

CONSTITUTION

1. NAME

- 1.1 The name of the organisation hereby constituted will be called **STILL BAY ANIMAL PROTECTION/STILBAAI DIEREBESKERMING**.
- 1.1.1 From 15th November 2016 we shall publically be known as **STILL BAY ANIMAL PROTECTION** so as to avoid any possible confusion with any other organisation(s).
- 1.2 Its shortened name will be **SBAP/SD** (hereafter referred to as the organisation).
- 1.2.1 From 15th November 2016 its shortened name will be **SBAP**.

BODY CORPORATE

- 1.3 The organisation shall:
- Exist 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
- 1.4 The website will be www.sbap.co.za with this domain held by and directly controlled by **STILL BAY ANIMAL PROTECTION**.

2. OBJECTIVES

- (a) The organisation's main objectives are to:
1. Resuscitate, give first aid and/or emergency treatment when and where veterinary services are not available.
 2. To prevent cruelty to animals and promote animal welfare by:
 - 2.1 Continuously supplying information, educating and on the spot teaching.
 - 2.2 Targeting the youth by giving on-going talks at the schools.
 - 2.3 Promoting sterilization of both male and female domestic pets to control population and improve the wellbeing of same.
 3. To maintain and protect animal and bird life in their natural environment.
 4. All of the above is mainly targeted to the previously disadvantaged people and area.
- (b) The organisation's secondary objectives will be to:
1. Raise funds in order to fulfil our main objectives.

This will be accomplished by our fund raising committee who organise:

 - Annual Arts and Crafts Fair
 - Annual Golf Day
 - Bi-monthly street collections
 - Raffles
 - Concerts etc.
 2. Help and advice similar organisations

3. INCOME AND PROPERTY

- 3.1 The organisation will keep a record of everything that it owns.
- 3.2 The organisation may not give any of its money or property to its members or office bearers.
- The only time it may and can do this is when it pays for work that a member or office bearer has done for the organisation. The payment must be a reasonable amount for the work that has been done.
- 3.3 A member of the organisation can only get money back from the organisation for expenses that he/she has paid for on behalf of the organisation.

4. MEMBERSHIP AND GENERAL MEETINGS

- 4.1 If a person wants to become a member of the organisation, he/she will have to ask the organisation's management committee. The management committee has the right to refuse membership.
- 4.2 Members of the organisation must attend its annual general meetings. At the AGM members exercise their right to determine the policy of the organisation.
- 4.3 A member may tell the management committee if he/she wants to resign. But he/she can only do this if there is still at least three members of the management committee left behind once the member has left.
- 4.4 If the management committee has a good reason to do so, and if all the management committee members agree, it can end any individual or member organisation's membership. But the individual has the right to be heard by the committee. When the hearing takes place, the person can bring an outside person along if he/she wants to. The hearing must take place before the organisation makes a final decision.
- 4.5 Membership fees: The management committee shall decide upon the annual fees payable by members.

5. MANAGEMENT

- 5.1 A management committee will manage the organisation. The management committee will be made up of not less than 4 (four) members. They are the office bearers of the organisation:
- Chairperson
 - Treasurer/Secretary
 - Field Worker(s)
- 5.2 Office bearers will serve for one year but they may stand for re-election for another term of office if the management committee is satisfied with their service.
- 5.3 Office bearers are not liable for any obligations and liabilities of the organisation by virtue of their status as members or office bearers of the organisation.
- 5.4 Office bearers are not personally liable for any loss suffered by any person as a result of an act or omission which occurs in good faith while the office bearer is performing functions for or on behalf of the organisation.
- 5.5 If a member of the management committee does not attend three consecutive meetings without due cause and an apology, then the management committee has a right to appoint a new member to take that person's place.
- 5.6 The management committee will meet on a regular basis, as the need arises or a minimum of four times per annum. At least 3 (three) members have to be present to make decisions that are allowed to be carried forward. This constitutes a "quorum".
- 5.7 Minutes will be taken at every meeting to record the management committee's decisions. The minutes of each meeting will be given to the management committee 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.

- 5.8 The organisation has the right to form sub-committees. The decisions that sub-committees take, must be given to the management committee. The management committee must decide whether 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.
- 5.9 All members of the organisation have to abide by decisions that are taken by the management committee.

6. POWER OF THE ORGANISATION

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.

- 6.1 The management committee has the power and authority to raise funds or to invite and receive contributions.
- 6.2 The management committee does, however, have the power to buy, hire, or exchange for any property that it needs to achieve its objectives.
- 6.3 The management committee has the right to make by-laws for proper management, including procedure for application, approval and termination of membership.
- 6.4 Organisation will decide on the powers and functions of office bearers.
 - 6.4.1 Chairperson: The Chairperson will manage all the functions of the organisation and delegate specific functions where necessary.
 - 6.4.2 Secretary/Treasurer: This office bearer shall record all minutes of meetings, handle any administration work, pay all accounts, keep the books in order and keep all files up to date and any other function as agreed by the management committee.
 - 6.4.3 Field Worker: This person shall work directly with the animals and ensure that all the objectives of the organisation are met.

7. MEETINGS AND PROCEDURES OF THE COMMITTEE

- 7.1 The management must hold at least two ordinary meetings each year.
- 7.2 The chairperson, or two members of the committee, can call a special meeting if they want to. But they must let other management committee members know the date of the proposed meeting not less than 2 days before it is due to take place. They must also tell the other members of the committee which issues will be discussed at the meeting. If, however, one of the matters to be discussed is to appoint a new management committee member, then those calling the meeting must give the other committee members not less than 15 days' notice.
- 7.3 The Chairperson shall act as the Chairperson of the management committee. If the chairperson does not attend a meeting then members of the committee who are present choose which one of them will chair that meeting. This must be done before the meetings starts.
- 7.4 There shall be a quorum whenever such a meeting is held.
- 7.5 When 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 If the management committee thinks it is necessary, then it can decide to set up one or more sub-committees.

It may decide to do this to get some work done quickly. Or it may want a sub-committee to do an inquiry, for example. There must be at least two people on a sub-committee. The sub-committee must report back to the management committee on its activities on a regular basis.

8. ANNUAL GENERAL MEETINGS

The annual general meetings must be held once a year, towards the end of the organisation's financial year.

The organisation should deal with the following business, amongst others, at the general meeting:

- Agree to the items to be discussed on the agenda
- Write down who is there and who has sent apologies because they are unable to attend the meeting.
- Read and confirm the previous meeting's minutes with the matters arising.
- Chairperson's report
- Field worker's report
- Treasurer's report
- Changes to the constitution that members may want to make
- Elect new office bearers
- General
- Close the meeting

9. FINANCE

- 9.1 An accounting officer shall be appointed at the general meeting. His/her duty is to audit and check on the finances of the organisation.
- 9.2 The treasurer's job is to control the day-to-day finances of the organisation. The treasurer shall arrange for all funds to be put into a bank account in the name of the organisation. The treasurer must keep proper records of all the finances.
- 9.3 Whenever funds are taken out of the bank account, the chairperson and at least one other member of the organisation must sign the withdrawal or cheque.
- 9.4 The financial year end of the organisation ends on the last day of February each year.
- 9.5 The organisation's account 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 invest with registered financial institutions. These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984. Or the organisation can get securities that are listed on a licensed stock exchange as set out in the Stock Exchange Control Act, 1985. The organisation can go to different banks to seek advice on the best way to look after its funds.

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 this meeting to change the constitution.
- 10.2 Two thirds of the members shall be present at a meeting ("the quorum") before a decision to change the constitution is taken. Any annual general meeting may vote upon such a notion; if the details of the changes are set out in the notice referred to in 7.3.
- 10.3 A written notice must go out not less than 14 (fourteen) days before the 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 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 this, if there is property or money leftover it should not be paid or given to members of the organisation. It should be given in some way to another non-profit organisation that has similar objectives. The organisation's general meeting can decide what organisation it should be.

12. ADOPTION OF THE CONSTITUTION

This constitution was approved and accepted by members of **STILL BAY ANIMAL PROTECTION/ STILBAAI DIEREBESKERMING** at a special (general) meeting held on 30th October 2018

SIGNED BY:

Full Name: BRIAN FRASER

Title: **Chairperson**

Signature: _____



Full Name: FELICITY ROBERTS

Title: **Secretary**

Signature: _____



Full Name: ELAINE M. HAROY

Title: **Vice Chairperson**

Signature: _____


Full Name: Elmané Venter

Title: **Treasurer**

Signature: _____


ALL PERSONS SIGNING THIS DOCUMENT SHOULD ALSO PLACE THEIR INITIALS ON THE BOTTOM OF EVERY PAGE OF THE CONSTITUTION.

