

CONSTITUTION

Of The



KWAZULU-NATAL GAY AND LESBIAN TOURISM ASSOCIATION

1. INTRODUCTION

1.1 This document shall govern the establishment and future activities of this organisation.

2. NAME

2.1 The name of the organisation will henceforth be known as the **KwaZulu-Natal Gay and Lesbian Tourism Association**.

2.2 The shortened name will be **KZNGALTA** (hereinafter referred to as the organisation).

2.3 The full name (as in .1 above) will be quoted in all official correspondence, be featured on all letterheads and business cards and will be also be used in all official matters pertaining to the organisation.

2.4 The shortened name may be used in informal correspondence, may be used in any meetings in reference to the organisation and may be used in conjunction with 2.3 above during the course of activities undertaken by the organisation, provided that the full name is referred to at least once.

3. OBJECTIVES

3.1 The organisation's main objectives are to:

- 3.1.1 To empower its membership through official representation;
- 3.1.2 To promote the province of KwaZulu-Natal (hereunder referred to as KZN), in the republic of South Africa, as a gay and lesbian friendly tourism destination;
- 3.1.3 To educate the provincial tourism community of KZN about the positive attributes and the significant benefits of niche-marketed gay and lesbian tourism in the province;
- 3.1.4 To promote acceptance of the gay and lesbian community as a positive contributor to society;

3.2 The organisation's secondary objectives will be to:

- 3.2.1 Liase with and advise Tourism KZN (TKZN) on its broader tourism development strategy and specifically on those aspects involving or aimed at gay and lesbian tourists and tourism products;
- 3.2.2 Provide a forum for gay and lesbian participants in the broader tourism sector to interact, network and develop business ties.

4. LEGAL ENTITY

4.1 The organisation shall:

- 4.1.1 Exist in its own right, separately from its membership;
- 4.1.2 Continue to exist even when its membership changes and there are different office bearers;
- 4.1.3 Be able to buy, own, and sell property and other possessions;
- 4.1.4 Be able to defend or institute legal action in its own name.

5. INCOME AND PROPERTY

5.1 Pursuant to 4.1.3 above, the organisation will keep a record of any and all property and equipment owned, including stationery and office supplies.

5.2 The organisation may not give over to nor may it cede any property or equipment to any member or office bearer.

5.3 The property, equipment and sundry items must be disposed of, ceded, or sold, only in accordance with the constitution of the organisation and, upon winding up/dissolution, must be placed under the control of another organisation similar to or with mutual aims to this organisation.

5.4 Members and/or office bearers may not exercise control over any property or asset of the organisation unless this control is in the express interest of the organisation and has been mandated by the board or failing which, a majority mandate from the membership.

5.5 Any and all income derived from activities relating to the organisations objectives and fundraising efforts are for the purpose of continuing the work of the organisation, the settlement of its debts and running expenses and the fair remuneration of those providing services to the organisation.

5.6 Any surplus funds may be retained in an interest bearing savings account for the express purpose of perpetuating the activities of the organisation.

5.7 The organisation shall formalise its financial and legal existence at such time as deemed fit by its membership and thereafter open all necessary bank accounts.

6. MEMBERSHIP

- 6.1 Membership is open to the general public, in which case an interested party may contact the board or its duly appointed membership officer and apply for membership.
- 6.2 The application of a prospective member will be evaluated on the basis of criteria established by the organisation and may be approved or rejected at the membership officer's discretion, failing whom, the board's discretion.
- 6.3 Members of the organisation must attend all Annual General Meetings of the organisation. At the AGM, a member enjoys full voting rights where applicable and may engage in determining policy for the organisation.
- 6.4 A member may claim expenses from the organisation for work done on behalf of the organisation, by mandate and within reason.
- 6.5 A member may provide services to the organisation for reasonable remuneration, provided that they have no voting rights on such a contract and thus abstain from voting in such an instance.
- 6.6 Members are indemnified by the organisation for reasonable activities undertaken on the organisation's behalf, where such activities were communicated prior to commencement to the management committee of its appointed representative office bearer.
- 6.7 Membership may be withdrawn from a person at the reasonable discretion of the board or membership officer, or failing which, a majority decision taken by the remaining members, should that person:
- a) Be found guilty of a criminal or civil offence;
 - b) Be found in contravention of any regulations as set out by the constitution or the board;
 - c) Have brought the good name of the organisation into disrepute;
 - d) Fail to attend 3 consecutive general/normal meetings of the organisation or a single AGM, without sufficient reason or without noted apologies.
- 6.8 A member has the right to appeal any decisions made under 6.7 above, where any decision taken thereafter is deemed final.

7. BOARD OF OFFICE BEARERS

- 7.1 A board of elected members of the organisation will be responsible for the management of the organisation. This board of office bearers, as they will be known, will collectively be referred to as "the board".

- 7.2 The board must be made up of no less than 4 members in good standing and no more than 8.
- 7.3 Office bearers will serve on the board for one year, after which they may stand for re-election.
- 7.4 Should an office bearer fail to attend 3 consecutive management committee meetings without having applied for and obtained a leave of absence from the secretary, failing which another senior office bearer, or should they fail to apologise for such failure with good reason, the board is obliged to terminate their term of office and seek a replacement.
- 7.5 The board will meet at least once a month to carry out the business of the organisation.
- 7.6 More than 3 members of the board are needed for a quorum upon which decisions can be made. No decision taken with less than this quorum will be valid or binding.
- 7.7 Minutes must be taken at every meeting and be kept as permanent record. The minutes of a previous meeting must be sent to the office bearers at least 10 days in advance of a board monthly meeting. Thereafter, at the proceeding meeting, the minutes must be verified by the board and signed by the chairperson, failing whom, the deputy chairperson.
- 7.8 The board may form committees to carry out the mandates of the membership, the board and the activities of the organisation as a whole. Decisions taken by a committee must be taken to the board for implementation, failing which, the chairperson may validate such decisions - should the chairperson be unable to do so, then the deputy chairperson and thereafter the secretary shall be empowered to do so.
- 7.9 All members of the organisation must abide by decision taken by and through the board.

8. POWERS OF THE ORGANISATION

- 8.1 The board has full authority and may enjoy the powers associated therein to achieve the objectives of the organisation and fulfil the mandates of the membership and decisions taken at board level. All activities, authority and powers are subject to the laws of the Republic of South Africa.
- 8.2 Office bearers may raise funds on behalf of the organisation or to invite and solicit contributions by members of the public, other public organisations, private companies or the state and its organisations.

- 8.3 The board may authorise the purchase, hire or exchange of property needed in the course of its activities and the attainment of the objectives of the organisation.
- 8.4 The board has the right to make by-laws for the organisation and its membership, including the procedure for application, approval and termination of membership.
- 8.5 The organisation through its members will determine the authority, powers and rights of office bearers and such determinations will be bound to this constitution as *Appendix A*.

9. MEETINGS AND PROCEDURES OF MEETINGS

- 9.1 The board must hold at least two ordinary general meetings each year.
- 9.2 The chairperson, or two members of the committee, can call a general meeting should they deem it necessary. In such a case, the board must be informed of the proposed meeting not less than 14 days prior to it taking place.
- 9.3 Should such a meeting be to appoint a new board office bearer, such a meeting must take place with at least 21 days notice.
- 9.4 The chairperson of the organisation also acts as the chairperson of the board.
- 9.5 If the chairperson is unable to chair a meeting, then the deputy chairperson may act in his/her place; failing which the board may elect from their number a chair for that specific meeting - this must take place prior to the commencement of a meeting.
- 9.6 There must be a quorum whenever such a meeting is held. A quorum for a general meeting will be at least one third of the overall membership.
- 9.7 When necessary, the board will vote on issues tabled before it. If the vote cast is equal on either side of an issue, then the chairperson may exercise a second and deciding vote.
- 9.8 The minutes of previous meetings must always be kept on hand, allowing for open perusal by members.
- 9.9 The board may set up a committee to take care of a specific task; this committee may comprise of no less than 3 persons; members of the organisation may be co-opted to non-executive roles in such a committee by office bearers; the committee must report back to the board through an elected chairperson on a regular basis.

10. ANNUAL GENERAL MEETINGS

10.1 The Annual General Meeting is to be held once a year, shortly after the end of the organisation's financial year end.

10.2 At least 21 days written notice of the meeting and its agenda must be sent to all members in good standing.

10.3 Dealt with at the AGM, the following business, amongst others, should be included:

- Agree to items on the agenda
- Maintain an attendance register, noting apologies
- Read and confirm the previous AGM's minutes with matter arising
- Receive the Chairperson's Report
- Receive the Treasurer's Report
- Institute changes in the constitution as agreed to by the majority of members
- Elect new office bearers
- Discuss items of general interest
- Close the meeting with a proposed date of the next AGM

11. FINANCE

11.1 A treasurer must be appointed at the Annual General Meeting.

11.2 The treasurer's role is to control the day-to-day finances of the organisation; manage and maintain all funds in a bank account in the organisation's name; keep proper records of all finances.

11.3 Whenever funds are withdrawn from the organisation's bank account, or when a cheque is issued, a signatory, who is one of three legal signatories on the account, must sign for said monies on the withdrawal form or cheque.

11.4 The organisation's financial year-end will be 31 March.

11.5 The organisation's accounting records must be ready for submission to the Director of Non-Profit Organisations within 6 months of the financial year-end.

11.6 If the organisation has funds to be invested, such investments may only be made with registered institutions. These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984.

12. CHANGES TO THE CONSTITUTION

12.1 The constitution can be changed by a resolution. The resolution has to be agreed upon and passed by no less than two thirds of the members at an AGM or special general meeting. Members will then vote to specifically alter the constitution.

12.2 Two thirds of the members shall be present at a meeting (“the quorum”) before a decision to change the constitution is to proceed. Any AGM may be used to make such a change, provided that such a notice is given as in 10.2

12.3 In such a notice of meeting, the intended change to the constitution must be written clearly and the implications as such communicated to members.

13. DISSOLUTION / WINDING-UP

13.1 The organisation may be dissolved if at least two thirds of the members present and voting at a meeting convened for the purpose of considering such a matter, are in favour of closing down.

13.2 When the organisation is dissolved, it must pay off all its debts. Thereafter, if there is money, property or equipment left over, it must be handed over to another organisation as prescribed in 5.3. The members present at this meeting may exercise the final decision with respect to which beneficiary will receive these monies, properties or equipment.

13.3 Should the organisation have insufficient money in its account at the time of dissolution to pay its debts, then a custodian must be appointed to oversee the sale of all assets, property and or equipment so as to satisfy the organisation’s creditors. Such a custodian would best be appointed in consultation with the law courts.

14. ADOPTION OF THE CONSTITUTION

This constitution was approved and accepted by the members of the KwaZulu-Natal Gay and Lesbian Tourism Association at the inaugural (general) meeting held on January 23, 2004 at the TKZN offices in Durban.

Chairperson

Deputy Chairperson

Secretary

Tourism KZN Representative