

KOGELBERG VILLAGES ENVIRONMENTAL TRUSTEES

CONSTITUTION

1. Name

- i. The organisation hereby adopting this constitution is called the *Kogelberg Villages Environmental Trustees*
- ii. Its shortened name will be *K.V.E.T* (hereinafter called the organisation).

2. Body Corporate

The organisation shall:

- Exist in its own right, separately from its beneficiaries and trustees
- Continue to exist even when its beneficiaries change and there are different trustees
- Be able to own property and other possessions
- Be able to be sued in its own name

3. Objectives

The organisation's main objective is to engage in baboon management activities in the town of Kleinmond, and the Betty's Bay and Pringle Bay villages of the Kogelberg region, as approved by the Overstrand Municipality. Such activities include:

- Hiring and training of local residents to fill the role of baboon monitors
- Education and public awareness activities
- Monitoring daily movement of baboons in the villages
- Preventing home incursions and human-baboon conflict
- Reporting on waste management issues to the relevant authorities
- Reporting on the feeding of wildlife to the relevant authorities
- Reporting on incidents of animal abuse to the relevant authorities
- Compiling data and reports for scientific research on the baboon troops in the region

4. Income and Property

- i. The organisation will keep a record of everything it owns
- ii. The organisation may not give any of its money or property to its trustees. The only time it can do this is when a trustee is in need of a welfare grant or when it pays for work that a trustee has done for the organisation. The payment must be a reasonable amount for the work that has been done.
- iii. A trustee of the organisation can only claim money back from the organisation for expenses that he or she has paid for on behalf of the organisation.
- iv. Beneficiaries and trustees of the organisation do not have any rights over any income or property that belong to the organisation.

5. Membership and General Meetings

- i. Membership is available to all persons who have an interest in the preservation of the Kogelberg Biosphere reserve and the conservation of the genetic resources, species, ecosystems and landscapes, without uprooting any of the inhabitants.

- ii. If a person wants to become a beneficiary of the organisation, he or she must apply to the trustees. The trustees have the right to decline the application.
- iii. Beneficiaries and trustees of the organisation must attend its annual general meetings. At the annual general meeting the trustees exercise the right to determine the policy of the organisation.

6. Membership Fees

- i. Membership fees will be determined by the committee.
- ii. Any adjustments must be approved at the AGM
- iii. All fees are payable to the K.V.E.T treasurer
- iv. Membership fees are payable annually, on or before the AGM

7. Status

- i. The Kogelberg Villages Environmental Trustees (K.V.E.T) is a group of not-for-profit members who are not liable for any debt or obligation of the organisation.

8. Postponed General or Special Meetings

- i. In case a quorum of members is not present after ten (10) minutes after the appointed time of the meeting, the meeting shall be postponed for at least ten (10) days.
- ii. Members present shall decide on the date, place and time for the postponed meeting.
- iii. At any postponed meeting, the members who are present will form a quorum and may attend to the business for which the meeting was called originally.

9. Management

- i. A management trustee committee will manage the organisation. The management trustee committee will be made up of not less than five (5) members. They are the office bearers of the organisation.
- ii. Office bearers will serve for one year, but they can stand for re-election for another term in office after that. Depending on what kind of services they provide to the organisation, they can stand for re-election repeatedly, provided their services are needed and they are willing to continue providing those services.
- iii. If a trustee of the management trustee committee does not attend 3 (three) management trustee committee meetings in a row, without having applied for and obtaining leave of absence from the management trustee committee meeting, then the management trustee committee may terminate such a trustee's membership.
- iv. The management trustee committee will meet at least once a month. More than half (50%) of the trustees need to be present to make decisions that will be allowed to be carried forward. 50% constitutes a quorum.
- v. Minutes will be taken at every meeting to record the management trustees committee's decisions. The minutes of each meeting will be given to management trustee 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 trustee committee, and shall be signed by the chairperson.
- vi. The organisation has the right to form sub-committees. The decisions that sub-committees make must be given to the management trustees committee. The management trustee committee must agree to them or not at its next meeting. The meeting should take place soon after the sub-committee's meeting. By agreeing to decisions, the management trustees committee ratifies them.

- vii. All beneficiaries of the organisation have to abide by the decisions that are taken by the management trustee committee, at least until the next general meeting, when they can be voted on and ratified or overturned.

10. Powers of the Organisation

- i. The management trustee committee may take on the power and authority that it believes it needs to be able to achieve the objectives stated in point number 3 of this constitution. Its activities must abide by the law of the land.
- ii. The management trustee committee has the power and authority to raise funds or to invite and receive contributions.
- iii. The management trustee committee has the power to buy, hire or exchange for any property that it needs to achieve its objectives.
- iv. The management trustee committee has the right to make by-laws for proper management, including procedure for application, approval and termination of beneficiaries.
- v. The organisation will decide on the powers and functions of its trustees.

11. Meetings and Procedures of the Committee

- i. The management trustee committee must hold at least two ordinary meetings a year.
- ii. The chairperson or two members of the trustee committee, can call a special meeting if they want to, but they must inform the other committee members of the date of the proposed meeting no less than twenty one (21) days before it is due to take place. They must also inform the other committee members what issues will be discussed at the meeting. If however one of the matters to be discussed is the appointment of a new member to the management trustee committee, then those calling the meeting must give the other committee members no less than thirty (30) days' notice.
- iii. The chairperson shall act as the chairperson of the management trustee committee. If the chairperson does not attend a meeting, then the members of the trustee committee who are present, shall choose which one of them shall chair the meeting. This must be done before the meeting commences.
- iv. There shall be a quorum whenever such a meeting is held.
- v. When necessary, the management trustee committee shall vote on issues. If the votes are equal on an issue, then the chairman has either a second or deciding vote.
- vi. Minutes of all meetings must be kept safely and always be on hand for trustees to consult.
- vii. If the management trustee 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. There must be at least three people on a sub-committee. The sub-committee must report back regularly to the management trustee committee on its activities.

12. Annual General Meetings

- i. The annual general meeting must be held once a year after the end of the organisation's financial year.
- ii. The organisation must deal with the following business amongst others at its annual general meeting:
- iii. Agree on the items to be discussed on the agenda
- iv. Compile an attendance register, record who is present, who is absent and who sent apologies for being unable to attend
- v. Read and confirm the previous meeting's minutes with matters arising
- vi. Chairman's Report
- vii. Treasurer's Report

- viii. Changes to the constitution that beneficiaries or trustees may want to make
- ix. Elect new trustees / office bearers
- x. General
- xi. Close the meeting

13. Finance

- i. An treasurer shall be appointed at the annual general meeting.
- ii. The treasurer's job is to control the day-to-day finances of the organisation. The treasurer shall arrange for all funds to be deposited into a bank account in the name of the organisation. The treasurer must also keep proper records of all finances.
- iii. Whenever funds are withdrawn from the organisation's bank account, at least two members of the committee must approve the withdrawal.
- iv. The financial year end of the organisation ends on the 28th February each year.
- v. The organisation's accounting records and reports must be ready and handed to the Director of Non-Profit Organisations within six (6) months of the financial year end.
- vi. The management trustee committee shall have full authority to decide on the use and/or investment of the K.V.E.T funds. The treasurer is authorised by the committee to arrange for any payments.
- vii. If the organisation has funds that can be invested, the funds may only be invested with a registered financial institution. These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984. Alternatively the organisations can buy securities that are listed on a licensed stock market exchange as set out in the Stock Exchange Control Act, 1985. The organisation can approach the different banks to seek advice on the best way to look after its funds.

14. Changes to the Constitution

- i. The constitution can be changed by a resolution. The resolution has to be agreed upon and passed by no less than two thirds of the beneficiaries and trustees attending the annual general meeting or special general meeting. Beneficiaries and trustees must vote at this meeting to change the constitution.
- ii. Two thirds of the beneficiaries and trustees 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 15.iii below.
- iii. A written notice 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.
- iv. No amendments may be made which would have the effect of making the organisation cease to exist.

15. Dissolution / Winding Up

- i. The organisation may close down if at least two-thirds of the beneficiaries and trustees present and voting at a meeting convened for the purpose of considering such matters, are in favour of closing down.
- ii. When the organisation closes down, it has to pay off all its debts. After doing this, if there is any property or money left over, it should not be given or paid over to trustees of the organisation; it should be given over to the Overstrand Municipality (in the case where the Overstrand Municipality is funding the K.V.E.T) or to another non-profit organisation that has similar objectives, whichever is applicable. The organisation's general meeting can decide what other non-profit organisation this should be.