

CONSTITUTION 2008 [revised 2009] CONSTITUTION
of the
SOUTHERN AFRICA ASSOCIATION FOR THE ADVANCEMENT OF SCIENCE

CLAUSE 1: NAME

The name of the Association is:

SOUTHERN AFRICA ASSOCIATION FOR THE ADVANCEMENT OF SCIENCE

[Hereafter referred to as the Association].

The acronym for the Association is: S2A3

CLAUSE 2: AIM

The Southern African Association for the Advancement of Science (S₂A₃, pronounced “S-two-A-three”), is an organization (not for gain) which is run by volunteers. It works to increase the public’s awareness and understanding of Science, Engineering and Technology (SET) and their role in society. It does so by means of its various awards, as well as by communicating [and encouraging others to communicate] the nature, processes, ethics and excitement of Science.

CLAUSE 3: HEADQUARTERS

The headquarters of the Association will be situated in the Republic of South Africa at an address approved by the Annual General Meeting and as specified in the Regulations laid down by the Council.

CLAUSE 4: LEGAL STATUS

The Association will sue or be sued in the name of the Association and legal proceedings will be conducted at its headquarters.

CLAUSE 5: LIMITED LIABILITY

Monetary claims against members will not exceed the membership fees which they may be owing to the Association.

CLAUSE 6: MEMBERSHIP

Membership will be open to anyone who subscribes to the aims of the Association.

- 6.1 The following types of membership are identified:
 - 6.1.1 Ordinary members
 - 6.1.2 Honorary members who may be nominated by the Council from time to time.
 - 6.1.3 Corporate Members who pay an annual fee of R500-00, which may be raised by Council decision
- 6.2 Privileges of members:
 - 6.2.1 Any member whose membership fees are paid up may serve on the Council.
 - 6.2.2 Members may vote on any issue at the Annual General Meeting.
 - 6.2.3 Members are free to attend any meetings, gatherings, functions, and excursions organized by the Association.
 - 6.2.4 Any other rights and privileges will be described in the Regulations.

CLAUSE 7: MEETINGS OF THE ASSOCIATION

- 7.1 The Association shall have its ANNUAL GENERAL MEETING once a year. Notification of date, time, venue and agenda will be circulated to members at least thirty [30] days before the date of an ANNUAL GENERAL MEETING. A copy of the Constitution and Regulations will be available to members for inspection at every ANNUAL GENERAL MEETING.
- 7.2 The Association will convene a SPECIAL GENERAL MEETING if at least ten [10] members request it in writing. Matters to be discussed at such a special meeting will be confined to those contained in the request.

- 7.3 A quorum at any General Meeting will comprise ten [10] members. If there is no quorum at a SPECIAL GENERAL MEETING, those members who are present may sign a petition requesting that all members be notified that a follow-up meeting will be held for the same purpose fifteen [15] days later. The members attending the follow-up meeting will then constitute a quorum.
- 7.4 Members who are unable to attend an Annual General Meeting or Council Meeting may submit their votes in writing, to reach the Secretary of the Association at least 48 hours before the start of the meeting.

CLAUSE 8: MANAGEMENT

The management of the Association will be entrusted to the Council of the Association.

- 8.1 The Council will consist of the following office bearers:
- 8.1.1 The President
 - 8.1.2 The Chairman
 - 8.1.3 Any Past Presidents who have indicated that they are willing to serve on the Council for the current term.
 - 8.1.4 Any Vice Presidents appointed by Council to represent one or more regions of southern Africa.
- The following REGIONS are identified:
- 8.1.4.1 Western Cape Province
 - 8.1.4.2 Eastern Cape Province
 - 8.1.4.3 KwaZulu-Natal Province
 - 8.1.4.4 Free State, Northern Cape and Northwest Provinces
 - 8.1.4.5 Gauteng, Northern Province and Mapumalanga Provinces
- 8.1.5 Honorary Secretary
 - 8.1.6 Honorary Treasurer
 - 8.1.7 The Chairman of each Branch
 - 8.1.8 Representatives of Branches as set out in the Regulations
 - 8.1.9 Any Additional Members co-opted by the Council
 - 8.1.10 Any other persons co-opted by the Council for a specific purpose.
- 8.2 A Council member may hold more than one office.
- 8.3 The Council's term of office will be two [2] years, commencing immediately after the conclusion of the Annual General Meeting at which it was elected.
- 8.4 Council meetings:
- 8.4.1 The Council will meet at least eight [8] times during its term of office, but no fewer than four [4] times per year.
 - 8.4.2 Notification of a Council meeting will be issued in writing and will include an Agenda, to be circulated to Council members at least fourteen [14] days before the meeting. A matter not appearing on the Agenda will not be discussed unless a majority of Council members agree to it.
 - 8.4.3 Five [5] Council members will constitute a quorum. If no quorum is present, the members present may continue with the meeting and request the following meeting to ratify its decisions. Council decisions will be taken either unanimously or by a majority vote. The Chairman will have a casting vote.
 - 8.4.4 Minutes will be kept and a copy sent to all Council members before the next meeting.
- 8.5 Powers and duties of the Council:
- 8.5.1 The Council will report to the Annual General Meeting on all its activities and have its decisions ratified by the Annual General Meeting.
 - 8.5.2 The Council will be empowered to fill any vacancies on the Council.
 - 8.5.3 The Council will be empowered to appoint Trustees to keep the monies or property of the Association in trust and to execute all requirements pertaining to such a trust. The appointment of a Trustee will be subject to ratification by the next Annual General Meeting. The Council will give thirty [30] days' notice before the Annual General Meeting of any recommendation to cancel a Trusteeship.

- 8.5.4 The Council will be empowered to appoint an executive for interim holding of business and will ratify or re-channel the actions of the executive at each successive Council meeting.
The President, Honorary Secretary and Honorary Treasurer will be *ex officio* members of the executive.
- 8.5.5 The Council will be empowered to appoint committees, to which it may assign duties, and will ratify or re-channel the actions of these committees at each successive Council meeting.
- 8.5.6 The Council will be empowered to appoint and recompense persons needed for the conduct of the Council's business.
- 8.5.7 The Council will be empowered to accept, amend or revoke Regulations or Bylaws of the Association, provided that such action is not counter to the Constitution.
- 8.5.8 The Council will be empowered to publish and approve for publication all proceedings of the Association and all matters affecting the Association.
- 8.5.9 The Council will be empowered to refuse, suspend or terminate membership in accordance with the Regulations.
- 8.5.10 The Council will be empowered to prescribe membership fees, and to exempt individuals, fully or in part, from paying membership fees.

CLAUSE 9: AWARDS

The Association will accept, institute, initiate and maintain funds, grants and agreements to make it possible for the Association to confer awards.

9.1 Medals:

The South Africa Medal, The British Association Medal, the S2A3 Medal of the Association and any other medals instituted by the Council after approval by the Annual General Meeting, will be administered by the Council with a view to annual awards.

- 9.1.1 The South Africa Medal is awarded to a scientist who has made an exceptional contribution to the advancement of science, either on a broad front or in a specialized field of the natural sciences or those the human sciences which have been traditionally associated with the activities of the Association.
- 9.1.2 The British Association Medal is awarded to a person below the age of 40, who is actively involved in scientific research, and has given proof of his/her achievements by means of publications, discoveries, etc., particularly as measured by international standards.
- 9.1.3 The S2A3 Medal of the Association is awarded annually to the student at each South African university, or South African University of Technology, who has submitted the best Master's dissertation / thesis for original research in one of the branches of science. This includes both the natural sciences and those human sciences traditionally associated with the activities of the Association. Masters degrees containing course work are excluded from consideration for this award.

9.2 Merit Certificates:

The Association's Merit Certificates will be awarded by the Council to any person whom it wishes to honour, for example ex-Presidents, or to any person in recognition of service to the Association in particular, or to science in general.

This certificate may be awarded to both members and non-members. Any member may nominate a candidate for a Merit Certificate and submit the name to the Council at least sixty [60] days before the next Annual General Meeting, giving details of the candidate's contribution to the Association or to the advancement of science, as well as the person's address, profession and / or place of employment.

CLAUSE 10: LOCAL BRANCHES

The Council will be empowered to initiate, approve and promote the establishment of Local Branches of the Association. The Council will fix or move the boundaries of such Branches in consultation with the Management Committees of the Branches concerned.

- 10.1 Every year the Chairman of each Branch will forward to the Council a list of its representatives on the Council.
- 10.2 At the Annual General Meeting the Chairman of each Branch will submit a report of its activities during the preceding year, together with a statement of the application of funds for which the branch is responsible.
- 10.3 The Council will make a grant to each Local Branch after the Branch's annual report and financial statements have been approved. The Council may make an additional grant to a Local Branch to defray expenditure approved by the Council. The Council may also decide to cover some of the administrative costs of a Local Branch.

CLAUSE 11: FINANCES

The Council is responsible for all funds, property and assets of the Association.

- 11.1 The finances of the Association will be controlled by the Council. The Council will keep the Association's accounts and submit to the Annual General Meeting an annual financial statement, including particulars of all funds held in trust by the Association.
- 11.2 The Association's financial year will end on April 30. Annual Membership Fees, for the period January to December, will be due on 1 January each year.
- 11.3 The Association's cheques will be signed by two members who have been authorized as signatories by the Council.

CLAUSE 12: AFFILIATION

The Council will be empowered to initiate or approve affiliation of Scientific and Philosophical Associations or Societies if an amount equivalent to one ordinary membership fee is paid. If such an Association or Society has 25 or more members, it may be represented on the Council by its President or a nominee.

CLAUSE 13: AMENDING THE CONSTITUTION

The Constitution of the Association may be amended if the proposal is submitted in writing to the Council, or is initiated by the Council, at least 60 days before the Annual General Meeting at which it is to be considered, and if it is approved by a majority vote at that meeting.

- 13.1 The Council will give all members written notice of the proposed amendment, together with its recommendations, at least thirty [30] days before the Annual General Meeting.
- 13.2 If members are unable to attend the Annual General Meeting at which an amendment to the constitution is to be voted on, they may submit their vote in writing to the Secretary at least 48 hours before the commencement of the Annual General Meeting.

CLAUSE 14: DISSOLUTION OF THE ASSOCIATION

The Association will dissolve, be reconstituted or go into voluntary liquidation only if a Special General Meeting should take such a decision.

- 14.1 Unless a Special General Meeting should decide otherwise, the Executive Committee will be the liquidators of the Association.
- 14.2 If the Association should dissolve and the available assets exceed the liabilities, the surplus will be made over to organisations which, in the opinion of the liquidators, pursue aspirations and aims similar to that of the Association.