



CONSTITUTION DATED
NOVEMBER 1998
AS AMENDED IN
SEPTEMBER 2003

THE CONSTITUTION

OCIATION:

Name of the Association is:

Cat Lovers Association of South Africa

Association is an association:-

With legal personality, with perpetual succession and capable of suing and being sued in it's own name, and

None of whose members in their personal capacities shall have any right, title (interest to or in the property, funds or assets of the Association, which shall vest in and be controlled by the Trustees in terms hereof, and

Not for profit, but for the benefit of the members.

X While the Committee members are referred to as Trustees, the Association is not a Trust and is therefore not subject to the Trust Property Control Act.

of the Association are:

omote and advance interest in and care of cats, whether of members, exhibitors, ers and/or the general public by means of shows, exhibitions and literature in both opy and electronic format

omote and encourage the breeding of cats to the highest ethical standard

iliate to or join and co-operate with any societies, bodies, clubs, and associations, er local, provincial, national or international having objects similar to those of this lation, as may be in the best interest of this Association.

nate to charitable organisations devoted to the welfare of cats as and when funds the Association to do so

d, funds realised by the Association may be used in the furtherance of the objects of on.

EMENT:

tion shall be deemed to be established on the date of the Inaugural Meeting, namely: r 1998.

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ustees shall carry out the affairs of the Association.

- 4.2 Unless agreed by the members in a General Meeting to the contrary, there be not less than seven (7) and not more than thirteen (13) Trustees in number shall determine which among them shall act as Chairman, Vice-Chairman, Treasurer.
- 4.3 The first Trustees shall be those elected at the Inaugural meeting who shall serve for a period of two (2) years calculated from the date of establishment of the Association that is until 31st October 2000, subject to Clause 4.9.
- 4.4 At the expiry of the initial period of two years and thereafter annually, Trustees shall resign, but shall be eligible for re-appointment by majority vote of the Association with the proviso that at least two (2) Trustees remain to ensure continuity.
- 4.5 The Trustees shall, after proposal and seconding, be elected by ballot or by such other method as the meeting so determines) of those persons who attend the General Meeting of the Association, and successive Trustees shall be elected likewise at each subsequent General Meeting of the Association provided that no member shall be eligible for election if he/she has been duly proposed and seconded in writing by members at a General Meeting of the Association, a proposal endorsed by the candidate, has been handed to the Secretary not less than 14 days preceding the meeting and provided his/her current subscriptions have been paid up to date.
- 4.6 The Trustees, shall immediately on being elected to office, appoint a Chairman, Secretary and Treasurer who shall act as such for the duration of their term of office.
- 4.7 In the event of the position of Chairman, Vice-Chairman, Secretary or Treasurer becoming vacant, the remaining Trustees in their discretion, co-opt an Association member and/or elect one of their number to fill the vacancy to the necessary capacity for the remainder of their term of office.
- 4.8 The Trustees shall, unless the Association in General Meeting decides otherwise, receive no remuneration.
- 4.9 No Trustee shall be liable to the Association or to any member or to any person in respect of any act or omission by him/her, the Association or its members, provided that such member has, in consequence of any purported liability provided such member has, in consequence of any purported liability provided such member has, of information known to him/her, acted in good faith and without gross negligence or without dishonesty.
- 4.10 The office of a Trustee shall be vacated: -
 - 4.10.1 On the death of a Trustee; or
 - 4.10.2 Within fourteen (14) days of receipt of a written notice of resignation from the Trustee; or
 - 4.10.3 Forthwith should a Trustee become unfit or incapable, physically or mentally, from acting as a Trustee or of managing his/her own affairs; or be removed provisionally or finally.

5.3.9 To borrow on behalf of the Association, money on such terms and conditions as they may be instructed by majority resolution of the Association for the purpose of preserving, maintaining or improving the Association;

5.3.10 To charge membership fees to cover basic operational costs.

5.4 The Association Financial Year shall start on 1st November and end on the 31st of the ensuing year.

5.5 The Trustees shall, from time to time, determine the amounts payable in membership fees.

5.6 All new memberships taken out and paid between 1st May and 31st October in any year shall be reduced to half, provided that the full year membership is paid in full and in advance for the ensuing year starting 1st November.

6. MEMBERSHIP

6.1 All and any persons of good character and interested in the objects of the Association shall be eligible for membership.

6.2 Applications for membership shall be made as follows:

6.2.1 By written application in such form as the Trustees may from time to time determine, signed by the applicant, and

6.2.2 Proposed by an existing fully paid-up member, and

6.2.3 Accompanied by payment of an amount equal to a minimum of the full membership fee

6.3 The Trustees, whose confirmation shall not be unreasonably withheld, shall consider the application of any person applying for membership.

6.4 The Association shall consist of Founder members, Charter members, Full members, Pensioner members and Junior members, whose names and details shall be recorded by the Membership Secretary.

6.5 The Trustees shall have the power to confer Honorary Life membership on any person who has rendered exceptional service to the Association. Such Honorary Life membership shall carry all the privileges of Full membership.

6.6 The Annual Membership Fee shall fall due for renewal on 1st November each year. Any member who fails to pay his/her dues by this date shall cease to be a member.

6.7 No member shall derive any financial profit or gain. Expenses incurred on behalf of the Association must be pre-approved by the Trustees and will be reimbursed on confirmation as accurate.

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5.3.10 To charge membership fees to cover basic operational costs.

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6.3 The Trustees, whose confirmation shall not be unreasonably withheld, shall confer acceptance of any person applying for membership.

6.4 The Association shall consist of Founder members, Charter members, Full members, Country members, Pensioner members and Junior members, whose names and details shall be recorded by the Membership Secretary.

6.5 The Trustees shall have the power to confer Honorary Life membership on any person who has rendered exceptional service to the Association. Such Honorary Life membership shall carry all the privileges of Full membership.

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6.7 No member shall derive any financial profit or gain. Expenses incurred on behalf of the Association must be pre-approved by the Trustees and will be reimbursed on confirmation as accurate.

- 6.8 Any member wishing to resign shall do so in writing to the Secretary. Any member resigning will not be entitled to a refund of any membership fees he/she may have paid
- 6.9 Any member whose conduct either in or out of the Association shall be held by the Trustees to be injurious to the Association, interest or well being of the Association shall be liable to expulsion on a resolution by the Trustees.

7. MEETINGS

- 7.1 The Annual General Meeting shall be held in the January following the October Financial year End on a date fixed by the Trustees. Thirty (30) day's written notice thereof, accompanied by the Agenda shall be sent to all members by the Secretary.
- 7.2 The Agenda of an Annual General Meeting shall include the following: -
- 7.2.1 Minutes of the previous Annual General Meeting
 - 7.2.2 Chairman's Report
 - 7.2.3 Treasurer's Report
 - 7.2.4 Election of Trustees
 - 7.2.5 General
 - 7.2.6 Any other business which an Annual General Meeting is empowered to deal with in terms of this Constitution

Full and precise details of further business shall be placed on the Agenda at the Trustees own motion.

- 7.3 Any member wishing to discuss any matter under item 7.2.5. above must post such request, together with all details to the Secretary, to reach him/her not later than 8 days prior to the advertised Annual General Meeting date. *(This Clause to be placed on the Annual General Meeting announcement to all paid up members).*
- 7.4 Special or Extraordinary General Meetings may be called by
- 7.4.1 A majority of Trustees whenever they consider it desirable; and/or
 - 7.4.2 A request in writing of at least five (5) members

And in either event, on fourteen (14) days' written notice by the Secretary specifying the business to be dealt with.

- 7.5 At all meetings of the members of the Association, the Chairman of the Trustees shall preside.
- 7.6 In the absence of the Chairman of the Trustees, an Acting Chairman shall be appointed by the Trustees to preside at the meeting and the Acting Chairman shall perform the duties of the Chairman in his/her absence or upon his/her resignation.

- 7.7 In the event of an even vote, the Chairman of the Association (or in the Chairman's absence, the Vice-Chairman) shall have a casting vote.
- 7.8 At all meetings votes on any matter shall be done by show of hands of those present, the majority vote to count, unless the meeting decides otherwise. An Electoral Officer, who is not a Trustee, to be appointed at the meeting.
- 7.9 The following members shall be eligible to one vote each, provided they have been a member in good standing for at least one year:

Founder Members
Charter Members
Full Members
Pensioner Members
Country Members

PROVIDED the membership fees of such members are fully paid.

- 7.10 There shall be no proxy votes. Postal votes (one per envelope) to be sent to the club's official postal address, date stamped a minimum of 7 days prior to the meeting. The member's name and address to be recorded on the back of the envelope for date dispute purposes. These will be opened at the meeting by the appointed Electoral Officer.
- 7.11 Nominations for election of Trustees, duly proposed by members in good standing, signed by the proposer and nominee, shall be posted to the Secretary by no later than 30th November.
- 7.12 A quorum which shall consist of at least ten (10) members, eligible to vote, is required at all Extraordinary and Annual General Meetings.
- 7.13 No notification or information in respect of any Meeting of the Association may be sent to the press without the prior written consent of the Trustees, which consent shall not be unreasonably withheld.

< (4 The Trustees shall meet at least eight (8) times during the year.

- 7.15 The quorum at Trustee Meetings shall consist of at least five (5) Trustees.

HONORARY VETERINARY SURGEONS

Members at the Annual General Meeting may elect one or more Honorary Veterinary Surgeons.

HONORARY AUDITOR

An auditor, not being a Trustee, shall be elected at the Annual General Meeting. Such auditor shall examine the books, accounts and vouchers for the Financial Year and certify the Financial Statement, which shall be presented at the Annual General Meeting.

AMENDMENT OF THIS CONSTITUTION

The constitution may only be amended at an Annual or Extraordinary General Meeting, by a two-thirds majority of the members present, eligible to vote, providing the text of this amendment has been sent to all Association members together with the Notice of this Meeting.

DISSOLUTION

The Association may be wound up by

1.1.1 The resolution of the members in General Meeting provided that two-thirds of all members, duly convened, vote in favour thereof; or

1.1.2 By unanimous decision of the Trustees

In the event of such winding up, each member shall be informed of such decision in writing, giving reasons.

On dissolution or winding up of the Association, all assets of the Association, after refunding to any Trustee such disbursements as have been made by such Trustee on behalf of the Association and the payment of debts, shall be donated to an organisation or association whose main object is the welfare of cats.

Should the Association dissolve within three (3) years of operation, from the first Annual General Meeting, the members' subscriptions may be offered/refunded, after expenses such as newsletter, postage etc. to such member.

SUBSEQUENT AMENDMENTS TO THIS CONSTITUTION

At an EGM held in September 2003, the AGM date was altered from November to January affecting Articles 7.1 and 7.11.