

CONSTITUTION

1. NAME

The name of the organisation shall be Child Welfare South Africa: Port Shepstone, hereafter referred to as CWSA: Port Shepstone and which shall comprise of ordinary, honorary, co-opted, advisory and corporate members of the Society.

2. AREA OF OPERATION

The organisation shall operate in the Magisterial District of Port Shepstone, on the coast, from Melville Beach in the north to Shelly Beach in the south and inland to Oshabeni and Paddock.

3. REGISTRATION

CWSA: Port Shepstone shall be registered in terms of all relevant legislation.

4. AFFILIATION

CWSA: Port Shepstone shall be affiliated to CHILD WELFARE SOUTH AFRICA, hereafter referred to as CWSA, adhere to all its affiliation membership requirements and pay the required affiliation fee as determined by CWSA.

5. OBJECT

The object of the organisation shall be to protect and promote the interests, well-being, safety and development of children within the context of family and community and to safe-guard the rights of children.

In order to achieve said object the organisation shall, inter alia:

- 5.1 Be voluntary by nature and this characteristic shall be reflected in its management.
- 5.2 Remain non-governmental and independent; no resources will be used - directly or indirectly - to support, advance or oppose any political party.
- 5.3 Confirm its belief in the dignity, diversity, equality and worth of all people.
- 5.4 Provide appropriate and relevant services in the form and language which is accessible and acceptable to all the people in its area of operation.
- 5.5 Render child, family and community-centred services for the protection and welfare of children.
- 5.6 Facilitate the development of human and structural resources within its area of operation in order to preserve family life by promoting self-reliance and enhancing community support networks.
- 5.7 Emphasize preventative, promotional and developmental approaches in the planning and implementation of its services.



- 5.8 Create public awareness of the needs and rights of children and the society's responsibility to create a nurturing environment for them and advocate, promote and support legislative and other measures designed to meet the needs and protect the rights of children.
- 5.9 Take steps to bring about the removal of conditions detrimental to the emotional and physical well-being of the children, families and the community it services.
- 5.10 Seek, create, liaise with and/or collaborate and develop networks with government and other organisations.
- 5.11 Identify, investigate, assess and undertake research in respect of social and other conditions and deficiencies in services and legislation relevant to the organisation and the recipients of its services.
- 5.12 Initiate and undertake fundraising and public relations activities. Said activities are to be carried on in a non-profit manner with altruistic and philanthropic intent. No activity will promote the economic self-interest of any fiduciary or employee of the organisation otherwise than by way of reasonable remuneration.
- 5.13 Compile statistical data to facilitate the organisation's own planning and service rendering and furnish CWSA and relevant state departments with statistical data in the manner and form as prescribed, as well as other information required by CWSA from time to time;
- 5.14 Facilitate and provide training for the organisation's human resources.
- 5.15 Utilise its property and income solely in the furtherance of its object, including payment in good faith of remuneration to its officers and employees for services rendered to CWSA: Port Shepstone. No remuneration will be paid to any employee, office bearer, member or other person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its objects.
- 5.16 Take all such actions as may be necessary to achieve its objective.

6. STATUS

- 6.1 CWSA: Port Shepstone shall have full legal status and, therefore, the capacity to acquire rights and incur obligations, the capacity to conclude any juristic act and the capacity to sue or be sued in its own name.
- 6.2 All assets, funds and property of CWSA: Port Shepstone shall be held or registered in the name of CWSA: Port Shepstone and no member or office bearer shall have any rights to property or other assets of CWSA: Port Shepstone. Solely by virtue of them being members or office-bearers.
- 6.3 CWSA: Port Shepstone shall have the right to challenge any infringement or threat to any inalienable right of any child in a competent court of law. CWSA: Port Shepstone may apply to this court of law for appropriate relief, which may include a declaration of rights.



7. MEMBERSHIPS

Membership shall be as follows:

7.1 Ordinary Members

Any person who has been accepted as an ordinary member, who is over the age of eighteen (18) and has paid an annual membership fee as determined by the Management Committee from time to time, becomes a voting member with a right to vote at Annual General Meetings, Special General Meetings and at the meetings of every committee on which such a member sits, as well as meetings referred to in clause 11 and 12 of this Constitution.

7.2 Honorary Members

Any person(s) duly elected by the members of the organisation at an Annual General Meeting (AGM), provided that two thirds (2/3) of the members present at a duly constituted AGM vote for the election of such honorary member(s).

7.3 Co-opted Members

The Management Committee of CWSA: Port Shepstone may on the proposal of one (1) of its members at any time co-opt any person, provided that two thirds (2/3) of its members present at a duly constituted meeting, vote for the co-option of such a person. However, the number of co-opted members on the management committee may at no time exceed four (4) and when co-option is considered, the management committee shall have regard to creating a situation of gender, racial and geographical balance as far as reasonably possible, on the management committee. Such co-opted members shall have full voting powers. The member or members duly co-opted shall so serve until the next Annual General Meeting.

7.4 Advisory Members

The Management Committee may invite persons for their special interest, knowledge and experience to serve in any general or specific branch of the organisation's work in an advisory capacity but shall have no vote.

7.5 Corporate Members

Any community based organization/ institution that support the object of CWSA: Port Shepstone may become a member provided that the majority of the Management Committee support the membership. If accepted, a corporate member must subscribe to an Annual membership fee as determined by the management committee from time to time. Such a corporate member must appoint a person to represent it at any General meeting of the CWSA: Port Shepstone. Such a person has the right to one (1) vote. The management committee reserve the right to review this membership at any time.

7.6 Forfeiture or Termination of Membership of CWSA: Port Shepstone

7.6.1 The organisation may terminate the membership of any person.

7.6.2 For any good reason.

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7.7 Liability of members

No member of CWSA: Port Shepstone shall be liable for any of the obligations of the organization (CWSA: Port Shepstone) by virtue of his/her status as a member of CWSA: Port Shepstone.

7.8 CWSA: Port Shepstone shall:

- 7.8.1** Be a body corporate and shall have an identity and existence distinct from its members and/or office-bearers;
- 7.8.2** Still continues to exist even when its membership changes and there are different office-bearers.

8. MANAGEMENT AND COMMITTEES

8.1 Management Committee

The property and management of the affairs of the organization shall be vested in the Management Committee which shall consist of the Chairperson, Vice-Chairperson, Secretary, Treasurer and six (6) other members, together with those chairpersons of sub-Committees who are members of the Management Committee. The Management Committee shall at no time consist of less than six (6) members.

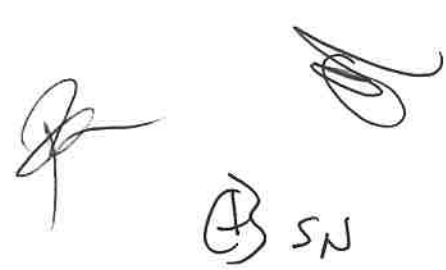
8.2 Election of the Management Committee

- 8.2.1** At every Annual General Meeting a Management Committee consisting of not less than six (6) and not more than ten (10) members are elected from the members of the organization.
- 8.2.2** Nominations for members of the Management Committee shall be submitted to the secretary, in writing, at least three (3) days before the meeting. In the event that no written nominations are received timeously in due form, nominations may be accepted at the AGM or a Special General Meeting as the case may be. Provided further, that nomination may also be accepted if seconded by at least two-thirds (2/3) of those present and voting.
- 8.2.1** Additional members may be co-opted by the Management Committee, subject to the maximum number of members prescribed in clause 8.2.2 above.
- 8.2.3** The chairperson is an ex-officio member of the sub-committee.
- 8.2.4** Should the number of members of the Management Committee drop to below six (6), a Special General Meeting should be called to fill the vacancies.

8.3 Functions of the Management Committee

The functions of the Management Committee are as follows:

- 8.3.1** To elect from its members, the Executive Committee of the organization, this shall include the office-bearers and two (2) other members of the Management Committee.
- 8.3.2** To endeavour to raise funds in order to further the object of CWSA: Port Shepstone.

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8.3.3 To nominate honorary life members of the organisation from time to time.

8.3.4 In general, to further the work of CWSA: Port Shepstone in accordance with the policy of the organization and subject to such directions as may be provided by the organization from time to time.

8.4 POWER OF THE MANAGEMENT COMMITTEE

8.4.1 The Management Committee shall carry out the work of CWSA: PORT Shepstone in such a manner as it may deem necessary and proper, subject however, to the general policy of the organization and to such special instructions as may be laid down or given by the organization from time to time.

8.4.2 No member of the Management Committee shall have any direct interest or derive any gain from contracts the Management Committee shall conclude with any company.

8.4.3 No Management Committee member shall be liable for any of the obligation and liabilities of the organization solely by virtue of her/his status as a member of the Management Committee of CWSA: Port Shepstone.

8.4.4 In addition to its general powers, the Management Committee shall have the power on behalf of the organization:

8.4.4.1 To appoint officials and determine their conditions of services and to appoint others in their place;

8.4.4.2 To enter into contracts and agreements for the use and benefit of the organization;

8.4.5 The Management Committee shall have the power on behalf of the organization in matters of finance:

8.4.5.1 To collect and receive moneys from the government, provincial, public and private sources and when the services of an outsourced fundraiser are utilised to raise funds for the organisation, the costs (remuneration, commission included) shall not be more than 40% of total funds raised;

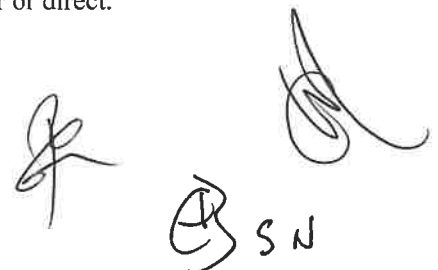
8.4.5.2 To make investments, both long term and short term, to realise any investments, to change the same and to reinvest any money. It shall be in their discretion as to the nature of any loans or investments made and the security to be taken, if any;

8.4.5.3 To acquire by purchase, loan or otherwise, movable and immovable property and to mortgage, sell, let or otherwise dispose of same.

8.4.6 The Management Committee shall have the power on behalf of the organization in matters of property:

8.4.6.1 To acquire and dispose of property both movable and immovable, to mortgage and encumber the property and assets of the organization and to lease any of its property. All property belongs to the organization or to which it is or may become entitled, shall be registered in the name of the CWSA: Port Shepstone. All transactions with regard to the property and assets of the organization shall be affected by the Management Committee.

8.4.6.2 The Management Committee shall have the power to give transfer and delivery of property; shall hold and stand possessed of the property assets of the organisation in such manner as the Management Committee shall from time-to-time order or direct.

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8.4.6.3 To utilise any property or income solely in the furtherance of its aims and objects and it is prohibited to transfer any portion thereof directly or indirectly in any manner whatsoever so as to profit any person, other than by way of payment in good faith of reasonable services rendered to the organization.

8.5 EXECUTIVE COMMITTEE

8.5.1 Election and Composition:

8.5.1.1 At the meeting of the newly elected Management Committee an Executive Committee of six (6) members, which includes the office-bearers, is elected from the members of the Management Committee.

8.5.1.2 Elections need not be conducted by close ballot unless so requested by any member of the Management Committee at its first Management Committee meeting.

8.5.1.3 The newly elected members of the Executive Committee will comprise the following office-bearers and additional members:

8.5.1.3.1 Chairperson

8.5.1.3.2 Vice Chairperson

8.5.1.3.3 Treasurer

8.5.1.3.4 Secretary

8.5.1.3.5 Additional Members

8.5.2 For the purpose of conducting meetings up to and including the elections in terms of this constitution, outgoing office-bearers shall retain their positions until new office-bearers have been elected.

8.6 SUB-COMMITTEES

For the purpose of dealing with the different activities of CWSA: Port Shepstone the Management Committee shall have the power to appoint Sub-Committees, the members of which shall be appointed from amongst the members of the organization.

The convenor of each of the Sub-Committees referred to in clause 8.6 shall be represented on the Management Committee and shall be responsible for reporting on his/her committee's activities, at Management Committee meetings. Each Sub-Committee should consist of at least 3 or more members.

8.7 VACANCIES

8.7.1 Vacancies occurring during the year shall be filled by the committees through co-option of members of the organization.

8.7.2 Resignations must be tendered in writing to the secretary.

8.8 FORFEITURE AND TERMINATION OF MEMBERSHIP OF A COMMITTEE

8.8.1 Any member of a committee who is absent without leave for three (3) consecutive meetings shall lose her/his membership of such committee.

8.8.2 The person whose membership is about to be ended by the Management Committee, has the right to be heard by the Committee.

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8.8.3 When a hearing as referred to in clause 8.8.2, takes place, the person concerned may bring another member of the CWSA: Port Shepstone, who is not a member of the Management Committee to support him/her, on the following conditions:

8.8.3.1 that the Management Committee be informed of the attendance of the other member at least three (3) days before the hearing;

8.8.3.2 that conditions with regard to the role the other member will play during the proceedings, be negotiated between the Management Committee and the person referred to in clause 8.8.3, bearing in mind that the other person will have no voting rights.

9. MEETINGS OF CWSA: PORT SHEPSTONE

9.1 Annual General Meeting

9.1.1 An Annual General Meeting of the organization shall be held within six (6) months after the end of each financial year – being 31 March of the given year.

9.1.2 The Secretary shall give at least twenty-one (21) days written notice of the venue and date of the Annual General Meeting to every member of the organization.

9.1.3 The Chairperson shall preside at the Annual General Meeting. In his/her absence the Vice-Chairperson shall preside, while an Acting Chairperson will be appointed at said meeting should neither the Chairperson nor Vice-Chairperson be present.

9.1.4 The Management Committee of the organization shall be elected at every Annual General Meeting, as prescribed in clause 8.2.

9.1.5 The Electoral Officer, who is not a member of the organization, shall preside over the election of Management Committee members.

9.1.6 Each member present at the meeting has one (1) vote, whilst the Chairperson, as the case may be, has both an ordinary and a casting vote in the event of a draw.

9.2 Quorum

9.2.1 At the Annual General Meeting 50% plus one (1) of the current members constitute a quorum.

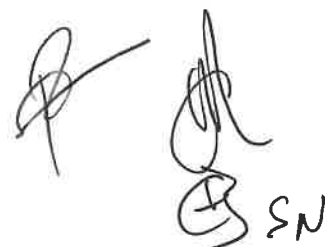
9.2.2 If, after thirty (30) minutes of the scheduled time of a meeting, no quorum is present, the meeting will be postponed to a day within the following ten (10) days. Time and place will be decided by members present. If, at the following meeting, no quorum is present within thirty (30) minutes of the scheduled time, the members present will form a quorum with full power to proceed with the agenda.

9.3 Auditor

At each Annual General Meeting an Auditor for the ensuing year shall be appointed or re-appointed.

9.4 Patrons

The organization may elect one (1) or more Patrons at Annual General Meeting, with prior notice having been given to members of the organization. The member or members duly elected shall so serve until the next Annual General Meeting.

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Any person elected as Patron shall be entitled to attend any meeting of the organization and participate in deliberations, but shall have no vote.

9.5 Annual Report

At every Annual General Meeting of CWSA: Port Shepstone the Management Committee shall present a report on the work of the past year, together with an audited financial statement signed by the Auditor, the Honorary Treasure and the Chairperson, showing receipts and expenditure and the financial position of the organization.

9.6 Special General Meeting

9.6.1 A Special General Meeting may be called by the Management Committee or by the Management Committee acting on the written request of at least three (3) members of the organization. A written agenda for the proposed Special General Meeting must be submitted.

9.6.2 Written notice of the meeting shall be sent to all members at least twenty-one (21) days before the date of the proposed meeting and a copy of the agenda shall be annexed thereto. The meeting shall be restricted to those matters contained in said agenda.

9.6.3 Each member present at the meeting has one (1) vote, whilst the chairperson, as the case may be, has both an ordinary and a casting vote in the event of a draw.

9.7 Meetings of the Management Committee

9.7.1 The Management Committee shall meet at least four (4) times per year.

9.7.2 The Secretary of the organization shall give at least seven (7) days' notice to each member of the Management Committee, of the venue and date of the meeting.

9.7.3 Five (5) members of the Management Committee shall constitute a quorum.

9.7.4 The Chairperson of the organization or in his/her absence, the Vice Chairperson, or in Their absence an acting chairperson, as the case may be, shall preside at meetings of the Management Committee.

9.7.5 Each Member of the Management Committee is entitled to one (1) vote, whilst in the event of a draw, the chairperson or the Vice-Chairperson or the Acting Chairperson, as the case may be, has both an ordinary and a casting vote.

9.7.6 The Management Committee may invite or allow any person to attend meetings in an advisory capacity or otherwise, but such persons are not entitled to vote.

9.7.7 Special meetings of the Management Committee shall be called by the Chairperson at his/her discretion or upon the written request of any three (3) members of the Management Committee.

9.8 Meetings of the Executive Committee

9.8.1 The Executive Committee shall meet when necessary.

9.8.2 The Secretary shall give notice to each member.

9.8.3 Three (3) of the members of this Committee, form a quorum.

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- 9.8.4 All decisions taken at these meetings must be ratified by the Management Committee at their meeting.

9.9 **Meetings of the Sub-Committees**

- 9.9.1 The above-mentioned Committee shall meet at least six (6) times per year.
- 9.9.2 Any other meeting procedures shall be detailed in the 'Terms of Reference' of any such Committee.

9.10 **Minutes**

- 9.10.1 Minutes will be taken at meetings of all Committees, to record decisions.
- 9.10.2 The above-mentioned minutes will be made available to members of all Committees.

10. **FINANCE AND ASSETS**

- 10.1 The Honorary Treasurer shall receive all monies paid to the organization and shall keep correct books of accounts and records in accordance with generally accepted accounting practices, containing a full and accurate record of all the organization's financial transactions. All payments shall be made by the Honorary Treasurer promptly and in accordance with instructions of the Management Committee. Official receipts shall be issued for all monies received.
- 10.2 A Bank Account shall be opened in the name of CWSA: Port Shepstone and cheques must be signed by any two of the following:
- 10.2.1 Chairperson, Treasurer, Secretary or any other office-bearer authorised by the Management Committee. All monies received by the CWSA: Port Shepstone shall be deposited in the organization's bank account on the date of receipt.
- 10.3 The financial year of the organization shall be from 1 April of a given year to the 31st of March of the following year.
- 10.4 The funds of the organisation will be used solely for the objects for which it was established.
- 10.5 No funds will be distributed to any person, other than in the course of undertaking a public benefit activity.
- 10.6 The organisation will not be party to, or does not knowingly permit, or has not knowingly permitted, itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under the Income Tax Act or any other Act administered by the Commissioner.
- 10.7 No donation will be excepted which is revocable at the instance of the donor for reasons other than material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of Section 18A; provided that a donor (other than a donor which is and approved public benefit organisation or an institution, board or body which is exempt from tax in terms of section 10(1)(cA)(i), which has as its sole or principal object the carrying on of any public benefit activity) may not impose any conditions which could enable such

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donor to derive some direct or indirect benefit from the application of such donation.

11. AMENDMENTS TO THE CONSTITUTION:

- 11.1 No amendments to the constitution may be made except at the Annual General Meeting or at a Special General Meeting after thirty (30) days written notice of the proposed amendment(s) has been given to the Secretary.
- 11.2 Any proposed amendment must be approved by a two-thirds (2/3) majority vote of members present at said Annual General Meeting or Special General Meeting.
- 11.3 All members must be given at least twenty-eight (28) days written notice of the proposed amendment(s) and date venue of the meeting.
- 11.4 A copy of all amendments to the constitution will be submitted to the Commissioner for the South African Revenue Service.

12. DISSOLUTION OF CWSA: PORT SHEPSTONE

Subject to statutory requirements in terms of CWSA: Port Shepstone's affiliation agreement with Child Welfare South Africa, the organization shall dissolve as follows:

- 12.1 A resolution passed by a majority of two-thirds (2/3) of the votes of members of the organization present in person, at a meeting of members duly convened for the purpose of dissolution.
- 12.2 Should the attendance be less than the prescribed quorum, a second meeting of the members shall be convened not earlier than seven (7) days after the first meeting. At said meeting a total number of the members present shall form a quorum and a majority of votes shall be binding.
- 12.3 The meetings referred to in the above clauses shall be convened by a notice posted to each member of the organization at his/her registered address at least twenty-one (21) days before the date of the meeting. Said notice must stipulate the object of the meeting and state the date and place at which the meeting will be held.

13. DISPOSAL OF ASSETS

- 13.1 Property and other assets of CWSA: Port Shepstone shall be disposed of in such a way as may be decided upon by a majority of votes from the members present at the meeting as referred to in clause 12.2.1 provided that if, upon winding up or dissolution of the organization, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the organization, but shall be transferred to CWSA subject to the following conditions:
 - 13.1.1 Such assets to be kept in trust for a period of five (5) years subject to clause 13.1.2; 13.1.3 and 13.1.4.
 - 13.1.2 Interest be credited in favour of CWSA and that the total amount, i.e. capital plus interest, be refunded to the organization concerned, in the event of resuscitation of that organization within this period of five years.
 - 13.1.3 After a period of five (5) years has lapsed there being no signs of resuscitation of the organization, the total number of the assets (capital plus interest) be transferred to the accumulated funds of CWSA.

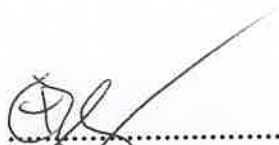


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- 13.1.4** The transfer of all such property as stated above to CWSA shall only be implemented provided that the said organization is approved in terms of section 30 of the Income Tax Act; or is an institution, board or body which is exempt from payment of income tax in terms of section 10(1)(cA)(i) and has as its sole or principal object the carrying on of any public benefit activity; or is a department of state or administration in the national, provincial or local sphere of government as contemplated in section 10(1)(a) or (b) of the Act.

**AMENDMENTS APPROVED AND ACCEPTED BY MEMBERS OF CHILD WELFARE
SOUTH AFRICA: AT THE ANNUAL/SPECIAL GENERAL MEETING, HELD**

ON THE 11TH Day of SEPTEMBER 2024


.....
CHAIRPERSON
Mr C Van Biljon


.....
VICE-CHAIRPERSON
Mr S Naidoo


.....
SECRETARY
Mrs C Marais


.....
TREASURER
M R Lautan