Constitution of the Meteorological Association of Southern Africa (MASA)
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PREAMBLE

We the undersigned, being representatives authorized to sign this Constitution on behalf of our respective National Meteorological Services (NMS).

IN PURSUANCE

of the cooperation envisaged in the Southern Africa Development Community (SADC) Treaty and Protocol on Transport, Communications and Meteorology, and in recognition of the international role played by the World Meteorological Organisation (WMO) in the development of meteorology,

RECOGNIZING

i) the important role of meteorological services in socio-economic development of countries, the protection of life and property and the sustainable protection of the environment, alternative service delivery frameworks and the need for efficient, affordable and effective meteorological service,

ii) the need for the region to face the new challenges and opportunities in the changing environment in which our services operate,

WISHING

to establish a regional consultative and collaborative body of NMSs to pursue, in support of one another, programmes of action to improve the quality, extent and usefulness of meteorological services in the SADC region,

NOTING

i) the trend towards provision of efficient, affordable and cost effective services to meet the growing and diverse customer needs,

ii) the need for MASA to enter into cooperation agreements with key Stakeholders for the advancement of the objectives of the Association,

HEREBY AGREE

to adopt the following Constitution.
ARTICLE 1: DEFINITIONS

In this Constitution, unless the context otherwise requires:

1.1 “Annual General Meeting” means the plenary meeting of Members as described in Article 10.1

1.2 “Associate Member” means any institution accorded membership to MASA.

1.3 “Contribution” means the financial liability for each Member described in Article 9.

1.4 “Executive Director” means the person appointed under Article 7.2.

1.5 “Extraordinary Meeting” means an extraordinary plenary meeting of Members as described in Article 10.2.

1.6 “Management Board” means the steering committee of the Association constituted as described in Article 6.

1.7 “MASA” means the Meteorological Association of Southern Africa.

1.8 “Member State” means a Member State of the SADC.

1.9 “Meeting” means an Annual General Meeting unless otherwise specified.

1.10 “Member” means a National Meteorological Service.

1.11 “NMS” means National Meteorological Service.

1.12 “SADC” means the Southern Africa Development Community established under the Treaty signed in Windhoek, Namibia.

1.13 “Secretariat” means the entity described in Article 7.

1.14 “Stakeholder” means any institution or individual that has expressed interest in, uses, consumes or provides meteorological products and/or services.

1.15 “Weather Service” or “meteorological service” is the service of a SADC Member States that is designated by the government as the National Meteorological Service in that country.

1.16 “WMO” means World Meteorological Organisation as defined by the United Nations Charter.
ARTICLE 2: ESTABLISHMENT

2.1 MASA is hereby established in accordance with the objectives of this Constitution.

2.2 MASA shall have legal personality with the capacity and power to enter into contracts, acquire, own or dispose of movable or immovable property and sue or be sued.

2.3 MASA shall have such legal capacity as is necessary for the proper exercise of its functions.

ARTICLE 3: OBJECTIVES

The objectives of MASA shall be to:

3.1 promote the development, establishment and operation of efficient, affordable and accessible meteorological services within SADC that meet the diverse needs of users.

3.2 co-ordinate and monitor programmes of action to achieve the objectives of article 3.1 within the context of the broader objectives of SADC.

3.3 arrange and promote technological and scientific co-operation amongst members

3.4 encourage co-operation amongst members in research and human resource development

3.5 enhance cooperation with the WMO, regional and international organisations and institutions for the development of meteorology and related sciences in the SADC region

3.6 provide a forum for sharing of ideas, views and experiences between Members on development of products and services

3.7 facilitate optimal utilisation of available resources in priority areas

3.8 encourage and promote harmonisation of standards and practices, and

3.9 In pursuit of its objectives, MASA shall:

3.9.1 deliberate and make recommendations to SADC-related structures or take any other appropriate action on issues relating to meteorological services, and

3.9.2 take any other action that may be necessary or desirable for the achievement of its objectives.
ARTICLE 4: MEMBERSHIP

4.1 NMSs of SADC Member States shall be eligible for membership.

4.2 Stakeholders of SADC Member States shall be eligible for associate membership.

4.3 Application for associate membership must be made through an NMS of the respective Member State subject to approval by Annual General Meeting (AGM).

4.4 An NMS which is not a signatory to this Constitution but whose country is a member of SADC may be admitted to conferences or meetings of MASA as an observer and shall not vote.

4.5 An Associate Member shall not have voting rights.

4.6 Each Member shall be represented at meetings of MASA by an official duly mandated by such Member to make decisions on their behalf.

4.7 MASA may admit regional and international organizations to meetings as observers.

4.8 Each Member and Associate Member shall be deemed to have agreed to adhere to all formal agreements, regulations and provisions of MASA and to all Articles of this Constitution.

ARTICLE 5: SUSPENSION AND TERMINATION OF MEMBERSHIP

5.1 The Management Board may recommend to the AGM the suspension of a Member or Associate Member if it:

5.1.1 fails to meet its financial obligations to MASA for up to 24 months

5.1.2 contravenes any of the provisions of this constitution

5.2 A Member or Associate Member facing suspension shall be given an opportunity to be heard before an ad hoc Committee appointed by the Management Board prior to a Meeting determining the matter.

5.3 The nature and extent of suspension penalty shall be determined by a Meeting on a case by case basis, taking into account recommendations by the Management Board and the Executive Director.

5.4 Membership of MASA may be terminated if a Member or Associate Member:
5.4.1 tenders resignation in writing giving 90 days notice,
5.4.2 legally ceases to exist,
5.4.3 fails to attend 3 consecutive AGMs without good cause.

5.5 Decision to expel a Member shall be by a two-thirds majority of total Membership.

**ARTICLE 6: MANAGEMENT BOARD**

6.1 There shall be a Management Board composed of the following:

6.1.1 A Chairperson,
6.1.2 Four (4) Members, one of whom will be Vice Chairperson,
6.1.3 Two (2) Stakeholders,
6.1.4 WMO and SADC Secretariat shall be ex-officio Members,
6.1.5 The Executive Director who shall be Secretary to the Board as an ex-officio.

6.2 Terms of Office

6.2.1 The Chairperson and Members of the Management Board shall be appointed on a rotational basis for a period of two (2) years commencing at the end of the AGM appointing them.

6.2.2 The appointment of the Management Board shall be through a roster to be decided upon during an Annual General Meeting.

6.2.3 The Executive Director shall upon the impending expiry of the term of office for the Management Board Members, advise all members of such expiry at least two months in advance.

6.2.4 Members of the Management Board shall not be entitled to a salary or other remuneration payable by MASA.

6.2.5 All eligible travel, hotel and other expenses incurred by Board Members in connection with the attendance of Meetings of the Management Board may, as fixed in the Budget, be met by MASA.

6.2.6 Eligible expenses for the purpose of this article shall be those presented by the Executive Director to and approved by a Meeting.
6.2.7 Decisions of the Management Board shall be arrived at by consensus.

6.2.8 The Management Board shall meet at least twice each calendar year. A Board meeting shall be called by giving not less than twenty-one (21) days notice.

6.2.9 Dissolution of the Management Board:

The Management Board may be dissolved by a resolution taken by a two-thirds majority decision by all Members.

6.3 Functions of the Management Board

6.3.1 To manage the existing Task Forces and Committees of MASA.

6.3.2 To manage the secretariat.

6.3.3 To approve the MASA budget to be ratified by the AGM.

6.3.4 To conduct any other business as may be delegated by the Meeting from time to time.

6.3.5 The Chairperson of the Management Board shall be responsible for overseeing the conduct of the affairs of MASA and the Secretariat, including chairing Management Board Meetings and the Annual General Meeting.

ARTICLE 7: SECRETARIAT

7.1 The Secretariat shall consist of the Executive Director and any other staff as may be determined by a Meeting.

7.2 The Executive Director shall be appointed by a Meeting and shall be the head of the Secretariat.

7.3 The terms and conditions of the employment of the Secretariat shall be determined by a Meeting in accordance with SADC protocol and provisions.

7.4 The Executive Director shall serve a maximum of two (2) year terms.

7.5 The seat of the Secretariat shall be determined by the AGM.

7.6 The mission, role and functions of the Secretariat shall be determined by the Management Board and endorsed at the first Meeting of MASA. The specific functions and activities of the Secretariat shall include:
7.6.1 Managing and reporting the finances of MASA according to accepted commercial financial management and accounting practices and in recognition of directions and guidelines determined by the Management Board.

7.6.2 Preparing, maintaining and providing an audited account of the finances of MASA.

7.6.3 Preparing the Annual Report.

7.6.4 Organising and arranging all meetings of MASA, including issuing notices of meetings to members and assisting members with their arrangements for attending meetings.

7.6.5 Taking, producing, distributing and maintaining a record of the proceedings of Meetings.

7.6.6 Maintaining the records of MASA in accordance with sound archival principles and legal requirements.

7.6.7 Assisting task forces and committees in carrying out their project and other work activities assigned to them by a Meeting or as determined in an adopted action plan.

7.6.8 Preparing annual budget.

7.6.9 Preparing the business plan and associated action plan;

7.6.10 Obtaining and analysing information and data relevant to the functions of MASA and distributing as appropriate to members.

7.6.11 Receiving processing and distributing relevant documentation submitted for consideration by meetings.

7.6.12 Representing MASA in regional and international Meetings.

7.6.13 Implementing resolutions of the Meeting and the Board

7.6.14 Attending to resource mobilisation

7.6.15 Providing other general secretariat duties to facilitate the efficient and effective functioning of MASA

7.7 Vacation of office of the Executive Director

The Executive Director may vacate office:
7.5.1 at the expiry of term of office

7.5.2 at the recommendation of the Management Board and subject to a resolution reached by a two thirds (2/3) of the total Membership

7.5.3 upon resignation giving at least ninety (90) days’ written notice

ARTICLE 8: TASK FORCE AND COMMITTEES

8.1 MASA may establish Task Forces for a limited period, to deal with aspects of the business or other matters relevant to MASA’s mission, objectives and role.

8.2 The terms of reference of any Task Force shall be drawn up by the Executive Director and approved by the Management Board.

8.3 Task Forces shall consist of nominated experts relevant to assigned work.

8.4 MASA may establish Committees to deal with specific issues on a long-term basis.

ARTICLE 9: FINANCIAL ARRANGEMENTS

9.1 Members shall contribute to the cost of the operation of MASA in a manner to be decided by a Meeting.

9.2 Associate Members shall also contribute to the cost of operation of MASA at half the rate of a full Member.

9.3 Annual contributions shall fall due on or before the beginning of the financial year. The financial year of MASA starts on the first of April each year.

9.4 The management of the funds of MASA shall be in accordance with the rules set and approved by a Meeting.

9.5 The accounts and financial records of MASA shall be subject to an external audit following the completion of each financial year.

9.6 The Executive Director shall report on the financial position of MASA as required by the Board and annually at the AGM.

9.7 MASA may engage in fund-raising ventures and other resource mobilisation activities to support its operations.
ARTICLE 10: MEETINGS

10.1 Annual General Meeting.

The AGM shall be held once each year in accordance with SADC practice for hosting meetings.

10.2 Extraordinary Meeting

10.2.1 An Extraordinary Meeting may be held as and when necessary.

10.2.2 An Extraordinary Meeting shall have the same authority and decision-making power as an Annual General Meeting, and shall be governed by the same provisions.

10.3 Venue of Meetings

The venue for meetings will be determined by the Management Board taking into consideration cost, accessibility, issues of general rotation and host offers made by Member States.

10.4 Costs of attending meetings.

10.4.1 The Costs of attending Annual and/or Extraordinary meetings shall be borne by its Membership.

10.4.2 The Costs of participation by the Secretariat shall be borne by MASA.

10.4.3 The expenses of the Management Board for Board Meetings shall be borne by MASA in conformity with and to the limits of the provisions of Article 6.2.5.

10.5 Quorum

The quorum for an Annual General Meeting and a General Meeting shall be a simple majority [fifty per cent plus one] of Members eligible to vote.

10.6 Voting

10.6.1 Decisions at general meetings other than Constitutional Matters (covered by 16.3) shall be sought through a consensus. Where a consensus cannot be reached a vote shall be taken.

10.6.2 Where a vote is taken, decisions shall be taken by a simple majority of Members.

10.6.3 Each Member shall have one vote at any Meeting.
ARTICLE 11: RESIDUAL POWERS

All powers not provided for specifically in this Constitution shall be exercised by a Meeting.

ARTICLE 12: ENTRY INTO FORCE

12.1 This Constitution shall enter into force on the date it is signed by at least 50 percent of SADC Member States.

12.2 For other SADC countries subsequently admitted to membership, such Membership shall come into force on the date of the deposit of the signature on the Constitution of the Member with the Secretariat.

ARTICLE 13: DEPOSITORY

This Constitution shall be deposited with the SADC Secretariat, who shall transmit certified signed copies to all Member States.

ARTICLE 14: DISSOLUTION

MASA may be dissolved by a resolution taken by a two-thirds majority decision at an AGM. The resolution shall determine the terms and conditions of dealing with the liabilities and the disposal of the assets of MASA.

ARTICLE 15: INDEMNITY

Every officer, employee and agent of MASA shall be indemnified by MASA against any liability incurred in the bona fide exercise of their duties.

ARTICLE 16: AMENDMENT TO THE CONSTITUTION

16.1 This Constitution may be amended at an AGM, provided that a notice of amendment supported by at least one other Member State is received by the Executive Director at least 90 days prior to the date of the Meeting.

16.2 The Executive Director shall immediately give notice of the proposed amendment to all Members.

16.3 An amendment is adopted when agreed upon by two-thirds of MASA Members voting at an AGM. It shall come into force on the date it is adopted by the AGM.

ARTICLE 17: INTERPRETATION

The decisions of MASA shall be final in the interpretation of this Constitution.
ARTICLE 18: DISPUTE RESOLUTION

18.1 Any dispute arising from matters, other than the application or interpretation of this Constitution, between MASA and the Secretariat that cannot be settled, shall be referred to a Meeting for mediation.

18.2 Should there be no agreement during mediation, the matter shall be referred to Arbitration.

18.3 The mediator and arbitrator shall be appointed by SADC.

18.4 The decision of the presiding officer during arbitration shall be binding and final.
ARTICLE 19: SIGNATORIES

The following Representatives of National Meteorological Services of Members States have signed this Constitution

For Instituto Nacional de Hidrometeorologia e Geofisica
ANGOLA

For Department of Meteorological Services
BOTSWANA

For Agence nationale de meteorology et de Teledetection par satellite (METTELSAT)
DEMOCRATIC REPUBLIC OF CONGO

For Lesotho Meteorological Services
LESOTHO

For Meteorological Department of
MALAWI

For Mauritius Meteorological Service
MAURITIUS

For Instituto Nacional de Meteorologia
MOZAMBIQUE

For Namibia Meteorological Service
NAMIBIA

For Direction de la meteorology et de l'hydrologie
MADAGASCAR

For South African Weather Service
SOUTH AFRICA

For Swaziland Meteorological Service
SWAZILAND

For Tanzania Meteorological Agency
UNITED REPUBLIC OF TANZANIA

For Zambia Meteorological Department
ZAMBIA

For Meteorological Services Department
ZIMBABWE

For National Meteorological Services
SEYCHELLES