



Cardiff Astronomical Society

Summary of the CAS Constitution

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Document History

Date	Author(s)	Version	Comments
31 Mar 2024	M Bradley	1.0	Document completely rewritten for clarity
15 Dec 2025	E Peters	1.0	Annual review with no changes

Cardiff Astronomical Society (“the Society”) became a Charitable Incorporated Organisation (a “CIO”) on 31st October 2016. As a CIO **the Society** is made up of **charity trustees** (who may delegate their functions to a **committee**) and **members**.

The Society is governed by its Constitution which can only be amended by its **members** (sometimes with Charity Commission consent – clause 28). The terms used in the Constitution are interpreted in clause 30.

The Constitution names **the Society** “Cardiff Astronomical Society”, and says it is based in Wales (clauses 1 & 2).

Clause 3 sets out the objects of **the Society** which are “to advance education in the science of astronomy and related subjects for the public benefit by furthering the knowledge of its **members**, promoting and conducting observations, and by providing facilities for active participation in astronomical observation”.

Clause 4 gives **the Society** power to borrow, buy and sell property, employ staff and invest funds, and clause 5 restricts (with minor exceptions) the use of the Society’s income and property to the promotion of its objects.

The Society’s powers are given to the **charity trustees** by clause 12, which together with clauses 13 to 20 sets out the charity trustees’ functions and duties, their appointment and eligibility,

minimum and maximum number (3 and 6 respectively), retirement and removal, the holding and conduct of their meetings, and their powers to delegate to a **committee**. Clause 12(4) names the original charity trustees. Clause 26 allows the charity trustees to make rules.

Clause 6 contains safeguards to prevent **charity trustees** (and their relatives, and business interests) from profiting from their position as charity trustees, and clause 7 disqualifies a charity trustee from discussing or voting on transactions and other matters where he or she has a conflicting interest.

Membership is dealt with in clauses 9 to 11, which detail admission procedure, members' duties, membership fees, classes and termination of membership, and the holding and conduct of members' meetings (including annual general meetings).

Clause 25 requires the **charity trustees** to prepare the accounts, records and reports required by the Charities Act 2011, and to submit them to the Charity Commission as required.

Other clauses describe how disputes are to be resolved (by mediation if possible – clause 27), how **the Society's** legal documents are to be executed (clause 21), the requirements regarding the keeping of registers (clause 23) and minutes (clause 24), and describe where electronic communications are acceptable (clause 22).

Winding up procedures are set out in clause 29, and clause 8 exonerates **members** from **the Society's** debts on winding up.

This summary should be updated whenever a change is made to the Constitution.