

The Astronomical Society of Southern Africa
Constitution

Revised and adopted 24 September 1979

Amended 15 May 1985, 30 July 1988

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1. Name

The Society shall be called The Astronomical Society of Southern Africa (hereinafter referred to as "The Society.")

2. Objects

The objects of the Society shall be:-

(1) The encouragement and stimulation of the study and practice of astronomy.

(2) The association of observers and the organization of astronomical observations and research.

(3) The dissemination of such current astronomical information as may be helpful to observers and others interested in astronomy.

(4) The doing of all such lawful things as are conducive to the attainment of these objects.

3. Definitions

In this Constitution all words and expressions importing the masculine gender shall include the feminine; words signifying the singular number shall include the plural and vice versa.

4. Classes of Membership

The Society shall consist of members in the following classes:-

(1) Full Members who shall have voting power in any proceedings of the Society and shall be eligible for election to any office in the Society. They shall normally receive free of charge all publications issued by or distributed through the Society. However, they may elect to receive only publications issued by the Society in which case they shall be entitled to pay a reduced subscription.

(2) Local Members who shall have no voting power nor shall they be eligible to hold office in the Society. They shall be members of a Centre but will receive no publications issued or distributed by the Society.

(3) Honorary Members who may be elected by Council. They shall be persons who have rendered special service to astronomy or to the Society. They shall have voting power in any proceedings of the Society and shall be eligible for election to any office in the Society. The number of such members shall not exceed fifteen at any one time. Entitlement to publications to be decided on by Council in each case.

5. Election of Members

No election to membership shall be deemed to be complete until the entrance fee and first subscription are paid, until which date the candidate shall not be entitled to the privileges of membership.

Members of the Society shall be elected as follows:-

(1) Full Members. Every candidate for election to full membership shall sign an "Application for Full Membership" in a form as decided by Council from time to time. The application form duly signed by the candidate, shall be submitted to Council which may accept or reject the application entirely at its own discretion.

Council shall have the power to accept Institutions or Societies to full membership of the Society. Every Institution or Society so accepted shall have the same privileges as one full member.

(2) Local Members. A person, not otherwise a member of the Society, who is accepted by the committee of a Centre to become a member of

that Centre shall thereby automatically attain local membership of the Society during the period of his Centre membership.

(3) Honorary Members. Council shall consider nominations for Honorary Membership received from members of Council and Centres, through their representatives.

6. Fees and Subscriptions

Full members of the Society shall pay entrance fees and subscriptions, the amounts of which shall be decided by Council from time to time.

Announcement of any proposed change of entrance fee or subscription shall be given by notice in a publication of the Society or otherwise to all members affected thereby. Unless exceptional circumstances make it impossible, such notice shall be given not less than two months before the effective date of change. Unless objection is raised by at least 10 per cent of all full members within one calendar month of the date of the notice, the change shall become effective. If objection is so raised the proposed change(s) shall be placed on the agenda for the next General Meeting when a simple majority shall decide.

Corresponding members shall pay a subscription as decided by Council from time to time and shall receive all publications of the Society. During temporary residence in Southern Africa their subscription to the Society shall not be increased and they shall continue to receive the publications of the Society.

All subscriptions are payable in advance to the Treasurer of the Society and shall become due on July 1 in each year, but a member joining the Society after January 1 shall be liable to pay for that year only half the subscription ordinarily due in the previous July. Any member who fails to pay his annual subscription within one calendar month of the due date shall cease to receive publications until the subscription is paid, when all publications so withheld shall, if available, be sent to him. If his annual subscription remains unpaid for six months after due date he shall cease to be a member of the Society.

In special cases Council may waive or vary subscriptions of certain individual members. In each case the waiver or variation shall be recorded in the minutes of the Council meeting at which it is decided upon and the reasons shall be fully stated.

7. Resignation

Any full or corresponding member wishing to resign from the Society shall give notice in writing to the Secretary of the Society and shall pay all subscriptions due, after which the resignation shall take effect.

8. Suspension and Exclusion

Council may suspend or exclude any full or corresponding member either for infringement of the Constitution or of any rules made thereunder, or for misconduct reported in writing to Council, provided that the person so suspended or excluded shall have the right of appeal to the next meeting of Council, whose decision shall be final. Any member so excluded shall forfeit the current subscription.

9. Reinstatement

Any member who has resigned in good standing may be permitted to rejoin the Society without payment of an entrance fee at the discretion of Council. Persons who forfeited membership under Articles 6 and 8 may be reinstated with the consent of Council and shall then pay the entrance fee and/or the arrears of subscription as Council may decide in each case.

10. Council

The Society shall be governed by a Council consisting of a President, three Vice Presidents, a Secretary, a Treasurer, a Representative of

each of the duly constituted Centres, four other members of Council, a member of the Editorial Board, a Business Manager and a Membership Secretary.

At all meetings of Council seven shall form a quorum.

Nominations for Council membership must be signed by two full members of the Society and endorsed by the nominee and must be received by the Secretary before June 15.

The following officers and members of Council shall normally be elected at each Annual General Meeting and shall hold office for one year:-

- (1) President,
- (2) three Vice Presidents,
- (3) Secretary,
- (4) Treasurer,
- (5) four Members.

Council shall appoint the members of the Editorial Board, a Business Manager and a Membership Secretary.

The Committee of each duly constituted Centre shall be entitled to elect a full member of the Society to represent it at Council meetings. This representative will be a full member of Council. The names of the representatives so elected should be communicated to the Secretary of the Society by August 20.

Any member of Council unable to attend meetings may, by notification in writing to the Secretary of the Society, appoint any full member of the Society to be his alternate for the period of his office. In the event of his being able himself to attend any meeting of Council, his alternate may also attend and speak but shall not then have a vote.

11. Management

Except as hereinafter provided Council shall have the sole management, control, and disposition of the affairs, property and funds of the Society and shall have power to decide any questions not specifically covered by this Constitution.

Council shall have power to appoint Directors of Sections, a Librarian, an Editor and members of the Editorial Board, a Business Manager and a Membership Secretary and to fill any vacancy that may occur in any of the offices of the Society or in its own body until the next election of officers.

Council shall meet at least once every three months. Additional meetings of Council may be held on the call of the President or of three other members of Council.

Members of Council and alternates shall receive fourteen days notice of every meeting.

Council shall frame an Annual Report on the activities of the Society during its year of office and this shall be presented to the Annual General Meeting.

12. Centres

A group of not less than five full members residing in the same locality may, after receiving the approval of Council, form themselves into a Centre. The name of the Centre shall be that of the town or district in which its headquarters is established. Each Centre shall appoint a Committee to manage the Centre.

A Centre may frame its own rules at any time provided they do not conflict with this Constitution, including Appendix I hereto; but such rules shall not become operative until approved by Council, which approval shall not be unreasonably withheld. Until such time as a Centre's own rules are approved, Appendix I hereto shall apply to that Centre.

Each Centre of the Society shall have full control of its own finances and shall be solely responsible for its liabilities as a Centre.

A copy of the minutes of the Annual General Meeting of each Centre, showing elected officers and committee for the ensuing year shall be forwarded to the Secretary of the Society by August 20 each year.

13. Sections

Directors of Sections shall maintain contact with members who demonstrate an interest in the work of that section and may institute section newsletters if considered desirable.

Subject to Council confirmation, Directors shall have power to appoint Assistant Directors to assist them or deputise for them during any absence from office.

Directors of Sections shall prepare a report on the activities of the section during the previous calendar year for publication. A summary of the report is also to be provided and both are to reach the Secretary of the Society by not later than 30 April. The Secretary will ensure that all summaries are available to be read at the Annual General Meeting.

14. Accounts and Records

Council shall cause to be kept such accounts and records as are necessary to record the affairs of the Society. A financial statement shall be prepared from the books of account as at the end of each financial year which shall be June 30 and shall be audited by the Auditor or Auditors appointed at the previous Annual General Meeting. The Treasurer shall also prepare and submit to the next meeting of Council a financial statement for the period from July 1 to the end of each calendar quarter.

15. Annual General Meeting

The Annual General Meeting of the Society shall be held at a Centre chosen by Council, subject to agreement by that Centre. The date of the meeting shall be the fourth Wednesday in July or such other day as Council, after consultation with the committee of the Centre at which the Annual General Meeting is to be held, shall direct.

Notices of the meeting shall be despatched to all members entitled to vote advising them of the time, date and venue of the meeting, at least twenty-one days before that date.

Any member entitled to vote at the Annual General Meeting may appoint, in writing, a proxy to speak and vote in his stead. Such proxy must be a member or the spouse of a member of the Society.

The purpose of the Annual General Meeting shall be to receive the report of the Council, the Treasurer's Financial Statement to the previous 30 June and the report summaries of the Sections. Also to elect officers, Council Members and an Auditor or Auditors for the ensuing year. Matters of urgency may be taken at the discretion of the Chairman.

16. Amendment of the Constitution

The Constitution of the Society shall be amended only by ballot of all members entitled to vote. No proposed amendment shall be presented to the Society without either the recommendation of Council or the signatures of at least five voting members. Proposed amendments must be forwarded to the Secretary of the Society.

Any proposed amendment, together with a voting paper, shall be despatched to every member who has the right to vote. To be adopted an amendment must receive at least two thirds of the votes cast.

If, in the opinion of Council, any proposed amendment would vitally affect the welfare of the Society or any fundamental principle of this Constitution, Council shall intimate that fact to members of the Society.

17. Awards

Council has established certain awards and further awards may be instituted from time to time. The conditions and procedures for making these awards are set out in Appendix II.

18. Liability and Indemnity

The liability of each member is limited to the amount of his subscription, unless that liability arises through his own fraud or dishonesty.

Every member of Council shall be indemnified from liability for any bona fide action undertaken in the course of his duties.

19. Interpretation

On any question of the implication or interpretation of any of the provisions of this Constitution, the decision of Council shall be final.

Appendix I

Standard Rules For Centres

TheCentre
of the Astronomical Society Of Southern Africa

1. Name

The Centre shall be called "TheCentre of the
Astronomical Society of Southern Africa."

2. Objects

The objects of the Centre shall be:-

- (1) To adhere to the Constitution of the Astronomical Society of Southern Africa and to participate as far as possible in the activities of that Society.
- (2) To provide a facility for and encourage the study and practical application of astronomy within the district of the Centre.

3. Membership

The Centre shall consist of persons who have applied for membership of the Centre and have been accepted by the Committee.

4. Officers and Committee

The Centre shall be governed by a Committee consisting of:-

- (1) Chairman,
- (2) Vice-Chairman,
- (3) Honorary Secretary,
- (4) Honorary Treasurer,
- (5) Not less than three other members,

all of whom shall be elected annually at the Annual General Meeting of the Centre.

The Centre shall appoint a full member of the Society to represent it at the Society's Council meetings. This representative, who will be a full member of Council, shall be appointed by the Committee of the Centre and his name shall be communicated to the Secretary of the Society by August 20 each year.

5. Management

The Committee shall have the sole management, control and disposition of the affairs, assets and liabilities of the Centre, and shall have power to decide any questions not specifically covered by these Rules.

The Committee shall have power to fill any vacancy that may occur in any of the offices of the Centre or in its own body until the next election of officers. It shall have power to co-opt additional members to the Committee from the remaining members of the Centre. The Committee shall call General Meetings of the Centre, as far as practical, once a month. Additional meetings of the Centre shall be held on the call of the Committee or at least 10 per cent of the members of the Centre.

6. Annual General Meeting

The Annual General Meeting shall be held as soon after June 30 as is practical. The purpose of the Annual General Meeting shall be to elect officers for the ensuing year together with an Honorary Auditor, to receive the report of the Committee, the Honorary Treasurer's audited Financial Statement for the year ended June 30, the reports of any Centre activities and to transact any other business.

A copy of the minutes of the Annual General Meeting and a copy of reports shall be forwarded to the Secretary of the Society before August 20.

7. Election of Members

The Committee shall have power to accept members. A prospective member shall complete an "Application Form," the details of which shall be decided by the Committee.

No election shall be deemed to be complete until the entrance fee and subscription are paid, until which date the candidate shall not be entitled to the privileges of membership.

8. Honorary Members

The Committee shall have power to elect as an Honorary Member of the Centre any person who has rendered special service to the Centre.

9. Entrance Fees and Subscriptions

Persons joining as members of the Centre shall pay an entrance fee and an annual subscription. The amount of the entrance fee and subscription shall be determined by the Committee from time to time. All subscriptions are payable in advance to the Treasurer and shall become due on July 1 each year, but a member joining the Centre after January 1 shall be liable to pay for that year only half the subscription ordinarily due in the previous July.

In very special cases the Committee may waive payment of subscriptions by certain individual members. In each case the waiver shall be recorded in the minutes of the Centre.

10. Resignation

Any member wishing to resign from the Centre shall give notice in writing to the Secretary and shall pay all subscriptions due, after which his resignation shall take effect.

11. Suspension and Exclusion

The Committee may suspend or exclude any member either for infringement of these Rules or for misconduct reported to the Committee in writing, provided that the member so suspended or excluded shall have the right of appeal to the Committee whose decision shall be final.

12. Reinstatement

Any member who has resigned in good standing may be permitted to rejoin the Centre without payment of entrance fee at the discretion of the Committee. Persons who forfeit membership under Article 11 may be reinstated with the consent of the Committee and shall then pay the entrance fee, but no arrears of subscription.

13. Liability and Indemnity

The liability of each member is limited to the amount of his subscription, unless that liability arises through his own fraud or dishonesty.

Every member of the Committee shall be indemnified from liability for any bone fide action undertaken in the course of his duties.

14. Interpretation

On any question of the implication or interpretation of any of the provisions of these Rules the decision of the Committee shall be final.

15. Winding Up

Should the Committee or 10 per cent of the members decide that the Centre should be dissolved, they shall cause a general meeting of members to be called for the purpose of discussing their resolution and the final decision shall be made on a simple majority of members present. The said meeting shall decide on the disposal of the assets, funds and records of the Centre.

The Centre shall be considered dissolved if it ceases to exist without a formal decision so to do, e.g. by failure to elect officers or by failure of all members of the Centre to pay subscriptions. In this event the immediately preceding Chairman and the Committee shall within one month of the dissolution of the Centre, cause all assets, funds and records of the Centre to be sent to the Society for safekeeping or disposal as Council shall see fit.

Appendix II Awards

1. Gill Medal

A medal has been established, known as the Gill Medal, to be awarded in recognition of services to astronomy.

The medal shall be awarded not more frequently than once in any year, and no award shall be made if, in the opinion of Council, there is no suitable candidate in any year.

The award shall be made by Council. There shall be no restriction on the eligibility of any person as candidate, and candidates need not be members of the Astronomical Society of Southern Africa.

In making the award, Council shall observe the following conditions:-

- (1) Council shall be required to state the particular service rendered by the Medallist which has been deemed worthy of the award.
- (2) Council shall, as far as may be seemly, give preference to services to astronomy in Southern Africa.
- (3) Council may, at its discretion, give special credit to services carried out under conditions of difficulty, or with limited facilities.

The award shall be publicly announced at the Annual General Meeting and, if possible, the presentation of the Medal to the successful candidate shall be made at that meeting.

Procedure for election of Gill Medallist

In each year before the end of the first week in April, members of Council shall send to the Secretary of the Society a note of a name or names of suitable persons to receive the Medal, together with a description of the services to astronomy which it is proposed to recognise, and a note of any further particular reasons in favour of any particular candidate. Before the fifteenth day of April the Secretary shall prepare and distribute to each member of Council a confidential memorandum embodying all the proposals and reasons. Members of Council shall then, where necessary, give suitable instructions to their alternates. At a meeting of Council to be held in May, one name, or in the case of joint work, two or more names, shall be selected, or Council may decide that no suitable name has been proposed.

Council may not add names to those originally proposed, but it may redraft the citation of the services for which it is proposed to award the Medal.

If a name or joint names has been selected, this name, together with the citation, and any further particular reasons, shall be incorporated in a ballot paper, a copy of which shall be sent to each member of Council. Members of Council shall then vote for or against the award of the Medal to the person or persons named in the paper, for the service cited. Ballot papers must reach the Honorary Secretary by the end of the first week in June. Two-thirds of all the voted cast shall be necessary to confirm the award.

If a member of Council or an alternate be proposed as a candidate he shall withdraw from the discussion and voting; if an alternate be proposed his principle shall send his instruction to the Chairman of the Council Meeting, who shall be given an extraordinary additional vote for each such case, at the meeting which selects the name of the final candidate.

All the proceedings leading up to the award of the Medal shall be kept confidential by members of Council and their alternates.

Candidacy may be discussed among members of Council, but it is not to be a matter of public debate, and members of Council representing Centres of the Society are not bound to accept instruction from those Centres in this matter.

The details of discussion in Council shall not be minuted, nor the names of candidates specified. The minutes shall record the fact that candidates were discussed and a name selected, if this is done. A sealed copy of the confidential memorandum and ballot paper shall be deposited each year among the Society's papers, and shall only be opened in exceptional circumstances by a unanimous vote of Council.

2. McIntyre Award

Council of the Astronomical Society of Southern Africa resolved to establish a prize to be known as the McIntyre Award derived from the interest on the bequest made to the Society by the late Donald G. McIntyre of Cape Town, sometime President of the Society.

Awards shall be made from time to time as Council shall decide, and shall be normally of a monetary value of not less than R200. Awards shall be made, without distinction of nationality or language, to any living person in respect of work of good academic standard. Council shall take into account features of originality and of literary presentation. Council shall normally appoint suitably qualified referees to report on work under consideration for an award.

Procedure for making an award

Nominations in respect of a work to be published or which has been published in book form or in a journal of recognised standing within the previous five years, may be made to the Honorary Secretary by any member of Council or any Alternate member, and reasons for the award must be given.

When a nomination has been made it shall be incorporated in Council minutes and treated as confidential. After a suitable period of discussion of not less than one month and not more than three, Council shall vote on the proposed award, giving notice in the Agenda for the relevant Council Meeting, that such a vote is to be taken. Two-thirds of all the votes cast shall be necessary to confirm the award. Members of Council shall vote in their personal capacity and shall not seek guidance from Centres which they may represent. Alternate members shall vote as instructed by their principals, but if no instructions have been received, an Alternate may vote in his personal capacity. No member of Council or Alternate shall have more than one vote, and a Council member and his Alternate may not both vote.

When an award has been made Council shall announce it in a suitable manner and shall make suitable arrangements for its presentation. Details of awards shall be included in the Annual Financial Statement by the Honorary Treasurer, which is incorporated in the Annual Report of Council.

3. Long Service Award

In recognition of long service to the Society, Council decided to institute an award to be known as the Long Service Award.

The award shall take the form of a book, suitably inscribed, to a value as decided by Council from time to time.

Nominations for the award, which must include details of the service(s) rendered over the period, must reach the Honorary Secretary by the end of the first week in April each year and may be submitted by:

- (1) any Council Member or past President of the Society provided he is still a member of the Society.
- (2) Any Centre of the Society.

Council shall consider the nominations and in its sole discretion decide whether or not an award shall be made, subject to the following conditions:

- (1) Recognition shall be based on not less than 20 years of invaluable service to the Society which need not necessarily include serving on Council.
- (2) Not more than one award shall be made in any one year.

If possible, presentation of an award shall be made at the next Annual General Meeting of the Society.

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