

# **CONSTITUTION OF THE FRIENDS OF THE CERES TOGRYERS MUSEUM.**

## **1. NAME**

NAME OF THE ORGANISATION IS FRIENDS OF THE TOGRYERS MUSEUM

## **2. BODY COORPORATE**

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 assets

## **3. AIMS**

The aims of the association are:

- 3.1 Creating an awareness, and preserving and promoting the greater Ceres general culture-historical events.
- 3.2 Gather information about the history of Ceres
- 3.3 Arrange functions and outings to broaden the knowledge of the association members.
- 3.4 Recruit members from the community
- 3.5 Support the Transport Riders Museum

## **4. MANAGEMENT**

- 4.1 Fifty percent of management will be elected at a general meeting annually for a two year term.
- 4.2 The management committee shall be elected from the members
- 4.3 The committee will comprise of Chairperson, Vice chairperson, Secretary and two additional members
- 4.4 If deemed necessary other committee members can be co-opted.
- 4.5 A member of this committee will be nominated to serve on the management committee of the Museum
- 4.6 2 Office-bearers are not personally liable for any loss suffered by any person as an 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. RESIGNATION:**

- 5.1 An Office Bearer may/ MUST resign from office in writing

## **6. POWERS OF THE ORGANISATION**

6.1 The Board shall carry out the powers on behalf of the organisation and they shall manage the affairs of the organisation in accordance with the resolutions of the members as shall be taken from time to time at General Meetings of the organisation.

6.2 The Board is responsible for making decisions, and acting on such decisions, which it believes it needs to make in order to achieve the objectives of the organisation as stated in point number 3 of this constitution. However, such decisions and their activities may not be against the resolutions of the members or be against the law of the Republic of South Africa.

6.3 The Board shall have the general powers and authority to:-

6.3.1 raise funds or to invite and receive contributions.

6.3.2 form sub-committees as and when it is necessary for proper functioning of the organisation.

## **7. MEETINGS**

### **7.1 Annual General Meetings (AGM)**

7.1.1 Stakeholders of the organisation must attend its annual general meetings.

7.1.2 The purpose of an Annual General Meeting (AGM) is to:

- Report back to stakeholders by the Office Bearers on the achievements and work of the past year.
- Make any changes to the constitution.
- Enable members to decide on the policies of the organisation.
- The annual general meeting must be held once every year, within three months of the closing of the financial year

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

- Agree to the items to be discussed on the agenda.
- Keep an attendance register
- Read and confirm the (previous meeting's) minutes of the previous meeting (with) and attend to any matters arising.
- Chairperson's report.
- Treasurer's report.
- Changes to the constitution that members may want to make.
- Elect new office bearers.
- General.

- Close the meeting.

## **7.2 Special General Meetings**

7.2.1 The Special General Meeting (SGM) or any other special meeting is held outside of the normal or regular meetings.

7.2.2 Special or extraordinary meetings can take the shape of an Annual General Meeting (AGM) or any ordinary meeting of members.

7.2.3 The Board or not less than one-third of the members may call a Special General Meeting of the organisation.

7.2.4 Special meetings may be called when the Board needs the mandate or guidance of the general members of the organisation to take up issues that require urgent attention and cannot wait until the next regular AGM or ordinary meeting.

## **7.3 Ordinary Meetings**

7.3.1 Ordinary members meetings are conducted to complete a standard order of business of the organisation. These are held once a quarter and are attended by the board.

7.3.2 The meetings of the Board will be held at least once a quarter or when a need arises from time to time to conduct the business of the Board.

## **7.4 Notices of Meetings**

7.4.1 The Chairperson of the Board shall convene meetings. The Secretary must let all Board members know the date of the proposed meeting within a reasonable time, but not less than seven (7) days, before it is due to take place.

7.4.2 However, when convening an AGM, or a Special General Meeting, all members of the organisation must be informed of the meeting no less than fourteen (14) days before such a meeting.

7.4.3 Notices of all meetings provided for in this constitution must be given to relevant members in writing, either personally, by post or electronic communication or whichever manner it is convenient, to the address or other similar particulars provided by the members.

7.4.4 The notices for all meetings must indicate the reasons for the meeting and the matters that will be discussed in the meeting.

## **7.5 Quorums**

7.5.1 Quorums for all meetings of the organisation shall be a simple majority (50% + 1) of relevant members who are expected to attend

7.5.2 However, for the purpose of considering changes to this constitution, or the dissolution of the organisation, then a two thirds ( $\frac{2}{3}$ ) of the members shall be present at a meeting to make a quorum before a decision to change the constitution is taken.

7.5.3 All meetings of the organisation must have a quorum before they can start.

7.4.4 If, however a quorum is not present within fifteen minutes of the appointed time of the meeting, the meeting must be adjourned or postponed to another date, within fourteen days (thereafter).

7.4.5 If no quorum is present at the reconvened meeting within fifteen minutes of the appointed time, the members present shall constitute (be regarded to make up) a quorum (for that meeting) and the meeting will continue (as if a quorum is present).

## **7.6 Procedures at Meetings**

7.6.1 The Board may regulate its meetings and proceedings as it deems fit, subject to the following

7.6.2 That the Chairperson shall chair all meetings of the organisation, including that of the Board.

7.6.3 That, if the Chairperson is not present, the Vice-Chairperson shall chair such meeting. In the event both are absent, the Board members present at the meeting shall elect a chairperson for that meeting.

## **7.7 Making decisions in meetings**

7.7.1 Where possible, the decisions of the organisations shall be taken by consensus. However, when there is no consensus, then members will discuss options for a while and then call for a vote.

7.7.2 All votes shall be counted and the majority votes on an issues shall be regarded as the decision of the meeting

7.7.3 However, if opposing votes are equal on an issue, then the chairperson in that meeting has either a second or a deciding vote.

7.7.4 All members must abide by the majority decision

7.7.5 Decisions concerning changes to this constitution, or of dissolution and closing down of the organisation, shall only be dealt with in terms of clauses 9 and 10 of this constitution.

## **7.8 Records of meetings**

7.8.1 Proper minutes and attendance records must be kept of all meetings (of the organisation.)

7.8.2 The minutes shall be confirmed as a true record of proceedings by the next meeting of the Board, or of general members, and shall thereafter be signed by the chairperson.

7.8.3 Minutes shall thereafter be kept safely and always be on hand for members to consult.

## **8 MEMBERSHIP**

8.1 Membership of the association is open to individuals or institutions (who may be interested)

8.2 Subscriptions will be determined annually on 1 April

8.3 Membership fees will be payable annually

8.4 Membership fees will be determined by the members at the annual general meeting.

8.5 Membership will lapse if fees are more than 6 months in arrears

8.6 Membership categories are a) individual, b) Family and c) Association or business

## **9. FINANCIAL MANAGEMENT**

### **9.1 Account**

9.1.1 A savings account will be opened in the name of the association at a commercial bank.

9.1.2 The chairperson and secretary will manage the account

9.1.3 Funds may only be used for the aims of the association

### **9.2 Financial year-end**

9.2.1 The financial year end of the Organisation shall be end of March each year.

9.2.2 The financial statements must be presented to the members at the annual general meeting.

### **9.3 Income and Property**

9.3.1 Organisation's income and property are not distributable to its members or office-bearers, except as reasonable compensation for services rendered.

9.3.2 The Board or members of the organisation do not have rights over things that belong to the organisation

## **10. CHANGES TO THE CONSTITUTION**

10.1 As provided for in clause 7, written notices must go out not less than fourteen (14) 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.

## **11. DISSOLVING THE ORGANISATION**

11.1 The organisation may dissolve (or close down) if at least two thirds ( $\frac{2}{3}$ ) of the members present and voting at a meeting convened for the purpose of considering such matter, are in favour.

11.2 When the organisation closes down it has to pay off all its debts. (After doing this, if there is property or money left over it should not be paid or given to members of the organisation)

11.3 Should the association be dissolved, the remaining funds and assets must be given to the Togryers museum.

This constitution was approved and accepted by members of

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At a special (general) meeting held on ..... (Day/Month/Year)

.....

Secretary

.....

Chairperson