

# **MUNSTER CONSERVANCY CONSTITUTION**

## **OUR MISSION STATEMENT**

To support sustainable resource utilization, and to conserve wildlife and their habitats in the Munster Conservancy for the benefit of present and future generations by stimulating interest and active participation among all residents of the community through communication and education.

(**Constitution** – adopted by a meeting of the members on 10/06/2021)

### **1. Organization's Name**

The name shall be the 'Munster Conservancy' herein referred to as the Conservancy.

### **2. Registration**

The Munster Conservancy shall be registered with the KwaZulu-Natal Conservancies Association and shall be obliged to pay all subscription fees required to maintain such registration until such time as it is agreed, otherwise in terms of the provisions of this deed.

### **3. Main and Ancillary objectives**

The objectives of 'The Conservancy' shall be:

- 3.1 To stimulate interest and active participation by all members of the Munster community in the protection, rehabilitation and conservation of all wildlife, fauna and flora in the Munster area (as demarcated on the attached map)
- 3.2 To create environmental conservation awareness amongst members of the community through communication and education, specifically with reference to the statutory regulations protecting the environment, wildlife, fauna and flora.
- 3.3 To promote bird, tree and eco-tourism
- 3.4 To encourage social interaction amongst all members of the Munster community to ensure that they are commonly committed to the Conservancy's objective of protecting the natural heritage of the Munster area for the benefit of future generations.

### **4. Income and Property**

The organization may not give any of its money or property to its members or office bearers. The only time it can do this is when it pays for work that a member or office bearer has done on behalf of the organization. Any such payment must be a reasonable amount for the work undertaken. Members or office bearers of the organization do not have rights over things that belong to the organization.

### **5. Financial Transactions**

The organizations financial transactions shall be conducted by means of a bank account:

(Banking details XXX)

## **6. Body Corporate**

The organization 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

## **7. Continued existence**

The organization shall continue to exist even when its membership changes and there are different office bearers.

## **8. Conservancy Membership**

Membership of Conservancy shall be open to all members of the Munster community, as well as any external person or body approved by Conservancy committee. Membership can be applied for an individual, family or corporate basis. New members will be required to complete a membership application form, which shall be submitted to the committee for registration. Each member shall be entitled to a copy of the constitution and/or shall be referred to a place to where the constitution can be reviewed.

## **9. Conservancy Membership Structures**

Membership fee structures shall be structured according to the following categories:

- Individual Membership
- Family Group Membership
- Corporate, Institutional or Business Group Membership
- Honorary Members
- Co-opted Committee Members.

## **10. Membership Fees & Payment Obligations**

Membership Fees shall be determined by the incoming conservancy committee on an annual basis and communicated to all members in writing.

Fees shall be payable on either an annual or monthly basis at the discretion of the member.

Any person or group which applies to be a member of the Conservancy but fails to pay their membership fees within 6 months of such application or subsequent renewal date shall be disqualified from being a member and shall forfeit all rights attached to such membership, unless otherwise arranged with the Conservancy committee.

## **11. Member Registration and Voting Rights**

All registered members of the Conservancy shall be entitled to the following rights:

- Attendance or representation at an Annual General Meeting
- (Family or group members being entitled to have a single vote per group)
- Voting rights at an Annual General Meeting shall be as follows:

- Individual 100% fee (paid up member) 1 vote
- Family (Max 6) 100% fee (paid up member) 1 vote
- Group (Min 10) 100% fee (paid up member) 1 vote
- Honorary members, Nil 1 vote
- Co-opted committee members, Nil Nil
- Scholar, Nil Nil

**12. Nomination of representatives to the Conservancy committee**

Any paid-up member, family member or group member representative may propose any other paid up member of the Conservancy present or by proxy to serve as a committee member of the Conservancy at an Annual General Meeting and where applicable, at a Special Meeting.

**13. Conservancy Committee**

The Conservancy committee will manage the organization and take on the power and authority that it believes is necessary to achieve the objectives of the organization. The management committee shall be the office bearers of the organization and as a general rule include the following posts:

- Chairman
- Vice Chairman
- Treasurer
- Secretary
- 4 Members

The management committee shall meet a minimum of four times per year excluding the AGM.

All meetings will be minuted and circulated and be archived an on hand for members to consult.

In order for a quorum to be formed, 50% of the committee members must be in attendance.

In the event that the committee cannot reach a consensus on a decision, the Chairperson will have the deciding vote.

The posts of chairman and treasurer should be held for a minimum period of 2 years, if at all possible, to ensure continuity within the Conservancy.

The conservation committee shall be free to co-opt additional committee members from time to time should the need arise.

As a rule, all Conservancy committee members are obliged to resign at the AGM and the outgoing chairman should request nominations from the floor to form a new committee.

**14. Conservancy Committee Responsibilities**

The Conservancy committee shall be responsible for:

- The calling and execution of committee meetings

- The registration and liaison with the National Conservancy Association
- The review and definition of individual committee members' roles and responsibilities
- The formulation and execution of appropriate plans of action to achieve the stated conservancy objectives
- The protection and development of Conservancy assets and information
- The limitation of Conservancy liabilities
- The maintenance of accurate accounting and financial records in accordance with generally accepted accounting practices
- The Conservancy committee shall further ensure that:
  - All membership fees are billed and collected so far as possible
  - All funds are banked with a registered commercial bank and reconciled on a regular basis
  - A quarterly financial report is compiled and circulated for review by all the committee members
  - An annual financial report is compiled, approved by the committee and circulated to all members along with the notice of the Annual General Meeting. The financial year of the organization ends on XXX each year
  - Conservancy Committee Communications
  - The Conservancy committee shall be obliged to communicate to all members on a quarterly basis in the form of an email newsletter.

## **15. Membership matters**

- New members
- Community contact information

### Conservancy matters

- Wildlife
- Birding
- Fauna & Flora
- Marine/Coastal/Estuary
- Surveys & information

### Environmental matters impacting Conservancy efforts

- Security, poaching, snares
- Unattending/roaming dogs
- Indiscriminate felling of indigenous trees
- Bark stripping
- Invasive Alien plants
- Fire and firebreaks
- Protected trees
- Collection of firewood
- Birdlife
- Coastal/Marine/Estuary matters
- Pollution

- Litter
- EIA processes – provide local input

## **16. Annual General Meeting**

### **Timing**

An Annual General Meeting of all members shall be held within 6 months of the financial year end of the Conservancy. The financial year end of the Conservancy shall be the end of February.

### **Venue**

The Annual General Meeting shall be held at an appropriate location, within the XXX area, which is easily accessible to all members of the community.

### **Notice & Supporting Documents**

A written notice of the Annual General Meeting shall be distributed to all members a minimum of 4 weeks (28 calendar days) prior to the date of the Annual General Meeting.

A notice of the Annual General Meeting shall also be published and posted on a notice board in a commonly frequented area of Munster 4 weeks (28 calendar days) prior to the date of the Annual General Meeting.

The Annual General Meeting notice shall be accompanied by a copy of the financial statements applicable to the financial year, as well as a report by the chairman and/or committee member, which outlines the activities of the Conservancy for the financial year under consideration. The financial statements shall be compiled according to generally accepted accounting practice and signed by the Conservancy chairman prior to distribution to members.

Any member wishing to raise any matters at the AGM must submit by hand or post such matters in writing to the chairman of the Conservancy committee one week after having received notice of the AGM and/or minimum of 1 week prior to the AGM date. Such matters shall be discussed and addressed as an addendum to the chairman's report.

The Annual General Meeting notice shall be accompanied by an agenda of the matters that will be addressed at the meeting. The agenda shall as a minimum include the following matters:

- Welcome
- Apologies verification of a quorum of members
- Approval of previous AGM minutes and matters arising
- Review and acceptance of financial statements
- Presentation of chairman's report and member comments received
- Review of Conservancy membership status
- Consideration of resolutions proposed for review and approval at the AGM
- Resignation of current committee
- Review of nominations for new committee
- Voting of new committee members

**17. Voting**

Voting shall be by hand, one vote per member unless there is an objection in which case a closed vote by means of a voting form must be executed. The completed voting forms must then be collected and tallied by the outgoing chairman and vice-chairman. The results of which must be declared to those present at the meeting.

**18. New Conservancy Committee Composition**

The persons so elected to the committee shall be obliged to call and attend a meeting between themselves, preferably within 14 (fourteen) calendar days of the AGM, to take over the responsibilities and scheduled activities from the previous committee.

**19. AGM Minutes**

Minutes of all Annual General Meetings shall be taken and circulated to members with the notice of the next Annual General Meeting. Any member may request a copy of the minutes from the committee before the next AGM.

**20. Quorum**

In order for a quorum to be formed at the AGM attendance must be at least the committee members plus 2 additional members

**21. Special General Meetings**

Special General Meetings may be called by either:

- The Conservancy committee
- A representative group of Conservancy members

A minimum representative group of 10 or more individual and/or group members may request the existing Conservancy committee to call a Special General Meeting.

The representative group must state the reasons for wishing to call such a meeting.

In this instance a review meeting between the representative group and the Conservancy committee must be called by the committee within 5 (five) calendar days of receiving such a request from the representative group to call a Special General Meeting.

The Conservancy committee shall be obliged to hear the matters and/or concerns of the representative group and shall respond in writing within 5 (five) calendar days.

If the representative group is not satisfied with the response of the Conservancy committee and the committee refuses to call a Special General Meeting then the representative group, if they so wish, shall be entitled to call a Special General Meeting. If the representative group does call a Special General Meeting, then the notice of such meeting

shall follow the same procedure as an Annual General Meeting as defined herein.

All matters arising at a Special General Meeting shall be administered by the same voting procedures as an Annual General Meeting, with the exception that any special resolutions shall only be passed by a majority vote of 75% by members present or by proxy.

All matters arising at a Special General Meeting shall be administered, executed and recorded as if it were an Annual General Meeting by the persons who specifically called and arranged such a meeting (Conservancy committee or representative group).

**22. Changes to the constitution**

The constitution can be changed by a resolution.

A quorum must be present at either an AGM or Special Meeting before a decision to change the constitution can be taken.

**23. Procedure to wind up or dissolve**

The organization may close down if the least 75% of the members present and voting at a meeting convened for the purpose of considering such matters, are in favour of closing down.

Upon closing, after having paid any outstanding liabilities, the organization must transfer any remaining assets to another non-profit organization with similar objectives.

Signed by:

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CHAIRPERSON

TREASURER