



# **Genealogical Society of South Africa**

## **Constitution**

**Approved at 2016 AGM  
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# **CONSTITUTION OF THE GENEALOGICAL SOCIETY OF SOUTH AFRICA**

## **1 NAME**

- 1.1 The name of the organisation is the Genealogical Society of South Africa (the Society)/Genealogiese Genootskap van Suid-Afrika (die Genootskap)
- 1.2 The shortened name is GSSA/GGSA respectively.

## **2 MISSION**

To promote and facilitate interest and research in genealogy and family history.

## **3 OBJECTIVES**

- 3.1 To promote and facilitate interest in, and a general understanding of, the importance of research in genealogy and family history among members of the Society, other interested people, and the general public
- 3.2 To provide a wide range of meetings, educational courses, projects and services about genealogy and family history for the general benefit of members of the Society, and other people
- 3.3 To encourage the observance of the highest standards of research by members of the Society, and to promote reliability, integrity and professionalism of all South African genealogists
- 3.4 To be actively involved in the preservation of genealogical records and memorabilia, and
- 3.5 To establish and maintain contact with like-minded societies throughout the world.

## **4 LEGAL STATUS AND ASSETS**

- 4.1 The Society is a non-profit organisation; and it is a body corporate with its own legal identity that is separate from its office-bearers and members. The Society shall continue to exist even if the members change
- 4.2 The Society is the owner of all assets in its possession, including all intellectual property obtained at the request or order of the Society, or in any other manner whatsoever. All research done by, or through the media or facilities of the Society, shall remain the property of the Society
- 4.3 Members and office-bearers shall have no rights in the property or other assets of the Society solely by virtue of their being members or office-bearers
- 4.4 The income and property of the Society shall be used solely for the promotion of its stated objectives and shall not be paid or distributed directly or indirectly to any person, or to any member of the Society or office-bearers, except as reasonable compensation for services rendered to the Society or reimbursement of costs or expenses reasonably incurred on behalf of the Society
- 4.5 The headquarters of the Society shall be at such place as the National Council may determine.

## **5 POWERS**

The Society shall be an organisation that exists in its own right, separately from its members, and shall have the same powers as that of a company under the Companies Act, as amended. Such powers include:

- 5.1 To open and operate any bank account or financial facility with any properly accredited financial institution in the name of the Genealogical Society of South Africa, or in its abbreviated form – GSSA
  - 5.1.1 Only duly authorised members of the account holders – National Executive Committee or Branch Committee – shall make all payments and withdrawals, provided that such transactions shall be approved in writing by any two members of the relevant structure
- 5.2 To prudently invest funds of the Society
- 5.3 To buy, attain, maintain, manage, lease, sell, or in any way deal with property and assets of the Society
- 5.4 To borrow and to use the property or assets of the Society as security for borrowing
- 5.5 To execute any act or deed in any deeds registry, mining titles or other public office
- 5.6 To institute or defend any legal or other proceedings and to settle any claims
- 5.7 To donate and transfer the property and assets of the Society to public benefit organisations with similar objectives, and
- 5.8 To carry out all the powers and authority of the Society in South Africa and in any other part of the world.

## **6 MANAGEMENT**

Management of the Society shall vest in three bodies, namely National Council, the National Executive Committee and Branch Committees. They shall exercise all the management and executive powers ordinarily vested in the Board of Directors of a Company.

### **6.1 National Council and Meetings**

- 6.1.1 The National Council shall be responsible for determining the policy of the Society in accordance with resolutions of members in a General Meeting
- 6.1.2 The National Council shall consist of the National Executive Committee (elected and co-opted members) and all Branch Chairpersons and Vice-chairpersons, or their nominated representatives, as ex officio members, and all such members shall be current and fully paid-up members of the Society
- 6.1.3 The National Council shall hold an Annual General Meeting as close as possible to, and before, the end of March, of each year
- 6.1.4 The purpose of the Annual General meeting shall be to:
  - 6.1.4.1 Adopt the minutes of the previous Annual General Meeting
  - 6.1.4.2 Review and adopt portfolio reports prepared by the National Executive Committee
  - 6.1.4.3 Receive and consider motions
  - 6.1.4.4 Elect national office bearers as carried out by the National Executive Committee
  - 6.1.4.5 Receive annual reports and financial statements submitted by each Branch
- 6.1.5 Arrangements for the Annual General Meeting shall be the responsibility of the National Executive Committee

- 6.1.6 The Annual General Meeting shall be called by the National Executive Committee with not less than thirty (30) days' notice being given to every member of the National Executive Committee and the Secretary of each Branch
- 6.1.7 Quorum
  - 6.1.7.1 Shall be sixty percent (60%) of the elected members of the National Executive Committee and sixty percent (60%) of the number of Branches of the Society
  - 6.1.7.2 If a quorum is not present at the time scheduled for any meeting, the meeting shall stand adjourned for one (1) hour, during which time no business shall be conducted, while an attempt will be made to recruit a quorum. If there is still no quorum present after that time, the meeting shall be considered closed and no further business shall be conducted.
- 6.1.8 Procedures at meetings
  - 6.1.8.1 The National Council may regulate its meetings and procedures as it sees fit, subject to:
    - 6.1.8.1.1 The President shall chair all meetings and in his or her absence, the Vice-president. In the absence of both the President and the Vice-president, the fully paid-up members of the National Council, being present, shall elect a chairperson for that meeting
    - 6.1.8.1.2 The chairperson of a general meeting may, with the consent of the majority of the voting members present, adjourn a general meeting from time to time, and from place to place, but no business shall be transacted at the adjourned general meeting other than the business remaining to be dealt with at the time when adjournment took place.
- 6.1.9 Voting
  - 6.1.9.1 At any meeting, only members whose subscriptions for the year have been fully paid-up, shall be entitled to vote
  - 6.1.9.2 Proposals and motions at general meetings shall be properly proposed and seconded by members with voting rights, and decided by a simple majority of votes using a show of hands or written ballots as determined by the meeting
  - 6.1.9.3 If votes are equally divided, the chairperson of the meeting shall have a second or casting vote, except in the case of the election of the National President:
    - 6.1.9.3.1 Should the votes for this office be equally divided, the meeting of the National Council shall adjourn and a special meeting of the National Executive Committee be convened to secure a deciding vote
    - 6.1.9.3.2 Should the vote be equally divided for any sitting member of the National Executive Committee, that person shall be recused from the meeting
    - 6.1.9.3.3 The chairperson of this special meeting of the National Executive Committee shall have a casting vote
    - 6.1.9.3.4 Once a deciding vote is secured, the special meeting of the National Executive Committee shall close and the meeting of the National Council reconvened
    - 6.1.9.3.5 The declaration by the chairperson of the result of a vote, by a show of hands or by ballot, shall be accepted as final and binding, provided that a chairperson may at the request of the members present, require that a vote by a show of hands be taken again.

- 6.1.10 Recording of proceedings
- 6.1.10.1 The chairperson of any meeting of the National Council shall ensure that a complete and accurate account of the meeting proceedings is taken by the meeting secretary or by another nominated person, to constitute the official record of the meeting in the form of minutes
- 6.1.10.2 Whereas the minutes of any meeting shall have full legal and binding effect once they have been approved by the next such meeting and signed by the chairperson of that meeting, the decisions taken and contained in the minutes shall, in the interim, be carried out by the National Executive Committee
- 6.1.10.3 Minutes of all meetings shall be distributed among the members of such meetings within three (3) weeks of the meeting and, in addition, shall be posted on the Society's newsgroup site – *GSSAbestuur*,

## **6.2 National Executive Committee**

- 6.2.1 The National Executive Committee shall manage the day-to-day activities of the Society in compliance with this Constitution and shall be vested with the authority to transact the business of the Society between Annual General Meetings
- 6.2.2 Members of the National Executive Committee shall be elected at the Annual General Meeting of the National Council
- 6.2.3 The National Executive Committee shall consist of the following elected office bearers: President, Vice-president, Secretary, Treasurer, additional elected committee members; and non-elected co-opted members as needed. Such co-opted members shall have no voting rights. However, all such members shall be current and fully paid-up members of the Society
- 6.2.4 The National Executive Committee shall co-opt the editor of *Familia*.
- 6.2.5 The National Executive Committee shall appoint such officers and staff, establish Branches, committees and working parties as it deems fit, and delegate powers to them as it decides are necessary for the effective operation of the Society
- 6.2.6 The National Executive Committee shall have the power to dissolve any committee or body of the Society, or dismiss or terminate the appointment of any staff member (in accordance with the Labour Relations Act 66 of 1995 as amended) of the Society in compliance with this Constitution.
- 6.2.7 The elected President, Vice-president and Treasurer of the National Executive Committee may not be office bearers of any Branch Committee
- 6.2.8 Term of office – All elected officials shall retire from office at every Annual General Meeting and may be re-elected – provided that they declare their willingness to be re-elected and that they are formally nominated
- 6.2.9 Vacancies – The National Executive Committee shall have the power to fill any casual vacancy in its membership and the person so appointed shall hold office with the same rights and obligations for only the remainder of the term of office for which the vacating member was elected
- 6.2.10 Resignation, Disqualification and Removal
- 6.2.10.1 Any member of the National Executive Committee may resign from office in writing
- 6.2.10.2 A member of the National Executive Committee shall be disqualified from office upon termination of membership of the Society; or upon becoming legally or mentally incapacitated or being declared insolvent

- 6.2.10.3 A National Executive Committee member can be removed from office through a two-thirds resolution of the remaining members, consisting of not less than four; subject to the procedure outlined in Article 7.2, including such member's right of appeal as provided for in Article 7.2.6
- 6.2.11 Delegation of Powers  
The National Executive Committee may delegate any of its powers or functions to a committee or members of the Society provided that:
- 6.2.11.1 Such delegation and conditions are reflected in the minutes for that meeting
- 6.2.11.2 At least one elected member serves on the committee
- 6.2.11.3 The National Executive Committee in advance approves all expenditure incurred by the committee or member, and
- 6.2.11.4 That such delegation may be revoked or its conditions amended at any time by the National Executive Committee.
- 6.2.12 Meetings
- 6.2.12.1 The National Executive Committee shall meet whenever it deems fit
- 6.2.12.2 Meetings shall be called through the distribution of the notice of meeting and agenda with not less than thirty (30) days' notice being given to every member of the National Executive Committee.
- 6.2.13 Quorum
- 6.2.13.1 Shall be sixty percent (60%) of the elected members of the National Executive Committee present
- 6.2.13.2 If a quorum is not present at the time scheduled for any meeting, the meeting shall stand adjourned for one (1) hour, during which time no business shall be conducted, while an attempt will be made to recruit a quorum. If there is still no quorum present after that time, the meeting shall be considered closed and no further business shall be conducted.
- 6.2.14 Procedures at meetings
- 6.2.14.1 The National Executive Committee may regulate its meetings and procedures as it sees fit, subject to:
- 6.2.14.1.1 The President shall chair all meetings and in his or her absence, the Vice-president. In the absence of both the President and the Vice-president, the fully paid-up members present shall elect a chairperson for that meeting
- 6.2.14.1.2 The chairperson of a general meeting may, with the consent of the majority of the voting members present, adjourn a general meeting from time to time, and from place to place, but no business shall be transacted at the adjourned general meeting other than the business remaining to be dealt with at the time when adjournment took place.
- 6.2.15 Voting
- 6.2.15.1 Only members whose subscriptions for the year have been fully paid-up shall be entitled to vote at any meeting
- 6.2.15.2 Proposals and motions at general meetings shall be properly proposed and seconded by members with voting rights, and decided by a simple majority of votes using a show of hands or written ballots as determined by the meeting
- 6.2.15.3 If votes are equally divided, the chairperson of the meeting shall have a second or casting vote.

- 6.2.16 Recording of proceedings
- 6.2.16.1 The chairperson of any meeting of the National Executive Committee shall ensure that a complete and accurate account of the meeting proceedings is taken by the meeting secretary or by another nominated person, to constitute the official record of the meeting in the form of minutes
- 6.2.16.2 Whereas the minutes of any meeting shall have full legal and binding effect once they have been approved by the next such meeting and signed by the chairperson of that meeting, the decisions taken and contained in the minutes shall, in the interim, be carried out by the National Executive Committee
- 6.2.16.3 Minutes of all meetings shall be distributed among the members of such meetings within three (3) weeks of the meeting and, in addition, shall be posted on the Society's newsgroup site – *GSSAbestuur*.

### **6.3 Branch Committee**

- 6.3.1 The function of a Branch Committee shall be to effectively manage its Branch and to fulfil such responsibilities as organising programs and projects for local membership as the Branch Committee may decide in compliance with this Constitution
- 6.3.2 Members of the Branch Committee shall be elected at the Annual General Meeting of the Branch
- 6.3.3 The Branch Committee shall consist of the following elected office bearers: Chairperson, Vice-chairperson, Secretary, Treasurer and other elected and co-opted committee members as needed. Such co-opted members shall have no voting rights. However, all such members shall be current and fully paid-up members of the Society
- 6.3.4 Term of office – All elected officials shall retire from office at every Annual General Meeting and may be re-elected – provided that they declare their willingness to be re-elected and they are formally nominated
- 6.3.5 Vacancies – A Branch Committee shall have the power to fill any casual vacancy in its membership and the person so appointed shall hold office with the same rights and obligations for only the remainder of the term of office for which the vacating member was elected
- 6.3.6 Resignation, Disqualification and Removal
- 6.3.6.1 Any member of a Branch Committee may resign from office in writing
- 6.3.6.2 If the Branch Chairperson vacates his or her office, the Vice-chairperson will act as Chairperson until the Branch Committee appoints a Chairperson for the remainder of the term of office
- 6.3.6.3 Resigning Branch Chairpersons and Vice-chairpersons need not resign from National Council as they are *ex officio* members of that body in terms of Article 6.1.2
- 6.3.6.4 A member of a Branch Committee shall be disqualified from office upon termination of membership of the Society; or upon becoming legally or mentally incapacitated or being declared insolvent
- 6.3.6.5 A Branch Committee member can be removed from office through a two-thirds resolution of the remaining members, consisting of not less than four; subject to the procedure outlined in Article 7.2, including such member's right of appeal as provided for in Article 7.2.6



- 6.3.7 A Branch Committee may delegate any of its powers or functions to a committee or members of the Society provided that:
- 6.3.7.1 Such delegation and conditions are reflected in the minutes for that meeting
  - 6.3.7.2 At least one elected member serves on the committee
  - 6.3.7.3 The Branch Committee in advance approves all expenditure incurred by the committee or member, and
  - 6.7.7.4 That such delegation may be revoked or its conditions amended at any time.
- 6.3.8 A Branch shall not be a legal entity in its own right, but shall function as an extension of the Society. This limitation shall mean:
- 6.3.8.1 That a Branch shall not institute or defend any legal or other proceedings or to settle any claims as any such action shall remain the legal responsibility of the Society
  - 6.3.8.2 A Branch shall nevertheless have the power to open and operate banking accounts in the name of the Society in accordance with Article 5.1.1; to similarly enter into lease agreements for the holding of its meetings; and to accumulate assets
  - 6.3.8.3 Because the Society shall be legally responsible for formal agreements entered into by a Branch, the Branch shall submit a copy of every such agreement to the National Secretary
  - 6.3.8.4 On dissolution of a Branch (Article 12.2.4) its assets and liabilities shall vest in the Society.
- 6.3.9 Meetings
- 6.3.9.1 A Branch Committee shall meet whenever its deems fit
  - 6.3.9.2 Meetings shall be called through the distribution of the notice of meeting and agenda with not less than thirty (30) days' notice being given to every member of the Branch Committee
  - 6.3.9.3 A Branch shall hold an Annual General Meeting at least twenty-one (21) days before the date of the Annual General Meeting of the National Council to facilitate the incorporation of Branch accounts into the annual financial statements referred to in Article 9.8, and with not less than thirty (30) days' notice being given to every member of the Branch
    - 6.3.9.3.1 In the case of the virtual branch, the Branch Committee shall inform the allocated members of the branch by e-mail of the points on the agenda. Members shall respond to the notice within seven (7) calendar days. Should any motions be forthcoming, such motions shall be sent electronically to all members for comments and acceptance or rejection.
  - 6.3.9.4 The purpose of the Annual General meeting shall be to:
    - 6.3.9.4.1 Adopt the minutes of the previous Annual General Meeting
    - 6.3.9.4.2 Review and adopt portfolio reports prepared by the Branch Committee
    - 6.3.9.4.3 Receive and consider motions
    - 6.3.9.4.4 Elect the Branch office bearers.
- 6.3.10 Quorum
- 6.3.10.1 In the case of a Branch Annual General Meeting it shall be fifteen percent (15%) of the paid-up members of the Branch present
  - 6.3.10.2 In the case of a Branch Committee Meeting it shall be sixty percent (60%) of the elected and paid-up members of that committee

6.3.10.3 If a quorum is not present at the time scheduled for any meeting, the meeting shall stand adjourned for one (1) hour, during which time no business shall be conducted, while an attempt will be made to recruit a quorum. If there is still no quorum present after that time, the meeting shall be considered closed and no further business shall be conducted.

- 6.3.11 Procedures at meetings
  - 6.3.11.1 A Branch Committee may regulate its meetings and procedures as it sees fit, subject to:
    - 6.3.11.1.1 The Chairperson shall chair all meetings and in his or her absence, the Vice-chairperson. In the absence of both the Chairperson and the Vice-chairperson, the fully paid-up members present shall elect a chairperson for that meeting
    - 6.3.11.1.2 The chairperson of a general meeting may, with the consent of the majority of the voting members present, adjourn a general meeting from time to time, and from place to place, but no business shall be transacted at the adjourned general meeting other than the business remaining to be dealt with at the time when adjournment took place.
- 6.3.12 Voting
  - 6.3.12.1 Only members whose subscriptions for the year have been fully paid-up shall be entitled to vote at any meeting
  - 6.3.12.2 Proposals and motions at general meetings shall be properly proposed and seconded by members with voting rights, and decided by a simple majority of votes using a show of hands or written ballots as determined by the meeting
  - 6.3.12.3 If votes are equally divided, the chairperson of the meeting shall have a second or casting vote.
- 6.3.13 Recording of proceedings
  - 6.3.13.1 The chairperson of any meeting of the Branch Committee shall ensure that a complete and accurate account of the meeting proceedings is taken by the meeting secretary or by another nominated person, to constitute the official record of the meeting in the form of minutes
  - 6.3.13.2 Whereas the minutes of any meeting shall have full legal and binding effect once they have been approved by the next such meeting and signed by the chairperson of that meeting, the decisions taken and contained in the minutes shall, in the interim, be carried out by the Branch Committee
  - 6.3.13.3 Minutes of all meetings shall be distributed among the members of such meetings within three (3) weeks of the meeting.

## **7 MEMBERSHIP**

### **7.1 Classes of membership**

- 7.1.1 Ordinary Membership shall be available to any natural person according to the requirements established by the National Council
- 7.1.2 All persons accepted as members of the Society shall be enrolled into the National organisation. Such persons shall be allocated to the Branch nearest to them in their geographic area, or they may choose to be allocated to any other Branch
- 7.1.3 Alternatively a committee consisting of local members may be elected by its members to establish a Branch with the approval of the National Council
- 7.1.4 Joint Membership shall be available to couples, including unions recognised by the RSA Constitution; and such joint membership shall be entitled to only a single vote
- 7.1.5 Subscriber: Organisations (eg libraries, archives) subscribing to and being invoiced for *Familia* only shall be administered by the National Executive Committee, but such subscribers shall have no vote
- 7.1.6 Associate Membership: Organisations (eg family history societies, family associations) may have observer status (in the person of one delegate) at National Council or National Executive Committee meetings, ie they have the right to address meetings, but have no voting rights. The National Executive Committee shall administer Associate Members.

### **7.2 Termination of Membership or Association**

- 7.2.1 Membership of the Society or form of association shall terminate on receipt of a written notice to terminate membership by the member or by his or her duly authorised representative
- 7.2.2 Membership automatically terminates upon the receipt by the Society of a notification of the death of a natural member or dissolution of an organisational member; or failure to pay the required annual subscription
- 7.2.3 Any membership of the Society or form of association with the Society may be reduced, withdrawn or terminated by the National Executive Committee in its discretion, or on advice with written reasons of the member's Branch, or special interest group or committee (aligned with a Subscriber or Associate member), provided the National Executive Committee is satisfied that the actions of the member are detrimental to the interests of the Society
- 7.2.4 The National Executive Committee must within one (1) week after such decision, communicate the decision, and the reasons, in writing, by registered post to the affected member
- 7.2.5 A member whose membership or form of association has been reduced, withdrawn or terminated shall have the right to appeal to the National Council and such appeal must be considered and resolved within thirty (30) days of the National Secretary having received the appeal in writing. The affected member must appeal within three (3) months from the day on which the National Executive Committee made the decision
- 7.2.6 National Council shall consider the appeal and give its decision in writing within twenty-one (21) days of its receipt. Such decision shall be final and no further correspondence will be entered into
- 7.2.7 No paid up fees will be reimbursed.

### **7.3 Annual Subscriptions**

- 7.3.1 Mandated by the National Council, the National Executive Committee shall determine during the preceding year:
- 7.3.1.1 The amount of the annual subscription payable to National Office by different classes of members in any year, in the case of direct membership; and
- 7.3.1.2 The amount of capitation fee that Branches shall pay to the National Treasurer for every such class of member in that year, in the case of members joining the Society through Branches
- 7.3.2 Any person or organisation whose application for membership is accepted shall be required to pay the prescribed fees for the financial year in which he or she joins. However, any application received during the latter half of the financial year may be accompanied by one-half of the annual subscription and that member shall then be entitled to privileges for only the latter half of that year
- 7.3.3 Members who shall be exempt from membership fee shall be:
- 7.3.3.1 Octogenarian – eighty (80) years and older, and with continuous membership during the previous five (5) years, on condition that he or she submits a completed membership form every year
- 7.3.3.2 Fellow – Fellowship is bestowed by National Council on an individual who has served the genealogical community in general but the Society in particular with outstanding zeal and commitment over an extended period
- 7.3.4 Any person whose subscription has not been paid in full within two (2) months after it became due shall cease to be a member and shall be required to surrender the appropriate certificate of membership to the Society where a certificate was issued.

### **7.4 Fidelity**

- 7.4.1 This Constitution shall be binding on all members and affiliates who shall be expected to support the elected committees of the Society and their activities, objectives and best interests at all times
- 7.4.2 Every member undertakes to contribute towards the payment of the debts and liabilities of the Society in the event of its dissolution while he or she is a member. Such liability of the member shall be limited to the amount of outstanding subscription of the member at the time of dissolution of the Society
- 7.4.3 All discussions that take place at National Council, National Executive Committee and Branch Committee meetings must be treated as confidential. Minutes of all meetings shall, however, record all decisions taken.

## **8 FINANCE**

- 8.1 The financial year of the Society shall end on 31 December each year.
- 8.2 All moneys received, including but not restricted to subscriptions; proceeds of fundraising projects; fees and investment income, shall become the property of the Society as a legal entity
- 8.3 The National Council shall have control over such funds received and shall account therefor in accordance with this Constitution
- 8.4 A Branch shall determine the annual branch levy payable by different classes of its members
- 8.5 A Branch shall pay an annual capitation fee, as determined by Article 7.3.1.2, in respect of every member of its Branch to the National Office
- 8.6 A Branch committee shall have sole control over membership subscription fees that it generates, less capitation fees payable in terms of Article 7.3.1.2, as well as over the proceeds of Branch fundraising projects, other income and investment income accrued by that Branch

- 8.7 The Society, including every Branch thereof, shall implement financial controls and keep accounting records in such a manner as may be prescribed from time to time by the National Executive Committee in written accounting guidelines
- 8.8 Until such time as the National Executive Committee issues such written financial control and accounting guidelines, a Branch shall implement financial controls and keep accounting records in such a manner and form as is appropriate given the extent of financial transactions of that Branch
- 8.9 A Branch shall provide the National Treasurer with such information as the National Treasurer may require from time to time
- 8.10 A Branch shall table a Branch financial report at the annual general meeting of that Branch
- 8.11 Annual financial statements of the NEC and Branches of the Society shall be tabled and approved at the National Annual General Meeting
- 8.12 Should the National Council decide that the books of the Society or any part thereof should be subject to audit or independent verification, they will be entitled to appoint a duly qualified person, who is registered with a professional auditing or accounting body for this purpose. This person will be known as the independent accountant. A member of the Society who is not a member of the National Council or a Branch treasurer is not excluded from appointment to this office
- 8.13 A Branch is not required to appoint an accounting officer as defined by SARS in terms of PBO Legislation.

## **9 TAXATION**

The Commissioner for the South African Revenue Service has approved the application as a Public Benefit Organisation in terms of Section 30 of the Income Tax Act. The following provisions shall bind the Society:

- 9.1 Be required to have at least three persons, who are not connected persons in relation to each other, to accept the fiduciary responsibility of the Society
- 9.2 Shall be prohibited from distributing any of its funds to any person (otherwise than in the course of undertaking any public benefit activity) and shall be required to use its funds solely for the object for which it has been established
- 9.3 Be prohibited from accepting any donation that is revocable at the instance of the donor for reasons other than a 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 may not impose conditions that could enable such donor or any connected person in relation to such donor to derive any direct or indirect benefit from the application of such donation
- 9.4 Ensure that it is not knowingly a party to, and does not knowingly permit itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is or was 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 Act or any other Act administered by the Commissioner
- 9.5 Submit to the Commissioner a copy of any amendment to this Constitution
- 9.6 Not pay any remuneration 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
- 9.7 Comply with such reporting requirements as may be determined by the Commissioner

- 9.8 Take reasonable steps to ensure that the funds that it may provide to any association of persons as contemplated in Section 30(b) (iii) of the Act are used for the purpose for which they are provided
- 9.9 Ensure that any books of account, records or other documents, be they in book or other form, relating to its affairs are retained and carefully preserved by any person in control of the Society, for a period of at least four years after the date of the last entry after the completion of the transaction, act or operation to which they relate.

## **10 AMENDMENTS TO THE CONSTITUTION**

- 10.1 This Constitution may be amended only by a resolution passed by a general meeting of the National Council in accordance with the procedures in this Constitution, and
- 10.2 With at least two-thirds of the eligible votes of the voters present at that general meeting of the National Council being cast in favour of the proposed amendments.

## **11 DISSOLUTION**

- 11.1 The Society, as a legal entity, may be dissolved by a two-thirds majority of the votes cast at a Special General Meeting convened for the sole purpose of considering the question of dissolution. In the event of dissolution the assets and funds may be ceded to any organisation with similar objectives as those of the Society, as determined by a majority vote at that Special General Meeting
- 11.2 Dissolution of a Branch may be effected:
- 11.2.1 By a two-thirds majority of the votes of all the Branch members present, provided the Branch Secretary convened a Special General Meeting for the sole purpose of considering the question of dissolution
- 11.2.2 Should a Branch Committee cease to function and not meet for a period of six (6) months and not convene a Special General Meeting in order to discuss the continued existence of the Branch, the National Executive Committee may intervene by convening a Branch Special General Meeting. Should the members, present at that Special General Meeting, decide that the Branch should continue to exist; a Branch Committee shall be elected to manage the business of the Branch
- 11.2.3 Should the new Branch Committee not succeed in reviving the Branch within the following six (6) months, the National Executive Committee may at its discretion close the Branch
- 11.2.4 As a Branch shall not be a legal entity in its own right (Article 6.3.6) and in the event of its dissolution, all its debts must be paid and all assets and funds of the Branch must be delivered and paid over to the National Council or its duly authorised representative within one week after dissolution of the Branch.

## **12 AWARDS**

- 12.1 The Association will consider making awards having due regard to the following Objectives:
- 12.2 To give public recognition to the efforts of members and Branch structures – that is to individuals or groups of people – in their activities to promote the Society and genealogy, and
- 12.3 To ensure that the awards will promote the general view of the Society as a credible organisation.

**Prescribed forms**

**GENEALOGICAL SOCIETY OF SOUTH AFRICA**  
**Annual General Meeting – Date**

**Motion**

Proposed that... (Describe clearly and succinctly what the proposal is, and detail the desired outcome)

**Motivation**

(Set out the reasons for the proposal and what benefits would be derived if the motion were to be adopted)

**Proposed by**

\_\_\_\_\_  
Name

**Seconded by**

\_\_\_\_\_  
Name

**Date**

\_\_\_\_\_



**Prescribed forms**

**GENEALOGICAL SOCIETY OF SOUTH AFRICA  
Annual General Meeting – Date**

**Election of office bearers**

In terms of Article 6.4 of the Constitution, the following office bearers retire from office:

President (Branch chairperson)	Name
Vice-president (Branch vice-chairperson)	Name
Treasurer	Name
Secretary	Name
Additional member/s	Name/s

Every member of the National Council is entitled to nominate any other member or members of the Society, and who are in good standing (Branch paid-up members in the case of a Branch Annual General Meeting), to fill any of these posts. Please ensure that nominees indicate their acceptance of their nomination on the form; **and also confirm that they are in good standing by virtue of having paid their annual membership subscriptions for the current financial year.**

I \_\_\_\_\_ nominate:  
Full names of proposer

Office	Full names of nominee	Acceptance by nominee
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Office	Full names of nominee	Acceptance by nominee
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Office	Full names of nominee	Acceptance by nominee
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Office	Full names of nominee	Acceptance by nominee
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Office	Full names of nominee	Acceptance by nominee
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\_\_\_\_\_  
Signed proposer

\_\_\_\_\_  
Date