

# CONSTITUTION OF BOTSWANA ACADEMY OF SCIENCES

## NAME

1.1 The Society shall be known as the 'Botswana Academy of Sciences' herein after referred to as the Academy.

## INTERPRETATION

2.1 The following words and expressions shall have the following meanings:-

- a) "Academy" shall mean the Botswana Academy of Sciences
- b) The "Academy" is an autonomous non-profit science organization established by scientists in Botswana in accordance with the Botswana Societies Act to pursue the objectives set out below.
- c) The "Academy" shall be concerned with the natural sciences, mathematics, medicine and other life sciences, the engineering sciences, social sciences and the humanities. Multi-disciplinary engagement and collaboration shall be promoted.
- d) The "Academy" has legal personality under the laws of Botswana, it may receive and dispose of property, monies and other assets and it is capable of suing and being sued under its own name.
- e) "Board" shall mean the governing body of this "Academy" appointed in terms of the constitution.
- f) Words signifying the singular number shall include plural or vice-versa unless they appear otherwise from the context.

## HEADQUARTERS OF THE ACADEMY

3.1 Its headquarters shall be at "Maranyane House, Plot 50654 Machel Drive, Gaborone, Botswana" or such other address as may subsequently be decided upon by the Board. The Society shall carry out its activities only in places and premises, which have the prior approval from the relevant authorities, where necessary.

## OBJECTIVES

4.1 The objectives of the society are:

4.1.1 To recognize, support and promote excellence in scientific research and service performed by Botswana scientists<sup>1</sup>;

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<sup>1</sup> Botswana scientist means "a scientist based in Botswana or a Botswana scientist working abroad or non-Botswana scientists involved strongly in research in Botswana or about Botswana (topics)."

- 4.1.2 To promote contacts among Botswana scientists, and with the world scientific community;
- 4.1.3 To strengthen the global position and role of scientific research performed by Botswana scientists;
- 4.1.4 To advise the government on the quality of science in Botswana, as well as on scientific aspects of social and economic issues in Botswana;
- 4.1.5 To provide information on science and build support for science by the general public in Botswana;
- 4.1.6 To advise the government on all issues related to science teaching and science education in the country;
- 4.1.7 To ensure that in Botswana research is conducted in areas or on questions of special importance and relevance to science or the nation;
- 4.1.8 In pursuing these objectives the Academy shall ensure the highest standards of independence and impartiality. Any recommendations or advice emanating from the Academy shall be merit-based and be made public unless exceptional circumstances make this impossible.

4.2 In furtherance of the above objectives, the Society may undertake, inter alia, the following activities:

- 4.2.1 Present a platform for discussion and dialogue to all Botswana scientists and elsewhere on issues of common interest;
- 4.2.2 Elect into the Fellowship of the Academy, scientists who have made outstanding contributions to their respective field(s) that meet the highest internationally accepted standards;
- 4.2.3 Represent and promote the interests of science in Botswana in national, regional and international organizations and decision-making bodies;
- 4.2.4 Conduct studies and publish reports and statements on themes and topics that relate to science in Botswana or to scientific aspects of social and economic issues in Botswana;
- 4.2.5 Award competitive research grants to Botswana scientists, and to research organizations established in, Botswana, either from its own financial resources or from financial resources made available to it;
- 4.2.6 Award medals, prizes and other honours to scientists from Botswana or elsewhere who have made outstanding contributions to their respective field(s) or to the objectives of the Society;
- 4.2.7 Publish journals, other periodicals and books, both for the community of scientists and for the public at large;
- 4.2.8 Manage, or support the management of scientific research institutions, or departments of such institutions in Botswana;
- 4.2.9 Organize conferences, workshops and symposia on themes and topics that fall within its objectives and undertake such other projects and activities as it deems appropriate for achieving its objectives.

4.3 In carrying out these activities the Academy shall endeavor to contribute to the social and economic development of Botswana. It shall also endeavor to increase awareness in the society, of the values represented by science and the scientific method.

4.4 In carrying out these activities the Academy shall maintain effective cooperation and coordination with other organizations or institutions, nationally or internationally, that have similar objectives.

## MEMBERSHIP QUALIFICATION AND RIGHTS

5.1 Members of the Society shall have the following categories:

5.1.1 Member

5.1.2 Fellow

5.1.3 Emeritus Fellow

5.1.4 Non-resident Fellow

5.1.5 Honorary Fellow

5.2 A member shall be elected by the general meeting. Member ship will be open to any person with a PhD or equivalent doctorate qualification in the disciplines indicated in 2.1 (c). Such a person should be engaged in research or the promotion of science and technology with a significant contribution to these disciplines. Contributions may include high quality publications and reports.

5.3 A Fellow shall be elected by the Fellows of the Academy from amongst active Botswana Academy of Science Members and who have, according to internationally accepted standards, made outstanding contributions to their respective field(s) of science. Fellows enjoy all the rights and have all the obligations of Membership.

5.4 A Fellow shall become an Emeritus Fellow at the end of the year in which he/she reaches the age of 70 years. Emeritus Fellows shall have the same rights and obligations as Members, except the right to be elected Officer of the Academy.

5.5 Non-resident Fellows shall be elected by the Fellows of the Academy from amongst Members who are not resident in Botswana, but who have made significant contributions to science in Botswana. Non-resident Fellows shall meet the same criteria for admission as Fellows. Non-resident Fellows shall have the same rights and obligations as Members except the right to vote in the General Meeting or to be elected Officer of the Academy.

5.6 Honorary Fellows shall be elected by the existing Fellows of the academy and endorsed by the General Meeting from amongst persons of eminence who have made outstanding contributions to the objectives of the Academy. Honorary Fellows shall have the same rights and obligations as Fellows.

5.7 The General Meeting may, on a proposal from the Board, divide the Academy 's total Membership into Classes based on discipline. It may also set an upper limit to the

number of Members that may be elected each year into a Class or, in the alternative; it may set an upper limit to the total number of Members in each Class.

5.8 Members of the Academy shall uphold the Statutes of the Academy and they shall contribute to the achievement of the objectives of the Academy.

5.9 Membership ends if a Member withdraws from the Academy provided he/she has met all financial obligations to the Academy. Membership also ends when a Member is convicted of a crime or other serious offence or is declared to be of unsound mind, each of these decisions to be made by a competent court of law or other legally designated authority.

5.10 A Member may be expelled from the Academy when that Member has acted in manifest contravention of these Statutes or has otherwise prejudiced the good name or interests of the Academy. Expulsion shall be a decision of the Board, shall be a last resort and shall be based on grounds that are communicated to the Member. Before taking a decision on expulsion, the Board shall give the Member concerned the opportunity to defend him/herself.

5.11 Persons who are below 18 years of age shall not be accepted as members without the written consent of their parent or guardian.

5.12 Only members who are above 18 years of age shall have the right to vote and to hold office in the Society.

#### APPLICATION FOR MEMBERSHIP

6.1 A person wishing to become a Member of the Academy shall do so by submitting his/her particulars to the Secretary on a prescribed form. A new member must be proposed and seconded by existing Members. The nomination will consist of the following documents: A statement of no more than 50 words, on the most significant contributions to the sciences; A motivation of no more than 250 words of why the candidate wishes to be a Member; names of three referees; a list of all significant publications or reports; and a full Curriculum Vitae (CV). His/her name will then be availed for consideration by the general membership for a period of four weeks after receipt, at the end of which time the Board will decide on membership, taking into consideration any objection raised. A copy of the Constitution shall be furnished to every approved member upon payment of any relevant subscription fee.

6.2 Fellows of the Society must be nominated and elected. Nomination shall be made in writing by two Members of the Society. A nomination shall be personally addressed to the President of the Society. Election of Fellows shall be done by Fellows of the Academy. Inaugural Fellows of the Academy will be elected by the Board following conditions set in article 6.4.

6.3 Nominations for election may be submitted at all times, but nominations received less than six months prior to the next General Meeting shall not be considered at that Meeting, but at a later General Meeting.

- 6.4 A nomination for Fellow shall consist of the following documents: (a) a statement of at most 50 words on the most significant contribution to science of the candidate; (b) a statement of at most 500 words giving the reasons why the candidate should meet the criteria for Fellowship; (c) the names of five referees with the widest possible geographical distribution who may be consulted by the Academy; (d) a list of what are considered the 12 most outstanding publications of the candidate; and (e) a full CV of the candidate including a list of all his/her major publications.
- 6.5 For each round of elections the President shall appoint a Membership Advisory Committee for each discipline, or group of disciplines, to assist him/her with the selection of the candidates to be proposed by him/her to the Fellows of the Academy. The Membership Advisory Committee should consist of Fellows to the extent possible. The list of candidates to be submitted to the Board shall be drawn up in a meeting of the Chairpersons of the Membership Advisory Committees, chaired by the President of the Society.
- 6.6 If there is a limit on the number of new Fellows that can be elected, the Fellows of the Academy shall consider not only the individual qualifications of the candidates, but also the overall balance between disciplines, age and gender in the Fellowship of the Society.
- 6.7 The Board shall draw up a Final List of candidates to be elected into the Academy. It shall provide this list and a summary background of each candidate to the Fellows of the Academy for an open vote election process. This election process can be conducted either by mail or email, as deemed feasible and appropriate by the Board:
- 6.8 The President shall present each candidate that has been elected into the Fellowship of the Society to the next General Meeting and he/she shall state the grounds for election. Fellowship becomes effective once the candidate has stated to the General Meeting that he/she accepts all rights and obligations of Fellowship.
- 6.9 All information obtained by the President, the members of the Membership Advisory Board(s), the Fellows of the Academy, the members of the Board or the staff of the Society or any other person entitled to the information on persons considered for election shall be treated as confidential to protect their privacy.

## SUBSCRIPTIONS

- 7.1 A prescribed subscription is payable within four weeks of membership being accepted by the Board, in default of which membership may be cancelled by order of the Board. Subscriptions shall be governed by regulation(s) that must be approved at a General Meeting or Extraordinary General Meeting.
- 7.2 Any additional funds required for special purposes may only be raised from members with the consent of the general meeting of the members.

## SUPREME AUTHORITY AND GENERAL MEETINGS

- 8.1 The supreme authority of the Academy is vested in a General Meeting of all the members.
- 8.2 An Annual General Meeting shall be held at least once every year in an Ordinary Session at a designated venue determined by the Board. All Members are expected to attend Ordinary Sessions.
- 8.3 At other times, an Extraordinary General Meeting shall be called by the President or upon request in writing by not less than 20% of the total voting membership and may be called at any time by order of the Board. The notice in writing shall be given to the Secretary setting forth the business that is to be considered. The Extraordinary General Meeting shall be convened within one month from receiving this request to convene an Extraordinary General Meeting.
- 8.4 If the Board does not convene within six months after the date of the receipt of the written request to convene an Extraordinary General Meeting, the members who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving four weeks' notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Academy's notice board.
- 8.5 At least four weeks' notice shall be given of an Annual General Meeting and at least two weeks' notice of an Extraordinary General Meeting. The Secretary shall send notice of meeting to all voting members stating the date, time and place of meeting. The particulars of the agenda shall be availed to the membership one week in advance of the meeting.
- 8.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.
- 8.7 The General Meeting shall make, in particular, the following decisions:
- 8.7.1 Receive and approve the Annual Report of the Academy;
  - 8.7.2 Issue overall policy guidelines to the Board;
  - 8.7.3 Review the activities, present and future, of the Academy;
  - 8.7.4 Elect the Officers of the Society;
  - 8.7.5 Elect Fellows if nominations have been submitted;
  - 8.7.6 Appoint the auditors of the financial administration of the Academy;
  - 8.7.7 Review and approve reports and accounts submitted to it;
  - 8.7.8 Award medals, prizes and other honours on behalf of the Academy.
- 8.8 The General Meeting may make formal decisions only if at least one-half of the Membership of the Academy is present. If within one hour after the scheduled opening of a General Meeting less than one-half of the Membership is present, the session shall be adjourned. In that case the Board shall invite all Members to a second session that may make formal decisions without a quorum requirement provided that there are no changes in the agenda and provided that at least two weeks have lapsed after the adjournment.
- 8.9 Unless provided otherwise, decisions of the General Meeting shall be taken by a majority vote, abstentions not considered a vote. Decisions shall be made by a show of hands

unless the General Meeting decides to vote by secret ballot. In case of a tie the President shall have a second vote.

8.10 Voting on the election of the Officers of the Society and Ordinary Members of the Board shall always be done by secret ballot;

8.11 If there is more than one candidate for a specific position as Officer of the Society or as Ordinary member of the Board, the candidate who receives one-half of the votes, abstentions not considered a vote, shall be elected. If no candidate receives one-half of the votes, the candidate with the fewest votes shall be withdrawn from the list of candidates. Voting shall then be repeated for the remaining candidates until a single candidate obtains a majority of the votes, abstentions not considered a vote.

## BOARD

9.1 The administration of the Society shall be entrusted to a Board or Management Committee. The Board shall consist of the Officers of the Society and three Ordinary Board Members indicated below, all elected from among the Members of the Society::

- a) President
- b) Vice-President
- c) Secretary General
- d) Vice Secretary General
- e) Treasurer

9.2 The members of the Board shall be elected by the General Meeting on the basis of a proposal from an ad hoc Nominating Committee appointed by the Board at least 12 months prior to the expiration of the terms in office of the incumbent Academy Officers and Ordinary Board Members. All office-bearers may be re-elected to the same or related post for a consecutive second term of office. The term of office of the Board shall be three year(s).

9.2.1 The Nominating Committee shall consist of Members of the Academy that have been active in activities of the Academy and that do not seek election into the new Board. In the composition of the Board there shall be balance, ideally, between disciplines, age, gender and institutions;

9.2.2 The Nominating Committee shall request all Members of the Academy to submit candidates for election as Society Officer and/or Ordinary Board Member. Self-nominations shall not be considered;

9.2.3 The Nominating Committee shall request incumbent Academy Officers and Ordinary Board Members who are eligible for a second term to indicate whether or not they seek such a second term;

9.2.4 At least one month prior to the General Meeting where the election is to take place, the Nominating Committee shall inform the Board in the strictest confidence of the proposed slate of new Academy Officers and Ordinary Board Members;

9.2.5 All information obtained by the members of the Nominating Committee, the members of the Board or the staff of the Academy on persons considered for election shall be treated as confidential to protect their privacy.

- 9.3 The Officers of the Academy and the Ordinary Board Members shall be elected for a term of three years and shall be eligible for re-election for one additional term, either in the same position or in another. However, if a member of the Board is elected President, he/she may have a total of three terms as member of the Board.
- 9.4 For the purpose of continuity, during the second and final term of an incumbent President the Nominating Board may recommend a President-Elect who shall be, or become, a member of the Board.
- 9.5 The Board shall fill any vacancy caused by death, resignation or incapacity of any of its members for the remainder of his/her term. A person filling a vacancy shall be eligible for election, thereafter, for two normal terms.
- 9.6 Subject to overall policy guidelines of the General Meeting, the Board shall be empowered to make decisions on all matters affecting the Academy. In particular, the Board shall make the following decisions:
- 9.6.1 Manage, coordinate and supervise all affairs of the Academy, including its financial resources and other assets;
- 9.6.2 Convene the sessions of the General Meeting and distribute invitations, including an agenda, to the Members of the Academy;
- 9.6.3 Prepare a draft Annual Report of the Society and submit it to the General Meeting for approval;
- 9.6.4 Appoint standing and temporary committees as and when the Board deems such committees necessary;
- 9.6.5 Consider any reports and accounts to be submitted to the General Meeting for review and approval by that Meeting;
- 9.6.6 Prepare decisions of the General Meeting to award medals, prizes and other honours to scientists for outstanding achievements;
- 9.6.7 Adopt bylaws to give effect to the provisions of these Statutes. The Board shall inform all Members of the Academy of any bylaws it may adopt.
- 9.7 The Board may only take formal decisions if there is a quorum of at least four members. The Board shall decide by a majority of votes, abstentions not considered a vote. In case of a tie, the President shall have a second vote. Decisions shall be made by a show of hands unless the Board decides to vote by secret ballot. In the interval between meetings of the Board a vote may be taken by email.
- 9.8 The Board shall meet at least four times a year and a newsletter giving updates on activities of the Academy and relevant events shall be sent regularly to all Members of the Academy.
- 9.9 Election of Board members will be either by show of hands or by a secret ballot, subject to the agreement of the majority of the voting members present. In the event of a tie, the Chairperson of the meeting shall have a casting vote.
- 9.10 Any member of the Board absenting himself from three meetings consecutively without satisfactory explanations or who misses more than half of all Board meetings per year shall be deemed to have withdrawn from the Board and a successor may be co-opted by the Board to serve until the next Annual General Meeting. Any



changes in the Board shall be notified to the Registrar of Societies within two (2) weeks of the change.

9.11 The duty of the Board is to organize and supervise the daily activities of the Academy. The Board may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meetings.

9.12 The Board has power to authorize expenditure from the Academy's funds for the Academy's purposes.

#### DUTIES OF OFFICE-BEARERS

10.1 The Academy shall have the following Officers: a President, a Vice-President, a Secretary General, a Vice Secretary General and a Treasurer.

10.2 The President shall be the principal officer of the Academy and he/she shall represent the Society externally. The President shall preside over all meetings of the Board and all sessions of the General Meeting. He shall present reports on the Society's activities to the Board and to General Meetings.

10.3 The Vice-President shall take the place of the President if the President is unable to attend meetings of the Board or sessions of the General Meeting or is unable to represent the Academy externally. The Vice-President may discharge such other responsibilities as the President assigns to him/her.

10.4 The Secretary General shall be responsible for all official records, including the Register of Members, of the Society and for all official correspondence of the Academy, except that which relates to finance. He/She shall preside at meetings of the Board and at sessions of the General Meeting if the President and Vice President are unable to attend.

10.5 The Vice-Secretary General shall support the Secretary General with the official records of the Academy and will take his/her place if the Secretary General is unable to attend meetings of the Board or sessions of the General Meeting. The Vice-Secretary General may discharge such other responsibilities as the Secretary General assigns to him/her.

10.6 The Treasurer shall be responsible for the financial records and administration of the Academy and for the management of all its financial resources and other assets. The Treasurer shall report annually, and at such times as the Board may determine, to the Board on the finances and accounts of the Academy. He shall present a report to each Ordinary Session of the General Meeting on the audited accounts of the Academy.

10.7 Any Officer of the Academy or an Ordinary Member of the Board who behaves in a manner that is incompatible with the responsibilities of his/her office or who accepts a position that is in conflict with those responsibilities, including a paid position at the Academy, shall resign his/her office. If he/she refuses to do so, the Board shall

propose to the General Meeting to remove him/her from office. If an Officer is expelled as a Member of the Academy, his/her term in office ends automatically.

- 10.8 The Board shall appoint an Executive Director of the Academy as the highest administrative officer of the Society for a term in office set by the Board, but not less than three years, and for a salary and other benefits also set by the Board.
- 10.8.1 Not later than 12 months prior to the end of his/her term in office the Board shall request the incumbent Executive Director to indicate whether or not he/she seeks appointment for another term in office;
- 10.8.2 If the Executive Director seeks another term, the Board shall decide whether or not to re-appoint the incumbent Executive Director;
- 10.8.3 If the incumbent Executive Director is not available or if the Board decides that a new Executive Director needs to be appointed, the Board shall appoint a Search Committee from among its members;
- 10.8.4 The Search Committee shall publicly advertise the vacancy, as well as the criteria for appointment. It shall also seek input from Academy Members;
- 10.8.5 The Board shall appoint a new Executive Director not later than two months before the end of the term of the incumbent Executive Director.
- 10.8.6 The Executive Director is accountable to the President of the Academy.
- 10.8.7 Subject to guidelines and instructions of the Board, the Executive Director shall be responsible for the administration of the Society and for the management of the office of the Academy, including the appointment of staff, the setting of salaries and other benefits and the general conduct of the staff.
- 10.8.8 The Executive Director shall support the Board in formulating and implementing the policies of the Society and he/she shall maintain working relationships with all organizations that pursue objectives similar to those of the Society.
- 10.8.9 If the Executive Director behaves in a manner that is incompatible with the responsibilities of his/her office, he/she shall resign his/her office. If he/she refuses to do so, the Board shall remove him/her from office.

## AUDIT, FINANCIAL YEAR AND FINANCIAL MANAGEMENT

- 11.1 Guided by the Treasurer, the Board shall prepare an audited statement of accounts each year in accordance with generally accepted accounting and auditing standards to be presented at the annual general meeting.
- 11.2 The Board may be required by the President to audit the Academy's accounts for any period within their tenure of office at any date and make a report to the General Meeting.
- 11.3 The financial year shall be from April 1<sup>st</sup> to March 31<sup>st</sup> of the following year.
- 11.4 The Academy is authorized to accept and receive grants, donations, gifts, bequests, trust funds and prizes from public or private national or international entities, as well as fees from its members or for any services it may render. Acceptance of such financial contributions shall be affected by the President or his/her designate under guidelines issued by the Board.

11.5 The Officers of the Academy, the Ordinary members of the Board and other Academy officials elected from amongst the Members shall not receive any salaries or other honoraria or fees. However, they shall be reimbursed for any personal expenses made in performing their duties, while the Society may compensate, in whole or in part, the organization where they work for the costs of their salary.

11.6 The Academy shall enter into financial obligations in relation to third parties only on the basis of an explicit decision of the President or his/her designate. The President or his/her designate shall enter into such financial obligations only for expenditures that are included in a budget approved by the Board.

11.7 The Academy may borrow money from established financial institutions and it may invest any funds it does not need to disburse. Investments shall be made only in financial instruments that carry a minimum of risk. Transfer of Academy funds for investment purposes shall be affected by the President or his/her designate upon a written instruction from the Board signed by the President. The members of the Academy shall be notified of all such transactions.

## TRUSTEES

12.1 If the Academy at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

12.2 The trustees of the Academy shall:

- a) Not be more than three and not less than two in number.
- b) Be elected by a General Meeting of members.
- c) Not affect any sale or mortgage of property without the prior approval of the General Meeting of members.

12.2 The office of the trustee shall be vacated:

- a) If the trustee dies or becomes a lunatic or of unsound mind.
- b) If he/she is, absent from the Republic of Botswana for a period of more than one year(s).
- c) If he/she is guilty of misconduct of such a kind as to render it undesirable that he/she continues as a trustee.
- d) If he/she submits notice of resignation from his/her trusteeship.

12.3 Notice of any proposal to remove a trustee from his/her trusteeship or to appoint a new trustee to fill a vacancy must be given by email to all members, publishing in the Academy's premises or similar form of general announcement at least two weeks before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.

12.4 The address of each immovable property, name of each trustee and any subsequent change shall be made known to all members and notified to the Registrar of Societies.

## PROHIBITIONS

- 13.1 The funds of the Academy shall not be used to pay personal fines of members who have been convicted in court of law.
- 13.2 The Academy shall not hold any lottery, whether confined to its members or not, in the name of the Academy or its office-bearers, Board or members unless with the prior approval of the relevant authorities.
- 13.3 The Academy shall not raise funds from the public for whatever purposes without the prior approval in writing from the relevant authorities.

## AMENDMENTS TO CONSTITUTION

- 14.1 No alteration or addition/deletion to this Constitution shall be made except at a general meeting and with the consent of at least 2/3 (66%) the voting members present at the General Meeting, and they shall not come into force without the written approval of the Registrar of Societies.

## DISCRETIONAL POWERS

- 15.1 In the event of any question or matter pertaining to day-to-day administration, which is not expressly provided for in this Constitution, the Board shall have power to use their own discretion. The decision of the Board shall be final unless it is reversed at a General Meeting of members.

## DISPUTES

- 16.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. The decision of the Extraordinary General Meeting shall be deemed final.

## NO CONFIDENCE

- 17.1 There shall be a vote of no confidence in the event the majority of the members are aggrieved or are at variance with the Board or a member. In that regard, the Board or the member shall vacate the office in favour of his/her deputy or some other person nominated by the general membership.
- 17.2 Where the out voted member is a Board member, the following steps shall be taken:
- 17.2.1 The above member will be expected to hand-in all the properties of the Academy to the Board.
- 17.2.2 The Academy will therefore at its meeting elect a new member to fill his/her vacancy.

## DISSOLUTION

- 18.1 The general meeting shall decide on the dissolution of the society; this should include arrangements to dispose of the assets of the Academy. A majority of 2/3 (66%) of the total membership is required to give consent for dissolution of the society. Approval to dissolve the society shall require a two-thirds majority vote, abstentions are not considered a vote. Upon dissolution, the certificate of registration should be returned to the office of Registrar of Societies for cancellation.
- 18.2 In the event of the Academy being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Academy shall be fully discharged, and the remaining funds shall be donated to an approved charity or charities registered in Botswana.
- 18.3 A Certificate of Dissolution shall be given within seven (7) days of the dissolution to the Registrar of Societies.
- 18.4 If within one hour after the scheduled opening of the General Meeting less than two-thirds of the Membership is present, the President shall adjourn the session. He/she shall then invite all Members to a second session that may take the decision to dissolve the Academy without a quorum requirement and by a majority vote, abstentions not considered a vote.

## PUBLICATIONS AND STATEMENTS

- 19.1 Publications or statements on behalf of the Academy shall not be made public until their release is approved by the Board. In particularly urgent matters, the President of the Society may decide on the public release of a publication or statement provided that its content is in line with standing policies of the Society.
- 19.2 The Board shall appoint an Editor or Editorial Board of the Academy, preferably from amongst its members, to supervise the preparation of publications for public release on behalf of the Society.
- 19.3 If the Editor or the Editorial Board considers a publication ready for release, he/she/it shall submit a proposal to the Board on the manner and mechanisms of publication and dissemination.
- 19.4 The President or the Vice-President shall supervise the preparation of all Academy statements. If the President or Vice-President considers a statement ready for release, he/she submits a proposal to the Board on the manner and mechanisms of dissemination.

## GENERAL BODY

- 20.1 The general body is empowered to approach the Board if necessary and ask for general meeting where they are entitled to put their deliberations about their dissatisfaction about the head of the club/society/office-bearer/an ordinary member

or any other matter affecting the club/society. The majority's decision shall be binding, they may discipline or expel anyone from the club if they so wish, provided that does not in any way contravene the provision of any law in Botswana.

- END -