

CONSTITUTION OF THE EASTERN BONSAI SOCIETY

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1. NAME

The name of the Society shall be "Eastern Bonsai Society" or EBS in short.

2. LEGAL STANDING

The Society shall:

- Exist in its own right, separately from its members.
- Be able to own property and other possessions.
- Be able to sue and be sued in its own name.
- Continue to exist even when its membership changes and there are different office bearers.

3. LOCATION

The location of the Society shall be Hospice Wits, 50 Second Ave, Houghton or such other place or location as shall be agreed by the members.

4. AIMS AND OBJECTIVES

To further the knowledge of the art of Bonsai -

- 4.1 By holding regular monthly meetings at the location to discuss and demonstrate the techniques of growing Bonsai trees;
- 4.2 By holding "workshops" each month where members are encouraged to bring trees to work on the various techniques;
- 4.3 To augment the above by "inviting" overseas experts and experts from other South African clubs to give advice to the members at meetings and
- 4.4 conventions held periodically.

All funds received by the society shall be used solely for the stated objectives of the Society.

5 MEMBERSHIP

Membership is open to any person interested in Bonsai trees.

5.1 Fees:

Membership fees, which will be subject to review on an annual basis, shall become due on 1st June of each year. The fees for the ensuing year shall be decided by the committee prior to the Annual General Meeting and advise the members at the meeting.

5.2 The fee will be a single member's fee with a specific discount available for family, pensioners, children and honorary memberships.

5.3 Attendance of members will be taken at each monthly meeting.

5.4 Members or office bearers of the Society do not have rights over property that belongs to the Society.

5.5. The Management Committee shall have the right to terminate membership of the Society if:

5.5.1. Any member fails to attend three consecutive meetings or

5.5.2. Any member who is deemed to have damaged the image of the Society, failed to pay any outstanding fees after demand has been made or has disregarded the authority of the Management Committee or if;

a complaint is made to the committee as to the conduct of any member of the Society and, if substantiated, would justify the removal of the member from the list of membership. The committee shall first give the member reasonable opportunity of placing before them such explanation as the member may desire to make. After considering such explanation, the committee may, at their discretion, find that it is in the best interest of the Society to direct that such person shall cease to be a member of the Society.

No appeal against loss of membership will be entertained.

5.6 A quorum for an Annual General Meeting shall be 10 (ten) members.

5.7 No member shall be entitled, by virtue of being a member or office bearer, to either income or property which belongs to the Society except as reasonable compensation for services rendered.

6 MANAGEMENT

6.1 The Executive Management of the affairs of the Society shall vest in the Chairman, Vice-Chairman, Treasurer and Secretary plus such office bearers as shall be appointed from time to time. All the office bearers shall serve in an honorary capacity and shall not be held personally liable for losses suffered by any person as a result of any act or omission while the office bearer is performing functions for and on behalf of the Society.

6.2 The Executive Management committee may take on the power and authority that it believes it needs to be able to achieve the objectives of the Society.

6.3 The Chairman shall hold office for no longer than three consecutive years.

6.4 The Executive Management committee shall retire annually but be eligible for re-election.

6.5 The Executive Management committee shall be elected each year at the Annual General Meeting of the Society.

- 6.6 For the purpose of a committee meeting, FOUR shall form a quorum.
- 6.7 The committee shall have the authority to change or amend the rules which they may consider necessary for the management of the affairs of the Society. All changes shall be decided by a majority vote of those present at the meeting. In the case of a deadlock, the Chairperson shall have the casting vote.
- 6.8 The Annual General Meeting shall be held in June of each year.

7 MEETINGS AND PROCEDURES OF THE COMMITTEE

- 7.1 The management committee must hold at least two ordinary meetings each year.
- 7.2 Three members of the committee, or twelve members of the Society can call a special meeting if they so decide. Notice of a special meeting shall be circulated to all other members of the management committee not less than 21 (twenty one) days before it is due to take place and the notice must advise details of the agenda items to be discussed at the meeting. If, however, one of the matters to be discussed is to appoint a new management committee member, then the notice period shall be not less than 30 (thirty) days before it is due to take place.
- 7.3 The Chairperson shall act as the chairperson of the management committee. If the Chairperson does not attend a meeting, then the Vice Chairperson will take over the responsibilities of the Chairperson, or if both are not available, members of the committee who are present shall choose a chairman from amongst those present prior to the commencement of the meeting.
- 7.4 There shall be a quorum whenever such a meeting is held.
- 7.5 If the management committee so decides it may setup one or more sub-committees to handle such matters as deemed necessary. Any sub-committee formed shall report back to the management committee on its activities on a regular basis. A sub-committee shall consist of at least 3 (three) people.
- 7.6 Minutes of all meetings must be recorded and kept safely, and shall be available for inspection by the members at all times.

8. FINANCIAL REPORTING

- 8.1 The Treasurer shall present a full Financial Report of the Society's affairs at each Annual General Meeting.
- 8.2 The Treasurer shall also present a financial report at each Committee meeting.

- 8.3 The financial year end of the society shall be the last day of May each year.
- 8.4 All bank accounts shall be operated at a commercial Bank with authority for payments vesting in any two of four nominated and registered signatories.

9 CHANGES TO THE CONSTITUTION

- 9.1 The constitution can be changed by a resolution. The resolution **has** to be agreed upon and passed by not less than two thirds of the members present at the annual general meeting or special general meeting called. Members must vote at such a meeting to change the constitution.
- 9.2 Two thirds of the members 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 motion if the details of the changes are set out in the notice referred to in 9.3.
- 9.3 A written notice must be circulated not less than 14 (fourteen) days before the meeting at which the changes to the constitution are going to be processed. The notice must give details of the proposed changes that will be discussed at the meeting.

10 DISSOLUTION OF THE SOCIETY

- 10.1 The Society may only be dissolved by resolution passed at a Special General Meeting at which two thirds of the members present are in favour of such a resolution.
- 10.2 Prior notice of no less than 28 (twenty eight) days shall be given of the Special General Meeting. The notice shall stipulate that the meeting is convened specifically for the purpose of dissolving the Society and call for a clear directive for the distribution of the remaining funds.
- 10.3 Should the Society be dissolved, the remaining funds shall be apportioned in accordance with Section (10) (CB) **(ff)** (iv) of the Income Tax Act which requires that the Society will upon its dissolution be obliged to give or transfer its assets remaining after the satisfaction of its liabilities to some organisation with objectives similar to those of the Society.

APPROVED AND SIGNED ON BEHALF OF THE MANAGEMENT COMMITTEE ON
8th JUNE 2019 BY:

ANTHONEY BOSMAN – CHAIRPERSON _____

DAVID WILSON – VICE-CHAIRPERSON _____

Eastern Bonsai Society Constitution 8th June 2019