

Constitution

adopted on the 29th day of June 2003 at 16:45:00, Knutsford, Cheshire, UK.

A Name.

The name of the Association is Astrological Psychology Institute (UK), commonly known as API(UK) (“the Association”)

B Administration.

The Association shall be administered and managed in accordance with this constitution by the members of the Council, constituted by clause G of this constitution (“the Council”).

C Objects.

The Association’s objects (“the objects”) are:

- (1) To give English speaking students the opportunity to study and use the Huber’s psychological approach to astrological interpretation.
- (2) To teach the theory about the psychological motivations to be found in a birth chart in a manner that encourages students to develop self-awareness and personal growth.
- (3) To promote and develop the concept of astrological psychology amongst astrologers, psychologists, counsellors and others engaged in the helping professions.
- (4) To provide opportunities to develop counselling skills in association with the birth chart.
- (5) To provide a family of common interest to share experience of, and knowledge about, astrological psychology and the Huber approach.
- (6) To engage in any other activity connected with the development, education and promotion of astrological psychology or the Huber approach that the Council may deem appropriate.

D Powers.

In furtherance of the objects the Council may (subject to any consents required by law):

- (i) raise funds;
- (ii) buy, lease and maintain items necessary for the achievement of the objects;
- (iii) sell, lease or dispose of items belonging to the Association;
- (iv) borrow money and charge items belonging to the Association with repayment of the money so borrowed;
- (v) co-operate with other bodies with similar purposes;
- (vi) establish or support any other institutions formed for all or any of the objects;
- (vii) appoint and constitute advisory committees;
- (viii) do all such other lawful things as are necessary for the achievement of the objects.

E Membership.

- (1) Membership of the Association shall be open to any person interested in furthering the objects and who has paid the annual subscription laid down from time to time by the Council.
- (2) Every member over the age of 18 years shall have one vote.
- (3) The Council may by a 75% majority vote and for good reason terminate the membership of any individual: Provided that the individual concerned shall have the right to be heard by the Council, accompanied by a friend, before a final decision is made.

F Honorary Officers.

At the annual general meeting of the Association the members shall elect from amongst themselves a set of honorary officers, as documented from time to time by the Council in the document *API(UK) Council Responsibilities*. Such officers shall hold office from the conclusion of that meeting.

G Council.

- (1) The Council shall consist of not less than six members being:
 - (a) the honorary officers specified in the preceding clause;
 - (b) those listed on the API(UK) *Register of Active Tutors*;
 - (c) those advisory members designated from time to time by the Council, not normally attending Council meetings or receiving minutes;
 - (d) not more than four additional members elected at the annual general meeting who shall hold office from the conclusion of that meeting, including at least one designated as a 'student representative'.
- (2) The Council may in addition appoint not more than three co-opted members comprising no more than one third of the Council. Each such appointment shall be made at a meeting of the Council, and shall not take effect before the end of that meeting.
- (3) Members of the Council shall serve for a maximum of three years before retiring from office. They may be re-elected or re-appointed.
- (4) The proceedings of the Council shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- (5) Members of the Council shall, within 30 days of appointment, provide a written and signed declaration of acceptance and of willingness to act in the trusts of the Association, which shall be held on file.
- (6) A member of the Council shall cease to hold office if he or she:
 - (i) becomes incapable of managing and administering his or her own affairs;
 - (ii) is absent without the permission of the Council from all their meetings held within a period of twelve months and the Council resolve that his or her office be vacated; or
 - (iii) notifies to the Council a wish to resign (but only if at least three members of the Council will remain in office when the notice of resignation is to take effect).

H Council Members not to be personally interested.

No member of the Council shall receive remuneration or be interested (otherwise than as a member of the Council) in any contract entered into by Council except:

- (i) Several office holders of the Council shall receive an honorarium in addition to expenses, in recognition of their contribution. These are identified in the document *API(UK) Council Responsibilities*. The relevant amounts shall be tabled by the Council and agreed at an Annual General Meeting.
- (ii) Any member of the Council may be paid usual professional charges for business done by him/her or his/her firm when instructed by the other Council members to act in a professional capacity on behalf of the Association, provided that:
 - (a) he/she shall withdraw from any meeting at which his/her own instruction or remuneration, or that of his/her firm, is under discussion and
 - (b) at no time shall a majority of the members of the Council so benefit.

I Meetings and proceedings of the Council.

The Council shall hold at least one meeting each year. A special meeting may be called at any time by any four members of the Council upon not less than 14 days' notice being given to the other members of the Council of the matters to be discussed.

- (1) The chairperson of meetings of the Council shall be as specified in the document *API(UK) Council Responsibilities*. If this person is absent from any meeting, the Council members present shall elect one of their number to chair the meeting.
- (2) There shall be a quorum when at least five members of the Council are present at a meeting.
- (3) Every matter shall be determined by a majority of votes, save where elsewhere provided. In the case of equality of votes the motion shall be considered not carried.
- (4) The Council shall keep minutes of the proceedings of its meetings.
- (5) The Council may from time to time make and alter rules for the conduct of their business. No rule may be made which is inconsistent with this constitution.
- (6) The Council may appoint one or more sub-committees for any designated purpose: provided that any such sub-committee shall report back to the Council.
- (7) Council members unable to attend a meeting, but wishing to vote, may nominate the chair as proxy.

J Receipts and expenditure.

- (1) The funds of the Association shall be paid into an account (or accounts) operated by the Council in the name of the Association at such bank (or banks) as the Council shall from time to time decide. Payments from such an account shall be approved by the relevant office holder, and cheques drawn on the account must be signed by at least two members of the Council.
- (2) The funds belonging to the Association shall be applied only in furthering the objects.

K General Meetings.

- (1) There shall be an annual general meeting of the Association called by the Council.
- (2) The Council shall give at least 21 days' notice of this meeting to all members of the Association, who shall be entitled to attend and vote at the meeting.
- (3) The chairperson of general meetings shall be chosen in the same way as is the chairperson of Council meetings (See I(1)).
- (4) The Council shall present to each annual general meeting a report and accounts of the Association for the preceding financial year.
- (5) Nominations for election to the Council must be made by members of the Association in writing and must be in the hands of the Council's organiser at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.
- (6) The Council may call a special general meeting of the Association at any time, and must do so on the written request of at least ten members stating the business to be considered. At least 21 days' notice must be given, the notice stating the business to be discussed.
- (7) The Council shall provide for proxy voting on significant issues.

L Procedure at General Meetings.

- (1) A member appointed by the Council shall keep a record of proceedings.
- (2) There shall be a quorum when at least eight members of the Association are present at a general meeting.

M Notices.

Any notice required to be served on any member of the Association shall be in writing and shall be served by a representative of the Council, either personally or by post in a prepaid letter addressed to the member's last known address. Any such letter shall be deemed to have been received within 14 days of posting.

N Alterations to the Constitution.

The Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

O Dissolution.

If the Council decides that it is necessary or advisable to dissolve the Association it shall call a general meeting, stating the terms of the resolution to be proposed. If the proposal is confirmed by a two-thirds majority of those present and voting the Council shall have power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution(s) having objects similar to the objects of the Association as the Council may determine, or failing that shall be applied for some other purpose.

P Arrangements until first Annual General Meeting.

This constitution shall take effect as from 1st September 2003, with the Council as defined in issue 1 of the document *API(UK) Council Responsibilities*.

This constitution was adopted on the date mentioned above by the following persons whose signatures appear at the bottom of the master document.

Joyce Hopewell

Richard Llewellyn

David Kerr

Jane Brooks

Barbara Byatt

Maria Maw

Barry Hopewell