

Geological Society of Zimbabwe

Constitution:		
1 NAME		
Name	1.1	The name of the Society is "The Geological Society of Zimbabwe"
2 LEGAL STATUS		
Body Corporate	2.1	The Society shall be a body corporate under the common law of Zimbabwe, enjoying perpetual succession and capable of acquiring property and rights, incurring obligations, suing and being sued in its own name. No member by reason of membership shall have any right to any property of the Society, or be liable for any obligation of the Society.
Non Profit -making	2.2	The Society shall not carry on any business that has for its object the acquisition of gain by the Society or by the individual members thereof. The Society's receipts and accounts, whether current or accumulated, may not be divided amongst or credited to or accrue to the benefit of any member other than by way of remuneration for services rendered, but shall be applied for the attainment of the objects of the Society and may be invested only for the purposes of producing income or providing a reserve for the attainment of the objects of the Society.
3 OBJECTS		
Objects	3.1	The objects of the Society are :- (i) to promote the science and practice of geology. (ii) to do all things conducive to the advancement of earth science.
4 MEMBERSHIP		
Membership	4.1	The Society shall consist of Honorary Members, Members, Associate Members, Institutional Members and Student Members.
Members	4.2	Members shall normally have a degree in an appropriate earth science discipline from a recognised university or technical college.
Corporate Membership	4.3	Honorary Members and Members shall constitute the corporate membership of the Society. The right of voting shall be limited to Corporate Members.
Institution Membership	4.4	An organisation with geological connections may apply for Institutional Membership and such application will be accepted at the discretion of the Committee on payment of an annual subscription.
Honorary Member	4.5	An Honorary Member shall be a person whom the Society desires to honour for outstanding services to geological science.
Election of Honorary Members	4.6	An Honorary Member shall be elected by secret ballot by the Committee and his/her election shall be announced at the next General Meeting of the Society. The election shall take place at Committee Meeting after due notice shall have been given at a previous Committee Meeting. No election shall be valid unless made by a majority of the total Committee. For this purpose members of the Committee may vote by post.
Election Procedure	4.7	The election or transfer of candidates to any grade of Membership of the Society shall be made by the Committee. When an applicant is admitted or transferred his/her name and grade shall be made known to Members of the Society as soon as possibly after such election or transfer shall have been effected by the Committee. In the event of non-admittance or non-transfer, no mention thereof

		shall be made to Members of the Society.
Student Member	4.8	A candidate for election or transfer into the grade of Student Member shall be a person who is a registered undergraduate student of an institution for higher education approved by the Committee. A Student Member shall not be allowed to remain in this grade of membership after he/she has attained the age of twenty-six years, provided that the Committee may extend the age limit in such cases as it may consider appropriate.
Associate Member	4.8A	Associate Members shall be persons who are interested in geology but who are neither qualified geologists nor registered undergraduate students of geology at an institution of higher education."
Resignation	4.9	Provided he/she is in good financial standing with the Society, any Member may at any time resign from the Society by giving written notice to the Secretary, and his/her resignation shall be accepted. Any person who has resigned may be readmitted to membership on such terms as the Committee may decide.
Forfeiture of Rights	4.10	Any person ceasing to be a Member of the Society from any cause shall thereupon forfeit all right, title, property and assets of the Society.
Suspension or Expulsion	4.11	<p>Should ten or more Members address to the Committee, in writing, a protest against the continued membership of the Society of any Member, the Committee shall institute an inquiry, and should seventy-five per cent of the whole Committee resolve that the protest is justified, it shall be entitled to:-</p> <ul style="list-style-type: none"> i) suspend such Member for such a period as it may deem fit, or ii) call upon such Member to resign, or iii) strike his/her name from the Membership Register. <p>A Member whose suspension or expulsion is being considered shall be notified by the Secretary of the date of the Meeting of the Committee at which his/her case will be considered, and such notice shall not be less than thirty days and he/she shall be advised of the complaints or charges against him/her. If he/she so desires, he/she may submit a defence in person or in writing or by a representative, and such defence shall be considered by the Committee as part of the suspension or expulsion procedure.</p>
Contravention of Constitution and By-Laws	4.12	Any Member who, in the opinion of seventy-five per cent or more of the whole Committee, has willfully contravened the Constitution and By-Laws of the Society, or who has rendered himself/herself unfit to be a Member, may be expelled from the Society and struck off the Membership Register. Such Member shall be notified of the date of the meeting of the Committee at which his/her case will be considered, and shall be entitled to defend himself/herself in accordance with the procedure laid down in clause 4.11 of the Constitution.
5 EXECUTIVE COMMITTEE		
Management	5.1	The Management of the affairs of the Society shall be vested in the Executive Committee (herein styled "the Committee") which shall have full power to carry out all or any of the objects of the Society and shall transact all business on its behalf subject to the Constitution and By-Laws. Members of the Committee shall hold office until the names of their successors have been announced at the Annual General Meeting referred to in Clause 5.5.
Form of Committee	5.2	The Committee will be formed from eleven Corporate Members at least seven of whom shall be normally resident in Harare.

Composition of Committee	5.3	The Committee shall consist of a Chairman of Committee, a Vice-Chairman, an Honorary Treasurer and Secretary, all of whom shall be normally resident in Harare, and seven other members.
Committee Officers	5.4	The Chairman of Committee, the Vice-Chairman, the Honorary Treasurer and the Secretary shall be chosen by the Committee at the first Committee Meeting following the Annual General Meeting. The Vice-Chairman shall be the Chairman-elect for the succeeding year and need not stand for re-election to the Committee.
Election of Committee	5.5	Committee Members shall be elected at the Annual General Meeting, hold office for one year and be eligible for re-election on termination of their period of office. The Committee may appoint such other Officers as may be necessary and may depute to the Treasurer and Secretary or other Officers such powers and duties as it may deem fit.
Co-option	5.6	The Committee may co-opt any Corporate Member of the Society to serve on the Committee.
Nominations for Committee	5.7	Provided the number of nominations exceeds eleven the Committee shall cause a list of valid nominations, which shall form a ballot list, to be forwarded at least thirty days prior to the date of the Annual General meeting to each Corporate Member of the Society who is not in arrears with his/her subscription for the previous year. The number of Committee Members to be elected by ballot shall be eleven. The ballot list shall show the full names of the candidates, their occupations and addresses. The ballot list duly completed and sealed in a clearly marked envelope shall be returned to the Secretary so as to reach him/her not later than seven days preceding the Annual General Meeting after which the scrutineers shall commence their duties. In the event of the votes being equal for any two or more candidates, all of whom cannot be declared elected, they shall be balloted for again at this Annual General Meeting by the Corporate Members present. Members shall vote for not more than the number of candidates to be elected, and in no such case shall any Candidate received more than one vote from each Corporate Member entitled to vote.
Scrutineers of Ballot	5.9	In the case of a Ballot being necessary, the Committee shall, at its meeting next preceding the Annual General Meeting appoint from amongst its number scrutineers whose duties shall be to open and examine the ballot lists, and report the result of their scrutiny, which shall be final, to the Chairman at this Annual General Meeting.
Forfeiture of Committee Membership	5.10	Should any Member of Committee be absent from three consecutive meetings without leave having been granted to him/her by the committee, he/she shall, at the discretion of the Committee, be deemed to have forfeited his/her seat thereon.
Casual Vacancies	5.11	In case of death or resignation or removal by the Committee of the Chairman, Vice-Chairman, Secretary, Treasurer or any elected Member of the Committee in the interval between any two successive Annual General Meetings, the vacancy shall be filled by the Committee.
Quorum and Voting	5.12	The Committee shall meet as often as the business of the Society requires. At meetings of the Committee four Members shall form a quorum and all matters other than those specified in Clauses 4.6, 4.11 and 4.12 shall be decided by a majority of votes cast. The voting shall be decided by a show of hands in which case the Chairman shall have his/her own vote and a casting vote, but a secret ballot may be demanded by any Member, in which case the Chairman shall have his/her own vote only.
Chairman	5.13	A notice calling for nominations for the Committee shall be sent to each Corporate Member of the Society, who is not in arrears with his/her subscription,

		<p>not later than the 31st day of January in each year, and such nominations, duly signed by the proposer and seconder, shall be lodged with the Secretary not later than the 28th February of the same year. On receipt of the nominations, the Secretary shall notify each nominee whose subscription is not in arrears and request his/her acceptance or otherwise of such nominations by the 31st day of March and, failing acceptance, such nomination shall be void. Should the nomination list of Members to be elected to the Committee not include the names of as many Members as are required to fill the vacancies arising, the Committee shall nominate qualified Members to complete the list, and the Members nominated shall be declared elected at the Annual General Meeting.</p> <p>At each Committee Meeting the Chair shall be taken by the Chairman or in his/her absence, the Vice -Chairman or in the absence of both of them, a Member of the Committee elected by the Members present.</p>
Procedure and Appointment of Sub-Committees	5.14	The Committee may regulate its own procedure and appoint from among its number sub-committees to facilitate its work. The Committee may co-opt to such sub-committees any Member or Members of the Society as desired by the Committee. Such sub-committees shall be considered agents of the Committee and shall accept the direction of the Committee. Two Members shall form a quorum of any sub-committee.
Publications	5.15	The Committee shall have the power to publish at the expense of the Society, all such matters as shall be deemed necessary to advance the objects of the Society.
Control of Assets	5.16	All funds, property and assets of the Society shall be vested in the Committee, which shall stand possessed thereof in trust for the Society. The funds of the Society shall be used for the promotion of the objects of the Society in such manner as the Committee may, from time to time, determine. The Committee shall be the legal trustee of the Society and shall have the direction of all gifts or bequests made to the Society.
Secretariat	5.17	The Committee shall have the power to appoint a Secretariat and to remunerate officials connected therein. The Secretariat shall hold office during the pleasure of the Committee and shall perform such duties as the Committee shall set forth.
Membership Register	5.18	The Secretary of the Society shall cause a complete register of the names, addresses and grades of all Members to be kept.
Legal Proceedings	5.19	The Committee, on behalf of the Society shall have the power to institute and defend legal proceedings in the name of the Society. Any matter in dispute may be referred by the Committee to arbitration.
Legal Documents	5.20	The Committee may appoint any two of its Members together with the Secretary, to sign all documents and instruments, with the exception of such documents and instruments, in relation to which such provision is made herein or in the By-Laws from time to time in force.
By-Laws	5.21	The Committee may frame By-Laws for the proper conduct of the business of the Society and the management of its affairs; such By-Laws may at any time be added to or amended by the Committee. All Members shall be notified of such alterations or additions in a manner to be determined by the Committee.
Minutes	5.22	The Committee shall cause minutes to be kept of all meetings.
Annual Report	5.23	The Committee shall submit to each Annual General meeting a report on the activities and position of the Society, and the Honorary Treasurer shall submit an audited financial statement and balance sheet reflecting the finances of the Society at the end of the previous financial year.
Signing of Cheques	5.24	The funds of the Society will be deposited in the bank or institution or invested in a manner approved by the Committee. All cheques shall be signed by the Honorary Treasurer or a Deputy appointed by the Committee to act in his/her

		absence, and by the Chairman.
Indemnity	5.25	No Officer or Member of the Committee or a sub-committee shall have the right by virtue of his/her membership to act individually on behalf of the Society, but all Officers and Members of committees shall be indemnified by the Society against any personal liability which they may incur as a result of decisions taken or acts performed by such committee in the proper discharge of their duties.
Interpretation	5.26	In case of doubt as to the meaning of any portion of the Constitution and By-Laws, the interpretation of the Committee shall be binding upon the Members.
6 MEETINGS OF THE SOCIETY		
Venue of Meetings	6.1	All meetings of the Society shall be held in Harare or at such other place as the Committee may determine.
Ordinary General Meetings	6.2	Ordinary General Meetings shall be held at such dates as may be determined by the Committee.
Annual General Meetings	6.3	The Annual General Meetings of the Society shall be held as soon after the end of the financial year as possible, on a date determined by the Committee, for the purpose of electing a Committee for the ensuing year, receiving and considering the annual report on the activities and position of the Society, the audited financial statement and balance sheet, and to conduct business normally transacted at Ordinary General Meetings.
Appointments of Auditors	6.4	The accounts of the Society shall be audited at least once a year by an auditor, who shall be appointed for the ensuing year by the Members at each Annual General Meeting; no Member or Officer of the Society shall be eligible for the position of auditor. If a vacancy occurs in the office of auditor, it shall be filled as soon as possible by the Committee.
Special General Meetings	6.5	All meetings of the Society, other than those detailed in Clauses 6.2 and 6.3, shall be designated Special General Meetings; only such business as that specified in the notice convening these meetings shall be transacted thereat. The Committee may at any time convene a Special General Meeting. The Committee shall convene a Special General Meeting within thirty days upon the written application of ten Corporate Members, provided such application specifies the objects for which the Meeting is required and that these objects are in accordance with the aims of the Society.
Notice of Meetings	6.6	Notices convening all General Meetings shall be dispatched to members not less than fifteen days prior to the dates determined for such Meetings. The accidental omission to give notice to any Member of any Meeting of the Society shall not invalidate any resolution passed at such Meeting.
Chairman of Meetings	6.7	The Chairman, or in his/her absence the Vice-Chairman, or in the absence of both of them, a Member elected by the Meeting shall take the Chair at all Meetings of the Society.
Quorums	6.8	There shall be no quorum for Ordinary General Meetings of the Society, but for Annual General Meetings and Special General Meetings the quorum shall be 15 per cent of the Corporate Membership of the Society at the time of the Meeting.
Voting	6.9	Any business at a General Meeting shall be decided by a majority of votes cast. The voting shall be done by a show of hands of the Members entitled to vote, in which case the Chairman shall have his/her own vote and a casting vote, but a secret ballot may be demanded by any six such Members and shall thereupon be taken, in which case the Chairman shall have his/her own vote only. Two scrutineers appointed by and from the Members present shall conduct the ballot. Each Corporate Member shall be entitled to one vote. The voting shall be conclusive for the purpose of the decision of the matter in respect of which the votes are tendered, provided that no objection is lodged at the same Meeting on the grounds of any infringement of the Constitution. In special cases the

		Committee shall have the power to institute a postal vote or ballot.
Adjournment	6.10	The Chairman may, with the consent of the majority of members present, adjourn any Meeting.
7 FINANCIAL YEAR		
Definition	7.1	The Financial Year of the Society shall be from the 1 st January to the 31 st December.
8 AMENDMENTS TO THE CONSTITUTION		
Amendments	8.1	Alterations in, or additions to the Constitution, shall be made only if seventy five per cent or more votes cast by Corporate Members are in favour of such amendments.
Procedure	8.2	Written notice of proposed amendments to the Constitution, signed by ten Corporate Members of the Society, must be submitted to the Secretary who shall circulate the proposed amendments to all Corporate Members, together with a suitable ballot form, within ten days of receipt of such submission. The ballot form, duly completed, shall be returned to the Secretary in a clearly marked, sealed envelope so as to reach him/her not later than thirty days after the posting of the ballot form. The date of posting shall be marked by the Secretary on the ballot form. On their return the ballot forms shall be scrutinised by the Committee at their next Meeting in the presence of two of the Signatories to the proposed amendments. Members of the Society shall be informed of the results of this ballot as soon as possible.
9 WINDING UP		
Procedure	9.1	The Society shall be wound up only if seventy five per cent or more of the votes cast by the Corporate Members voting by post are in favour of such winding up.
Transfer of assets	9.2	In the event of the winding up of the Society, all assets of the Society shall be paid over to and administered as a Scholarship Fund by the Council of the University of Zimbabwe.
10 CASUS OMISSUS		
Casus Omissus	10.1	In the event of any casus omissus (a matter which should have been, but has not been provided for) in this Constitution, the Committee shall decide and act as they think proper.