

The Constitution of the Orpington Astronomical Society

Title

1) The Society shall be named The Orpington Astronomical Society.

Objects

2) The objects of the Society shall be the education of the inhabitants of Orpington and the surrounding areas in Astronomy and the provision of facilities for active participation in astronomical observation.

3) In furtherance of the objects, but not further or otherwise, the Society shall have the following powers:

(a) the organization of regular meetings for lectures and discussion;

(b) the maintenance of a library of astronomical works and the dissemination of current astronomical information;

(c) the organization and training of members in observational techniques and procedures;

(d) the foundation and maintenance of an observatory and/or equipment, if practical;

(e) such other means as the Committee shall from time to time decide.

The Committee and Management of the Society

(4) The management of the Society shall be vested in the Committee, who shall be solely responsible for the organization, activities and finances of the Society.

(5) Only Society Members who have paid a full subscription of membership for the current year shall be eligible for election to the Committee. The members so elected to the Committee shall become the 'Trustees of the Society'.

(6) The Committee shall consist of a Chair, Vice-Chair, Treasurer, Programme Secretary, Observing Officer, and five (5) other members. Members of the Committee may be called upon to undertake other specific responsibilities at the discretion of the Chair or, in his/her absence, his/her deputy. Five (5) elected Committee Members shall constitute a quorum. Committee Members shall be able to vote and decisions shall be determined by a majority vote system. The Chair shall have a casting vote only to assist in the event of the Committee failing to reach a decision or agreement on any matter.

(7) In the absence of the Chair, his/her powers and duties shall devolve on the Vice-Chair, if available, otherwise upon such other elected Committee Member as the Chair or Vice-Chair shall appoint.

(8) The Committee shall have power to co-opt members, by vote within the Committee, to fill vacancies arising within the elected officers or Committee Members between Annual General Meetings as required; these members shall have voting rights and become a 'Trustee of the Society'.

(9) The Committee shall also have power to employ Associate Members to assist the elected members to discharge their management duties; these Associate Members may attend the Committee Meetings at the discretion of the Committee. The Associate Members shall have no voting rights and shall retire at the succeeding Annual General Meeting or at the discretion of the Chair.

(10) The Committee shall have power to appoint Sub-Committees to carry out specific functions. A Sub-Committee Chair shall ordinarily be a Member or an Associate Member of the Committee and shall report to the Committee.

(11) The Committee shall be empowered to recommend to the Annual General Meeting the appointment of a Life President or President. The Life President or President shall be an Honorary Member with the same privileges as an Ordinary Member, except that s/he shall not be eligible to vote although s/he shall be entitled to attend all Committee Meetings. However, the Life President shall be entitled to serve as an elected Chair and be able to vote in this capacity.

(12) The Committee shall also be empowered to recommend to the Annual General Meeting the appointment of Honorary Members as required. Such recommendations shall be approved by the Society Members by majority vote. The total number of Honorary Members shall at no time exceed five (5). The list of Honorary Members shall be reviewed by the Committee to ensure that it is commensurate and appropriate.

(13) The amounts of the Meeting Entrance Fee and Annual Subscription of Membership for the current year shall be recommended by the Committee and shall not otherwise be altered except at the Annual General Meeting or at an Extraordinary General Meeting called for the purpose. The amounts agreed shall be applicable immediately.

(14) The Treasurer shall be responsible to the Committee for all financial affairs of the Society. S/he shall receive all money due to the Society and shall pay all sums due by the Society. S/he shall keep the Society accounts and prepare an income and expenditure account for presentation at every Annual General Meeting. His/her signature shall be sufficient receipt for monies due to the Society. A bank account shall be maintained in the name of The Orpington Astronomical Society. All cheques drawn on the account must be completed in full before being signed by two (2) Trustees.

(15) An 'Honorary Auditor' shall be appointed by the Committee from the society membership who shall inspect the books of account and make such enquiries of the Treasurer and other officers as is deemed necessary. S/he shall submit and sign a report on the Society's accounts to the Annual General Meeting. The Honorary Auditor shall retire at the Annual General Meeting but shall be eligible for re-appointment. If an 'Honorary Auditor' is not available for appointment from the membership, the Committee shall be empowered to consider an alternative.

(16) The Honorary Auditor, if appointed from the society membership, must have paid a full Subscription of Membership for the current year, shall not be a full Member of the Committee and will have no voting rights; however, s/he may attend a Committee meeting at the discretion of the Chair.

(17) The Committee shall be subject to re-election at every Annual General Meeting (AGM). All Committee Officers and Members shall retire at each AGM. All shall be eligible for re-election, provided that at least two of them shall withdraw each year and shall not be eligible to serve again as elected members for one year; further that no-one shall serve as Chair or Vice-Chair for more than three consecutive years and shall not be eligible to serve in the same capacity for at least two years. A retiring Chair or Vice-Chair shall, however, be eligible for re-election to the Committee in any other capacity.

(18) Ordinary Society Members may attend Committee meetings as observers. At the discretion of the Chair or, in his/her absence, his/her deputy, the ordinary member must leave when requested to do so when the Committee is discussing a sensitive or confidential matter.

Membership

(19) Membership of the Society shall be open to any interested person at the discretion of the Committee.

(20) All members shall be liable to pay an Annual Subscription of Membership, with the exception of Honorary Members.

(21) The Annual Subscription of Membership shall be due on the 1st January each year and shall cover the Society's financial year which shall be from 1st January to 31st December.

(22) Any member whose Annual Subscription remains in arrears on the 1st April shall be deemed to have terminated his/her membership.

(23) Only members who have paid their Annual Subscription of Membership shall be eligible to vote at an Annual General Meeting or Extraordinary General Meeting.

(24) The Committee shall have power to terminate the membership of any person who in their view has acted against the Society's interests or, at their discretion, refuse an application for membership. That person shall have the right of appeal against the termination of membership or refusal of application of membership by writing to the Committee within 28 days. Such an appeal will be heard at the next Committee meeting; their decision will be final and binding.

(25) A prospective new member of the Society may attend no more than two (2) consecutive or non-consecutive monthly meetings in one calendar year before paying either the Meeting Entrance Fee or the full (or pro-rata) Society Membership Fee; subject to the discretion of the Chair.

(26) A new member joining the society part way through the year shall pay a membership subscription pro-rata to the remainder of the year, as agreed by the Committee.

(27) A lapsed society member may not attend any society ordinary monthly meeting within one year of the date of their last membership expiring without paying either the Entrance Fee or the appropriate membership subscription (full year rate or pro-rata rate). There will be no Chair or Committee discretion on the application of the contents of this rule.

General Meetings, Annual General Meetings and Extraordinary General Meetings

(28) General Meetings shall ordinarily be held on a monthly basis. All meetings shall be held at the discretion of the Committee, who shall be responsible for deciding the time and place of the meeting, arranging the programme and notifying the membership. Additional meetings, observing sessions, etc., may be arranged at the discretion of the Committee.

(29) The Annual General Meeting shall ordinarily be held in February or on a date as close to that as can be arranged. Written notice shall be given to the membership at least one month prior to the date of the meeting. At an Annual General Meeting fifteen (15) Society Members shall constitute a quorum.

(30) At an Annual General Meeting;

- a) the Committee Officers shall present their reports;
- b) the Treasurer shall present the examined society accounts;
- c) the Committee Officers and members shall be elected;
- d) the Annual Subscription of Membership shall be agreed;
- e) the Society Monthly Meeting Entrance Fee shall be agreed;

(31) a] An Extraordinary General Meeting shall be convened by the Chair or, in his/her absence, his deputy on receipt of a written request signed by five (5) Members of the Committee or ten (10) Ordinary Members and stating the purpose for which the meeting is required.

b] The written notice convening the Extraordinary General Meeting shall be issued to members not less than one month 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 Extraordinary General Meeting fifteen (15) Society Members shall constitute a quorum.

Amendments to the Rules

(32) No alteration to the Constitution and Rules of the Society may be made except at an Annual General Meeting or an Extraordinary General Meeting convened for the purpose. No amendment shall be made to this Rule, Rule 2 or Rule 33 without the prior consent in writing of the Charity Commissioners.

(33) No amendment shall be made which would cause the Society to cease to be a charity at law.

Dissolution

(34) The Society may be dissolved by a resolution passed by two-thirds majority of those present at an Extraordinary General Meeting convened for the purpose, of which one month's notice shall have been given to the members. Such resolution shall give instructions for the disposal of any assets held by or in the name of the Society, provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be given or transferred to such other charitable institution or institutions having objects similar to those of the Society.

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The following Guidance is for Society Members who wish to consider becoming/or become an elected Committee member.

1 ~ Only a Society Member who has paid the full membership fee for the current year may apply to become a Committee Member [this means that the appropriate full annual fee must be paid by no later than just prior to the Annual General Meeting (AGM) at which they wish to stand for election].

2 ~ In line with Charity Commission guidance you must be at least 18 years of age.

3 ~ As an elected Committee Member, you will automatically become a 'Trustee' of the Orpington Astronomical Society (OAS).

- a) Being a Trustee of the society carries a legal responsibility that you act prudently, lawfully and in accordance with the society Constitution.
- b) However, a conscientious and committed Trustee need have few worries about personal liability. But it is important for all Trustees to understand their position.

4 ~ Committee Members as Trustees have ultimate responsibility for directing the affairs of the society as a charity, ensuring that it is and will remain solvent, well-run, and deliver the charitable outcomes for the benefit of the public for which it has been set up.

5 ~ Committee Members should be prepared to commit to attending as many Committee meetings as possible and are required to indicate an intended absence to the Chair as soon as possible.

6 ~ Committee Members must act with integrity, avoid any personal conflicts of interest and avoid undertaking activities that might place the charity's funds, assets or reputation at undue risk.

Chair, Orpington Astronomical Society

Orpington Astronomical Society Committee List (AGM)

Date Displayed.....

Position	Current/Retiring Member	Proposed Member(s)
Chair		
Vice-Chair		
Treasurer		
Programme Secretary		
Observing Officer		
Other Elected Members FIVE (5)		
Members Withdrawing TWO (2)		