

The Constitution of the Rugby and District Astronomical Society.

1. Name

The Society shall be known as 'The Rugby and District Astronomical Society' (R&DAS).

2. Aims

a. The aims and objectives of the Society are to provide opportunities for people interested in astronomy to meet, exchange experiences, information and ideas for the general benefit of members and the public.

3. Executive officers and their roles

a. **The Chairman** shall oversee the general coordination of Society and Committee matters, including structure and proceedings of the Society, developing and implementing Society Policy. The Chairman shall preside at all Meetings of the Society and Committee. If he is unable to attend he shall appoint a deputy.

b. **The Treasurer** shall be responsible to the Committee for all financial affairs of the Society. He shall receive all monies due to the Society and shall pay all sums due by the Society. He shall keep the Society accounts, financial records with receipts, and prepare an income and expenditure account for presentation at every Annual General Meeting (AGM). His signature shall be sufficient receipt for monies due to the Society. A bank account shall be maintained in the name of The Rugby and District Astronomical Society. All cheques drawn on the account must be completed in full before being signed by two of the elected officers who are authorised signatories. Authorised signatories shall be appointed by the Committee.

c. All expenditure on behalf of the Society of more than £50 must have the prior approval of the Committee by majority vote. The income and property of the Society shall be applied solely to the expressed objects of the Society, and no portion thereof shall be paid or made over, directly or indirectly, to any member of the Society or third party, except in reimbursement of expenses or material liability incurred on behalf of the Society. The Society accounts shall be independently examined, annually, to the satisfaction of the Committee. The Accounts must be approved by general vote at the AGM by simple majority.

d. Any member should consult the Treasurer, or any other Committee Officer, on any occasion when the financial affairs of the Society give concern or require unusual expenditure.

e. **The Secretary** shall organise social events, arrange advance bookings, coordinate activities undertaken, including safety procedures, book guest lectures, and organise times and venues of general proceedings.

f. The Secretary shall ensure that all members of the Committee have appropriate notice of all Committee Meetings. He shall take minutes of the AGM, Extraordinary General Meeting (EGM), Committee Meetings and of any business transacted at Meetings of the Society. If he is unable to attend he shall appoint a deputy. The minutes (amended if necessary) must be adopted by a simple majority and authenticated by the signature of the Chairman. The Secretary shall keep safe the records of the Society, other than the financial records, and shall add to these, in particular, details of the meetings held, the minutes recorded and business reports presented during his term of office.

g. **The Webmaster** shall coordinate and maintain the Society website including feedback mechanisms, general electronic advertising, discussion forums etc.

h. **The Membership Secretary** shall be responsible for keeping a current list of members' contact details, receive all applications for membership, ensure that membership rules are followed and notify the Committee if they are not.

i. The Membership Secretary shall liaise with other Committee members to ensure that contact details are maintained accurately and that all members receive copies of free Society publications and information to which they are entitled, and are aware of membership rights.

j. The position of Honorary President is open to retiring Committee members of good standing. The role of Honorary President is to act as an advisor to the Committee on matters involved in the running of the Society in which they may have special knowledge or experience. The election of the Honorary President will take place at the AGM for a single two-year term. The Honorary President has no vote at the Committee meetings and does not count towards the number of Committee members required to form a quorum. The position of Honorary President does not require to be filled for the conduct of Society business.

4. The number of Committee members

a. The Committee shall comprise the Executive Officers as detailed in Paragraph 3 above together with a maximum of four other members. The Committee can co-opt additional members during the year who serve until the next AGM. One Committee member shall be deemed responsible for Health and safety matters.

b. If one of the five roles specified in Paragraphs 3a, 3b, 3e, 3g, 3h or 3i is unfilled, or becomes vacant between Annual General Meetings and no-one can be co-opted to the position, then the Committee will be allowed to conduct business with four Executive Officers provided that all four specified office holders are present at Committee meetings or where decisions are made. Every reasonable endeavour shall be undertaken to fill the vacant position. In such a situation the Committee will notify all members by e-mail as soon as possible to enable discussion if requested at the next meeting of the Society.

5. Powers of the Committee

a. Only paid up members shall be eligible for election to the Committee. All Committee decisions are to be carried by a simple majority of those present. In the event of a tied vote the Chairman, or his appointed deputy, shall have a casting vote at any Committee meeting, general, AGM or EGM, in addition to his deliberative vote. A quorum shall be a minimum of half the appointed Committee members.

6. Membership rules

a. Membership shall be open to anyone over the age of 18; membership of persons below this age is at the discretion of Society Officers.

b. Membership shall be conditional on the prompt payment of subscriptions and adherence to the Society's rules and Constitution.

c. Any member failing to pay the annual subscription shall after a period of 6 months from the date it was due be deemed to have left the Society.

d. Application for membership may be made to the Membership Secretary. Applicants will become members upon acceptance of their application by the Membership Secretary and upon payment of the appropriate subscription.

e. Only those who have paid their membership subscription shall be entitled to vote in the matters of the Society.

f. If an application for membership is refused for any reason then the applicant must be informed of the reason either verbally or in writing by the Membership Secretary.

g. The Committee shall have power to terminate the membership of any person who in their view has acted against the Society's interests. Such person shall have the right of appeal against the expulsion.

h. Members taking part in Society activities do so at their own risk and neither the Society, nor its members, nor its Officers, can be held responsible for any injury or damage whatsoever as may arise from any Society activity.

7. The Subscription of the Society

a. The Annual Subscription of the Society shall be reviewed and proposed for approval by the membership at a Committee Meeting.

b. The rate of Subscription must be approved by simple majority of all members at an AGM. The subscription shall be due on the 1st of April each year and shall cover the 12 months to the 31st of March the following year.

8. Cases of Dispute

a. Any member may at any time request further investigation into any matter of Society business. If any serious dispute arises, the matter shall be referred to the Committee for arbitration. If the Committee think it necessary, the matter shall be settled by a vote at any meeting of the Society, at least four weeks notice of the intended vote having been given.

9. The accounting year

a. The financial year of the Society shall run from January 1st to December 31st. The accounts shall be made up and published by the end of February each year.

10. AGM

a. The AGM shall be held in the first quarter of the calendar year and shall be announced not less than 4 weeks previously, normally in the Society's Newsletter, on the Web or by e-mail to all members. At the AGM the Committee shall present a report on the Society activities for the past year.

b. The annual accounts must be approved by majority.

c. The elections of the Committee members for the next term of office will take place.

d. The Committee shall be subject to re-election at every AGM. If there is more than one candidate for any Office, election shall be by a show of hands by an absolute majority, each member present having one vote. In the event of no candidate securing an absolute majority, the candidate at the bottom of the poll shall be eliminated and a second vote held. This procedure shall be repeated until a candidate achieves an absolute majority.

e. Retiring Officers and members of the Committee shall be eligible for re-election. No one may be an elected or co-opted member of the Committee for more than 5 consecutive terms, a term being a period or part thereof between AGMs.

f. The rates for annual subscription (waged and un-waged), and visitors' fee for the 12 months commencing April 1st following the AGM will be fixed.

g. At an AGM 20% of all members shall constitute a quorum. Only members shall be entitled to vote at an AGM. Unless stated elsewhere in this document, all motions at an AGM require a majority vote of those present to be passed.

11. EGM or special general meetings

a. An EGM shall be convened by the Chairman or, in his absence his deputy, on receipt of a written request signed by four members of the Committee or a minimum of 20% of members and stating the purpose for which the meeting is required. The written notice convening the EGM shall be issued to members not less than four weeks prior to the date

of the meeting and shall specify the business to be transacted thereat, and no other business shall be permitted. At an EGM 20% of the membership shall constitute a quorum. Only members shall be entitled to vote. Any motion must be approved by 2/3 of those present.

12. Expulsion of members

a. The Committee shall have the power, by a majority decision of the Committee, to refuse or reject renewal of membership, or suspend or expel a member upon proper cause being shown that such action is in the best interests of the Society. Any person aggrieved by the decision of the Committee shall have the right to appeal at the next AGM or meeting of the Society, due notice having been given to all members. The Committee shall present a statement of the reasons leading to their original decision, and the appellant given opportunity to reply. The appeal will be adjudged by members present, by means of a majority decision as indicated by a show of hands. Any member expelled shall return all Society property and dues.

13. Amendment of Constitution

a. This Constitution may be changed only by a resolution supported by at least two-thirds of the members present and voting at an AGM or EGM of the Society. A proposed change to the Constitution must be notified in writing to the Secretary not less than eight weeks before an AGM or EGM at which it will be discussed. Changes in the Constitution shall be notified in writing to all members of the Society. Each notification may be by publication in a newsletter and other publications or communications sent out to all members.

b. The Constitution shall be provided to a new member by the Membership Secretary or Secretary within 14 days of joining, made available to any member upon request to the Secretary and published on the website of the Society.

14. Dissolution

a. In the event of disbanding or dissolution of the Society, every effort must be made to preserve such of its property, collection of books and records, as the Society may decide. The assets of the Society shall be realised and after payment of debts and expenses, the remainder shall be equally divided between all members to a maximum value of that year's subscription per member. Any surplus, and other assets, shall be disposed of by direction of the Committee, to one or more like-minded organisations.

END

13/04/2014

