



**ASTRONOMICAL SOCIETY OF SOUTHERN AFRICA**

**CONSTITUTION**

(Revised: 24 September 1979, 26 May 2011)

(Amended: 15 May 1985; 30 July 1988; 1 April 1992; 7 April 1997; June 2004)

**INDEX**

1.	DEFINITIONS AND INTERPRETATION .....	1
2.	NAME AND LEGAL STATUS .....	2
3.	OBJECTIVES .....	2
4.	MEMBERS .....	3
5.	HONORARY MEMBERS .....	3
6.	COUNTRY MEMBERS .....	4
7.	COUNCIL MEMBERS.....	4
8.	NOMINATIONS TO THE COUNCIL.....	7
9.	ELECTION OF COUNCIL MEMBERS .....	7
10.	QUORUM OF THE COUNCIL.....	8
11.	COUNCIL VOTING.....	8
12.	MANAGEMENT OF THE ASSA.....	8
13.	MEMBERS OF THE EDITORIAL BOARD.....	9
14.	FUNCTIONS OF THE EDITORIAL BOARD.....	10
15.	CENTRES .....	11
16.	SECTIONS .....	12
17.	SCHOLARSHIPS.....	13
18.	PUBLICATIONS .....	13
19.	ACCOUNTS AND RECORDS.....	14
20.	ANNUAL GENERAL MEETING .....	14
21.	SUSPENSION OR CANCELLATION OF MEMBERSHIP.....	16
22.	AMENDMENT OF THE CONSTITUTION .....	17

23.	AWARDS.....	18
24.	LIABILITY AND INDEMNITY .....	18
25.	WINDING UP.....	18
	APPENDIX I: STANDARD RULES FOR <i>CENTRES</i> .....	20
1.	NAME AND LEGAL STATUS .....	20
2.	OBJECTIVES .....	20
3.	MEMBERSHIP.....	21
4.	MEMBERSHIP ANNUAL SUBSCRIPTIONS.....	21
5.	INCREASES.....	21
6.	PAYMENT .....	22
7.	RESIGNATION.....	22
8.	SUSPENSION OR CANCELLATION OF MEMBERSHIP.....	23
9.	REINSTATEMENT.....	24
10.	OFFICERS AND COMMITTEE.....	24
11.	MANAGEMENT .....	24
12.	ANNUAL GENERAL MEETING .....	25
13.	ELECTION OF CENTRE MEMBERS.....	26
14.	HONORARY MEMBERS .....	26
15.	LIABILITY AND INDEMNITY .....	27
16.	WINDING UP.....	27
1.	GILL MEDAL .....	28
2.	MCINTYRE AWARD.....	31
3.	LONG SERVICE AWARD .....	32
	GLOSSARY .....	34

1. DEFINITIONS AND INTERPRETATION

1.1. In this constitution and any appendix hereto, the following words, expressions and abbreviations shall bear the meanings set out herein: -

1.1.1. “AGM” means the annual general meeting of *the society* or annual general meeting of a *centre* where it is specifically referenced to *centres* in Appendix I;

1.1.2. “*business day*” means any day excluding a Saturday, Sunday or South African public holiday;

1.1.3. “*locality*” means in relation to a city, any suburb of such city and in relation to a town, the entire town and surrounding areas;

1.1.4. “*mutatis mutandis*” means (used when comparing two or more cases or situations) making necessary alterations while not affecting the main point at issue.

1.1.5. “MNASSA” means the monthly notes published by the editorial board of *the society*;

1.1.6. “*month*” means a calendar month;

1.1.7. “*official*” means a *council* member and / or an editorial board member and “*office*” shall bear a corresponding meaning;

1.1.8. “*publications*” includes the MNASSA, “*the Sky Guide*” and the content of *the society’s* official website and may include these publications in electronic format;

1.1.9. “*the society*” means the Astronomical Society of Southern Africa;

1.1.10. “*year*” means a consecutive period of three hundred and sixty-five (365) days, save in the instance of a leap year which shall include an additional day and “*years*”, “*yearly*”, “*annual*” and “*annually*” bear corresponding meanings.

1.2. All words and expressions used in this constitution that imply the masculine gender shall include the feminine and *vice versa*.

1.3. All words and expressions in this constitution that imply the singular number shall include the plural and *vice versa* where appropriate.

## 2. NAME AND LEGAL STATUS

2.1. *The society* shall be a non-profit voluntary association separate in legal status from its *members*, entitled to operate in its own name, i.e. Astronomical Society of Southern Africa which name may be abbreviated as “ASSA”.

2.2. The future incorporation of *the society*, be that in South Africa or any other country within Southern Africa, is foreseen and the *council* shall be entitled to attend to the incorporation of *the society* at its discretion.

## 3. OBJECTIVES

3.1. To encourage and stimulate the study and practice of astronomy.

3.2. To establish and maintain various *sections* in order to: -

3.2.1. facilitate observing by *members* and to receive and report observations made; and

3.2.2. facilitate outreach by *the society*.

3.3. To disseminate information about astronomy that may be of use to observers, and to others interested in astronomy, by means of *publications*.

3.4. To do all such lawful things conducive to the attainment of these objectives.

## **CLASSES OF MEMBERSHIP**

### 4. **MEMBERS**

4.1. Membership of *the society* accrues to all *members* of *centres* of *the society*.

### 5. **HONORARY MEMBERS**

5.1. The *council* may from time to time confer *honorary* membership.

5.2. The sole criteria for nomination shall be that such person should have provided a significant and / or extended contribution to the advancement or popularisation of astronomy alternatively a particular *service* to *the society*, deserving of formal recognition.

5.3. *Honorary members* shall accrue the same rights and privileges as that afforded to *members*.

5.4. The *council* may at its discretion confer additional privileges on an individual basis to such *members*.

5.5. No membership fees shall be payable by *honorary members* and such membership shall be perpetual in nature.

## 6. COUNTRY MEMBERS

6.1. The *council* may in its sole discretion accept as *members* persons' whose circumstances prohibit regular attendance at local meetings provided that any membership fees payable by such *members* shall be limited to the total cost of the benefits provided to such *members*.

6.2. *Country members* shall accrue all rights afforded to *members* of *the society*.

## THE COUNCIL

## 7. COUNCIL MEMBERS

The *council* shall consist of the following *officers*: -

### 7.1. President

7.1.1. The *council* shall appoint the *president* without the necessity of nomination from the membership. As such the *vice president* shall at the end of the *president's* term of

*service* (or in the event of the *president* being unable to fulfil his term) automatically be appointed as *president*, provided that where the *vice president* is not able to assume the position, the *council* shall internally appoint the *president*.

7.1.2. The *president* shall serve a two year term.

## 7.2. Vice President

7.2.1. The *vice president* shall be elected at the *AGM* through the usual process of nomination and voting (as set out herein).

7.2.2. The *vice president* shall function as deputy to the *president* and may stand in for the *president* in the event that the *president* is temporarily unavailable or incapacitated.

## 7.3. Treasurer

7.3.1. The *treasurer* shall be elected at the *AGM* through the usual process of nomination and voting (as set out herein) and shall be appointed for an initial term of two years which term will thereafter automatically renew annually for a maximum total period of five years provided that the incumbent accedes to the renewal and is in the view of the *council* capable of performing the functions associated with the position.

## 7.4. Secretary

7.4.1. The *secretary* shall be elected at the *AGM* through the usual process of nomination and voting (as set out herein) and shall be appointed for an initial term of two years which



term will thereafter automatically renew annually for a maximum total period of five years provided that the incumbent accedes to the renewal and is in the view of the *council* capable of performing the functions associated with the position.

#### 7.5. Editorial Board Representative

7.5.1. A representative of the editorial board shall be appointed in terms of the procedure set out in clause 13.

#### 7.6. Chairpersons of ASSA Centres

7.6.1. The *chairperson* alternatively and in his absence the *vice-chairperson* of each ASSA *centre* will automatically be *council members* and membership will rotate on the basis of *centre* appointment.

#### 7.7. Members without portfolio

7.7.1. Up to two further *members* (without portfolio) may be elected at the *AGM* through the usual process of nomination and voting (as set out herein), which appointments shall be for the period of one year, provided that the nominated candidates are willing to accept such positions.

#### 7.8. Co-opted Members

7.8.1. In the event that a *council* member is unable to complete his term and no other *council* member is able to fill in, *council* may at their discretion co-opt an ASSA member to the role until the following *AGM*

7.8.2. The *council* may at its discretion co-opt a maximum of two additional *members* to *council* on a temporary basis not exceeding one year, in order to manage such unusual circumstances as might arise.

## 8. NOMINATIONS TO THE COUNCIL

8.1. Nominations for positions on the *council* that are subject to nomination and election must be endorsed by two *members* (i.e. a proposer and a seconder) and must be accepted by the nominee and be received by the *secretary*.

8.2. If no nominations are received for a particular elected post, and if the incumbent office-holder agrees, the term of office of that office-holder will be extended for a further *year*.

8.3. The *council* shall have power to fill any vacancy that may occur in any of the offices of *the society* or in its own body. Any such appointment will be valid only until the following *AGM*.

## 9. ELECTION OF COUNCIL MEMBERS

9.1. *Members* of the *council*, save as expressly stipulated herein, who are subject to nomination and election shall be elected at each *AGM*, and shall hold office for one *year*.

9.2. Save as set out herein, a current *council member* is eligible to stand for re-election.

10. QUORUM OF THE COUNCIL

10.1. At all *council* meetings (which may be attended via voice- or video conferencing where such means are available), fifty percent of the *council members* shall form a quorum.

11. COUNCIL VOTING

11.1. Voting where anonymity is sought or required will be by secret written or electronic ballot provided that *members* attending via voice- or video conferencing may if electronic voting is unavailable either vote publicly or by proxy through a *member* physically attending the meeting.

11.2. In the event of a tie, the *president* shall have an extra, casting vote.

12. MANAGEMENT OF THE ASSA

12.1. The *council* shall have the sole management, control, and disposition of the affairs, property and funds of *the society*.

12.2. The *council* and shall have power to decide on any questions not specifically covered by this constitution.

12.3. The *council* shall have the power to fill any vacancy that may occur, in any of the offices of *the society*, or in its own body. Any such appointment is only valid until the next *AGM*.

- 12.4. The *council* shall have the power to co-opt *members* to assist the *council* in specific activities.
- 12.5. *Council members* will not be remunerated for services rendered but may be reimbursed for expenses subject to approval by the *treasurer* and *president*.
- 12.6. The *council* shall have the power to appoint contractors which appointments may be against remuneration.
- 12.7. The *council* shall meet at least once every three months. Additional *council* meetings of the *council* may be held on the call of the *president* or of three other *council members*.
- 12.8. The *council members* shall receive fourteen *business days*' notice of every *council* meeting.
- 12.9. The *council* shall frame an annual report on the activities of *the society* during its *year* of office and this shall be presented to the *AGM*.

## **THE EDITORIAL BOARD**

### 13. **MEMBERS OF THE EDITORIAL BOARD**

13.1. The editorial board shall consist of: -

13.1.1. the editor of *MNASSA*;

13.1.2. the editor of "*the Sky Guide*";

13.1.3. the webmaster;

13.1.4. one professional astronomer, who may be active or retired.

13.2. Editorial board members shall be appointed by the *council*.

13.3. A *council* member may also be an editorial board member.

13.4. After the *AGM*, but prior to the first meeting of the *council*, the editorial board shall elect one of its *members* to report to the *council* at each and every *council* meeting.

13.5. The editors of “*the Sky Guide*” and *MNASSA* shall have power to appoint deputy editors to help them or deputise for them. The persons selected as deputy editors shall be subject to *council* approval.

#### 14. FUNCTIONS OF THE EDITORIAL BOARD

14.1. The editorial board has the function of general oversight of *the society publications* including “*MNASSA*”, “*the Sky Guide*” and the official website.

14.2. The functions of the editorial board will also include such matters as appointment of deputy editors, finance and questions of possible electronic publication.

14.3. Major recommendations of the editorial board shall go to the *council* for approval.

14.4. The *council* may itself take action on *publications*, but this would normally be after consultation with the editorial board.

15. CENTRES

15.1. A group of *members* residing in the same *locality* may, after receiving the approval of the *council* which approval shall be in the sole discretion of the *council*, form themselves into a *centre*.

15.2. The name of the *centre* shall be that of the *locality* in which its headquarters is established.

15.3. Each *centre* shall appoint a committee to manage the *centre*.

15.4. A *centre* may frame its own rules at any time provided the rules do not conflict with this constitution, including Appendix I attached hereto.

15.5. The rules of a *centre* shall not become operative until approved by the *council*, which approval shall not be unreasonably withheld.

15.6. Until such time as a *centre's* own rules are approved, Appendix I hereto attached shall apply to that *centre*.

15.7. Each *centre* of *the society* shall have full control of its own finances and shall be solely responsible for its liabilities as a *centre*.

15.8. A copy of the minutes of the *AGM* of each *centre*, showing elected officers and committee for the ensuing *year*, shall be forwarded to the *secretary* of *the society* by 31 August each *year*.

16. SECTIONS

16.1. The *council* will form *sections* of *the society* to co-ordinate and monitor specific areas of activity within *the society* so as to ensure that *the society* meets its objectives.

16.2. Each *section* will be headed by a director.

16.3. Directors shall be *council* appointees.

16.4. The *council* reserves the right to monitor the performance of directors and reserves the right to suspend or remove a director from office if the *council* deems it necessary.

16.5. The decision of the *council* shall be final. The director in question will be informed of the decision in writing and will be informed of reasons for the decision.

16.6. Directors shall have the power to appoint deputy directors to assist them or deputise for them, provided that the name of the deputy is submitted to the *council* for approval.

16.7. Directors shall maintain contact with *members* who demonstrate an interest in the work of those *sections*, and may institute section newsletters if considered desirable.

16.8. Directors shall prepare annual reports on the activities of the *section* during the previous calendar year. A summary of the report, for publication at the *AGM*, is also to be provided.

16.9. Both the annual report of the section and the summary thereof are to reach the *secretary of the society* by not later than 30 June of the *year* following the *calendar year* to which the report applies.

## 17. SCHOLARSHIPS

17.1. The *council* will appoint a scholarship convenor to co-ordinate and manage scholarship allocation and payments so as to ensure that *the society* meets its objectives.

17.2. Such convenor shall be a *council* appointee.

17.3. The *council* reserves the right to monitor the performance of the convenor and reserves the right to suspend or remove the convenor from office if the *council* deems it necessary.

17.4. The decision of the *council* shall be final. The convenor will be informed of the decision in writing and will be informed of reasons for the decision.

17.5. The convenor shall prepare an annual report on scholarships during the previous *calendar year*. A summary of the report, for publication at the *AGM*, is also to be provided.

17.6. Both the annual report and the summary thereof are to reach the *secretary of the society* by not later than 30 June of the *year* following the *calendar year* to which the report applies.

## 18. PUBLICATIONS

18.1. *Members* shall receive all electronic *publications of the society* free of charge.



18.2. Each *centre* shall annually be entitled to purchase on behalf of each *centre member* one copy of each of the *printed publications* of the *society* at total cost associated with each unit of such *printed publication*.

18.3. *Members* are *mutatis mutandis* entitled to purchase the *printed publications* of the *society* at cost (as aforesaid) from their respective *centres*, provided that *country members* shall be entitled to affect the aforesaid purchases directly from the *society*.

## 19. ACCOUNTS AND RECORDS

19.1. The *council* shall cause to be kept such accounts and records as are necessary to record the affairs of the *society*, including but not limited to journals and financial statements.

19.2. Financial statements shall be prepared from the books of account at the end of each financial year which, financial year shall run from 1 July to 30 June each year.

19.3. The financial statement shall be audited by the auditor or auditing firm appointed at the previous *AGM*.

19.4. Financial statements for each financial period shall be prepared and submitted for approval to the *council* once completed and audited.

## 20. ANNUAL GENERAL MEETING

- 20.1. The AGM of *the society* shall be held at a *centre* chosen by the *council*, subject to agreement by that *centre* and may be attended via voice- or video conferencing where such means are available.
- 20.2. The date of the meeting shall be the first Wednesday in August or such other day as the *council*, after consultation with the committee of the *centre* at which the AGM is to be held, shall decide.
- 20.3. A notice announcing the AGM shall be sent to all *members* of *the society* at least twenty-one *business days* before the date of the meeting. The notice shall advise the date, the time, and the venue of the meeting.
- 20.4. Any member entitled to vote at the AGM may appoint, in writing to the *secretary*, a proxy to speak and vote in his stead. A proxy must be a *member of the society*.
- 20.5. Voting where anonymity is sought or required will be by secret written ballot provided that *members* attending via voice- or video conferencing will be required to either vote publicly or by proxy through a *member* physically attending the AGM.
- 20.6. *Members* may submit items for inclusion in the agenda for the AGM. The submissions must be received by the *secretary* by 30 June preceding the AGM.
- 20.7. Items submitted by *members* after 30 June, either in writing or at the AGM will only be included at the discretion of the *president*.
- 20.8. The purpose of the AGM shall be: -

- 20.8.1. to receive the report of the *council*;
- 20.8.2. to receive financial statements for the previous financial year;
- 20.8.3. to receive the summaries of the annual reports of the *sections*;
- 20.8.4. to elect officers and *council members*;
- 20.8.5. to elect an auditor or auditing firm for the ensuing year;
- 20.8.6. to take any other business at the discretion of the *president*.

21. SUSPENSION OR CANCELLATION OF MEMBERSHIP

- 21.1. The *council* may suspend or cancel the membership of any *member* for infringement of the constitution or of any rules made there under, or misconduct.
- 21.2. The *council* will only consider a complaint reported to it in writing, and such complaint must be dated and signed by the person making the complaint.
- 21.3. The person against whom a complaint is raised will be informed of the nature of the complaint in writing and will be afforded the opportunity to respond in writing.
- 21.4. Should the *council*, in its sole discretion, view the need for the leading of oral evidence; the *council* will convene a hearing.

21.5. The *council* will bring out a decision after receipt of submissions and / or an oral hearing decision of *council* shall be final.

21.6. The person against whom the complaint is raised will be informed of the decision in writing and will be informed of reasons for the decision.

21.7. There exists no right to appeal.

21.8. Any member excluded under this section shall forfeit their current annual subscription and any payments made in relation thereto.

## 22. AMENDMENT OF THE CONSTITUTION

22.1. The constitution of *the society* shall be amended only by ballot of all *members* or may, at the discretion of the *council*, be done at a special general meeting.

22.2. Proposed amendments must be forwarded to the *secretary of the society*.

22.3. No proposed amendment shall be considered by *the society* without either the recommendation of the *council*, or the signatures of at least five voting *members*.

22.4. Any proposed amendment, together with a voting paper, shall be sent to every member who has the right to vote.

22.5. To be adopted, an amendment must receive at least two thirds of the votes cast and will be carried immediately.

22.6. If, in the opinion of the *council*, any proposed amendment would vitally affect the welfare of *the society* or any fundamental principle of this constitution, the *council* shall make that opinion known to *members*. Any such opinion shall be circulated as an addendum to the notice of the proposed amendment.

## 23. AWARDS

23.1. The *council* has established certain awards, and further awards may be instituted from time to time.

23.2. The names of, and the conditions and procedures for making of, these awards are set out in Appendix II.

## 24. LIABILITY AND INDEMNITY

24.1. Every member, officer or servant of *the society* are indemnified by *the society* against all costs, losses and expenses which they may incur or become liable for by reason of any act or thing done by them as such in the discharge of their duties, unless the loss in question is caused by a member's own gross negligence, dishonesty or breach of trust.

## 25. WINDING UP

25.1. Should fifty percent of the *members of the society* in writing petition that *the society* be dissolved, the *council* shall cause a general meeting of the *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.

25.2. The said meeting shall decide on the disposal of the assets, funds and records of *the society*.

25.3. *The society* shall be considered dissolved if it ceases to exist without a formal decision so to do.

In this event the immediately preceding *council* shall within one month of the dissolution, cause all assets, funds and records of *the society* to be transferred to a suitable successor.

## APPENDIX I: STANDARD RULES FOR CENTRES

The standard rules for centres shall find application to centres where a constitution is not in place and shall further provide a guideline for the minimum requirements applicable to constitutions for centres.

### 1. NAME AND LEGAL STATUS

1.1. The *centre* shall be named by referencing the *locality* prior to the phrase "*Centre of the Astronomical Society of Southern Africa*", e.g. "*The Benoni Centre of the Astronomical Society of Southern Africa*".

1.2. A *centre* shall be a non-profit voluntary association of separate in legal status from its *members*, entitled to operate in its own name.

### 2. OBJECTIVES

2.1. The objectives of the *centre* shall be: -

2.1.1. to adhere to the Constitution of *the society* and to participate as far as possible in the activities of *the society*;

2.1.2. to provide a facility for and encourage the study and practical application of astronomy within the location of the *centre*.

3. MEMBERSHIP

3.1. The *centre* shall consist of persons who have applied for membership of the *centre* and have been accepted by the *centre* committee.

4. MEMBERSHIP ANNUAL SUBSCRIPTIONS

4.1. *Centre members* shall pay an annual subscription.

4.2. *Centre members* may in the discretion of the *centre* also be charged a joining fee.

4.3. The amount of such joining fee (if applicable) and annual subscription shall be decided by the *centre* from time to time.

4.4. No membership application shall be deemed to be completed, nor shall the applicant be entitled to the privileges of membership, until the joining fee and first annual subscription is paid.

5. INCREASES

5.1. Announcement of any proposed increase in joining fees and / or annual subscriptions shall be given timeously to all *centre members*.

5.2. Notice of a proposed increase in joining fees and / or annual subscriptions shall be given not less than two months before the effective date of the proposed increase.



- 5.3. A closing date for objections must be provided.
- 5.4. Objections to increases in fees must be in writing to the *secretary*, either by letter post or e-mail.
- 5.5. Unless written objection is raised by at least ten percent of all *centre members* by the closing date for objections, the increase shall become effective.
- 5.6. If a valid objection is raised, the proposed increase shall be placed on the agenda for the next *centre* meeting for the re-evaluation of the proposed increase.
- 5.7. If the *centre committee* amends the proposal, the procedure shall be repeated.

## 6. PAYMENT

- 6.1. Annual subscriptions are payable in advance to the *centre* and shall become due 1 July each *year* (or such other date as determined by the *centre*).
- 6.2. If an annual subscription remains unpaid by more than two months' after the aforesaid date of any *year*, the member shall cease to be a member.

## 7. RESIGNATION

- 7.1. Any member who wishes resign from the *centre* shall give notice to the *secretary* of the *centre*.

8. SUSPENSION OR CANCELLATION OF MEMBERSHIP

- 8.1. The *centre* may suspend or cancel the membership of any *member* for infringement of the constitution or of any rules made there under, or misconduct.
- 8.2. The *centre* will only consider a complaint reported to it in writing, and such complaint must be dated and signed by the person making the complaint.
- 8.3. The person against whom a complaint is raised will be informed of the nature of the complaint in writing and will be afforded the opportunity to respond in writing.
- 8.4. Should the committee of the *centre*, in its sole discretion, view the need for the leading of oral evidence; the *centre* will convene a hearing.
- 8.5. The *centre* will bring out a decision after receipt of submissions and / or an oral hearing decision of *centre* shall be final.
- 8.6. The person against whom the complaint is raised will be informed of the decision in writing and will be informed of reasons for the decision.
- 8.7. There exists no right to appeal.
- 8.8. Any member excluded under this section shall forfeit their current annual subscription and any payments made in relation thereto.

9. REINSTATEMENT

9.1. Persons who forfeited membership may be reinstated at the discretion of the *centre committee* and, if reinstated may at the *centre committee's* discretion be required to pay the arrears of their annual subscription.

10. OFFICERS AND COMMITTEE

10.1. The *centre* shall be administered, in the event of the *centre* consisting of the required number of *members*) by a *centre committee* consisting of: -

10.1.1. the *chairperson*;

10.1.2. the *vice-chairperson*,

10.1.3. the *secretary*,

10.1.4. the *treasurer*,

10.1.5. not less than three other *members*, all of whom shall be elected annually at the *AGM* of the *centre*.

11. MANAGEMENT

- 11.1. The *centre* 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.
- 11.2. The *centre* 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*, providing that such co-opted *members* shall not have any voting rights.
- 11.3. The *centre* committee shall call meetings of the *centre*, as far as practical, once a month but at least once every three months.
- 11.4. Additional meetings of the *centre* shall be held on the call of the *centre* committee or at least ten percent of the *centre members*.

## 12. ANNUAL GENERAL MEETING

12.1. The AGM shall be held before 31 July each year.

12.2. The purpose of the AGM shall be: -

12.2.1. to elect officers for the ensuing year;

12.2.2. to receive the report of the committee;

12.2.3. to receive the *treasurer's* unaudited financial statement for the year ended 30 June;

12.2.4. to receive the reports of any *centre* activities;

12.2.5. to transact any other business.

12.3. A copy of the minutes of the *AGM* and a copy of reports shall be forwarded to the *secretary* of the *society* before 31 August each year.

### 13. ELECTION OF CENTRE MEMBERS

13.1. The *centre* committee shall have power to accept *members*.

13.2. A prospective member shall complete an "*Application Form*" the details of which shall be decided by the *centre* committee.

13.3. No membership shall be deemed to be complete until the joining fee (if applicable) and annual subscription is paid.

### 14. HONORARY MEMBERS

14.1. The *centre* committee shall have power to elect as an *honorary* member of the *centre* any person who has rendered special service to the *centre* applying the same criteria as applicable to the appointment of *honorary members* by the *council* provided the *centre* shall be liable for any and all costs associated with such *membership*.

15. LIABILITY AND INDEMNITY

15.1. Every member, officer or servant of *centre* are indemnified by the *centre* against all costs, losses and expenses which they may incur or become liable for by reason of any act or thing done by them as such in the discharge of their duties, unless the loss in question is caused by a member's own gross negligence, dishonesty or breach of trust.

16. WINDING UP

16.1. Should fifty percent of the *members* of any *centre* via in writing petition that such *centre* be dissolved, the *centre* committee shall cause a general meeting of the *centre's 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.

16.2. The said meeting shall decide on the disposal of the assets, funds and records of the *centre*.

16.3. 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 *chairperson* 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 of the society* shall see fit.

APPENDIX II:

1. GILL MEDAL

- 1.1. A medal has been established, known as the Gill Medal, to be awarded in recognition of services to astronomy.
- 1.2. 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 of the society*, there is no suitable candidate in any *year*.
- 1.3. The award shall be made by the *council*.
- 1.4. There shall be no restriction on the eligibility of any person as candidate, and candidates need not be *members of the society*.
- 1.5. In making the award, the *council* shall observe the following conditions: -
  - 1.5.1. the *council* shall be required to state the particular *service* rendered by the medallist which has been deemed worthy of the award;
  - 1.5.2. the *council* shall, as far as may be seemly, give preference to services rendered to astronomy in Southern Africa;
  - 1.5.3. the *council* may, at its discretion, give special credit to services carried out under conditions of difficulty, or with limited facilities.

1.5.4. the award shall be publicly announced at the *AGM* of *the society* and if feasible the presentation of the medal to the successful candidate shall be made at that meeting or any other appropriate venue or time agreed to by Council.

1.6. Procedure for election of Gill Medallist: -

1.6.1. in each *year* before 31 March, *members* of the *council* of *the society* shall send to the *secretary* of *the society* a note of a name or names of suitable candidates 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;

1.6.2. before 15 April the *secretary* shall prepare and distribute to each *council* member a confidential memorandum embodying all the proposals and reasons;

1.6.3. at a *council* meeting to be held in May, one name, or in the case of joint work, two or more names, shall be selected, or the *council* may decide that no suitable name has been proposed;

1.6.4. the *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;

1.6.5. 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 *council member*;



- 1.6.6. *council members* shall then vote for or against the award of the medal to the person or persons named in the paper, for the service cited;
- 1.6.7. ballot papers must reach the *secretary* by the end of the first week in June;
- 1.6.8. two-thirds of all the voted cast shall be necessary to confirm the award;
- 1.6.9. if a *council* member be proposed as a candidate he or she shall withdraw from the discussion and voting;
- 1.6.10. all the proceedings leading up to the award of the medal shall be kept confidential by the *council members*;
- 1.6.11. candidacy may be discussed among *council members*, but it is not to be a matter of public debate, and *council members* representing *centres* of *the society* are not bound to accept instruction from those *centres* in this matter;
- 1.6.12. the details of discussion in the *council* shall not be minuted, nor the names of candidates specified;
- 1.6.13. the minutes shall record the fact that candidates were discussed and a name selected, if this is done.

2. MCINTYRE AWARD

- 2.1. The *council of the society* 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*.
- 2.2. Awards shall be made from time to time as *council* shall decide, and shall be normally of a monetary value of not less than two hundred South African Rand.
- 2.3. Awards shall be made, without distinction of nationality or language, to any person in respect of work of good academic standard.
- 2.4. The *council* shall take into account features of originality and of literary presentation.
- 2.5. The *council* shall normally appoint suitably qualified referees to report on work under consideration for an award.
- 2.6. Procedure for making an award: -
- 2.6.1. nominations substantiated by written reasons, 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 *secretary* by any *council member*,

- 2.6.2. when a nomination has been made it shall be incorporated in the *Council* meeting minutes;
- 2.6.3. after a suitable period of discussion of not less than one month and not more than three months, the *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;
- 2.6.4. two-thirds of all the votes cast shall be necessary to confirm the award;
- 2.6.5. *council members* shall vote in their personal capacity and shall not seek guidance from *centres* which they may represent;
- 2.6.6. *council members* shall vote as instructed by their principals, but if no instructions have been received, an *council* member may vote in his personal capacity;
- 2.6.7. no *council* member shall have more than one vote;
- 2.6.8. when an award has been made the *council* shall announce it in a suitable manner and shall make suitable arrangements for its presentation;
- 2.6.9. details of awards shall be included in the annual financial statement by the *treasurer*, which is incorporated in the annual report of *council*.

### 3. LONG SERVICE AWARD

- 3.1. In recognition of long service to *the society* or a *centre of the society*, the *council* decided to institute an award to be known as the long service award.
- 3.2. The award shall take the form of a book, suitably inscribed, to a value as decided by the *council* from time to time.
- 3.3. Nominations for the long service award, which must include details of the service(s) rendered over the period, must reach the *secretary* by 31 March each year and may be submitted by: -
  - 3.3.1. any *council* member or past *president of the society* provided he or she is still a member of *the society*; and
  - 3.3.2. any *centre of the society*;
- 3.4. The *council* shall consider the nominations and in its sole discretion decide whether or not an award shall be made, subject to the following conditions: -
  - 3.4.1. recognition shall be based on not less than twenty years of invaluable service to *the society* or a *centre* thereof (or a combination of both), which need not necessarily include serving on the *council*;
  - 3.4.2. not more than one award shall be made in any one year;
  - 3.4.3. if possible, presentation of an award shall be made at the next *AGM* of *the society*.

GLOSSARY

agenda	15, 22, 32	council	1, 2, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 21, 22, 23, 24, 27, 28, 29, 30, 31, 32, 33
AGM	1, 7, 8, 9, 10, 11, 12, 13, 14, 15, 24, 25, 26, 29, 33	council meeting	8, 9, 14, 15, 22
alternate council member	31, 32	council member	1, 7, 8, 9, 10, 16, 29, 32, 33
annual financial statement	32	council members	30, 32
annual report	9, 12, 13, 16	deputy editor	10
annual subscription	17, 21, 22, 23, 24, 26	director	12, 13
Astronomical Society of Southern Africa	1, 2, 3, 7, 8, 9, 10, 11, 12, 13, 14, 15, 17, 18, 19, 20, 21, 22, 25, 26, 27, 28, 29, 30, 31, 33	division	12, 13
astronomy	2, 3	editor	10
auditor	14, 16	editorial board	1, 9, 10
award	18, 28, 29, 30, 31, 32, 33	editorial board member	1, 10
ballot	8, 15, 17, 29, 30	election	7
<i>business day</i>	1, 9, 15	full member	7, 11, 13, 15, 16, 21, 22, 23
chapter 1, 11, 15, 19, 20, 21, 24, 25, 26, 27, 30, 32, 33		<i>general secretary</i>	7, 11, 13, 15, 17, 22, 26, 29, 30, 31, 33
chapter committee	21, 24, 25, 26	Gill Medallist	29
committee	2, 16	hearing	16, 17, 23
complaint	16, 17, 23	incorporation	2
constitution	1, 2, 8, 11, 16, 17, 18, 23	increase	21
		joining fee	21, 26
		long service award	33
		McIntyre Award	31

medal	28, 29, 30	president	8, 9, 15, 16, 31
member	2, 3, 8, 9, 10, 12, 14, 15, 17, 18, 20, 21, 22, 23, 27	printed publication	1, 3, 10, 13
membership	16, 21, 23, 24	proxy	15
MNASSA	1, 9, 10	reinstate	24
month	1	resign	22
nomination	7, 31, 33	<i>Sky Guide</i>	1, 9, 10
nominee	7	treasurer	24, 25, 32
notice	9, 15, 18, 22	vote	8, 15, 17, 30, 32
objection	22	webmaster	9
past president	33	website	1, 10