

# CONSTITUTION

## The Microscopy Society of Southern Africa

1. **NAME:** The name of the Society shall be the MICROSCOPY SOCIETY OF SOUTHERN AFRICA.
2. **ADDRESS:** The address of the Society shall be the address of the elected Treasurer of the Society.
3. **AIMS:** The aims of the Society shall be:
  - 3.1 **To further microscopy** and related topics in all branches of science.
  - 3.2 **To arrange meetings** of microscopists (and workers in associated disciplines) in Southern Africa.
  - 3.3 **To act as liaison** between members of the Society and the *IFSEM* or other bodies.
4. **MEMBERSHIP:**
  - 4.1 **Classes of Membership**

There shall be three classes of members, viz.:

    - 4.1.1 **Ordinary Membership** which shall be open to all persons interested in microscopy and related topics.
    - 4.1.2 **Institutional Membership** which shall be open to scientific institutions, business firms or other corporate bodies which have an interest in microscopy; each institutional member to nominate not more than four representative members.
    - 4.1.3 **Life membership** which shall be open, on application, to members of the Society over the age of 55 years.
    - 4.1.4 **Honorary Fellowship** which may be conferred upon persons of distinction in Science or who have rendered outstanding service to the Society. Such persons need not be members of the Society.
  - 4.2 **Acceptance and Expulsion of Members**
    - 4.2.1 **Ordinary Members.** Any persons duly applying to the Secretary shall be accepted as members and shall continue as members unless they notify the Secretary, in writing, of their intention to resign. Members who shall be more than one calendar year in arrears with their subscriptions shall be deemed to have resigned. Any member whose conduct may bring the Society into disrepute may be expelled from the Society by a two-thirds majority vote of members present at a duly constituted General Meeting of the Society. Such persons shall be given the opportunity of defending themselves personally or in writing at such a meeting and for this purpose shall be notified by the Secretary that a motion of expulsion is to be placed on the Agenda for such meeting.
    - 4.2.2 **Institutional Members.** The rules for ordinary members shall apply *mutatis mutandis* to Institutional members.
    - 4.2.3 **Honorary Fellows.** Any member may submit to the Committee nominations for honorary fellowship for any persons they consider to have rendered exceptional service to the Society or to Science. Such nomination shall be supported by a written citation of the nominee's claims. The Committee shall investigate the citations and if the claims made therein are justified shall submit the nomination to a General Meeting of the Society at which a vote shall be taken to determine whether the nominee shall be elected to Honorary Fellowship. Honorary fellows shall not be called upon to pay dues or subscriptions to the Society but shall be able to resign or to be expelled in the same way as ordinary members.
5. **SUBSCRIPTIONS:**
  - 5.1 **Members** (ordinary and institutional) should pay such subscriptions as shall from time to time be decided by a two-thirds majority at the Annual General Meeting.
  - 5.2 **Registered students** not in full-time employment shall be exempt from half the ordinary membership fee.
  - 5.3 **Members** who are more than three months in arrears with their subscriptions shall be considered not to be in good standing.
6. **ORGANIZATION:**
  - 6.1 **Committee.** The affairs of the Society shall be managed by a Committee of seven members, consisting of a President, a Secretary, a Treasurer (or a Secretary/Treasurer) and four (or five) other members. A Vice-President shall be elected by the Committee from its own members.
    - 6.1.1 **Election of Committee**

Prior to the election the outgoing committee shall nominate two members from among their number to serve on the new committee. The President, Secretary/Treasurer and enough other members to form a committee of seven are elected by a simple majority of votes at the constituted Annual General Meeting. Nominated members may be elected to serve in any capacity.
    - 6.1.2 **Nominations** for President, Secretary, Treasurer (or a Secretary/Treasurer) and members of the Committee, including the names of the proposer and seconder, may be made in writing to the Secretary at least seven days before the Annual General Meeting, in cases where the nominee is unable to be present. A duly signed acknowledgment of nomination from the nominee must accompany the notification. The nominee, proposer and seconder must be members of the Society in good standing.
  - 6.2 **Powers of Co-option.** The Committee shall be empowered to Co-opt any number of members to its ranks for a valid purpose. Such co-opted

members shall hold office until the next Annual General Meeting.

6.3 **Quorum.** Four members of the Committee shall constitute a quorum at meetings of the Committee.

6.4 **Committee Meetings.** All committee meetings shall be held when necessary at the discretion of the President.

## 7. MEETINGS:

7.1 **Annual General Meeting.** The Society's year shall end on December 31st, and an Annual General Meeting shall be held prior to this date. At least two weeks' notice of such meeting shall be given in writing to all members, together with the Agenda for the meeting. Notices of meetings may be sent out in either official language. Annual General meetings will be conducted in the language of choice of the President. Minutes of Annual General Meetings will be recorded in any of the official languages. The agenda shall include:

7.1.1 Presentation of a report on the year's activities of the Society by the President.

7.1.2 Submission to members of the duly audited financial statements of account of the Society.

7.1.3 The election of a new Committee.

7.1.4 Such other matters of general business as have been submitted by members to the Secretary in sufficient time to be included in the Agenda.

7.2 **Special General Meeting.** The Secretary shall, at the request of the Committee or of four members of the Society, call a Special General Meeting, the business of which shall be notified in writing to members not less than seven days before the date of such meeting. No business other than the business specified shall be transacted at such meeting.

7.3 **Quorum.** Ten members shall constitute a quorum at a general meeting of the Society. Should no quorum be present the matter shall be deferred until the next meeting of the Society (ordinary or special general) and the members present at such meeting shall be deemed to constitute a quorum.

7.4 **Ordinary meetings.** Ordinary meetings shall be called by the Secretary, at the request of the Committee, for the presentation of papers or posters or for any other purpose in pursuance of the aims of the Society. "Ordinary meetings" shall be deemed to include conferences, symposia or similar functions.

7.3 **Voting at Meetings.** All members in good standing shall be empowered to vote at meetings, provided that a member in good standing may authorize another member to vote on his behalf. Such proxy authorization shall be made in writing and duly signed. Proxies shall only be deemed to be valid if they are recorded with the Secretary before the commencement of the meeting.

## 8. FINANCIAL:

8.1 **Deposit accounts.** The Committee shall be empowered to open such banking, savings or deposit accounts as it shall see fit, and the funds of the Society shall be deposited in such account. The signatories required for such account shall be the President, the Secretary, the Treasurer (or the Secretary/Treasurer) and any other Committee member, or co-opted Committee member, nominated by the Committee for this purpose.

8.2 **Assets.** The assets of the Society shall vest in the Society, independent of its members, and no member shall have any right of claim thereto except in payment for services rendered or in repayment of expenditure undertaken on behalf of the Society with the authority of the Committee.

8.3 **Liabilities.** In the event of the Society being unable to meet its financial commitments it shall be wound up. A levy shall be made on all members to enable the debts of the Society to be settled provided that the liability of members in this event shall not exceed the equivalent of one year's subscription.

## 9. WINDING UP:

In the event of the Society being unable to exercise its functions in terms of Clause 3 of this Constitution, for any reason, the last duly elected committee members shall wind up the affairs of the Society. Any funds or assets remaining after such winding up shall be donated to an educational or scientific body at the discretion of the winding-up committee.

## 10. AMENDMENTS

This Constitution shall not be added to, amended or rescinded save by a two-thirds majority of the members present and voting (or represented by proxy) at a duly constituted general meeting of the Society.

25th October, 1963 . Name amended, A.G.M., 1972  
Updated from the minutes of the AGM's, 21 January, 1983  
Amended 1990 (see minutes AGM 1990 re "Honorary Fellows")  
Amended 1993 (see minutes AGM 1992 re 6.1.2)  
Amended 1994 (minutes AGM 1994, address, clause 2)  
Amended 1995 (minutes AGM 1995, change of name, clause 1)  
Amended 1997 (minutes AGM 1997; change of yearend , clause 7.1)  
Amended 1999 (minutes AGM 1999; language, clause 7.1)  
Amended 2000(minutes AGM 2000, Classes of membership, clause 4.1.3)