor, Trustees shall regulate the allocation of tasks, under the direction of the Executive. Among these tasks are: Chairman of a Conservation & Funds Committee; Membership Co-ordinator, Co-ordinator of International Congresses of Odonatology; Webmaster & Archivist. The detailed responsibilities associated to each task shall be determined by the Board of Trustees. When appropriate, and with the agreement of the member designated, more than one task may be assigned to a single member of the Board. All members of the Board shall share responsibility for Fund-raising.

(viii) The Board may, should ever such a position be deemed necessary and should sufficient funds become available, employ a salaried Manager to be responsible for the management of WDA activities. The Executive shall determine the Manager's area of responsibility by employment contract. The Manager would participate in all meetings of Board or Executive in a non-voting capacity and would report to the Executive.

(ix) The newly elected Trustees shall take office immediately after the BGM and hold office until the end of the following one.

(d) Decisions of the Board

(i) Decisions of the Executive and of the Board shall be taken by simple majority vote, with the chairman having a second and casting vote if necessary.

(ii) Wherever possible business shall be transacted by post, electronic mail or telephone. In addition, the Board shall meet at least once during a biennial Congress and, if it is considered vitally important, it may also meet at the residence of one of the Trustees. In such cases, if at all possible and where reasonable, at least part of members' travel expenses may be met by the WDA.

(iii) Board Meetings held during Congresses shall be open to all WDA members as non-voting and non-participating observers. Regional/National Representatives may be invited to participate and also a delegate from each of the Member Organisations and Affiliated Societies.

4. <u>NATIONAL/REGIONAL OFFICES</u>

(a) In countries/regions where circumstances make it appropriate, a National/Regional Office may be established and a National/Regional **Representative** appointed. The National Offices Co-ordinator (a member of the Board of Trustees) shall, after discussion and with the agreement of the WDA members in the country/region concerned, appoint a Representative. This appointment shall be ratified by the BGM of the Association when it next meets. Members may, if appropriate, elect a Regional Committee to assist in the administration of the Office.

(b) The primary responsibilities of the Regional Representative shall be: to operate the Regional Office; collect members' yearly subscriptions (in local currency) and transmit the moneys in UK£ to the WDA's bank account; to ensure communication of WDA business to its members; and generally to promote knowledge of Odonata within his/her country/region.

(c) Members of each region/country may establish a **Regional Section** of WDA to be registered/ incorporated as a non-profit/charitable society under the laws of its country in order that they may be accorded tax concessions. Should a Regional Section be established the members may elect a regional Committee and formulate regional statutes. The statutes shall be in accordance with the WDA Constitution.

(d) Japanese officers at the national office shall be ratified within their own offices and not by international WDA vote.

5. INTERNATIONAL CONGRESSES of ODONATOLOGY

(a) At approximately two-year intervals there shall be an International Congress of Odonatology. Where feasible, these shall be arranged according to the following sequence: Europe/Africa - The Americas - Europe/Africa - Asia/Australasia - Europe/Africa - The Americas - etc.

(b) It shall be the Board's responsibility to find suitable hosts for future Congresses. Venues and hosts should, if possible, be arranged at least four years in advance. The Congress Co-ordinator (a member of the Board of Trustees) shall satisfy him/herself as to the suitability of the proposed accommodation and facilities. Venues for future Congresses should be discussed during the BGM and the views of attending members obtained. At some suitable time during a current Congress, the host of the following one shall formally invite members to visit his or her country.

(c) The arrangements and organisation of each Congress shall be in the hands of an Organising Secretary and Organising Committee. The Organising Secretary may call upon the Congress Co-ordinator for advice, publicity and the backing of WDA in attempts to obtain sponsorship, etc.

(d) Registration forms may be sent out with either the Association's Journal or Newsletter and the Organising Committee may use the Newsletter as a vehicle for purveying necessary information. Details of costs, enrolment, accommodation, etc. should be in the hands of the WDA Secretary so that they may be published at the appropriate time.

(e) Congresses may not conflict in timing with the International Congress of Entomology.

6. BIENNIAL GENERAL MEETINGS

(a) The Biennial General Meeting shall be incorporated in the Congress programme. It shall previously have been convened by the Secretary and advertised in the Newsletter. No event shall be allowed to take place at the same time as the BGM.

(b) The BGM shall be responsible for:

(i) The relief of the current Trustees;

(ii) the ratification of the 1997 Adopted Constitution; (1999 BGM only)

(iii) the appointment of an independent examiner of the Accounts;

(iv) the acceptance of the Association Accounts;

(v) the appointment of a Conservation & Fund Committee under the chairmanship of a member of the Board. (If possible, at least one member of the Odonata Specialist Group of the Species Survival Commission of the IUCN. shall be a member of the C & F Committee). The appointment of this Committee may be delegated to the Board;

(vi) the appointment of Special Topic Groups;

(vii) the acceptance of Reports from the C & F Committee, from representatives of the Youth Incentive Programme (YIP), International Network of Odonatological Information (INOI) and Odonata Database (ODAT); and from Representatives of the National/Regional Offices.

7. PUBLICATIONS

1. The Journal.

(a) The WDA shall publish its scientific journal every year. The number of copies printed, number of pages printed and the yearly subscription prices of the Journal shall be determined by the Board, on the advice of the Managing Editor and Treasurer.

(b) The Journal production shall be in the hands of the Managing Editor and an Editorial Board, appointed by him or her. All manuscripts shall be refereed.

(c) Contents of the Journal shall be separated into Research contributions, Review contributions & Short communications. Authors will be encouraged to submit their manuscripts on hard and soft copies.

(d) Members of the WDA who do not wish to receive the Journal may pay a reduced membership fee.

2. The Newsletter.

(a) The WDA shall publish two issues of a newsletter each year. It shall be sent gratis to all members of the Association. In addition to news of members, it shall contain matters pertaining to the administration of WDA (accompanied where appropriate by voting slips or nomination forms) as well as a continuous membership list and other similar matters of interest to members.

3. Other Publications. Other publications, including odonatological abstracts, may from time to time be produced upon the agreement of the Board. Such publications will be under the control of the Managing Editor who may select suitable editors.

4. The Board may appoint a **Librarian** who shall be in charge of the WDA library and of all books, periodicals, reprints and historical material received by the Association. The Librarian shall make the rules governing use of the library subject to approval of the Executive, to whom he/she shall report.

8. CHARITABLE EXERCISES

(a) As the Association's funds achieve a firmer financial base, it will become increasingly possible to institute a number of charitable exercises. These include, among several others:

(i) a scheme that will provide grants towards the funding of suitable conservation projects in areas where they are most needed;

(ii) another to encourage and assist young enthusiasts, graduate students and young professionals with awards for significant basic odonatological research; and

(iii) a programme which will enable individuals, who may find it difficult to join or to remain in the WDA due to currency or other restrictions, to have their membership fully or partially supported by the Association or, preferably, by its members.

(b) All such projects will be operated by a Conservation & Fund Committee under the chairmanship of a member of the Board. Objectives shall be determined by the Board and operational details will be set by the C & F Committee and the WDA Treasurer.

(c) When the time is right, guidelines will be drawn up for the administration of these funds by the Board in consultation with the C & F Committee.

9. INTERNATIONAL NETWORK of ODONATOLOGICAL INFORMATION (I.N.O.I.)

(a) WDA aims at promoting the diffusion of odonatological knowledge by all methods of communication. For this reason INOI shall be established, with the aim of becoming the centre of information about WDA and about Odonata on a computerised basis.

(b) INOI shall set up a WDA homepage that will include major information about the Association and links to other Odonata homepages;

(c) it shall also establish an Odonata Database (ODAT) containing, such items as an odonatological World Checklist and World Bibliography; electronic publications such as journals, newsletters, booklets, etc.

(d) Other objectives shall be set by the Board of Trustees.

10. ACCOUNTS

(a) The financial year shall run from January 1st to December 31st

(b) All funds collected are the property of the Association and must be spent for the benefit of the WDA and its activities.

(c) Annual statements of account shall be prepared for transmission, with the Annual Report, to the Charities Commission.

(d) A detailed account of all income & expenditure shall be prepared on a biennial basis, which shall be presented for approval by a regularly convened BGM.

(e) Both sets of accounts shall be presented for independent examination by a suitable person who shall not be a member of the Association. For this purpose "a suitable person" shall be someone with financial experience, i.e. a banker, unqualified accountant, etc. He/she should reside in the vicinity of the Treasurer and be known to him or her.

(f) A copy of the Income & Expenditure sheet, together with a Statement of Assets, shall be included in the Newsletter. The sheet shall be signed by the Independent Examiner as having been examined and found in accordance with all payments and receipts, bank statements and records.

(g) Loans will be accepted by WDA only with unanimous prior approval of the Board. Any loan shall require precise specification of its terms, including rate of interest and the date at which repayment will be expected.

(h) Apart from donations received for specific projects within the framework of charitable exercises, all other donations will be accepted by the Treasurer only if given unconditionally. If a gift is accompanied by conditions, it can be accepted only by approval of the Board.

(i) In the case of non-payment of subscriptions by March 1st of the year for which they apply, publications may be withheld until payment is made; publications may not be withheld from members in good standing for any other reason. In some circumstances subscriptions may be waived or reduced upon request, at the discretion of the Executive.

11. AMENDMENTS TO THE BYLAWS

These Bylaws may be amended or repealed by a simple majority vote in a postal ballot. Any member may propose an amendment to the Bylaws, sending it to the Secretary who shall publish it in the

Newsletter, accompanied by a voting form. Completed voting forms must be received by the Secretary within six weeks of the mailing date.

Should less than 10% of the membership return the voting forms, the proposed change shall be voted upon at the forthcoming BGM.

12. ELECTRONIC VOTING

Wherever in these By Laws voting is required or authorised, such a vote may also be conducted by electronic mail initiated by the same officer who would preside at the voting if conducted by postal ballot or at a meeting, and subject to the same response times, quorum and majority requirements.

These Bylaws were adopted by the persons whose names appear below on the sixth of September 1997 and will be ratified by the membership via a postal ballot.

M.J. Parr, H.J. Dumont, Wolfgang Schneider, Heinrich Lohmann, Jill Silsby