



# South African National Society

History – Culture – Conservation

Founded in 1905 for the preservation of objects of Historical Interest and Natural Beauty

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[www.sanationalsociety.co.za](http://www.sanationalsociety.co.za)



## SOUTH AFRICAN NATIONAL SOCIETY CONSTITUTION

### 1. NAME

- a. The name of the Society shall be the South African National Society, hereinafter referred to as the "Society"

### 2. AIMS AND OBJECTIVES

The aims and objectives of the Society shall be:-

- 2.1 To cultivate a love for, and appreciation of, the natural, historical and cultural heritage of South Africa and all its peoples.
- 2.2 To give general support and publicity to the South African Heritage Resources Agency and the Amafa aKwaZulu-Natal/ Heritage KwaZulu-Natal in their task of preserving the natural, historical and cultural heritage of South Africa, and to support any other body or organisation engaged in, or faced with a similar task.
- 2.3 To promote interest in, and appreciation of, those aspects of natural resources, history and culture which are important to the South African People, by every possible means.
- 2.4 The activities of the Society shall be carried on in a non-profit manner and with an altruistic or philanthropic intent.

### 3. POWERS

In order to promote and to realise the aims and objectives enumerated in Clause 2, the Society shall have the following powers:-

- 3.1 To buy, acquire, rent and take possession, by whatever legitimate means possible, of moveable and immovable goods and property of whatever description, or rights thereto, and to hold the same in trust or for its own account.
- 3.2 To sell, let, lend, donate, or in any other manner to alienate such moveable and immovable property.
- 3.3 To raise funds for the purpose of the Society and to spend, invest or otherwise dispose of such funds together with the interest thereon.
- 3.4 All monies, which are not immediately required for the purpose of the Society, shall be invested in Bank Accounts.
- 3.5 To employ staff, stipulate their conditions of service and remunerate them, and to recompense any individual who is not employed by the Society as such, for services rendered, to or for direct expenses incurred on behalf of the Society by way of an honorarium, ex gratia payment or reimbursement.

- 3.6 To encourage the donation and bequest, and to assist with the collection, preservation, display and interpretation, as the case may be, of funds, articles and objects connected with the objectives of the Society, and to act as caretakers, pro tem, of any such funds, articles and objects.
- 3.7 To lend such articles to other similar organisations as the Management Committee may decide. Such articles must be catalogued in duplicate, one copy being retained by the Society for the period of the loan.
- 3.8 The Society's aim is not to undertake business transactions which are specifically intended to make a profit, and assets are intended to further the aims stated.

#### 4. MEMBERSHIP

- 4.1 Membership shall be open to all.
- 4.2 Applications for membership shall be in writing, accompanied by the requisite subscription.
- 4.3 The annual subscription shall be determined by the Management Committee.
- 4.4 The annual subscription shall fall due on 1st October. Members in default of payment shall be written off from 1st January.
- 4.5 Honorary Membership, for remission of subscriptions, may be conferred on Members by decision of the Committee.

#### 5. OFFICIALS OF THE SOCIETY

- 5.1 The *President* of the Society shall be elected at the Annual General Meeting.
- 5.2 *Honorary Life Vice-Presidents* shall be nominated from time to time at the Annual General Meeting, with no restriction on the number nominated.
- 5.3 The *Chairperson* of the Society, who shall be the Chairperson of the Management Committee, shall be elected at the Annual General Meeting. He/she may be elected for a maximum of five successive years. To be eligible to be elected, the candidates should have served on the Management Committee for at least one year.
- 5.4 In the absence of the Chairperson, the President or an Honorary Life Vice-President shall act in his/her place.
- 5.5 The offices of the President and Chairperson may not be held concurrently.
- 5.6 The *Treasurer / Registrar* shall be elected at the Annual General Meeting.
- 5.7 The *Secretary* shall be elected at the Annual General Meeting.
- 5.8 Nominations for all vacancies on the Management Committee shall be made in writing by the proposer and seconder, signed by the nominee agreeing to accept the nomination, detail the proposed position to be filled and be lodged with the Secretary of the society 48 hours prior to the Annual General Meeting of the Society.

5.8.1 Nomination Forms shall be circulated with the notice for the Annual General Meeting.

### **6. MANAGEMENT COMMITTEE**

- 6.1 The management and administrative control of the Society shall be vested in the Management Committee of not less than SEVEN, and not more than TEN members elected at the Annual General Meeting, all of whom must be members of the Society.
- 6.2 The Honorary Life Vice-Presidents will be ex officio members of the Committee with full voting rights.
- 6.3 The Management Committee shall be entitled, during its term of office, to co-opt additional persons, with full voting rights, to attend its meetings.
- 6.4 The Management Committee shall meet on the first Tuesday of every month, or at other times as decided at the previous meeting of the Committee.
- 6.5 Notice of meeting shall be sent, in writing or by email, to each Member at least SEVEN days before the meeting.
- 6.6 At Meetings of the Management Committee FOUR Members present shall form a quorum.
- 6.7 The Management Committee shall have the power to undertake any work or function, to enter into any agreement, and to perform any legal act whatsoever which it considers in the interest or necessary in respect of all matters or activities which will further the aims and objectives of the Society.
- 6.8 At least three persons from the Management Committee, who will not be connected persons in relation to each other, accept fiduciary responsibility so that no single person directly or indirectly controls the decision making powers of the Society.
- 6.9 The Management Committee shall be entitled to appoint special Sub-Committees to undertake specific tasks allotted to them; the Members to comprise Members of the Society, Committee or co-opted Members with a Committee Member acting as Chairman.
- 6.10 The Chairman shall have an ordinary vote and a casting vote at all Meetings of the Committee.
- 6.11 The decision of the Chairman shall be binding as regards all points of order. Should a Member query the decision of the Chairman, the discussion of other matters will be suspended and the decision put to the meeting for voting. The meeting's decision will then be binding.

### **7. FINANCES**

- 7.1 The financial year shall be from 1 October to 30 September inclusive.
- 7.2 Within a period of TWO months from the close of the financial year, the Treasurer shall prepare a Statement of Income and Expenditure and a Balance Sheet of the

assets and liabilities of the Society, which shall be prepared by either an Auditor, Professional Accountant or Accounting Officer duly appointed by the Management Committee for this purpose.

- 7.3 The Treasurer shall open, in the name of the Society, Bank or Savings Accounts, into which all monies received by the Society shall be deposited.
- 7.4 Payments, other than for petty cash accounts, must be made by cheque or EFT authorised by the Committee as recorded in the Committee Minutes.
- 7.5 Signatories for payments and withdrawals must be two of the three persons nominated by the Management Committee at the first meeting following the Annual General Meeting.
- 7.6 The financial statements shall be laid before the Management Committee as soon as possible after the 30 September and thereafter shall be referred to the following Annual General Meeting.
- 7.7 The Management Committee shall keep a register of all donations in kind received, and shall decide upon and record their disposal. No donation will be accepted which is revocable at the instance of the donor. The donor may not impose any condition which would enable such donor directly or indirectly to derive some direct or indirect benefit from the application of such donation.
- 7.8 The Society will not directly or indirectly promote the economic self-interest of any of its members. Remuneration shall only be paid by way of disbursements actually incurred by any member in fulfilling the aims of the Society.
- 7.9 The finance resources of the Society shall not be used directly or indirectly to support, advance or oppose any political party.

## **8. ADMINISTRATION OF SOCIETY PROJECTS**

- 8.1 The Society shall administer and control the disbursement of funds of the Killie Campbell Bursary Fund, the Daphne Strutt Memorial Fund and the Development Fund.
- 8.2 No funds will be distributed to any other person apart from those listed in 8.1 supra or undertaking which would be a public benefit activity.
- 8.3 The funds of the Society will be used solely for the objects for which it has been established vide clause 8.2 above.

### **8.4 THE KILLIE CAMPBELL BURSARY FUND**

- 8.4.1 As determined by the Management Committee, part of the income of the Killie Campbell Bursary Fund is to be used to provide a Bursary to any person or persons, regardless of sex, colour or creed, who, being a bona fide graduate of any recognised University in South Africa, or in exceptional cases and at the discretion of the Selection Committee, similar Institutions of equivalent academic standing, wishing to undertake research into South African history with particular reference to KwaZulu-Natal. The amount of the bursary will be determined by the Society's Management Committee from year to year.

8.4.2 There shall be a Selection Committee which shall consist of the President, Chairman who may nominate an alternate member of the Management Committee to take his place on the Selection Committee, and one other Member nominated by the Management Committee. This Selection Committee may with the consent of the Management Committee, co-opt an academic or retired academic to the Selection Committee. The Chairman of the selection committee will have both an ordinary and a casting vote in this committee including the awarding of the Bursary.

8.4.3 The Selection Committee shall, annually, call for nominees from the aforementioned universities ideally and where practicable by the end of April, with the successful candidate being informed within three months thereof. The successful candidate is expected to collect his/her bursary at a general meeting of the Society. In addition the Society reserves the right to pay the bursary in two equal instalments and reserves the right to request a progress report from the recipient and his/her supervisor before paying the second instalment.

8.4.4 The recipient of the award shall notify the Society's Selection Committee of the outcome of their research within three months of their graduation and supply a copy in pdf format for use by the Society.

8.4.4.1 The Recipient shall be expected to make a formal presentation of their research results to a monthly General Meeting of the Society within a year of their graduation. This event shall be known as the Killie Campbell Memorial Lecture.

### **8.5. THE DAPHNE STRUTT MEMORIAL FUND**

8.5.1 An award shall be made annually to the most successful second year student in fashion design at the Durban University of Technology, as nominated by the respective Head of Department.

8.5.2 The prize, for as long as the society has a copy available, shall consist of a copy of Mrs Daphne Strutt's book and a monetary amount to be determined by the Management Committee. The successful candidate must collect his/her prize at a general meeting of the Society.

### **8.6. THE DEVELOPMENT FUND**

As determined by the Management Committee, the Development Fund is to be used for ex-gratia payments which further the objectives of the society as spelled out in Clause 2. This can include, but is not necessarily limited to, financial support of research projects; grants to researchers; providing assistance for projects involving the archiving of documentation including items such as photographs, paintings and similar items; the placement or replacement of signs and information boards on items of historical or environmental significance, including support for research related to these; assisting with administrative costs in any project in which the society has involvement and consideration of any other proposals deemed to support the aims and objectives of the South African National Society Constitution.

### **9. GENERAL MEETINGS**

- 9.1 The Annual General Meeting shall be held within TWO months of the end of the financial year at a place, time and date to be decided by the Committee.
- 9.2 Written notice of the place, date and time of the Annual General Meeting, and the Agenda, shall be posted or sent by fax or email to each Member of the Society at least FOURTEEN days before the Meeting.
- 9.3 An Extraordinary General Meeting of the Society may be convened by the Chairperson at any time, and must be convened by him/her on written request of at least ONE THIRD of the Members of the Committee, or TWENTY FIVE Members of good standing.
- 9.4 Notice of such an Extraordinary General Meeting, as well as an Agenda, shall be emailed, faxed or posted to Members at least SEVEN days before the holding thereof.
- 9.5 A quorum at any General Meeting shall consist of TWENTY Members.
- 9.6 In the event of a quorum not being present at a General Meeting, the meeting shall be postponed for at least SEVEN, but not more than TWENTY days; if, at the second meeting, the quorum is not present FIFTEEN minutes after the time for its commencement, those Members present shall form a quorum.
- 9.7 At the General Meeting voting takes place by show of hands and motions are accepted if a majority of votes are cast in favour. Voting by ballot shall take place if at least FOUR members request it.
- 9.8 The Chairperson of the Society shall preside at all General Meetings of the Society, with the exception of the Annual General Meeting, at which the President shall preside.
- 9.9 The Chairperson shall have an ordinary and a casting vote at all meetings of the Society.
- 9.10 The decision of the Chairman at a meeting shall be binding as regards all points of order. Should a Member query the decision of the Chairman, the discussion of other matters will be suspended and the decision put to the meeting for voting. The decision of the meeting will then be binding.

### **10. AMENDMENTS TO THE CONSTITUTION**

- 10.1 The Constitution may not be altered or amended except at an Annual General Meeting or Extraordinary General Meeting which has been convened by written notice sent either by post, fax or email containing the proposed alterations or amendments and posted to the Members at least SEVEN days before the Meeting.
- 10.2 A TWO THIRDS majority of Membership votes is necessary for the acceptance of any alteration or amendment to the Constitution. Votes can be submitted by Proxy to the Secretary 48 hours prior to the meeting where voting is to take place.
- 10.3 A copy of all amendments to the constitution will be submitted to the Commissioner for South African Revenue Service.

### **11 DISSOLUTION:**

The Society may only be dissolved:

- 11.1 If at least TWO THIRDS of the Members present and voting at a General Meeting of Members, convened for the purpose of considering such matters, are in favour of dissolution.
- 11.2 Not less than TWENTY ONE day's notice shall be given of such meeting and the notice convening the Meeting shall clearly state that the question of dissolution of the Society and disposal of its assets will be considered.
- 11.3 If there is not a quorum at such a General Meeting, the Meeting shall stand adjourned for not less than SEVEN days, and Members attending such an adjourned Meeting shall constitute a quorum.
- 11.4 If upon dissolution of the Society, 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 in the first instance to the Durban Local History Museums Trust as a specific bequest to the Old Court House Museum, Samora Machel (Aliwal) Street, Durban and failing that, to the University of KwaZulu-Natal Foundation Trust to be applied by them as a specific bequest to the Killie Campbell Africana Museum. As the South African National Society is a tax exempt organisation all monies on dissolution must be distributed to beneficiaries who are also tax exempt organisations and both of the two afore mentioned Trusts qualify as such, being tax exempt bodies.

### **12 LEGAL ENTITY:**

- 12.1 The Society may, in its own name, summons and be summoned, purchase or otherwise acquire movable or immovable property and own or dispose of it.
- 12.2 The liability of the members is limited.
- 12.3 No Member shall claim any property or funds of the Society, nor shall any Member be held responsible for the payment of any debts, except that of his/her own Membership subscriptions.
- 12.4 No Member of the Society shall be held responsible for the actions or statements of other Members or for losses sustained by the Society, except those which are a result of his own actions and negligence.

## **SOUTH AFRICAN NATIONAL SOCIETY CONSTITUTION**

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### CONFIRMATION OF CONSTITUTION:

This 2018 version of the Constitution of the South African National Society was approved by the members present, at the Annual General Meeting held at the Durban Country Club, Durban on TUESDAY, 17<sup>th</sup> November 2018.

Signed on 4<sup>th</sup> December 2018

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ANGELA St GEORGE

CHAIRMAN

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ROBERT KING

PRESIDENT




**SOUTH AFRICAN NATIONAL SOCIETY CONSTITUTION**

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CONFIRMATION OF CONSTITUTION:

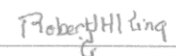
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ANGELA St GEORGE

CHAIRMAN

  
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ROBERT KING

PRESIDENT

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### CHANGE RECORD FROM October 2017 CONSTITUTION

| DATE OF CHANGE                  | CLAUSE CHANGED  | PROPOSED BY: | APPROVED BY: |
|---------------------------------|---|--------------|--------------|
| 17 November 2018<br>Clause 10.2 | A TWO THIRDS majority of Membership votes is necessary for the acceptance of any alteration or amendment to the Constitution. Votes can be submitted by Proxy to the Secretary 48 hours prior to the meeting where voting is to take place. | Hugh Glen    | Robert King  |