

CONSTITUTION

GREYTON CONSERVATION SOCIETY

Preamble

This constitution follows the original constitution of the Greyton Conservation Society dated 20 April 2001, amended on 14 April 2010 which becomes null and void following the signature of this 2013 constitution by the Chairman and Secretary

1. Name

1.1 The organisation hereby constituted will be called the **Greyton Conservation Society** (hereinafter referred to as the **organisation**)

1.2 Legal persona of the organisation:

- Exists in its own right, separately from its members.
- Continue to exist even when its membership changes and there are different office bearers.
- Be able to own property and other possessions.
- Be able to sue and be sued in its own name.

2. Objectives of the Organisation

- 1) To actively engage in the conservation, rehabilitation and protection of the natural environment, including flora and fauna, in the Greyton Nature Reserve and Erf 595, the Greyton Commonage, including those parcels of land earmarked for future conservation purposes. This includes, but is not limited to, regular invasive alien vegetation hacking activities, and the establishment and implementation of an Alien Invasive Plant Management Plan.
- 2) To actively engage in the promotion of, and education in, matters relating to environmental awareness, clean-up and greening of the local environment. This will be particularly aimed at and includes all local schools.
- 3) To safeguard, through conservation activities and education, the built environment including the historical origins, heritage, and architecture of Greyton and its surrounds including the lei-water irrigation system and historic streetscapes.
- 4) To encourage, protect and create interest in our local crafts and cultural activities.
- 5) To co-operate with local and conservation authorities on all matters within our mandate.

3. Income and property

- 3.1 The organisation will keep record of everything it owns.
- 3.2 The organisation may not give any of its money or property to its members or office bearers, with the exception of 3.3 below.
- 3.3 A member of the organisation may only be reimbursed by the organisation for expenses that he or she has paid on behalf of the organisation.
- 3.4 Members or office bearers of the organisation do not have rights over things that belong to the organisation.

4. Membership and General Meetings

- 4.1 If a person wants to become a member of the organisation, he or she will have to ask the management committee of the organisation and will have to pay the annual subscription. The management committee has the right to say no.
- 4.2 Members of the organisation must attend its annual general meeting. At the annual general meeting members exercise their right to determine the policy of the organisation.

5. Management

- 5.1 A management committee will manage the organisation. The management committee will be made up of not less than 7 (seven) members and are elected at an Annual General Meeting. The office bearers of Chairman, Vice-Chairman, Treasurer and Secretary are elected internally.
- 5.2 Office bearers will serve for one year, but can stand for re-election indefinitely.
- 5.3 If a member of the management committee does not attend three consecutive meetings without having applied for and obtained leave of absence, then the committee must find a new member to take that person's place.
- 5.4 The management committee will meet at least once every two months. More than half of its members need to be at the meeting to make decisions that are allowed to be carried forward. This constitutes a quorum.
- 5.5 Minutes will be taken at every meeting to record the management committee's decisions. The minutes of each meeting will be given to members at least two weeks before the next meeting. The minutes shall be confirmed as a true record of proceedings by the next meeting of the management committee, and shall

thereafter be signed by the chairperson.

- 5.6 The organisation has the right to form sub-committees. The decisions that sub-committees take must be given to the management committee, the latter to agree to them or not at its next meeting. This meeting should take place soon after the sub-committee's meeting. By agreeing to decisions the management committee ratifies them.
- 5.7 All members of the organisation have to abide by decisions that are taken by the management committee.
- 5.8 The management committee shall elect from amongst its members a chairperson, vice chairperson, treasurer and secretary.

6. Powers of the organisation

- 6.1 The management committee may take on the power and authority that it believes it needs to be able to achieve the objectives that are stated in point number 2 of this constitution. Its activities must abide by the law.
- 6.2 The management committee has the power and authority to raise funds or to invite and receive contributions.
- 6.3 The management committee have the power to buy, hire or exchange for any property that it needs to achieve its objectives.
- 6.4 The management committee has the right to make rules for proper management, including procedure for application, approval and termination of membership.
- 6.5 The organisation will decide on the powers and functions of office bearers.
- 6.6 The management committee has the right to fill vacancies which may occur on the committee.
- 6.6 The chairperson has the power to co-opt further committee members provided the approval of the management committee has been obtained.

7. Meetings and Procedures of the Management Committee

- 7.1 The management committee must hold at least nine ordinary meetings per year.
- 7.2 The chairperson, or two members of the committee, can call a special meeting if they want to. They must let the other members know the date of the proposed meeting not less than 14 days before it is due to take place. They must also tell the other members which issues will be discussed at the special meeting.
- 7.3 The chairperson shall chair management committee meetings. If the chairperson

does not attend a meeting, then members who are present must choose which of them will chair that meeting. This must be done before the meeting starts.

- 7.4 There shall be a quorum whenever such a meeting is held.
- 7.5 If necessary, the management committee will vote on issues. If the votes are equal on an issue, then the chairperson has either a second or a deciding vote.
- 7.6 Minutes of all meetings must be kept safely and always be on hand for members to consult.
- 7.7 The management committee can set up sub-committees to do work or do an enquiry. There must be at least three members on a sub-committee. The sub-committee must report back to the management committee on a regular basis.

8. Annual General Meetings

- 8.1 The annual general meeting must be held once a year, not later than ten weeks after the end of the financial year.
- 8.2 The organisation should deal with the following business, amongst others, at its annual general meeting:

- Open the meeting
- Agree to the items on the agenda
- Keep a register of attendance and apologies
- Read and confirm the minutes of the previous annual general meeting
- Read the Chairman's report
- Approve the Auditor's financial statements
- Elect an auditor for the next year
- Consider changes to the constitution
- Elect a new management committee
- Discuss items of a general nature
- Close the meeting

- 8.3 Written notice of an annual general meeting must be given at least fourteen days prior to such a meeting.

9. Finance

- 9.1 A chartered accountant shall be appointed at the annual general meeting to compile annual financial statements in terms of applicable accounting principles. Management or members in general meeting may call for an audit of the Society's books and records at any time.

- 9.2 The treasurer must control the day to day finances of the organisation. The

treasurer shall arrange for funds to be put into bank accounts in the name of the organisation. The treasurer must also keep suitable records of all the finances.

- 9.3 Whenever funds are withdrawn from a bank account, at least two signatures are required to sign the cheque or withdrawal. The chairmen, treasurer and one other member have signing rights.
- 9.4 The financial year ends on the last day of February of each year.
- 9.5 The organisation's accounting records and reports must be ready and handed to the director of non-profit organisations within six months after the financial year end.
- 9.6 If the organisation has funds that can be invested, the funds may only be invested with registered financial institutions. These institutions are listed in Section 1 of the Financial Institutions (Investments of Funds) Act, 1984. The organisation can go to different banks to seek advice on the best way to invest its funds. The organisation may also invest in securities, listed on a licensed stock exchange as set out in the Stock Exchange Control Act, 1985.

10. Changes to the Constitution

- 10.1 The constitution can be changed by a resolution. The resolution has to be agreed upon and passed by not less than two-thirds of the members who are at the annual general meeting or special general meeting. Members must vote at the meeting to change the constitution.
- 10.2 Two-thirds of the members shall be present at a meeting before a decision to change the constitution is taken. Any annual general meeting may vote upon such a motion, if the details of the changes are set out in the notice referred to in point 10.3.
- 10.3 A written notice must go out not less than fourteen days before a meeting at which the changes to the constitution are going to be proposed. The notice must indicate the proposed changes to the constitution that will be discussed at the meeting.
- 10.4 No amendments may be made which would have the effect of making the organisation cease to exist.

11. Dissolution / Winding Up

11.1 The organisation may close down if at least two-thirds of the members present and voting at a special meeting convened for the purpose of considering such matter, are in favour of closing down.

11.2 When the organisation closes down it has to pay off all its debts. After doing

