



CONSTITUTION OF PHELEZELA CHILDREN OF OUR LAND

1. **Name:**

- 1.1 The organisation hereby constituted will be called Phelezela Children of our Land.
- 1.2 Its shortened name will be Phelezela COOL (hereinafter referred to as “the organisation”).

2. **Body corporate:**

The organisation shall:

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

3. **Objectives:**

- 3.1 The organisation’s primary objective shall be to care for the welfare of children in South Africa so that they may cope adequately with the challenges of development and life.
- 3.2 The organisation’s secondary objectives shall be:
 - 3.2.1 To provide schooling and related assistance to indigent children;
 - 3.2.2 To motivate the youth of South Africa and to empower them to cope with the challenges of life;
 - 3.2.3 To promote unity, peaceful co-existence and mutual respect among all South Africans;
 - 3.2.4 To encourage all South Africans to participate and contribute to poverty alleviation and eradication programs;
 - 3.2.5 To work in collaboration with other organisations with similar aims and objectives;
 - 3.2.6 To raise, receive and hold funds, from any lawful source, for the purposes of achieving the objectives of the organisation, and to manage, administer and disburse those funds in pursuance of the objectives of the organisation and for administrative purposes;
 - 3.2.7 Conduct and operate any financial assistance and/or subsidy programme and/or project to achieve the objectives of the organisation and to co-operate with any other association of persons conducting such a programme or project;
 - 3.2.8 Provide and make available funds by way of loans, grants, donations, bursaries, scholarships or gifts, upon such terms and conditions as the Committee may in their sole discretion decide, but which shall be consistent with the objectives of the organisation and for the benefit of those the organisation is intended to serve and to encourage, initiate, promote, take part in or hold shares in, or sustain any such project or programme;

- 3.2.9 Guarantee, upon such conditions as the Committee may determine, the obligations of any person, including any association of persons, in respect of any activity such person may engage in, which the Committee deem to be consistent with the objectives of the organisation.

4. **Income and property:**

- 4.1 The organisation will keep a record of everything it owns.
- 4.2 The organisation may not give any of its money or property to its members or office bearers. The only time it 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 and the work must have been authorised by the organisation.
- 4.3 A member of the organisation can only get money back from the organisation for reasonable and authorised expenses that she or he has paid for or on behalf of the organisation.
- 4.4 Members or office bearers of the organisation do not have rights over things that belong to the organisation.

5. **Membership and General Meetings:**

5.1 **Office Bearers:**

The organisation may elect the following office bearers:

- 5.1.1 Chairperson;
- 5.1.2 3 Vice- Chairpersons;
- 5.1.3 2 Honorary Secretary;
- 5.1.4 2 Honorary Treasurer;
- 5.1.5 2 Public Relations Officer.
- 5.2 In addition to the above office bearers, not more than eleven (11) and not less than seven (7) additional committee members may be elected to serve on the management committee.

5.3 **Membership :**

- 5.3.1 Membership of the organisation shall be open to the public.
- 5.3.2 If a person wants to become a member of the organisation, she or he will have to ask the organisation's management committee and pay an annual subscription fee. The management committee may decide to accept the person for membership and has the right to say no.
- 5.3.3 The management committee may also invite people to be members.
- 5.3.4 Members of the organisation should attend its annual general meetings.
- 5.3.5 At the annual general meeting members exercise their right to determine the policy of the organisation.
- 5.3.6 Members who have paid their subscriptions will be eligible to a voice and a vote at the general meetings of the organisation.
- 5.3.7 The AGM of the organisation may decide to award honorary membership to such person's as it may elect as Patrons.

6. **Management:**

- 6.1 A management committee made up of not more than twenty one (21) members including the office bearers of the organisation will manage the organisation.
- 6.2 The term of office of office bearers and other management committee members will be one (1) year, i.e., from one AGM to the next. Depending on what kind of services they give to the organisation, they can stand for re-election into office for further terms.
- 6.3 If a member of the management committee does not attend three management committee meetings in a row, without having applied for and obtaining leave of absence from the management committee, then the management committee will be entitled to terminate such member's membership of the management committee and find a new member to take that person's place.
- 6.4 The management committee will meet at least once a month.
- 6.5 Minutes will be taken at every meeting to record the management committee's decisions. The minutes of each meeting will be given to 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.
- 6.6 All members of the organisation have to abide by decisions that are taken by the management committee.

7. **Powers of the organisation:**

The management committee may take on such power and authority that it believes it needs to be able to achieve the objectives that are stated in clause 3 of this constitution. Its activities must abide by the law. Without reducing the general powers provided for in this constitution, the management committee may do the following:

- 7.1 The management committee has the power and authority to raise funds or to invite and receive contributions.
- 7.2 The management committee does, however, have the power to buy, hire or exchange for any property that it needs to achieve its objectives.
- 7.3 The management committee has the right to make rules for the proper management of the organisation, including procedures for meetings and the application, approval and termination of membership.
- 7.4 Except as may be inconsistent with the provisions of this constitution, the management committee will decide on the powers and functions of office bearers.

8. **Meetings and procedures:**

- 8.1 The management committee must hold at least two general meetings of members each year.
- 8.2 The chairperson, or two members of the committee, can call a special meeting if they want to. But they must let the other management committee members know the date of the proposed meeting not less than 21 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 21 days notice.
- 8.3 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 must choose which one of them will chair that meeting. This must be done before the meeting starts.
- 8.4 A quorum for all meetings of the organisation shall be not less than half of members entitled to be at the meeting.
 - 8.5 When necessary, the management committee will vote on issues. If the votes are equal on an issue, then the chairperson has a second or deciding vote.
 - 8.6 Minutes of all meetings must be kept safely and always be on hand for members to consult.
 - 8.7 If the management committee thinks it is necessary, then it can decide to set up one or more subcommittees. There must be at least two people on a sub-committee. The sub-committee must report back to the management committee on its activities. It should do this regularly. The decisions that sub-committees take must be confirmed by the management committee. The management committee must decide whether to agree to them or not at its next meeting. This meeting should take place as soon as possible after the sub-committee's meeting. By agreeing to decisions the management committee ratifies them.

9. **Annual General Meetings:**

The annual general meeting must be held once every year, not later than two month's after the closing of the organisation's financial year. Members shall be given not less than 21 days notice of the meeting, together with the agenda. The organisation should deal with the following business, amongst others, at its annual general meeting:

- 9.1 Confirm that notice of the meeting has been given.
- 9.2 Confirm the agenda.
- 9.3 Write down who is there and who has sent apologies because they cannot attend.
- 9.4 Read and confirm the previous meeting's minutes with matters arising.
- 9.5 Chairperson's report.
- 9.6 Treasurer's report and the fixing of the annual subscription.
- 9.7 Appointment of an honorary Auditor.
- 9.8 Changes to the constitution that members may want to make.
- 9.9 Election of office bearers.
- 9.10 General.
- 9.11 Close the meeting.

10. **Finance:**

- 10.1 An honorary auditor shall be appointed at the annual general meeting. His or her duty is to audit and check on the finances of the organisation.
- 10.2 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/s in the name of the organisation. The treasurer must also keep proper records of all the finances.
- 10.3 Whenever funds are taken out of the bank account, at least two delegated members of the organisation must authorise the withdrawal, transfer, payment or cheque. Such transactions may be made by cheque or electronic or internet banking.
- 10.4 The financial year of the organisation shall be a full 12 months period ending on last day February each year.
- 10.5 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.
- 10.6 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 (Investment of Funds) Act, 1984. The organisation can go to different banks to seek advice on the best way to look after its funds.

11. **Changes to the constitution:**

- 11.1 The constitution can be changed by a resolution passed and voted upon by not less than two thirds (2/3) of the members who are present and entitled to vote at the annual general meeting or special general meeting.
- 11.2 Two thirds of the members shall be present at the meeting (“the quorum”) before a decision to change the constitution is taken. A vote upon such a resolution may only take place if the details of the proposed changes to the constitution are set out in the notice and agenda referred to in clause 8 above.
- 11.3 No amendments may be made which would have the effect of making the organisation cease to exist.

12 **Dissolution:**

The organisation may be wound up by resolution of not less than two-thirds (2/3) of the members present and voting at a Special General Meeting called for that purpose. The organisation shall appoint liquidators and shall specify that the assets of the organisation, if any remain after the satisfaction of its debts and liabilities, be transferred to another non-profit organisation with objectives similar to those of the organisation.

It is hereby confirmed that this Constitution was adopted by the membership at the inaugural meeting of the organisation held at Pietermaritzburg on the 25th day of April 2007.

KUBEN PILLAY
Secretary

VICTOR T. PILLAY
Chairperson