

# **CONSTITUTION OF THE SOUTH AFRICAN SOCIETY FOR CULTURAL HISTORY**

## **1. INTRODUCTION**

**1.1 This Constitution was approved and introduced on 19 October 2019 during an Annual General Meeting of the South African Society for Cultural History (SASCH) at Simon's Town.**

1.2 The constitution of the SASCH at the time lapsed with the introduction of the 2015 version.

## **2. NAME**

The name of the society is the South African Society for Cultural History (hereafter referred to as "the Society").

## **3. LANGUAGE**

The official languages of the Society are Afrikaans and English.

## **4. OBJECTIVES**

The Society is a scientific society and aspires to promote and develop Cultural History in South Africa by:

4.1. organising meetings, conferences, workshops and courses for the discussion of and education and training in all aspects of Cultural History;

4.2. stimulating research on Cultural History and publishing and / or subsidizing scientific journals and other publications such as the South African Journal of Cultural History, the official journal and the Newsletter which is the official communication channel of the Society;

4.3. making suggestions to authorities and institutions involved in Cultural History and the conservation of cultural heritage resources; and

4.4 supporting all activities aimed at promoting and developing the Society in particular and Cultural History in general.

## **5. STRUCTURE OF THE SOCIETY**

The Society is managed in accordance with its constitution on national level, but branches may be established with the approval of the Council. Branch regulations must be approved by the Council.

## **6. MEMBERSHIP**

Any person or institution may apply for membership or be nominated as a member. Such an application or nomination is subject to scrutiny by the Council, based on

requirements determined by the Annual General Meeting (AGM). The Society has the following categories of membership:

### **6.1 Ordinary Member**

Someone who underwrites the regulations of this constitution and the objectives of the Society and fulfils the requirements as determined by the AGM from time to time, may apply for membership or may be nominated as an ordinary member. Ordinary members do have voting rights and may serve on the Council.

### **6.2 Professional Member**

Someone who has obtained at least a B-degree or the equivalent thereof in a relevant discipline may become a professional member of the Society. Professional members do have voting rights and may serve on the Council.

### **6.3 Institutional Member**

An Institution which underwrites the regulations of this constitution and the objectives of the Society and fulfils the requirements as determined by the AGM from time to time, may apply for membership or may be nominated as an institutional member. Institutional members may send one delegate to meetings of the Society. Such a person does have voting rights but may not serve on the Council.

### **6.4 Honorary Life Member**

Honorary life membership is awarded to someone who has rendered exceptional service to the Society or to the development of its objectives. Honorary life membership is awarded at the recommendation of the Council by the AGM.

### **6.5 Donor Member**

A person or institution who underwrites the constitution and objectives of the Society may apply for donor membership by paying a donor's fee as determined by the AGM from time to time. An institution which is a donor member may send one representative to meetings of the Society. Such a person does have voting rights but may not serve on the Council.

### **6.6 Student Member**

A full-time student or scholar who underwrites the constitution and objectives of the Society and complies with the requirements as determined by the AGM from time to time, may apply for student membership or may be nominated as such. Only full-time, post graduate students have voting rights and may serve on the Council.

### **6.7 Life Member**

A member may obtain life membership by paying a fee as determined by the AGM. Life members have voting rights and may serve on the Council.

### **6.8 Accredited Member**

Members of the Society may apply for accreditation in accordance with the Accreditation Code of the Society (Appendix A). Only persons who are members of the Society (Sections 6.1- 6.7 above) may apply.

## **7. MEMBERSHIP FEES**

7.1 Membership fees are determined by the AGM

7.2 Membership fees are payable annually before 1 April

## **8. TERMINATION OF MEMBERSHIP**

Any member, whose membership has been approved by the Council, maintains his / her membership, unless:

8.1 The relevant member resigns;

8.2 Membership of the relevant member is terminated by the Council after the member's membership fees have been in arrears for more than twelve months;  
or

8.3 The relevant member has his membership cancelled by the Council. The Council's decision is final and occurs without stating reasons.

## **9. ANNUAL GENERAL MEETING**

9.1 A general meeting is held annually.

9.2 Every institutional member may send one delegate representing members of such institution or part thereof at the AGM.

9.3 All members may attend the General Meeting, but voting rights are limited to those mentioned in Section 6.

## **10. EXTRAORDINARY ANNUAL GENERAL MEETING**

10.1 The Council may convene extraordinary general meetings as often as deemed necessary.

10.2 Upon receiving a petition requesting the convening of an extraordinary annual general meeting from at least one third of the members of the Society, such a request must be granted.

10.3 An extraordinary annual general meeting convened in accordance with sub-section 10.1 or 10.2 can only be convened after written notice and the provision of an agenda. Such a notice must be directed to every member and communicated to everyone at least fourteen (14) days before such an extraordinary meeting is scheduled.

10.4 Proceedings during and decisions taken at an extraordinary annual general meeting are not invalid due to the non-receipt of the notice by members.

10.5 The terms of sub-sections 9.2 and 9.3 also apply to extraordinary annual general meetings.

10.6 The only matters to be discussed at an extraordinary annual general meeting are those for which the extraordinary annual general meeting were convened.

## **11. AGENDA**

- 11.1 The Membership Secretary of the Society gives written notice of the AGM to all the members of the Society at least sixty (60) days before such a meeting and requests that they submit matters to be placed on the agenda.
- 11.2 The agenda closes fourteen (14) days before it is dispatched to members.
- 11.3 The following matters should appear on the agenda of the AGM:
1. The approval of the minutes of the previous AGM as well as the minutes of any extraordinary annual general meeting/s;
  2. Annual reports and financial statements of the Society;
  3. Election of the Council and office bearers, if applicable;
  4. All matters submitted by members in accordance with sub-sections 11.1 and 11.2
  5. Editorial report of the Journal, the South African Journal of Cultural History; and
  6. Any matters which the Council deems applicable.
- 11.4 The agenda of the AGM must be communicated to all the members at least fourteen (14) days before the scheduled meeting. Proceedings during and decisions taken at AGM's are not invalid due to the non-receipt of such documents.

## **12. COUNCIL**

### **12.1 Composition of the Council**

The Council comprises the following members:

- 12.1.1 Six (6) elected council members as determined by this constitution, from which a Chairperson and Deputy Chairperson is elected.
- 12.1.2 During these elections the outgoing chairperson must take the chair.
- 12.1.3 Subsequently the new Council appoints the following positions who will also serve as Council members:
- Council Secretary;
  - Editor for each of the Journal and the Newsletter;
  - Member secretary;
  - Treasurer;
  - Accreditation Committee convener;
  - Archivist;
  - Marketing coordinator (web page)
- The remaining four elected Council members may each serve in one of these positions.
- 12.1.4 Member representatives from the Southern and the Northern regions. Existing Council members, may be appointed as representatives bearing in mind that, should there only be one Council member from a specific region, an additional person must be appointed.
- 12.1.5 Council may co-opt additional members at any time to perform specific tasks. This co-optation may be for the full term or part thereof.
- 12.1.6 Office-bearers and co-opted members of the Council have the same voting rights as elected Council members.

## **12.2 Election of the Council**

12.2.1 A new Council is comprised every second year at the AGM.

12.2.2 Only members of the Society, as indicated in section 6 may be elected to Council, but those who already serve in a noofficial capicity on the council, may not be elected.

12.2.3 Members are eligible to Council in accordance with section 6 of this constitution.

12.2.4 Vacancies are filled in accordance with section 12.3

### 12.2.5 Nomination and voting procedures

1. Only persons who are eligible members of the Society on the day on which nominations close, may nominate candidates and vote.
2. Nominations for Council members take place via post, email or fax
3. Nomination forms need to be clear to any registered voter on the following:
  - a. A registered voter may nominate a maximum of six (6) candidates as eligible members of Council.
  - b. The nomination form has to be submitted to the Secretary before or on a specific date.
  - c. The nomination is invalid should there be any deviations from the above regulations.
4. The Membership Secretary dispatches nomination forms to all members of the Society at least twenty eight (28) days before the onset of the AGM. The nomination forms need to be returned to the Membership Secretary within fourteen (14) days.
5. Nominated members are informed by the Membership Secretary of their nominations by telephone or email. The nominee may accept or decline the nomination. Nominated members must react within seven (7) days after they had been informed. Should a person not react in time, it will be accepted that he / she has declined.
6. After all the nominees' replies have been received, ballot papers comprising all the names of members who accepted their nominations as members of the Council, are compiled.
7. The ballot paper which is referred to in 12.2.6.6 is dispatched to all members of the Society at least twenty eight (28) days before the onset of the AGM.
8. The ballot paper should clearly indicate that:
  - a. Registered voters may vote for a maximum of six (6) Council members.
  - b. The registered voter should return the ballot paper and the receipt to the election committee not later than the time allocated for the counting of the votes on the programme of the first day of the GM.
  - c. The ballot paper becomes invalid should there be any deviations of the regulations in 8a and 8b.
9. As soon as the votes have been counted, the Chairman announces the results of the election.
10. If there is a stalemate of votes the lot will be used to determine the outcome.

### 12.2.6 Co-opted members of the Council

Members of the Council who were co-opted in accordance with section 12.1.5

have the same voting rights as elected members of the Council

### **12.3 Vacancies on Council**

Vacancies may arise because:

1. A member of Council passes away, or his membership is terminated in accordance with section 8;
2. A member of the Council is appointed in an office of profit in the Society, is contractually bound to the Society or has any interest in the work of the Society, unless he declares any such interests beforehand and abstains from voting when this matter is addressed.

#### **12.3.2 Vacancies are filled as follows:**

1. **Chairperson:** The Deputy Chairperson becomes the Chairperson for the remainder of the term of office and the vacancy is then filled in accordance with sub-section 2 of this section. In the event that the Deputy Chairperson is not available to fill the post of the Chairperson, a Chairperson is elected by the Council from the remainder of elected Council members.
2. **Deputy Chairperson:** The Council elects one of his members as Deputy Chairperson for the remainder of the term of office when the serving Deputy Chairperson is assigned as Chairperson or the position becomes vacant for any other reason.
3. **Council Secretary:** The Council elects one of his members as Council Secretary for the remainder of the term of office when the Council Secretary resigns is elected for another post or when the position becomes vacant for any other reason.
4. **Membership Secretary and other members:** Should the Membership Secretary or any other member vacate their offices, Council may fill the positions for the remainder of the term of office by co-opting successors.

## **13 POWERS AND DUTIES OF THE COUNCIL**

- 13.1 In accordance with the regulations of this constitution, Council continues with the work of the GM in a manner which he regards as essential and effective, considering the general policy, orders and decisions taken at the GM, and on condition that any ruling or action by the Council may be revised by the GM.
- 13.2 Council meetings:
  - 13.2.1 Council meets as often as the Chairperson deems necessary, but at least once (1) a year.
  - 13.2.2 The Chairperson must convene an extraordinary Council meeting within six (6) weeks after receiving a petition, directed at the Deputy Chairperson or the Council Secretary and signed by at least four (4) members of the Council, in which the purpose of the meeting is stated.
- 13.3 The Council must keep detailed minutes of the activities and decisions of all its meetings.
- 13.4 The members of the Council have seats on any of the meetings of the GM, with full voting rights.
- 13.5 The Council has the power to appoint and dissolve committees for purposes it may deem necessary.

## **14 CHAIRPERSON AND SECRETARY**

- 14.1 The Chairperson of the Council is also the Chairperson of the General Meeting. In his absence, the Deputy Chairperson acts as chair. In the event that both are absent, the meeting elects a chairperson from its ranks.
- 14.2 In accordance with section 15, the Chairperson has a deciding vote at any of the meetings mentioned in this constitution, over and above his deliberative vote. This right is not applicable to elections.
- 14.3 The Council Secretary acts as secretary of the General Meeting and in his / her absence the meeting elects a secretary.

## **15 VOTING METHOD**

At any meeting mentioned in this constitution any suggestions subjected to voting by the meeting, are settled by the showing of hands, unless voting by ballot papers is requested by the majority of the meeting and except for the election of members and office bearers of the Council when voting has to take place by means of ballot papers.

## **16. QUORUM**

Members present form a quorum.

## **17. THE EXECUTIVE**

- 17.1 The Chairperson, Council Secretary and three (3) other Council members serve as the Executive of the Council.
- 17.2 The Executive meets as often as deemed necessary and all its activities and decisions must be submitted at the next following Council meeting.
- 17.3 At least three members of the Executive form a quorum.
- 17.4 The powers of the Executive are determined by the Council.
- 17.5 Should the Council Secretary not serve on the Executive, a person may be co-opted for this purpose. Such an Executive Secretary does however not serve as a Council member of the Society

## **18. OFFICIALS**

- 18.1 The Council has the power to appoint any person or body full time or on a part time basis, with or without compensation as mutually agreed.
- 18.2 An official employed by the Society, may not participate in any discussions at any meeting which is called in accordance with this constitution, except for divulging information or commenting at the behest of the Chairperson. Such an official has no voting rights at any meetings.

## **19. CONTRACTUAL CAPACITY**

- 19.1 The right to all assets and funds of the Society is vested in the Council and the Council keeps all such assets and funds in trust for and on behalf of the Society.
- 19.2 The Council is empowered and competent to perform the following actions in the name of the Society:

1. to buy, sell, rent, let, exchange, transfer moveable and immoveable assets by means of donations or otherwise to own, to receive, or to donate,
  2. to invest shares or funds of the Society in bonds, fixed deposits or alternatively with acknowledged banks, building societies or other financial institutions and also by means of state or municipal investments;
  3. to use the Society's fixed assets as surety to borrow money and register bonds;
  4. to deal with the assets and funds of the Society to promote its objectives and to the advantage of the Society;
  5. to establish and conduct lawsuits on behalf of the Society to which end the necessary proxies must be signed and executed;
  6. to compile rules and regulations and determine instructions and procedures in accordance with the regulations of the constitution and the objectives of the Society, for the convening of a meeting of the Council or any committee appointed in accordance with the constitution.
- 19.3 The Council may open a bank account in its own name and trade at any acknowledged commercial bank.

## **20. FINANCIAL YEAR AND AUDITING**

- 20.1 The financial year of the Society is from 1 April to 31 March in the following year.
- 20.2 Bookkeeping, reflecting the monetary transactions of the Society must be done by the Council and all such books must be audited annually and feedback must be given at the following General Meeting.

## **21. DISSOLUTION**

- 21.1 The dissolving of the Society may only take place at an extraordinary meeting which must be convened for this purpose by the Council, in accordance with the regulations in section 10.6.
- 21.2 Dissolution of the Society must be approved by at least two thirds of the enfranchised members present at the extraordinary meeting.
- 21.3 At the dissolution, all funds and assets of the Society must be transferred to one or other worthy organisation to be decided by the meeting.

## **22. DISCIPLINE**

- 22.1 The Council is empowered to exercise discipline in accordance with this section and may set and enforce rules which are not in conflict with the constitution.
- 22.2 Regarding the members of the Society, the Council is empowered to receive or lodge complaints, to investigate them and make a ruling and to warn or reprimand a member or to suspend the member for a period or to terminate his / her membership of the Society.

## **23. LIABILITY**



Officials and members of the Management of the Society are exempt from any personal liability for any losses or damages or expenses which they may incur legally in the performance of their duties and fulfilment of trusts, provided that such loss or damage is not caused by the *bona fide* actions of these members or through deliberate neglect.

## **24. AMENDMENT OF THE CONSTITUTION**

This constitution may only be amended by a majority of at least two thirds of the registered voters present at the General Meeting or Extraordinary meeting as determined in the constitution, on condition that:

- 24.1 Any suggestions re the amendment are properly motivated and reaches the Secretary at least thirty (30) days before any General Meeting or Extraordinary Meeting and
- 24.2 All members of the Society are informed of the suggestions in 24.1 at least twenty eight (28) days before the General Meeting or the Extraordinary Meeting.