
CONSTITUTION of the



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CONSTITUTION OF THE ASTRONOMICAL ASSOCIATION OF QUEENSLAND

1. NAME

- 1.1 The name of the organisation shall be: The Astronomical Association of Queensland, hereinafter referred to as “The Association”.
- 1.2 **Definitions.** In this Constitution:
 - 1.2.1 Words importing the singular shall include the plural and vice versa,
 - 1.2.2 Words denoting a gender shall include both genders.
 - 1.2.3 The term “Full Member’ shall include “Honorary Member’ except for Clause 11.3.1 and those provisions of Clause 14 requiring the payment of membership fees.

2. OBJECTS

The objects for which the Association is established are as follows:

- 2.1 To foster the science of astronomy.
- 2.2 To advise and assist in developing facilities for the advancement of the Science of Astronomy, and from the generality of this object, to promote or otherwise undertake any activity in connection with the promotion of projects in relation thereto.
- 2.3 To assist and advise in the construction of astronomical instruments, observatories, astronomical facilities and establishments.
- 2.4 To establish and maintain Research Funds to be used to assist research in technical fields in astronomy.
- 2.5 To engage in observational research.
- 2.6 To contribute, exchange and disseminate information of astronomical significance and in relation thereto to publish, and when appropriate to sell, phenomenon circulars, newsletters and other technical publications.
- 2.7 To co-operate with or otherwise assist any Government Authority or Department or public or private institution in any matter relating to astronomy, particularly in the State of Queensland.

These objects include the following powers:

- 2.8 To prescribe the conditions of eligibility for membership of the Association, the qualifications for the holding of specific membership or office within the Association, and the conditions of termination of such membership or office.
- 2.9 To provide for the establishment of Committees of Management, Council or other executive bodies of Association by whatever name called and to prescribe the manner in or by which such bodies are to be elected or appointed, to determine and define the composition and duties of such Committees or other executive bodies and make provision for the removal or suspension of the whole of any such body or member thereof.

- 2.10 To enter into any arrangement for mutuality of interests, co-operation, joint enterprise, affiliation, reciprocal concession or otherwise with any other organisation, association, company or persons, having objectives similar or in part similar to those of the Association, so as to directly or indirectly benefit the Association and its members and to obtain any authority, rights, privileges and concessions which the Association may think desirable and to obtain and to exercise, carry out and comply with same.
- 2.11 To require members of the Association to pay entrance fees, subscriptions and levies; to prescribe the mode of recovery of all or part of unpaid fees, levies or other dues.
- 2.12 To make adequate and lawful provision for the protection and disposition of the property of the Association and for the investment of funds of the Association.
- 2.13 To appoint or elect an Association auditor.
- 2.14 To do all such lawful acts and things as are incidental or conducive to the attainment of the objects of the Association herein provided.

3. CONSTITUTION AND INCORPORATION

- 3.1 The Association shall consist of Full Members, Associate Members and Honorary Members to be granted membership as hereinafter provided.
- 3.2 The Association shall be incorporated by its name as a corporate body in the State of Queensland under the provision of the Religious, Educational and Charitable Institutions Act, 1861-1961.
- 3.3 The President, General Secretary and Treasurer shall constitute the corporation.

4. COUNCIL

- 4.1 The officers of the Association, hereinafter referred to as "The Council", shall be the President, the Vice-President, the Treasurer, the General Secretary, the Membership Secretary, the Technical Secretary and three (3) Councillors.
- 4.2 The Council shall do all acts in the management of the Association as may be considered for the well-being of the Association and its members and the proper and expedient management thereof.
- 4.3 In addition to any other power conferred by these objects or by this Constitution, including Clause 21, the Council shall have the power to decide and direct any action or policy necessary to the carrying out of all or any of the Objects of the Association and without derogating from the general powers conferred by the Objects or by this Constitution, shall have the power from time to time:
 - 4.3.1 To employ any person or persons it considers necessary for the proper performance of the Association's business or for the carrying out of the Objects of the Association as provided herein: The duties, salary and conditions of employment of any person or persons so employed shall, subject to any statutory prescription in respect thereof, be determined by the Council. Any persons so employed shall have no voting rights.
 - 4.3.2 To regulate its own proceedings and time and place of meetings.
 - 4.3.3 To pay all expenses connected with the working of the Association.
 - 4.3.4 To ensure that adequate records and proper records are kept of all proceedings, financial instructions and transactions of the Association and that all books used

- by the officers, agents and servants of the Association are properly kept, recorded and preserved, and to keep all such other records and accounts as may be by law required or prescribed.
- 4.3.5 To take any action as may be considered necessary or desirable to give effect in object 2.12.
- 4.3.6 To provide for the management of the affairs of the Association in any place in such manner as may be necessary or desirable and to appoint any person or persons to be the Attorneys or agents of the Association with such powers and upon such terms as may be thought fit.
- 4.3.7 To make adequate and lawful provision for the protection and disposition of the property of the Association and for the investment of funds of the Association, and for these purposes and without derogating from the generality of such powers, shall include powers:
- 4.3.7.1 To accept bequests, donations, and to borrow or raise money in such manner as the Council shall see fit and upon such conditions as may be determined by the Council.
- 4.3.7.2 To invest and deal with monies of the Association not immediately required in such manner as may from time to time be determined.
- 4.3.7.3 To keep full and accurate accounts and records in proper form and/or as may be prescribed by law of all funds, investments and financial transactions of the Association.
- 4.3.7.4 To make and give receipts, releases and other exchanges for money payable to the Association.
- 4.3.8 To appoint any committee or sub-committee or person or persons as may be considered necessary to investigate and report to the Council or take any other action as may be authorised by the Full Members of the Association at any Ordinary General or Special Meeting in or upon any matter relating to the carrying out of the Objects of the Association, the welfare of its members generally or business and affairs of the Association.
- 4.4 A member of the Council, any Committee, or sub-committee, who is in receipt of any payment or allowance from The Association for services rendered in any capacity whatsoever shall not have the right to vote at meetings of the Council, Committee, or sub-committee in matters relating to his payment or allowance.
- 4.5 Should a vacancy occur on the Council by reason of death or resignation of an office-bearer or member of the Council or otherwise howsoever, the Council at its next meeting shall have the power to elect a financial Full Member of the Association to fill the vacancy. Any Full Member so elected shall hold office with the other members of the Council at the time and his office shall terminate with other members of the Council in accordance with this Constitution.
- 4.6 A member of the Council shall be deemed to have vacated his office if he:
- 4.6.1 Ceases to be a Full Member of the Association
- 4.6.2 Becomes unfinancial within the meaning of this Constitution.
- 4.6.3 Is absent from more than two consecutive meetings of the Council without leave of the Council or without reasonable excuse.

25. INSURANCE.

- 25.1 The Council may take such steps as are necessary to insure Association property, such insurance and insurance organisation to be determined by the Council.

26. COMMON SEAL.

- 26.1 The Association shall have its name inscribed upon a common seal that shall be held by the President.
- 26.2 The common seal shall be affixed to such documents that will require sealing only under the authority of a resolution of the Council and attested by the signature of any two of the President, the General Secretary, and the Treasurer.

27. AUDIT.

- 27.1 The books and accounts of the Association shall be audited annually by an auditor appointed by the Association at its previous Annual General Meeting. An office-bearer shall not be eligible to serve as an auditor.

28. CONSTITUTIONAL AMENDMENTS.

- 28.1 The Constitution may be amended by a two-thirds (2/3) majority of the Full Members present and entitled to vote at a General Meeting, provided twenty-one (21) days notice of the proposed amendment has been given to all members.

29. DISSOLUTION.

- 29.1 The Association may be dissolved by the affirmative vote of two-thirds (2/3) of the Full Members present and entitled to vote at a Special General Meeting called for that purpose. Should the number of Full Members fall below five (5), the Association shall forthwith be dissolved. In the event of dissolution of the Association, the property and other assets of the Association remaining after the payment of all expenses and other liabilities, shall be handed over to some other organisation(s) (having similar objects or in part similar objects) as gifts which are allowable deductions under the provision of Section 78 (1) (a) of the Income Tax Assessment Act as amended, as the majority of Full Members present at such General Meeting, by resolution, may decide.
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23.4.4.6 Table of members' contributions to publications.

23.4.4.7 Nature of technical assistance to the public or to private institutions in accordance with Object 2.7.

23.4.5 Treasurer's annual report:

23.4.5.1 Financial statement.

23.4.5.2 Financial report.

23.4.5.3 Audit report.

- 23.5 The Council reserves the right to determine editorial policy, content and layout of any of the Association's publications, but may take into cognisance any technical advice or recommendations made by Editors and Directors of Sections.
- 23.6 Every financial member shall be entitled to receive one (1) copy of each newsletter and the Annual Proceedings.
- 23.7 Members of the Association's sections shall receive copies of section reports as determined by the respective Directors and produced at their discretion.
- 23.8 The Council may approve the production of technical publications as recommended by the Council or by a member of the Association. Such publications may be sold or disposed of in a manner to benefit the Association, the funds from which shall be placed in an account as determined by the Council. The Council may approve the payment of out-of-pocket expenses incurred by a member producing such a publication or publications.
- 23.9 Nothing in this Constitution shall constrain a member from producing or publishing his own publication for his own financial or technical benefit, provided that in these circumstances such member has no right or claim for any expenses from the Association incurred by such publication.
- 23.10 The Council at its discretion, may enter into a business association with a member of the Association on a basis to be determined between the parties concerned for the production of a written work relating to the science of Astronomy, provided that any such enterprise be sanctioned by Full Members at an Ordinary or Special Meeting. No member shall have any voting rights in relation to any contract with the Association when such member is a party to the contract in his own right.

24. ASSOCIATION LIBRARY AND LIBRARIANS.

- 24.1 The Association may maintain its own library, under the management of a Librarian or Librarians appointed by the Council from the body of Full Membership of the Association, and assist the Librarian(s) from the Full or Associate Membership of the Association.
- 24.2 The Council may institute a Library Lending Policy for the benefit of the membership of the Association and implemented by the Librarian(s).
- 24.3 The Librarian(s) shall be responsible to the Council for all reasonable security precautions to safeguard the contents of the library from negligent loan, theft or other misdemeanour, and shall maintain a Library Register, which shall include all Library property and contents, as well as conditions and records pertaining to the borrowing from the Library by its members.

5. ELECTION OF THE COUNCIL

- 5.1 The Council shall be elected annually by a majority vote of financial Full Members present at the meeting.
- 5.2 Only financial Full Members shall be eligible for election to Council.
- 5.3 The Council shall be elected as hereinafter prescribed. All retiring officers shall be eligible for re-election except that no Full Member shall hold the office of President for more than two (2) consecutive years, or the positions of Vice President, Treasurer, General Secretary, Membership Secretary or Technical Secretary for more than three (3) consecutive years, or serve on the Council for more than five (5) consecutive years. All Full Members shall be eligible for re-election to the Council after vacating the Council for a period of not less than one (1) year.
- 5.4 Nominations for the various official positions shall be in writing, shall be countersigned by two financial Full Members and shall be lodged with the General Secretary not later than seven days before the last Ordinary General Meeting before the Annual General Meeting. The retiring Council shall then ensure that valid nominations are made for any Council positions remaining unfilled.
- 5.5 In the event of offices being contested, the successful candidate shall be determined by secret postal ballot. Within One (1) week after the last Ordinary Meeting before the Annual General Meeting, the General Secretary shall post to each Full Member a ballot paper listing all the candidates for each position to be contested. The ballot paper shall be accompanied by a letter containing details of the candidate's qualifications as recorded in the membership register and, if supplied, a written statement by the candidate not exceeding 300 words. The ballot paper shall contain instructions as to the number of officers required for each position. A Full Member shall vote by deleting the name/names of the candidate/candidates not of his choice for a particular position. A ballot paper submitted and not complying with this provision shall be regarded as informal. The ballot shall close immediately prior to the commencement of the Annual General Meeting and the votes shall be counted following the commencement of that meeting. The retiring President shall appoint a Returning Officer and two (2) Scrutineers who shall be financial Full Members of the Association who shall count the votes and inform the retiring President of the results. The results shall then be announced to the body of the Annual General Meeting.
- 5.6 An unopposed candidate for a Council office shall be automatically installed in that office.

6. PRESIDENT AND VICE-PRESIDENT

- 6.1 The President shall be the recognised official principal officer of the Association. He shall:
- 6.1.1 Have complete control of the proceedings of the meetings and at meetings of the Association shall decide on matters not provided for by the Constitution, and By-laws of the Association.
- 6.1.2 Prepare an agenda before each meeting of the Association he attends and shall ensure that all entitled to receive a notice of meetings, do so.
- 6.1.3 Have a casting vote in the event of voting on any matter being equal in addition to a deliberative vote, except at Council Meetings.

- 6.1.4 Open meetings after ascertaining that a quorum is present.
 - 6.1.5 Sign all documents requiring his signature as the Principal Officer of the Association and sign all minutes of meetings after the same are duly confirmed.
 - 6.1.6 Generally oversee and ensure the well-being of the Association and its members and the fulfilment of the objects of the Association and when and where necessary, generally enforce the Constitution and By-laws of the Association.
 - 6.1.7 Prepare with office-bearers and members of the Council and other appointments within the Association as may be applicable, the Annual Proceedings of the Association.
 - 6.1.8 Present at each Annual General Meeting his annual report.
 - 6.1.9 Be an ex-officio member of any committee or sub-committee of the Association appointed by the Council or by the authority arising from a meeting of Full Members of the Association.
 - 6.1.10 Appoint a Returning Officer(s) and Scrutineer(s) during the conduct of votes by ballot(s) and generally oversee the proper and fair conduct of any ballot(s) held and announce the result(s) thereof.
- 6.2 In the absence of the President, the Vice-President shall conduct the duties of the President as nominated by the Council, and in the absence of the President and Vice-President, an ex-officer or member of the Council shall be elected by Council at Council Meetings and by Full Members present at Ordinary General Meetings.

7. TREASURER

- 7.1 The duties of the Treasurer shall be to:
 - 7.1.1 Receive all monies paid to the Association.
 - 7.1.2 Issue receipts for all monies received.
 - 7.1.3 Maintain proper records and accounts showing correctly the financial affairs of the Association.
 - 7.1.4 Produce his records and accounts at the reasonable request of the Council.
 - 7.1.5 Prepare and present at the Annual General Meeting, a Financial Statement and Report as described in Clause 23.4.5.
 - 7.1.6 Maintain an Inventory of all property of the Association.
 - 7.1.7 Cause an annual audit to be conducted as provided in Clause 27.
- 7.2 Pursuant to Clause 8.6, all payments out of Association funds shall be approved by the Council prior to payment.

- 22.1.3 Dimensions.
- 22.1.4 Type of roofing.
- 22.1.5 Major equipment.
- 22.1.6 Accessories.
- 22.1.7 Timekeeping and receiving facilities.
- 22.1.8 Type of research or observational program or programs involved.
- 22.1.9 Telephone number and email address.

23. PUBLICATIONS OF THE ASSOCIATION.

- 23.1 In accordance with the Objects of the Association, the Association may publish or disseminate phenomenon circulars, newsletters, technical publications, special reports as well as the Annual Proceedings of the Association provided by Clause 23.4.
- 23.2 The Council may appoint Editors from the body of the Full Membership of the Association who shall be responsible to the Council for the production of the various publications as described in Clause 23.1.
- 23.3 Directors of Sections may recommend to the Council the production of phenomenon circulars and Section reports and may present annual reports of Sections for inclusion in the Annual Proceedings.
- 23.4 The Association shall publish an **Annual Proceedings** by a date as directed by the Council from time to time, to include reports of Council Officers, section reports, observatory reports, research papers, reports of recipients of AAQ research funds, and other appropriate material as determined by the Technical Secretary. The Annual Proceedings shall include the following:
 - 23.4.1 **President's annual report:**
 - 23.4.1.1 Reports of the activities and major business negotiated during the year by the Council.
 - 23.4.1.2 Reports of various sub-committees' activities.
 - 23.4.1.3 Progress of research by the Association.
 - 23.4.1.4 Details of public service rendered by the Association.
 - 23.4.1.5 Reports on matters concerning Association policy or policies.
 - 23.4.1.6 Reports on the activities of Sections and Editors.
 - 23.4.2 **General Secretary's annual report:**
 - 23.4.2.1 Nature and number of meetings.
 - 23.4.2.2 Visitors to the Association.
 - 23.4.2.3 Attendances at meetings.
 - 23.4.2.4 Details of assistance from the Research Funds.
 - 23.4.2.5 Administrative and business matters.
 - 23.4.3 **Membership Secretary's annual report:**
 - 23.4.3.1 Report on membership status.
 - 23.4.4 **Technical Secretary's annual report:**
 - 23.4.4.1 Review of observational activities during the year including associated work with other organisations.
 - 23.4.4.2 Reports from the Directors of Sections.
 - 23.4.4.3 Reports from Directors of Observatories.
 - 23.4.4.4 Reports from individual observers.
 - 23.4.4.5 Tabling of publications in archivist journals by members.

19. SPECIAL GENERAL MEETINGS.

- 19.1 A Special General Meeting shall be convened by Council when deemed necessary or upon the presentation of a petition to the General Secretary signed by ten (10) Full Members in which is stated the purpose for which the meeting is required. Such special meetings shall be convened within one (1) calendar month of the receipt of the petition by the Council.
- 19.2 If within one half-hour from the time appointed for a meeting, a quorum of Full Members is not present, the meeting, if convened on the requisition of Full Members, shall be dissolved. In any other case, it shall stand adjourned to the next scheduled meeting at the same time and place, and if at the adjourned meeting a quorum of Full Members is not present within one half-hour of the time appointed for the meeting, the Full Members present shall be a quorum.

20. VOTING.

- 20.1 Only Full Members shall be entitled to vote at any meeting.
- 20.2 Except as stated in Clause 20.5 all voting at a meeting shall be by show of hands.
- 20.3 Every question, matter or resolution except as required by Clauses 28 and 29, shall be decided by a majority of votes of the financial Full Members present.
- 20.4 Every financial Full Member present shall be entitled to one vote and in the case of an equality of votes, the Chairman shall have a second or casting vote.
- 20.5 If two or more financial Full Members present at a meeting demand a ballot, then there shall be a secret ballot.

21. MANAGEMENT OF THE ASSOCIATION.

- 21.1 Except as otherwise provided by this Constitution, and By-laws, and subject to the resolution of the Full Members of the Association carried at any Annual, Ordinary or Special Meeting, the Council shall have:
- 21.1.1 The general control and management of the administration of the affairs, property and funds of the Association.
- 21.1.2 Authority to interpret the meaning of this Constitution and on any matter relating to the Association on which this Constitution and By-laws are silent.
- 21.2 The Council shall have the power to make By-laws subject to approval by Full Members at a General Meeting. All By-laws shall be binding upon members unless repealed by the Council or by a resolution of Full Members at a General Meeting of the Association.
- 21.3 Any dispute or difference which may arise as to the meaning or interpretation of this Constitution and any By-laws or as to the powers of the Officers or the Council or the validity of any election or proceeding of the General Meeting, shall be determined by the Council whose decision shall be final and binding.

22. REGISTRATION OF MEMBERS' OBSERVATORIES.

- 22.1 The Technical Secretary shall maintain a register of members' observatories which shall contain the following details:
- 22.1.1 Owner's name and contact details.
- 22.1.2 Location and geographic co-ordinates.

8. FUNDS OF THE ASSOCIATION

Establishment and operation

- 8.1 A General Fund shall be established in the name of the Association and such fund shall be in a current or savings account in such bank as the Council may approve. Except as otherwise provided for by this Constitution, all fees, levies, contributions or other incoming monies whencesoever derived, shall be paid into such General Fund from which shall be drawn all amounts necessary to defray expenses, salaries, commissions, fees, allowances or other such disbursements decided upon and approved by the Council or at any meeting of Full Members of the Association.
- 8.2 The Council may establish a Special Fund or Funds in the name of the Association which shall be invested in such manner as the Council may approve.

Research Funds

- 8.3 In accordance with Clauses 2.4 and 4.3.8 of the Constitution and By-laws of the Association, the Council shall establish and maintain an Association Research Fund . In addition, any gifts of a substantial nature may, at the discretion of the Council, be named after the benefactor as a separate Research Fund, and may be accepted subject to certain donor conditions. The Council may from time to time review, consolidate, or create such Funds. The Funds, hereinafter known as the Research Funds, and without derogating from the general powers of the Council, shall be administered by a Research Committee established in accordance with Clause 8.3.3 for the following purposes:
- 8.3.1 To obtain items and accessories essential for astronomical research projects, to remain the property of the Association until the completion of the research projects.
- 8.3.2 To provide assistance to financial members for research projects approved by the Research Committee established under Clause 8.3.3.

Research Committee

- 8.3.3 The Research Committee shall consist of five (5) Full Members of the Association appointed by Council, be approved by CSIRO, and shall administer the Research Fund in accordance with the provisions of Sections 73A and 78 (1) (a) (x) of the Income Tax Assessment Act as amended.
- 8.3.3.1 Members of the Research Committee shall serve for a period as determined by the Council. Any vacancy occurring in the Research Committee shall be filled in accordance with Clause 8.3.3.
- 8.3.3.2 The Research Committee shall elect a Committee Chairman and Secretary, to serve the Research Committee for a period of twelve months.
- 8.3.3.3 The nomination of the Research Committee Chairman and Secretary for the ensuing twelve months shall be notified to the Council by 31st December each year.

Application Procedures for Research Grants and administrative arrangements

- 8.3.4 Funds allocated pursuant to Clause 8.4.3 shall be disbursed by Council from the Research Funds for any Research Proposal following the majority recommendation of the Research Committee.

- 8.3.5 Research Funds shall be requested by submitting one or more copies, as determined from time to time by Council, of a research proposal to the General Secretary of the Association. The General Secretary shall forward the proposal to the Secretary of the Research Committee that was appointed in accordance with Clause 4.3.8. The Secretary of the Research Committee, shall then refer the proposal to Research Committee Members for assessment and evaluation having regard to Clause 2.4. The assessment and evaluation shall be carried out in accordance with the following guidelines:
- 8.3.5.1 The Research Committee shall confirm with the Technical Secretary the availability of any appropriate equipment already held by the Association that could be used for the project applied for.
- 8.3.5.2 Any incorporated or unincorporated organisation notwithstanding its holding similar aims and objectives, shall not be eligible to apply on its own behalf for a research grant or research funds to the Research Committee under Clause 8.3.2.
- 8.3.5.3 The Research Committee shall, upon deciding on the approval or rejection of a proposal, submit a report on the decision to Council accompanied by a copy of the proposal and details of any amendments or conditions imposed.
- 8.3.5.4 Any announcements that may be issued concerning a grant approved by the Research Committee shall be the responsibility of the Council.
- 8.3.5.5 Where the proposal has been rejected, reasons shall be given in writing and the proposer may be granted an interview with a member or members of the Research Committee.
- 8.3.5.6 The Research Committee shall instruct the Council to disburse money from the Research Funds to Financial Members upon evidence of the satisfactory provision of the goods or services consequent to the proposal.
- 8.3.6 The Research Proposal shall provide:
- 8.3.6.1 An adequate review of the previous relevant scientific literature supported by a list of references.
- 8.3.6.2 A Letter of recommendation from a scientist working in the field described in the proposal.
- 8.3.6.3 A statement of the aims and hypotheses of the research project.
- 8.3.6.4 Details of proposed methodology.
- 8.3.6.5 Details of any proposed statistical analyses of data to be accumulated.
- 8.3.6.6 A time-scale for completion of the project.
- 8.3.6.7 An itemized list of projected expenditure, showing a budget of expenditure which shall comprise:
- 8.3.6.7.1 Specifications of various items requested of:
- A. Equipment
 - B. Maintenance
 - C. Personnel
- 8.3.6.7.2 Ranking of each of the items in terms of priority:

17. ORDINARY GENERAL MEETING

- 17.1 Ordinary General Meetings shall be held at such place and time as determined by the Council.
- 17.2 The format of the Ordinary General Meetings shall be as follows:
- 17.2.1 Apologies
 - 17.2.2 Adoption of the Minutes of the previous Ordinary General Meeting.
 - 17.2.3 Business arising from those Minutes.
 - 17.2.4 The President's report.
 - 17.2.5 The General Secretary's report.
 - 17.2.6 The Membership Secretary's report.
 - 17.2.7 The Technical Secretary's report.
 - 17.2.8 Correspondence that, in the opinion of the Council, relates to the business of the Ordinary General Meeting, and business arising therefrom.
 - 17.2.9 Presentation of papers, guest lectures, seminars or other items as determined from time to time by the Council.
 - 17.2.10 Directors of Sections' reports.
 - 17.2.11 Tabling of observations.
 - 17.2.12 Items of astronomical interest.
 - 17.2.13 General Business.
- 17.3 The President may appoint a Convening Chairman to chair that part of the Ordinary General Meeting described in Clause 17.2.9.

18. ANNUAL GENERAL MEETING.

- 18.1 The Annual General Meeting of the Association shall be held no later than the end of March of each year.
- 18.2 The format of the Annual General Meeting shall be as follows:
- 18.2.1 Apologies.
 - 18.2.2 Adoption of the Minutes of the previous Annual General Meeting and business arising therefrom.
 - 18.2.3 Correspondence that, in the opinion of the Council, relates to the business of the Annual General Meeting and the business arising therefrom.
 - 18.2.4 Presentation of the Annual Reports to be opened by the President and in accordance with the following procedure:
 - 18.2.4.1 President's annual report as prescribed in Clause 23.4.1.
 - 18.2.4.2 General Secretary's annual report as prescribed in Clause 23.4.2.
 - 18.2.4.3 Membership Secretary's annual report as prescribed in Clause 23.4.3.
 - 18.2.4.4 Technical Secretary's annual report as prescribed in Clause 23.4.4.
 - 18.2.4.5 Treasurer's annual report and financial statement as prescribed in Clause 23.4.5.
 - 18.2.4.6 Election and installation of office-bearers.
 - 18.2.4.7 Guest lectures, presentation of papers and other items as decided by the Council from time to time.

- 14.5 The Council or any Special Meeting of Full Members of the Association shall have the power to impose a levy not exceeding one year's subscription upon each and all members of the Association, the purpose of such levy being to increase the General Fund or Account, or to provide, maintain or increase benefits to members. The Membership Secretary shall notify all members in writing of any levy and the amount thereof.
- 14.6 Any member forfeiting rights of membership shall not be eligible for membership rights until all monies owing to the Association are paid for the time before such forfeiture took place, plus all the monies for which he would have been liable had he remained a financial member of the Association; provided that Council may waive all or any part of the member's arrears or dues owing to the Association.

15. COUNCIL MEETINGS

- 15.1 The Council shall meet before each General Meeting and whenever else deemed necessary by the Council.
- 15.1.1 Meetings of the Council may be conducted in such manner as decided by the Council including the use of any technology that reasonably allows councillors to hear and take part in discussions as they happen.
- 15.2 Any four (4) members of the Council may request a Special Council Meeting and the President shall convene a Special Council Meeting at one (1) week's notice in respect of such Special Meeting.
- 15.3 Five (5) members of the Council shall constitute a quorum.
- 15.4 The format of Council Meetings shall be as follows:
- 15.4.1 Apologies.
- 15.4.2 Adoption of the Minutes of the previous Council Meeting.
- 15.4.3 Business arising out of the Minutes.
- 15.4.4 Outgoing and incoming general and technical correspondence.
- 15.4.5 Business arising from such correspondence.
- 15.4.6 Accounts.
- 15.4.7 Assessments of membership eligibility and decisions on granting new memberships.
- 15.4.8 General business.
- 15.5 Questions arising at any meeting of the Council shall be decided by a majority of votes and in the case of equality of votes on any question at any meeting of the Council, the question shall be deemed to be decided in the negative.

16. QUORUM FOR GENERAL MEETINGS

- 16.1 No Item of business shall be transacted at any General Meeting unless a quorum of 10 Full Members is present. For the sake of clarity the term 'General Meeting' includes Ordinary General Meeting, Annual General Meeting, and Special General Meeting.

- A. Those considered essential for the project
- B. Those considered necessary to maintain a reasonable rate of progress to bring the project to completion.
- C. Other items which would be useful in supporting the project.
- 8.3.7 Recipients of grants from the particular Research Funds shall furnish a summary of work completed for publication in the Annual Proceedings of the Association each year until project completion, which shall include an acknowledgement to the Research Fund of The Association.
- 8.3.8 Recipients of grants shall remain financial throughout the period of the grant. If they become non-financial, the Council may at its discretion withdraw outstanding funding or reclaim equipment purchased with the grant.
- 8.3.9 On completion of a Research Project, the recipient shall furnish a detailed report on the results of the project to Council. If the research project is to be published in an appropriate journal, the recipient shall notify Council of the publication, including reference to the publication, submit an abstract of the publication to Council, and acknowledge the AAQ in any such publication. This report is to be published in the following Annual Proceedings, either in full or abridged.

Management of Research Funds

- 8.4 The Research Funds shall be managed as follows:
- 8.4.1 All sums or property paid, contributed or given by any person who, to the knowledge of the Association, has claimed or may claim a taxation exemption in respect of this payment, contribution or gift under Section 73A or Section 78 (1) (a)(x) of the Income Tax Assessment Act as amended, shall be deposited in the Research Funds.
- 8.4.2 The Council shall decide what portion of other monies received during the year by the Association shall be set aside by the Treasurer and deposited in the research funds.
- 8.4.3 Where feasible Council shall set aside an amount each year from interest earned on Research Funds to be allocated towards research grants, nevertheless ensuring that the value of the funds are maintained.
- 8.4.4 On completion of a Research Project, equipment purchased by the Research Committee for the project shall be either retained or disposed of by Council following consultation with the Research Committee. Any funds obtained from the disposal of such equipment shall be paid into the relevant research fund from which the grant was made.
- 8.4.5 Equipment provided to proposers under Clause 8.3.1 shall be subject to annual audit by the Committee Secretary, who shall issue audit returns to recipients currently holding equipment obtained by the Research Committee on 30th November each year. The audit returns shall be completed by the recipient and submitted to the Research Committee.
- 8.4.6 It shall be the recipient's responsibility to see that the equipment purchased on his behalf is adequately protected and secured from theft. It shall be incumbent upon the recipient to notify the Council of any damage or theft incurred upon said equipment. Where it has come to the attention of the Council that equipment

held by a recipient has been destroyed, damaged, lost or otherwise impaired, without the recipient notifying the Council, the Council may institute whatever statutory or civil proceedings against the recipient it feels necessary to recover the cost of repairs or loss of the equipment.

- 8.4.7 The Research Committee may, upon such evidence that indicates improper, insufficient or unsatisfactory use of equipment, or damage or impairment of the equipment under Clause 8.4.6, may take possession of such equipment and place it in the custody of the Association until the Research Committee determines its further use.

Disbursement of Funds and General

- 8.5 The funds of the Association shall be expended only in carrying out the Objects of the Association or in giving effect to all or any of the provisions of this Constitution.
- 8.6 No disbursement shall be made and no monies withdrawn from any account or fund of the Association, except:
- (i) by authority of the Council,
 - (ii) pursuant to Clause 8.3.4 and 8.3.5.6, or
 - (iii) by way of resolution by Full Members at a General or Special General Meeting.

Payment may be made by any of the following means:

- (i) electronic funds transfers, including direct deposits, Bpay or POSTbillpay transfers, with all such authorised by two persons appointed by the Council;
- (ii) cheques signed by two persons appointed by the Council.

Where the credit balance of any fund, excepting the Research Funds, warrants such action, Council shall have such power to authorise the transfer of monies from one fund or account to another fund or account of the Association; provided further that the Council may approve that an amount of petty cash or float be made available to the Treasurer to such amount as the Council may from time to time determine.

- 8.7 No honorarium shall be granted to any person from the funds of the Association and no dividend shall be paid to, and no income or property of the Association shall be distributed amongst the members.
- 8.8 The financial year shall be from the 1st January to the 31st December.
- 8.9 All monies shall be banked as soon as practicable after receipt of them.
- 8.10 Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments which may be open.

9. GENERAL SECRETARY, MEMBERSHIP SECRETARY AND TECHNICAL SECRETARY

General Secretary

- 9.1 It shall be the duty of the General Secretary to:
- 9.1.1 Keep the minutes of all proceedings of the Association.
 - 9.1.2 Attend to all general correspondence as instructed by the Council, and produce such correspondence to the Council.

Council or those members thereof who intend to terminate his membership, shall subsequently likewise have the opportunity of presenting its or their case.

- 13.8 The appeal shall be determined by the vote of a majority of the financial Full Members present at that meeting.
- 13.9 Where a person whose membership the Council intends to terminate, does not appeal against the decision within the time provided by this Constitution, or so appeals but his appeal is unsuccessful, the membership of that person shall thereupon be deemed to be terminated.

14. SUBSCRIPTIONS

- 14.1 The membership fee shall be such amount per Full Member and Associate Member as may be determined from time to time by a Special Meeting of Full Members of the Association. It shall be the responsibility of the Membership Secretary to ensure that the membership of the Association be informed within twenty-eight (28) days of the adoption of such determination: provided that persons elected to membership after the first (1st) day of October in any year, shall pay the annual dues for that year and shall be deemed to be financial for the following financial year beginning the first (1st) of January.
- 14.2 The entrance, or joining, fee shall be the amount applicable to Full and Associate Members alike as may be determined by Full Members at a Special Meeting of the Association.
- 14.3 Members who are under the age of eighteen (18) years, or full-time students, or in receipt of retirement annuities or pensions, shall pay two-thirds of the amount applicable to Associate Membership.
- 14.3.1 A partner and/or child of:
- a. a person applying for membership or
 - b. an existing member,
- (referred to as 'the principal member'), and residing at the same address, may apply for membership and shall pay one third (rounded down to the nearest whole dollar) of the amount applicable to Associate Membership.
- 14.3.2 Clause 14.3.1 shall cease to operate:
- a. upon the principal member ceasing to be a member of the Association;
 - b. in respect of the partner and/or child whose address ceases to be the address of the principal member.
- 14.3.3 Notwithstanding Clause 23.6, the Association shall only be required to send one copy of any publication to the address referenced in 14.3.1 and such publications and any notices will be addressed to all members residing thereat.
- 14.4 A member whose membership has fallen three (3) months in arrears shall be struck from the membership of the Association and shall not be reinstated in membership until the full arrears due by the member are paid to the Association.

11.5.5 Where a person, whose application is rejected does not in the time prescribed by this Constitution, appeal against the decision of the Council, or so appeals but the appeal is unsuccessful, the Membership Secretary shall refund to him the amount of the annual subscription paid to the Membership Secretary.

11.6 A member may resign from the Association in writing only. No subscription or part thereof shall be refunded.

12. DUTIES OF MEMBERS

12.1 Each member of the Association shall be bound by this Constitution and the By-laws of the Association during the term of membership. Upon admission to the Association, a member shall be supplied with a copy of this Constitution gratis, but any further copies requested by a member shall entail a cost as determined by the Council from time to time.

12.2 Where any dispute arises between members of the Association, the members concerned shall immediately notify the Membership Secretary who shall, without delay, take such steps as are necessary to bring the matter before the Council whose resolution of the matter shall be binding upon the members concerned.

12.3 It shall be the duty of members to notify the Membership Secretary of their changes of address and other personal details. It shall be the duty of members to notify the Technical Secretary of any modifications or additions to registered observatories.

13. RESIGNATION AND TERMINATION OF MEMBERSHIP

13.1 A member may resign his membership of the Association by giving not less than one (1) month's notice in writing to the Membership Secretary of his intention to resign from the Association.

13.2 On termination of any member's membership by resignation or otherwise, such member shall continue to be liable for all fees and levies or other amounts due and unpaid at the date of such termination.

13.3 If a member:

- 13.3.1 Is convicted in a Court of Law of an indictable offence; or
 - 13.3.2 Fails to comply with any of the provisions of this Constitution; or
 - 13.3.3 Conducts himself in a manner to be considered to be injurious or prejudicial to the character or interests of the organisation;
- the Council shall consider whether his membership shall be terminated.

13.4 The member concerned shall be given a full and fair opportunity of presenting his case and if the Council resolves to terminate his membership, it shall instruct the Membership Secretary to advise the member accordingly. The member may, within one month after receiving such written notification, appeal to a General Meeting of Full Members.

13.5 Notice in writing of his intention to appeal shall be given to the Membership Secretary.

13.6 The Council shall convene a General Meeting so that such meeting is held within three months of receipt by the Membership Secretary of a notice of intention to appeal, at a time and place suitable to the majority of Full Members to attend thereat.

13.7 At such meeting, the appellant shall be given the opportunity of fully presenting his case either orally or in writing or partly by one of these means and partly by the other and the

9.1.3 Prepare and distribute notices of Council meetings to members of the Council, including agendas and Minutes of the previous meeting.

9.1.4 Assist in convening meetings.

9.1.5 Advise any apologies for non-attendance received.

9.1.6 Provide a copy of the Constitution and By-laws of the Association at all meetings

9.1.7 Prepare and present the General Secretary's annual report at each Annual General Meeting as prescribed in Clause 23.4.2.

9.1.8 Post, in the event of contested elections, ballot papers and accompanying personal details of each candidate, as prescribed in Clause 5.5

Membership Secretary

9.2 It shall be the duty of the Membership Secretary to:

9.2.1 Maintain a register with the following information concerning each member:

9.2.1.1 Membership classification.

9.2.1.2 Member's degrees, diplomas, profession or occupation.

9.2.1.3 Address, email address, and telephone number(s).

9.2.1.4 Date on which membership was granted.

9.2.1.5 In the case of applications for full membership the name of proposer and seconder.

9.2.1.6 Membership of other astronomical or other allied societies.

9.2.1.7 Details of subscriptions paid.

9.2.1.8 Details of Association awards from other similar organisations.

9.2.2 Advise all applicants for membership of the decision of the Council in this regard.

9.2.3 Supply a copy of the Constitution and By-laws of the Association to new members.

9.2.4 Prepare and present the Membership Secretary's annual report at each Annual General Meeting as prescribed in Clause 23.4.3.

Technical Secretary

9.3 It shall be the duty of the Technical Secretary to:

9.3.1 Attend to all technical correspondence as instructed by the Council and produce such correspondence to the Council.

9.3.2 Assist in the convening of meetings.

9.3.3 Prepare circumstances of transient phenomena for publication or delegate such preparation to a member of the Association or, with the approval of the Council, to delegate such preparation in part or in full to resources outside the Association.

9.3.4 Maintain a register of members' observatories as described in Clause 22.

9.3.5 Prepare and present the Technical Secretary's annual report at each Annual General Meeting as prescribed in Clause 23.4.4.

10. COUNCIL APPOINTEES

- 10.1 In accordance with the powers conferred by the Objects, or by this Constitution, the Council may have the power to appoint Editors of the Association's publications, Directors of Observational Sections and other Technical Sections by whatever name, and acting as assistant office-bearers, provided that such appointments are made from the Full Membership and that such Full Members so appointed be financial.
- 10.2 Directors of Observational Sections and other Technical Sections shall be responsible for the administration of their Sections and duties to the Council.
- 10.3 The Council shall establish the general editorial policies for the publications of the Association. The Editors shall conform to such Council policy.
- 10.4 Directors of Observational Sections and Editors shall have access to the Council and may attend Council Meetings only for the express purposes concerning their respective spheres of responsibility.
- 10.5 The Council may approve the allocation of Association funds to the Observational, Technical and Editorial Sections upon application to the Council for such assistance by the appointees concerned.
- 10.6 Directors of Sections and Editors appointed in accordance with Clause 10.1 may resign or retire from such appointment, provided that notice of such intention be delivered to Council at least three calendar months in advance, emergencies excepting.

11. MEMBERSHIP

- 11.1 Every applicant for admission to membership of the Association shall complete and sign the form of application for membership prescribed from time to time by the Council. The completed application form, together with the current joining fee and annual subscription, shall be forwarded to the Membership Secretary.
- 11.2 The Membership Secretary shall submit every application for admission to membership to the next ensuing Council meeting. Upon an applicant being admitted to membership, notice thereof and any other particulars shall be sent to him by the Membership Secretary.
- 11.3 Membership of the Association shall be classified as follows:
 - 11.3.1 **Full Members**
 - 11.3.1.1 Those who are contributing to research in astronomy or a closely allied science.
 - 11.3.1.2 Those who are engaged in observational work on behalf of or in conjunction with a bona fide astronomical organisation.
 - 11.3.1.3 Those who, in the opinion of Council, have demonstrated a commitment to amateur astronomy and have been active Associate members of the Association for a minimum of two years immediately prior to the date of nomination for full membership, or have had other experience that is considered by Council to be equivalent.
 - 11.3.1.4 Full Members shall not be less than eighteen (18) years of age.

11.3.2 Associate Members

- 11.3.2.1 Anyone who is desirous of becoming a member of the Association, but whose qualifications do not meet the conditions laid down for Full Members.
- 11.3.2.2 Any society, association, school or group desirous of becoming a member of the Association, may be designated as an Associate Group and each Associate Group shall be deemed the equivalent of an Associate Member in all respects with the exception of grants from the Research Funds.

11.3.3 Honorary Members

- 11.3.3.1 Honorary Membership may be conferred by the Council upon a person who, in the opinion and judgment of the Council, has rendered exemplary service to astronomy and/or The Association.

11.4 Application for Membership

- 11.4.1 Any person may apply for Associate Membership by completing the application form and forwarding it to the membership Secretary accompanied by the required membership and joining fee. This form and payment may be lodged electronically. The Council shall consider the application at the next meeting of Council after it is submitted and shall grant Membership if supported by five (5) or more members of the Council.
- 11.4.2 Two Full Members may nominate a person for Full membership by completing the application form and forwarding it to the membership Secretary, to be accompanied by the required membership and joining fee if the person is not already a member. At its next meeting after receipt of the nomination the Council shall determine the eligibility of the nominee after due examination of the qualifications or credentials supporting the nomination, and shall grant Full Membership if supported by five (5) or more members of the Council.

11.5 Appeal against rejection of membership

- 11.5.1 A person whose application for membership has been rejected may, within one month after receiving written notification of such rejection, appeal against the decision of the Council to a Special General Meeting of the Full Members of the Association held for the purpose of determining that appeal.
- 11.5.2 Notice in writing of his intention to appeal shall be given to the Membership Secretary.
- 11.5.3 The Council shall convene such a Special General Meeting so that the meeting is held within three months of the date of receipt by the Membership Secretary of the notice of appeal, at a time suitable to the majority of Full Members to attend thereat.
- 11.5.4 At such meeting, the appellant shall be given the opportunity to fully present his case either orally or in writing or partly by one of these means and partly by the other, and the Council or those members thereof who rejected the application, shall subsequently likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the majority of the financial Full Members present at that meeting.