



CONSTITUTION

(UPDATED SEPTEMBER 2018)

NAME AND HEADQUARTERS

The name of the Society shall be the “**Knysna Photographic Society**” hereinafter referred to as the “**Society**” and the headquarters shall be situated in Knysna.

1. OBJECTIVES OF THE KNYSNA PHOTOGRAPHIC SOCIETY

The Society is established to bring together all those interested in photography;

- a) To foster and encourage study, research and experimental work in photography;
- b) To provide facilities for the interchange of information and ideas among members;
- c) To rent or acquire for the use and benefit of the Society and its members screen projecting and any other equipment;
- d) To rent or otherwise acquire Society premises for the use of the Society and its members;
- e) To sell, let or otherwise deal with the assets of the Society;
- f) To promote when considered advisable or desirable functions, exhibitions or displays having a bearing on the activities of the Society;
- g) To cater for all such functions;
- h) To recover moneys due to the Society;
- i) To do all lawful things which are incidental or conducive to the attainment of the objects of the Society;
- j) To generally to further the interest of the members.

2. MEMBERSHIP

- a) Anyone who is interested in photography shall be eligible for election as a member of the Society provided that he or she shall be accepted by the Committee.
- b) The following classes of membership shall exist, namely:

2.1 HONORARY MEMBERS

Shall consist of persons whom honorary membership is conferred upon by the Society at an Annual General Meeting by reason of such person or persons having rendered distinguished or outstanding services to the Society or to photography or by reason of such person being deemed by the Society for other good and adequate reason to be worthy of Honorary Membership.

2.2 ORDINARY MEMBERS

- a) There shall be three sections of ordinary membership, namely:
 - i) Active members
 - ii) Social members
 - iii) Scholars
- b) Admission to membership shall be at the sole discretion of the Committee, which shall have the right to accept or reject any application for membership. Should any application for membership be rejected, such applicant shall not have the right to be informed of the grounds whereon or the reason why the application was not accepted. All applicants must fill in the official application form.
- c) The Committee shall keep a register of all Society members and an attendance register of members present at Society meetings.

2.3 CESSATION OF MEMBERSHIP

A member shall cease to be a member of the Society if:

- a) He/she gives notice of his/her resignation in writing to the Society.
- b) The Committee of the Society, if satisfied after investigation that a member is by reason of his or her behaviour undesirable, may impose any of the following penalties:
 - i) Suspension from the exercise of the privileges of membership for such a period as may be deemed fit.
 - ii) To call for resignation of membership.
 - iii) Expulsion from the Society

3. SUBSCRIPTION FEES

- a) There shall be a subscription as decided upon from time to time by the Committee.

- b) Subscriptions shall become payable upon acceptance for membership and thereafter annually in advance, not later than the end of July in each and every year.
- c) No subscription fee shall be paid by Honorary Members of the Society.
- d) Any member who fails to pay his/her subscription fee within the stated period shall automatically become delinquent and shall be denied the privileges of the Society until such time as such subscription is paid in full.
- e) Any member remaining delinquent for three months consecutively shall cease to be a member of the Society but may with the approval of the Committee be restored to membership upon making payment of all arrear subscriptions.
- f) The Committee may, however, extend this period if they are of the opinion that the circumstances warrants such extension.

4. MANAGEMENT

4.1 OFFICE BEARERS

- a) The Society shall have the following office bearers:
 - i) Chairperson
 - ii) Vice-Chairperson
 - iii) Secretary
 - iv) Treasurer
- b) A minimum of one and a maximum of six ordinary Committee members.
- c) A person appointed as Chairperson may not retain that office for a continuous period of more than four years.

4.2 POWERS

- a) The Committee members shall have the following powers:
 - i) To appoint the officers of the society
 - ii) To co-opt members to the Committee and to fill any vacancies that may occur.
 - iii) To form sub-committees for special purposes.
 - iv) To decide all points of dispute.
 - v) To make, vary and repeal by-laws for the regulation of the business and objects of the Society, its members and visitors.
 - vi) To regulate, manage and control the business of the Society.

- vii) To receive, disburse and invest funds in the interest of the Society.
 - viii) To open an account in the name of the Society with a Commercial Bank and to operate thereon in accordance with clause 7 hereof.
 - ix) In the case where it is considered necessary, to co-opt any other person, whether a member of the Society or not, to attend any meeting of the Committee in advisory capacity, such co-opted person however, shall not be given the power to vote at such meeting.
 - x) To do any act, matter or thing which would or might be done by the Society.
- b) The Committee shall meet at least once per month except when no meeting of the Society is scheduled for that month and 50% of the Committee shall constitute a quorum.
 - c) All matters shall be decided by the majority of members present, when the Chairperson shall have a casting vote should the voting be equal. Voting to be by a show of hands or by ballot.
 - d) At all meetings, whether General or Committee, the Chairperson or in his absence, the Vice-Chairperson, shall preside. In the absence of the Vice-Chairperson, the meeting shall elect a Chairperson.
 - e) Any Committee member who misses three society meetings without valid reason, will be asked to resign.

5. MEETINGS

5.1 ANNUAL GENERAL MEETING

- a) The Annual General Meeting shall be held in the month of July or August in each calendar year. Notice of such meeting, together with the Agenda thereof shall be published at least seven days prior to the date of such meeting.
- b) 25% of members who were fully paid up members at the last meeting of the previous year and members who became such since then, and who are fully paid up, shall constitute a quorum at the Annual General Meeting. Should there be no quorum within fifteen minutes of the advertised time of the meeting, the meeting shall be adjourned for half an hour. If at such adjourned meeting a quorum is not present, those members present shall constitute a quorum and may transact the business for which the meeting was called.

The business of the Annual General Meeting shall be:

- i) To confirm the minutes of the previous Annual General Meeting.
- ii) The presentation and confirmation of the Balance Sheet and Accounts.
- iii) The report of the Chairperson for the preceding year.

- iv) The election of a Management Committee.
- v) Any resolution concerning the affairs of the Society of which at least fourteen days notice shall have been given to the Secretary and any other competent business.

5.2 SPECIAL GENERAL MEETING

- a) A Special General Meeting shall be called upon production to the Secretary of a requisition stating the business of the meeting and signed by not less than 25% of the members of the Society.
- b) The Committee may also call a Special General Meeting.
- c) Notice of any Special General Meeting shall be published at least fourteen days before the date of such meeting.
- d) No business other than that for which the Special General Meeting is convened, shall be considered.

5.3 MINUTES

The Secretary shall keep correct minutes of all Committee, Annual General and Special General Meetings of the Society.

5.4 SOCIETY MEETINGS

Society meetings shall be held as required, but at least once a month except for the month of December.

5.5 VOTING

- a) All voting shall be by show of hands or by ballot if so decided by the Meeting.
- b) All members shall have one vote at any Meeting. The Chairperson or appointed Chairperson of any Meeting shall have, in addition, a casting vote.
- c) No visitors or guests at a Society Meeting, Annual General Meeting or Special General Meeting shall have the right to vote. Notice of any motion for the amendment, deletion or addition to the Constitution of the Society shall be given to the Secretary in writing at least three weeks before the date of the Annual General Meeting or proposed date of a Special General Meeting, at which such motion is to be put, and Postal Notice of such motion shall be given to all members at least 14 days before the Meeting. A two-thirds majority of fully paid up Members shall be required to approve such Motion.

6. USE OF MEMBERS' PHOTOGRAPHS

- a) Images submitted to the Society for any purpose may be used for other Society and PSSA related activities. No commercial use will be made of the image/s.
- b) The Society will undertake every care to ensure that each photographs' copyright will remain with the author, but cannot be held responsible for any misuse by third parties.

7. FINANCE

- a) A Current Account and/or Savings Account shall be opened in the name of the Society with a Commercial Bank as decided upon by the Committee.
- b) The account shall be a two-signatory account – the Chairperson, Treasurer and one other person nominated by the Committee shall have signing powers.
- c) Limits of expenditure authority shall be established by the Committee.
- d) A statement of Revenue and Expenditure and a Balance Sheet for each year ending 30 June shall be presented to members at the following Annual General Meeting.
- e) Internet based banking operations are permitted, within limits set by the committee from time to time. The Treasurer is the only person authorised to operate the banking accounts in this manner, strictly in accordance with the current expenditure budget and on condition that all transactions are authorised in arrears, within 30 days of the transactions having taken place, by two other authorised signatories

8. BY-LAWS

The Committee may from time to time, subject to the approval of the Society in Meeting, make such by-laws as it may judge to be necessary for the conduct of the business of the Society.

9. LIABILITY OF MEMBERS

- a) The Society shall be a Body Corporate having an existence independent of its members, with perpetual succession, and all its assets shall be registered or held in the name of the Society.
- b) The individual members shall not be liable to meet the debts, engagements or liabilities of the Society which shall be incurred in the name of the Society and the liability of the members shall be limited solely to the amounts due by them in respect of their subscriptions.

10. DISSOLUTION

If upon winding up or dissolution of the Society, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be distributed amongst the members of the Society, but shall be given or transferred to some other Society, Association, Body or Institution having objects similar in whole or in part to the objects of the Society to be determined by the members of the Society at or before the time of dissolution or, in default thereof, by the President of the Society, or may be placed in trust with the PSSA pending the founding of a new Society in Knysna.

DATED: 11th September 2018

SIGNED:

CHAIRPERSON; D. Emanuel

SECRETARY; L. Cloete and A. Laubscher van der Merwe