

VECTIS ASTRONOMICAL SOCIETY

APPROVED CONSTITUTION - AGM 2008

- 1 The Society shall be known as the Vectis Astronomical Society.
- 2 The objects of the Society are to encourage the study and practice of the science of astronomy and allied sciences, for the advancement of public interest therein and to provide an astronomical observatory for use in connection therewith.
- 3 The Society shall be a non-profit making organisation. Any surplus made from the Society's activities shall be used only to maintain or improve the related facilities. In the event of the dissolution of the Society, such assets remaining after discharge of liabilities shall be disposed of according to clause 14 below.
- 4 In furtherance of the above objects the Society shall be administered and managed by an Executive Committee duly appointed in accordance with the provisions of Clauses 6-7 herein and such Committee shall have the following powers, namely:-
 - a) power to raise funds and invite contributions (subject to the conditions laid down by the Charities Act 1992 and subsequent re-enactments or modifications).
 - b) power to purchase or take lease of any property necessary for the achievement of the objects of the Society.
 - c) power to sell, lease or otherwise dispose of all or any part of the Society's property.
 - d) power to co-operate with other bodies concerned with the science of astronomy or allied sciences and to exchange information or advice with them.
 - e) power to do all such lawful things as are necessary for the achievement of the objects of the Society.
- 5 Membership of the Society shall be open to:
 - a) Ordinary members being individuals over the age of 18 years who have paid the subscription laid down from time to time by the Executive Committee.
 - b) Senior members being of the age of 60 years or over who have paid the subscription laid down from time to time by the Executive Committee.
 - c) Junior members being 18 years or under who have paid the subscription laid down from time to time by the Executive Committee.
 - d) Students over the age of 18 years who are attending full time college or university course who have paid the subscription laid down from time to time by the Executive Committee.

With the exception of Junior members who shall not be entitled thereto, every member of the Society shall have one vote.

The Executive Committee shall have the right for good and sufficient reason to refuse or to terminate membership of any individual provided that the individual shall have the right to be heard by the Committee, accompanied by a friend, before a decision is made.

All meetings of members (other than Annual, Executive Committee, sub-committee or Special Meetings) shall be open to the public.

- 6 Annual General Meeting
 - a) The Annual General Meeting of the Society for the appointment of officers and general business shall be held on the fourth Friday of the month of August in each year or as soon as practical thereafter.
 - b) Every Annual General Meeting shall be called by the Executive Committee and the Secretary shall give at least 21 days' notice of the meeting to all members of the Society. All members of the Society shall be entitled to attend, and with the exception of Junior

members, to vote at the meeting. There shall be a quorum when one tenth of the number of members for the time being able to vote are present at any Annual General Meeting. All resolutions shall be carried or otherwise by a simple majority, the Chairman to have a casting vote only.

- c) The Executive Committee shall present to each Annual General Meeting the report and accounts of the preceding year.
- d) At the Annual General Meeting members shall elect from amongst the membership a Chairman, a Secretary and a Treasurer, who shall hold office from the conclusion of that meeting.
- e) Nominations for election to the Executive Committee and to the offices of Chairman, Secretary and Treasurer must be made by members of the Society in writing and must be received by the Secretary at least 7 days before the Annual General Meeting. Such written nominations shall be signed by the proposer and seconder and shall also be signed by the nominated person indicating his or her consent to stand.
- f) The Secretary or other person appointed by the Executive Committee shall keep a full record of proceedings at every Annual General Meeting

7 The Executive Committee

- a) The Executive Committee shall consist of not less than nine members, with the maximum number to be determined by the Executive Committee and consisting of:
 - i) the honorary officers specified above in 6d
 - ii) the Director of the Observatory
 - iii) not less than five and up to the maximum determined by the Executive Committee, elected at the Annual General Meeting who shall hold office from the conclusion of that meeting,
 - iv) the Executive Committee may appoint one or more co-opted members, one of which may be a Junior member without a vote. However the number of such co-opted members shall be less than one third of the Executive Committee.
- b) All members of the Executive Committee shall retire at the Annual General Meeting next after the date at which they came into office, but they may be re-elected or re-appointed.
 - i) A member of the Executive Committee shall automatically cease to hold office should he or she be absent without the permission of the Executive Committee from all their meetings within a period of six months.
 - ii) Should the position of an honorary officer become vacant during the year, the Executive Committee may appoint a member to fill that post until the next Annual General Meeting.
- c) The Executive Committee shall meet on not less than six occasions during the year. A Special Meeting may be called at any time by the Chairman or by any three elected members of the Executive Committee upon not less than four days notice being given to all other members of the Executive Committee.
- d) There shall be a quorum of the Executive Committee when at least five elected members of the Executive Committee are present at the meeting.
- e) The Executive Committee shall keep Minutes in books kept for that purpose of the proceedings of the Executive Committee or any sub-committee.
- f) The Executive Committee may make and alter rules for the conduct of the Society's business and the summoning of their meetings but so that no rule shall be made or altered which is inconsistent with this constitution.
- g) The Executive Committee shall suggest the subscription fees for the various levels of membership. The membership will then vote on these. These shall be reviewed periodically in the light of any changes in the financial status of the Society.

- h) The Executive Committee may appoint one or more sub-committees consisting of three or more members for the purpose of making any enquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee provided that the acts of any such sub-committee shall be reported to the Executive Committee. The Executive Committee will appoint a chairman for such a sub-committee to make such a report as a co-opted member of the Executive Committee for the life of that sub-committee.
- i) The funds of the Society, including all donations, contributions and bequests shall be paid into an account operated by the Executive Committee in the name of the Society at such Bank or Building Society as the Executive Committee shall from time to time decide. All cheques or withdrawals drawn on the account must be signed by two members of the Executive Committee. The funds of the society shall be applied only to the furthering of its objectives.
- j) The executive committee can, at their discretion, put forward nominations for honorary positions within the society, such as, but not limited to, President, Vice Presidents and Honorary Members. These nominations must be agreed by the membership at an AGM or an EGM before they take effect.

8 Special General Meetings

- a) The Executive Committee may call a Special General Meeting of the Society at any time. If at least one fifth of the membership request such a meeting in writing to the secretary stating the business to be considered, the Secretary shall call such a meeting. At least 21 days' notice must be given and the notice must state the business to be considered.
- b) The Chairman shall preside at a Special General Meeting. If the Chairman is not present the Meeting shall appoint its own Chairman for the purposes of the meeting.
- c) The quorum of a Special General Meeting shall be one tenth of the membership. Resolutions shall be carried by a two thirds majority of those present and voting, the Chairman having a casting vote only.

9 The Charities Act 1992

The Executive Committee shall comply with their obligations under the Charities Act 1992 or any re-enactment or modification, namely:

- a) to keep proper accounts of the Society
- b) to prepare annual statements of account for the Society. For this purpose the financial year of the Society shall end on the 30th day of June
- c) to provide for the accounts to be audited by an independent auditor nominated by the Executive Committee
- d) to furnish the Charity Commissioners with a certified copy of such audited accounts together with such annual report and return as is required under the said Act or any statutory re-enactment or modification thereof.

10 Trustees

- a) The title of all and any real property and other assets which may be acquired by or for the purposes of the Society shall be vested in trustees who shall enter into a deed of trust setting forth the purposes and conditions under which they hold the said property in trust for the Society.

The number of trustees shall be not less than two or more than four. The trustees shall be the Chairman, Secretary and Treasurer, unless otherwise appointed by the Executive Committee at a General Meeting of the Society and they shall remain in office until they cease to be members of the Society, retire from office of trustee, or until the Society nominates a new trustee or trustees in their place.

11 Exclusion of Liability

Members of the Society, their guests and visitors may use the Society premises and any other facilities of the Society entirely at their own risk, and implicitly accept that:

- a) the Society will not accept any liability for any damage to or loss of property belonging to members, their guests or visitors to the Society howsoever caused.
- b) before inviting any guests or visitors onto the premises or to participate in any events organised by the Society, members shall draw their attention to this rule.

12 Alterations to the Constitution

- a) This constitution may be altered only by a resolution passed by not less than two-thirds of the members present at an Annual or Special General Meeting.
- b) The notice of such a Meeting must include notice of the resolution setting out the terms of the alterations proposed.
- c) No amendment may be made which would have the effect of making the Society cease to be a charitable association. Details of any amendments thus passed shall be reported to the Charity Commissioners.

13 Privacy Statement

Data Protection Act 1998

Under the Data Protection Act 1998, the Society has a legal duty to protect any personal information collected from its members.

Personal information supplied will only be used for the reason that it was provided.

Personal information will only be held for as long as necessary to fulfil that purpose.

Personal information will not be passed to any other parties (including other Clubs and Societies) unless this is made clear at the time it was supplied.

All Society members and contractors who have access to personal data or are associated with the handling of that data are obliged to respect confidentiality.

14 Dissolution of the Society

If in the opinion of the Executive Committee it is necessary or advisable to dissolve or wind up the Society they shall call a Special General Meeting, giving 21 days notice thereof and stating the terms of the resolution to be proposed. If the proposal is confirmed by a two thirds majority of those present and voting, the Executive Committee shall have the power to realise the assets of the Society. Any assets remaining after the satisfaction of any proper debts or liabilities, shall be given or transferred to such other society or institution having objects similar to those of the Society. A copy of the final statement of account shall be sent to the Charity Commissioners.