



Constitution Constitution

1.	NAME	3
2.	AFFILIATION ERROR! BOOKMARK NOT DEFINED.	
3.	MISSION STATEMENT.....	3
4.	OBJECTIVES.....	3
5.	AREA OF OPERATION	3
6.	MEMBERSHIP	4
7.	MANAGEMENT COMMITTEE	4
8.	POWERS OF THE MANAGEMENT COMMITTEE	5
9.	MANAGEMENT COMMITTEE MEETINGS AND PROCEDURES	6
10.	ANNUAL GENERAL MEETINGS AND PROCEDURES	7
11.	FINANCE	7
12.	INCOME AND PROPERTY.....	8
13.	CHANGES TO THE CONSTITUTION	8
14.	DISSOLUTION OF THE ORGANISATION.....	9

15. INDEMNITY 9

16. ACCEPTANCE 10

CONSTITUTION OF THE Touching Nations

1. NAME

The name shall be Touching Nations, hereinafter referred to as, "the organisation".

The organisation shall:

- 1.1 Exist in its own right, separately from its members.
- 1.2 Continue to exist, even when members or office bearers change.
- 1.3 Be able to own, lease and dispose of immovable property and other possessions.
- 1.4 Be able to sue and be sued in its own name.

2. MISSION STATEMENT

To help those in need achieve their true destiny in God and to see our communities transformed for His glory. Touching Nations upholds and applies Christian values in the execution of its aims and objectives. As such, Touching Nations responds to the following challenges;

- 2.1 By publicly acknowledging the seriousness of the TB/HIV/AIDS epidemics.
- 2.2 Minimising the personal and social impact thereof.
- 2.3 Protecting and promoting the health of all.
- 2.4 Challenging discrimination and stigmatization.
- 2.5 Mobilising and supporting community responses.

3. OBJECTIVES

- 3.1 To support, uplift and add value to different local communities through providing various kinds of practical, social services that are deemed necessary.
- 3.2 To mobilize and facilitate the participation of all relevant role players in community projects.
- 3.3 To equip its members with community development skills.
- 3.4 To establish community development projects.
- 3.5 To raise funds and resources for community development projects.
- 3.6 To provide leadership and commitment.

4. AREA OF OPERATION

- 4.1 The initial area of operation shall be the Western Cape, South Africa.

5. MEMBERSHIP

- 5.1 The organization's management committee is required to give approval before membership is bestowed on anyone. The criteria for membership shall be determined by the management committee from time to time.
- 5.2 Membership is open to all NGO's, FBO's, CBO's, service deliverers and other interested parties who share the same objectives.
- 5.3 The names of all official members will be recorded in a membership register.
- 5.4 Members of the organisation are expected to attend its Annual General Meeting so as to exercise their right to determine the policy and direction of the organisation for the year to come.
- 5.5 The members of the organisation are required to abide by decisions that are taken by the management committee.

6. MANAGEMENT COMMITTEE

- 6.1 A management committee will manage the organisation and will be made up of not less than four (4) members and constitute the office bearers of the organisation. The management committee will form the Board of Directors.
- 6.2 A board of Directors so formed may adopt the following portfolios post the decision of the AGM as listed in 10.3.6.
 - 6.2.1 A Chairperson
 - 6.2.2 A Deputy – chairperson
 - 6.2.3 A Managing Director
 - 6.2.4 A Secretary
 - 6.2.5 A Deputy – secretary
 - 6.2.6 A Finance Director
 - 6.2.7 Other portfolios the board deem necessary.
- 6.3 Office bearers are to be elected democratically at the Annual General Meeting, by means of a secret ballot after nomination of candidates are received from members.
- 6.4 Office bearers will serve for a period of one (1) year, between annual general meetings, and they are entitled make themselves available for re-election.

- 6.5 The organisation has the right to appoint sub-committees to attend to specific matters but decisions taken by such sub-committees are subject to ratification by the management committee.
- 6.6 Those with special skills and knowledge can be co-opted on the management committee for a period of not more than three months. Such period to be considered for extension by the management board.
- 6.7 Membership may be terminated at the discretion of the management committee for the following reasons:
 - 6.7.1 Failure to attend two consecutive management committee meetings without having been granted leave of absence by the chairperson;
 - 6.7.2 Conviction of a criminal offence;
 - 6.7.3 A lifestyle and conduct that is contrary to a sound Christian lifestyle as commonly interpreted in the Bible.
 - 6.7.4 Mental illness or lunacy
 - 6.7.5 Any behaviour that would bring Touching Nations into disrepute.
 - 6.7.6 An obvious loss of interest in the objectives and business of the organisation.

7. POWERS OF THE MANAGEMENT COMMITTEE

The management committee has the power and authority to:

- 7.1 Make decisions and engage in activities that are necessary for the organisation to carry out its stated objectives effectively, provided that they do not oppose or contravene the laws of South Africa, and/or the constitution and objectives of Touching Nations.
- 7.2 Raise funds, or invite and receive contributions towards its activities for the purpose of achieving the stated objectives.
- 7.3 Manage the organisation's assets appropriately. This includes the purchase, hire, sale and donation of moveable and immovable property for the purpose of achieving the organization's stated objectives.
- 7.4 Delegate powers and functions as set out in this constitution to office bearers.

8. MANAGEMENT COMMITTEE MEETINGS AND PROCEDURES

- 8.1 The management committee shall meet bi-monthly.
- 8.2 More than half of the management committee members (3 or more) are required to be in attendance at a meeting before binding decisions may be made regarding the business of the organisation. This constitutes a quorum for management committee meetings.
- 8.3 The venue, date and time of the next committee meeting shall be determined at every committee meeting and recorded in the minutes. If the details of the meeting are altered, the members shall be notified by personal delivery of a notice or such notice shall be delivered by prepaid post to the last known address provided by each member to the organisation or in any other manner as determined by the management committee from time to time.
- 8.4 The chairperson, or two members of the management committee, may call a special meeting if they reasonably deem it important and necessary, provided that the other committee members are given not less than 7 days written notice of the special meeting. The notice shall state the date, time and place of the meeting and the particular business to be transacted at the meeting. If, however, the appointment of a new management committee member is part of the intended business, then those calling the meeting must give the other committee members not less than 21 (twenty one) days written notice.
- 8.5 The chairperson of the organisation shall act as the chairperson of the management committee meetings and if he or she does not attend a meeting, then the vice-chairperson shall chair the meeting. Failing that, members of the committee who are present shall choose one of them to chair the meeting. This must be done before the commencement of the meeting.
- 8.6 The management committee will endeavor to make decisions by consensus, but where a deadlock occurs; the issue in question shall be decided by a majority of votes. Each member present shall be entitled to one vote but should there be an equality of votes, the chairperson shall have a casting or second vote.
- 8.7 Proper minutes are to be kept of all proceedings at committee meetings and a record of the persons present at each meeting. The minutes shall be signed by the chairperson and circulated to all committee members.

9. ANNUAL GENERAL MEETINGS AND PROCEDURES

- 9.1 The Annual General meeting must be held once every year, within four months of the end of the organisation's financial year.
- 9.2 The chairperson shall convene the annual general meeting within not less than twenty one (21) days prior written notice to all the members entitled to attend the meeting. This notice shall state the date, time and place of the meeting and in broad terms; the business to be transacted at the meeting.
- 9.3 The business at the Annual General Meeting shall include:
 - 9.3.1 Agreement on agenda items and recording of names of those present.
 - 9.3.2 Confirmation of the previous year's minutes.
 - 9.3.3 The Chairperson's annual report.
 - 9.3.4 Treasurer's report and consideration of annual financial reports.
 - 9.3.5 Response to any resolutions to change the Constitution.
 - 9.3.6 Election of new office bearers. Portfolios to be determined as noted in 7.2.
 - 9.3.7 The appointment of auditors.
 - 9.3.8 Other matters that are considered appropriate.

10. FINANCE

- 10.1 The management committee shall open a bank account in the name of the organisation with a registered bank or registered financial institution, as listed in section 1 of the Financial Institutions Act of 1984, and shall ensure that all monies received by the organisation are deposited in this account as soon as possible after receipt.
- 10.2 All cheques, promissory notes and documents requiring signature on behalf of the organisation shall be signed by at least two members of the management committee.
- 10.3 The management committee shall ensure that the organisation maintains proper records and books of account, which accurately reflect the affairs of the organisation.
- 10.4 The financial year-end of the organisation shall be the 31st March.
- 10.5 The management committee shall ensure that the organisation prepares an annual narrative report describing the organisation's activities and an Annual Financial Statement for each financial year, which shall conform to generally accepted accounting principles and shall include a statement of income and expenditure and a balance sheet of assets and liabilities.

- 10.6 Within four (4) months of the financial year end, the management committee shall ensure that an accounting officer has certified that the annual financial statements are consistent with the financial records of the organisation and that its accounting principles are appropriate and have been appropriately applied in the preparation of its financial statements.
- 10.7 The management committee shall ensure that the organisation's accounting records and reports are given to the Director of Nonprofit Organizations within six months after the financial year end.

11. INCOME AND PROPERTY

- 11.1 The organisation will keep a register of all property owned by it.
- 11.2 The income and property of the organisation shall only be used for the promotion of its objectives and no members or office bearers may have individual rights over such income and property.
- 11.3 Income and property may only be paid or distributed to persons including members of the organisation in the following circumstances;
- 11.3.1 In the ordinary course of undertaking the business of the organisation,
- 11.3.2 In reasonable payment for services rendered to the organisation
- 11.3.3 As reimbursement of actual costs or expenses reasonably incurred on behalf of the organisation.

12. CHANGES TO THE CONSTITUTION

- 12.1 The terms of this constitution may be changed by a resolution of at least two thirds of the members who are present at the Annual General Meeting or at a special general meeting called for this purpose, provided that proper notice of the meeting is given to all members not less than twenty one (21) days prior to the date of the meeting and such notice states the nature of the resolution to be proposed.
- 12.2 Two thirds of all the members shall be present at a meeting before a resolution to change the constitution may be voted on.
- 12.3 All amendments to the Constitution must be ratified by the members of Touching Nations.

13. DISSOLUTION OF THE ORGANISATION

13.1 The organisation may be dissolved by a resolution of two thirds of all the members, at a special general meeting, provided that proper notice of the meeting is given to all members not less than twenty one (21) days prior to the date of the meeting and such notice states the nature of the resolution to be proposed.

13.2 In the event of the organisation being dissolved for any reason, any assets remaining after its liabilities and commitments have been met shall not be paid to or distributed amongst members, office bearers or employees, but shall be transferred by donation to another Christian-based non profit organisation with similar objectives. The beneficiary shall be determined by the management board at or before the time of dissolution.

14. INDEMNITY

14.1 Subject to the provisions of any relevant statute, members of the management committee and other office bearers shall be indemnified by the organisation for all acts done in good faith on its behalf. It shall be the duty of the organisation to pay all costs and expenses incurred whilst a committee member or office bearer acted legitimately and in good faith on behalf of the organisation in terms of a contract or in the exercise of normal duties.

15. ACCEPTANCE

The Constitution was approved and authorized by the Board of Directors of Touching Nations.

_____	(print)
Albert Wiggins	Chairperson
_____	(print)
Mark Le Fleur	Managing Director
_____	(print)
Roseline Botman	Vice-Chairperson
_____	(print)
Carol Brandt	Finance Director
_____	(print)
Maria Croukamp	Secretary

Signed at Belhar, Cape Town on this _____ day of _____ 2009.