

CONSTITUTION

OF

HLANGANANI
NGOTHANDO
ORGANISATION

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Welfare Organisation No. BWO 03 – 14 00106
Fund Raising No. 06 600906 0009

1.0 NAME

The name and designation of the Organisation shall be HLANGANANI NGOTANDO ORGANISATION (hereinafter referred to as “the Organisation”).

2.0 AREA OF OPERATION

The activities of the Organisation shall be confined to the Republic of South Africa (including territories which formerly formed part of the Republic) and the funds of the Organisation shall be applied within this area.

2.2 The Organisation shall furthermore accept contributions from outside the Republic of South Africa.

2.3 Funds available for investment shall only be invested with registered financial institutions as defined in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984, and in securities listed on a licensed stock exchange as defined in the Stock Exchanges Control Act, 1985, (Act No. 1 of 1985).
Notwithstanding the above, any shares which are donated or bequeathed to the Organisation may be retained by the Organisation.

2.4 The Organisation shall not have the power to carry on any business. (This includes, inter alia, ordinary trading operations in the commercial sense, speculative transactions, divided stripping activities as well as the letting of the property on a systematic or regular basis.)

3.0 AIMS AND OBJECTS

The Organisation shall be a non-denominational Christian non-profit community based organization with the following aims and objectives :

3.1 To facilitate the development of the human capacity and self reliance within a caring and enabling socio-economic environment. This will be done by rendering service, in a holistic approach, to children, youth, men, woman and families, and older persons in an holistic manner ensuring the right of all people to development, security and enhancement of quality of life.
This we shall endeavour to achieve by:

- 3.1.1 maintaining Esinqobile Therapy Centre to provide quality therapeutic treatment appropriate for brain injured children in order to ensure them maximum quality of life and development.
- 3.1.2 maintaining Esinqobile Special Pre-School to provide specialized education for all those who might benefit and still require therapy.
- 3.1.3 running groups in which young people will be encouraged to develop self-reliance by being provided with opportunity to build their own capacity and support networks to act on their own choices and sense of responsibility. These groups shall be instructed in scriptural principles, health, nutrition, sexual education, communication, life skills and relationship building, amongst other general educational instructional areas.
- 3.1.4 running groups in the outlying areas to empower woman to enhance their quality of life by enabling them through lessons in scriptural principles, health, nutrition, preventative medicine, and general education for the life thereby promoting and protecting the stability of marriage and family life.
- 3.1.5 creating opportunities for employment for rural persons, including in-service training in therapeutic skills, so enabling them to make a positive contribution to society and to develop self esteem and self-radiance.
- 3.1.6 facilitating literacy and numeracy and further studies as well as skills building in the community.
- 3.1.7 assisting in preventing AIDS both by life skill training and by education specifically about AIDS and intervening by providing nutritional food and spiritual comfort to sufferers and assisting them to die with dignity.
- 3.1.8 providing for the spiritual and material needs of the elderly and infirm.
- 3.1.9 demonstrating Christian love and values through evangelism and Christian example and activities.
- 3.1.10 actively assisting poverty relief in the community by creating sustainable employment and encouraging self employment through developing entrepreneurial skills.
- 3.1.11 ensuring maximum efficiency with respect to the accountability and administration of funds.

4.0 ADMINISTRATION

4.1 The Organisation shall function through a Management Committee, consisting of not less than seven and not more than twelve members.

4.2 Members of the Management Committee shall be elected at an Annual General Meeting or other meeting called for the purpose and shall, subject to the provisions of sub-clause 4.3, hold office for two years, after which period they shall retire, but may be re-elected for further consecutive two-year periods.

4.3 Four (4) of the members of the first Management Committee shall retire after one (1) year, but may be re-elected.

4.4 In the event of the death or resignation of a member of the Management Committee, a Special General Meeting may be called for the purpose of electing a successor.

4.5 Any member of the Management Committee elected in terms of sub-clause 4.4 shall serve for the remainder of his predecessor's term of office.

4.6 The Management Committee shall appoint from its own membership a Chairman, Vice-Chairman, Honorary Secretary and Honorary Treasurer.

4.7 The Management Committee shall be responsible for:

4.7.1 the implementation of the aims and objects of the Organisation as set forth in Clause 3 above;

4.7.2 the proper administration of the funds of the Organisation.

4.8 The Management Committee shall have the right to co-opt any person or persons, to set up sub-committees for any specific purpose and to this end the Management Committee shall have the right to delegate such of its own powers to a sub-committee as may be necessary.

4.9 The quorum necessary for the conduct of business by the Management Committee shall be four (4) of the members thereof personally present.

4.10 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, or at the next meeting, if the meeting needs to be called at less than two weeks notice.

5.0 GENERAL MEETINGS

5.1 The business year shall end on 31st March each year.

5.2 The Annual General Meeting shall be held as soon as practicable after that date, and in any case, within six months thereof.

- 5.3 A copy of the audited financial statements and annual report submitted to the Director of Fund-raising as required by the regulations framed under the Fund-raising Act, 1978 (Act No. 107 of 1978), shall be presented by the Honorary Treasurer at the Annual General Meeting.
- 5.4 Reports of the various aspects of the work shall be presented at the Annual General Meeting.
- 5.5 Written notice of any General Meeting shall be given to the members at least fourteen days prior to the proposed meeting.
- 5.6 The quorum necessary for the conduct of business at an Annual General Meeting and any Special General Meeting shall be ten (10) of the registered members personally present.
- 5.7 A Special General Meeting may be called by the Management Committee at any time for the purpose of dealing with any matter which cannot be held over until the next Annual General Meeting.
- 5.8 A Special General Meeting shall be called by the Honorary Secretary of the Organisation if, and when, such a meeting is requested in writing by not less than ten (10) members of the Organisation whose signatures shall appear on such request; provided the subject matter is submitted in writing so that it may be considered by the Management Committee prior to the meeting. Such Special General Meeting shall be called within one month of the receipt of a request in Terms of this sub-clause.

6.0 MEMBERSHIP

- 6.1 Membership shall, subject to the provisions of sub-clause 6.2, be open to any person and especially to all those who have actively supported the Organisation by way of financial donations and other expressions of loyalty and interest.
- 6.2 Any prospective member shall be required to accept in writing the aims and objects of the Organisation.
- 6.3 A register of the names and addresses of members shall be kept and maintained By the Honorary Secretary.
- 6.4 The Management Committee shall be entitled to fix an annual membership fee and to vary same from time to time.
- 6.5 Paid-up members shall be entitled :
- 6.5.1 to attend all general meetings of the Organisation and to vote thereat either in person or by proxy;
- 6.5.2 to inspect the books and records of the Organisation at all reasonable times;

6.5.3 generally to participate in all the activities of the Organization.

7.0 TRUSTEES

7.1 The trustees or the Organisation shall be four in number, comprising :

7.1.1 the Chairman

7.1.2 the Vice-Chairman; and

7.1.3 two other members of the Organisation to be appointed by the Management Committee.

7.2 The Trustees shall be empowered to sign any document relating to immovable property; provided that the signatures of any three of them shall be necessary and sufficient at any one time.

7.3 In the event of the death or resignation of any of the Trustees referred to in clause 7.1.3, a successor shall be appointed by the Management Committee.

8.0 PROPERTY

8.1 The Organisation shall be entitled to acquire movable and immovable property of whatever kind and shall have full powers to deal therewith in any manner, whether by mortgage, pledge, alienation by sale, donation or otherwise, and shall be empowered to borrow money with or without security.

8.2 The Trustees shall hold all property in trust for the Organisation, and all immovable property shall be registered in the name of the Organisation.

8.3 It shall not be competent for the Trustees to purchase or lease immovable property, or to mortgage, hypothecate or otherwise alienate the same in any manner whatever, unless authorized thereto by an eighty per centum majority of those present at a Special General Meeting convened for that purpose.

8.4 Any Trustee shall be obliged to sign any document relating to a matter referred to in sub-clause 8.3 if requested thereto by an eighty per centum majority of those present at the Special General Meeting contemplated in that sub-clause.

9.0 FINANCE

9.1 The Organisation shall be a non-profit organisation , which shall exist solely for the furtherance of the aims and objects set forth in Clause 3 above.

9.2 The Organisation shall be supported by the voluntary donations and means from other sources.

9.3 No portion of the income or property of the Organisation is required to be utilized other than solely in the furtherance of its aims and objects and the Organisation is prohibited from transferring 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 remuneration to any other officer or employee of the Organisation for any services actually rendered to the Organisation.

9.4 All monies received shall be accepted and banked to an account with a commercial bank or building society. Proper books of account shall be kept so as to reflect accurately the financial activities of the Organisation. Withdrawals from the account shall require the signatures of any two of the members of the Management Committee.

10.0 DISSOLUTION

10.1 The Organisation may be dissolved if at least two-thirds of the members present and voting at a general meeting of members convened for the purpose of considering such matter are in favour of the dissolution. Not less than twenty one days' notice shall be given of such a meeting and the notice convening the meeting shall clearly state that the question of the dissolution of the organization and disposal of its assets will be considered. If there is no quorum at such a general meeting, the meeting shall stand adjourned for not less than one week and the members attending such an adjourned meeting shall constitute a quorum.

10.2 If upon dissolution of the organization there remain any assets whatsoever after the satisfaction of all its debts and liabilities, such assets shall not be paid to or distributed among its members but shall be given to such other organization(s) (preferably having similar objects) which are authorized to collect contributions in terms of the Fund-Raising Act, 1978 (Act No. 107 of 1978) as may be decided either by the members at the general meeting at which it was decided to dissolve the Organisation or, in default of such decisions, as may be decided by the Director of Fund-raising.

11.0 AMENDMENT

11.1 The Constitution may be amended by resolution of a general meeting. The following procedure shall be adopted :

11.1.1 Proposals regarding the amendment of the Constitution shall be submitted in writing to the Honorary Secretary.

11.1.2 The Honorary Secretary shall issue a written notice of motion to the members at least two weeks before a general meeting called for the purpose of considering the proposed amendment.

11.2 No amendment of the Constitution shall be made unless two-thirds of the members present vote in favour of such amendment.

- 12.0 GENERAL
- 12.1 Any Committee member may be removed from office by a majority vote of the Management Committee at a meeting called for that purpose. The grounds upon which a Committee member may be removed shall be, inter alia:
- 12.1.1 failure to attend two consecutive meetings of the Committee without having prior leave of absence from the Chairman.
- 12.1.2 conduct considered to be unchristian or contrary to the aims, objects and spirit of the Organisation.
- 12.1.3 any other reason which in the opinion of the Management Committee justifies the removal of a member from office.
- 12.2 Every member, trustee, member of the Management Committee, member of a sub-committee, agent, officer, servant or employee of the Organisation shall be fully indemnified against all actions, costs, charges, expenses, losses, business or in the discharge of his duties, and no such person shall be liable for the acts or omissions of any other such person upon any ground whatever other than his own willful acts or defaults.
- 12.3 The liability of the Organisation in terms of sub-clause 12.2 or for any other claim shall be limited to the assets of the Organisation.
- 12.4 Any member, trustee, member of the Management Committee, member of a sub-committee, agent, officer, servant, or employee of the Organisation shall not be liable in his personal capacity for any actions, costs, charges, expenses, losses, damages or other liabilities incurred by any such person or the Organisation.
- 12.5 The accidental omission to give notice of any meeting to any person or persons entitled to be present thereat shall not invalidate the proceedings at the meeting.

ORIGINALLY APPROVED AND ACCEPTED BY THE MEMBERS OF THE ORGANISATION AT A SPECIAL GENERAL MEETING HELD ON 12TH MARCH, 1990.

We the undersigned, hereby certify that the above is the constitution of HLANGANANI NGOTHANDO ORGANISATION as amended on 24th May 1991.

Signed at PIETERMARITZBURG on this 6TH day of NOVEMBER 1991.

CHAIRMAN

SECRETARY