



CONSTITUTION OF THE WOODWORKING ASSOCIATION OF PRETORIA

As amended and approved on 29 January 2020

1. NAME

- 1.1 The name of the Association is the **WOODWORKING ASSOCIATION OF PRETORIA**, hereinafter referred to as the Association.

2. LANGUAGE MEDIUM

- 2.1 The language medium of the Association shall be English and Afrikaans.

3. AIMS AND OBJECTIVES

- 3.1 To foster and keep alive woodworking skills, techniques and knowledge.
- 3.2 To unite all those dedicated to achieving and maintaining the highest standards in the practice of their chosen woodworking craft.
- 3.3 To establish a greater public awareness of wood craftsmanship, of the beauty and value of everyday things individually made of wood.
- 3.4 To provide access to information about wood and woodworking in all its forms.
- 3.5 To encourage a spirit of co-operation and an interchange of views and ideas between members.
- 3.6 To provide a place where members can meet and attend lectures and workshops.
- 3.7 To foster learning by organising woodworking courses, conducted by leading craftsmen, and by sponsoring competitions.
- 3.8 To stage exhibitions and assist with the marketing of members' work.
- 3.9 To distribute a regular newsletter to members.
- 3.10 To strive towards establishing similar Associations elsewhere in the country.

4. MEMBERSHIP

- 4.1 Membership of the Association shall be open to individuals who are interested in woodwork and furthering the work of the group. Membership (ordinary membership, junior/student membership) can be attained by joining in the customary manner.
- 4.2 Membership shall be subjected to approval by the Management Committee, hereinafter referred to as the Committee.
- 4.3 Junior/Student membership is available for persons below the age of 21 and fulltime students.
- 4.4 Ordinary and Junior/Student membership shall be restricted to members whose membership fees are paid-up. Membership is on a year to year basis and is automatically terminated if the member fails to renew its membership by 31 December of each year.
- 4.5 All members may attend and vote at the Annual and Special General Meetings and shall be eligible for election to the Committee.
- 4.6 The Committee may terminate the membership of any member breaking the rules of the Association or bringing the Association into disrepute. The member concerned shall have the right to be heard by the Committee before a final decision is made.

4.7 Honorary Membership

- 4.7.1 The Committee can, of its own accord or on recommendation of a member, decide to confer honorary membership of the Association on an individual who has, over a period of more than two years and in an exemplary fashion, supported the Association and the furtherance of one or more of its goals.
- 4.7.2 Honorary membership to be conferred formally during a special occasion decided on by the Committee, and during which the chairperson will award a certificate of honorary membership to the recipient.

4.8 Friend of the Association

- 4.8.1 The Committee can, of own accord or on recommendation of a member, decide to confer the status of "Friend of the Woodworking Association of Pretoria" on a person, organisation or institution if said person, organisation or institution, with the unanimous decision of the Committee:
 - 4.8.1.1 Produces woodwork of such quality that their association with the Association as "Friend" will be of prestige value to the Association.
 - 4.8.1.2 Is in some way involved in the wood industry, furniture manufacturing business, the retail of woodworking machinery and tools, forestry, or timber research and with whom the Association would be privileged to be associated with.
- 4.8.2 The award of "Friend of the Woodworking Association of Pretoria" is valid for a period of two years from the date awarded and confers on the recipient the same privileges as an ordinary member.
- 4.8.3 The status "Friend of the Woodworking Association of Pretoria" to be awarded during a suitable occasion as decided by the Committee.

5 MEMBERSHIP FEES

- 5.1 The following membership fees are payable at rates as are determined from time to time by the annual general meeting after deliberation of the recommendation by the Committee:
 - 5.1.1 Once off entrance fee (cost of name badge included).
 - 5.1.2 Annual subscription fee.
 - 5.1.3 Cost of cash deposits (if applicable).
- 5.2 Junior/Student membership is available to persons under the age of 21 and fulltime students at a reduced subscription of 50% of the ordinary membership fee.
- 5.3 Honorary members are exempted from payment of membership fees.
- 5.4 Membership is valid between January and December, after which renewal will be required.
- 5.5 Membership fees shall not be refundable.

6 GENERAL MEETINGS

6.1 The Annual General Meeting (AGM)

- 6.1.1 The Annual General Meeting of the Association shall be held once a year. This shall be held not more than fifteen months after the holding of the preceding AGM during January.

6.2 Special General Meetings

- 6.2.1 Special General Meetings shall be convened by the Committee when necessary or at the written request of at least one fifth of the members.
- 6.2.2 At Special General Meetings only those matters for which the meeting was convened shall be dealt with.

6.3 Ordinary General Meetings

- 6.3.1 A minimum of ten monthly Ordinary General Meetings shall be held to discuss activities and plans.

6.4 Conduct of General Meetings (Including AGM)

- 6.4.1 Notice of annual, special and ordinary general meetings shall be served in writing to all members at least 14 days before the particular day, giving full particulars of the agenda.
- 6.4.2 The meeting shall be chaired by the current Chair or substitute member.
- 6.4.3 The quorum for General Meetings is one fifth of the membership.
- 6.4.4 Voting will be conducted by closed ballot or the raising of hands. Members who are eligible to vote but are not able to attend the meeting may cast proxy votes.
- 6.4.5 Decisions shall be by simple majority of members present and eligible to vote. The Chair has an ordinary as well as a casting (second) vote in the event of a tie.

7 MANAGEMENT COMMITTEE

- 7.1 A Management Committee consisting of a Chairman, Vice-Chairman, Secretary, Treasurer (four officials) and not more than four other members shall be elected to manage the affairs of the Association.
- 7.2 The eight members of the Committee shall be elected by the Annual General Meeting by closed ballot or by the raising of hands. The elected Committee shall, at the first Committee meeting, appoint from amongst its members the office bearers in accordance with clause 7.1, with the exception of the chairman who is elected by the Annual General Meeting.
- 7.3 Any number of members may be co-opted to the Committee to assist with special tasks or to serve as specialists on the Committee and they shall have full voting rights. The Committee should strive to have representation of the Association's interest groups either by election or co-option.
- 7.4 The Committee may fill any casual vacancy on the Committee and any person appointed shall serve until the conclusion of the next AGM. Should the chairman, vice-chairman or secretary resign, the Committee shall proceed to the vote for a replacement.
- 7.5 All members of the Committee have a full vote. A quorum consists of one third (1/3) of its current number or four, whichever is the larger. The chairman has an ordinary as well as a casting vote.
- 7.6 Any member of the Committee who is absent from three (3) consecutive meetings without the permission of the chairman, ceases automatically to be a member of the Committee.
- 7.7 The Committee shall meet a minimum of ten times per year.
- 7.8 Minutes shall be kept during meetings, and distributed as soon as possible afterwards to the members of the Committee. Minutes are approved at the next meeting.
- 7.9 The Committee may establish such sub-committees as it feels necessary to achieve the aims of the Association. No such sub-committee shall enter into legal or financial agreement without the prior authority of the Committee.

8 POWERS OF THE ASSOCIATION AND COMMITTEE

- 8.1 **The Association shall have the powers to:**
 - 8.1.1 Raise funds and apply for, invite, obtain, collect and receive contributions, grants, subscriptions, fees and loans;
 - 8.1.2 Employ any paid worker or pay any agent to assist in the achievement of the aims of the Association;
 - 8.1.3 Hire, rent, lease and own property and equipment necessary to achieve the aims;
 - 8.1.4 Affiliate to any local or national group or association that the Committee decides is appropriate and disaffiliate from any group or organisation if continued affiliation be, in the Committee's view, against the interests of the Association;

- 8.1.5 Do all such other lawful things as are necessary to achieve the above aims or any of them.

8.2 The Committee shall have the powers to:

- 8.2.1 Manage the affairs of the Association in such a manner that the aims and objectives of the Association are pursued.
- 8.2.2 Terminate the membership of any member according to the provisions of clause 4.6.

9 FUNDS AND FINANCES

- 9.1 All funds shall be spent solely on the aims and objectives of the group.
- 9.2 The expenses shall only be covered partially or completely out of the funds of the Association if the finances of the Association permit it, and such a decision for the expenditure was approved beforehand at a Committee meeting.
- 9.3 The financial year of the Association shall run from 1 January to 31 December of a particular year.
- 9.4 The Committee shall see to the finances of the Association. This requires proper accounting of all income, expenditure and assets. The Committee shall ensure that the accounts of the Association are audited annually by an independent auditor, who is not a member of the Committee. The auditor shall submit a report of his findings and a certified balance sheet to the Committee. A financial report shall be submitted to all members at the annual general meeting.
- 9.5 The treasurer shall submit a statement of income and expenditure that reflects the financial position of the Association at Committee meetings. All foreseen expenditures shall be submitted to the Committee for approval.
- 9.6 The financial transactions of the Association may be effected by means of Electronic Funds Transfers (EFT), Debit Cards or Prepaid Cards, that are approved by any two of the authorised signatories. The Association may receive payment by means of EFTs, Debit Cards, Credit Cards or Bank Deposits.
- 9.7 The bank account of the Association shall be kept at a commercial bank, as the Committee may decide at its discretion.
- 9.8 The financial obligations of the Association shall be guaranteed only to the extent of its assets, all personal accountability of the Committee members excluded. Notwithstanding, any member who ignores this clause shall be held personally liable to the Committee and the annual general meeting for any expenses incurred in his/her capacity as a member of the Committee.

10 REMUNERATION

- 10.1 The Association is founded not for gain.
- 10.2 Office bearers or members of the Committee are not remunerated for Committee related services rendered to the Association, but are compensated for approved expenses.

11 COMPLAINTS

- 11.1 Any complaints or objections by a member shall be submitted in writing to the secretary.
- 11.2 The decision of the Committee is final.

12 LIABILITY OF THE ASSOCIATION

- 12.1 The Association, its Committee, or any member shall not be liable to other members, participants, spectators or their dependants for any damage or expenses that may arise from death, bodily injuries, or damage to or loss of property that may occur under any circumstances during social events, exhibitions, demonstrations or any other related meetings.

13 AMENDMENTS TO THE CONSTITUTION

13.1 Amendments to the Constitution may be made only by a resolution passed by two-thirds of the members present and eligible to vote at an AGM or Special/Extraordinary General Meeting, of which due notice has been given together with the wording of the proposed amendment.

14 INTERPRETATION

14.1 The true interpretation of the Constitution is contained in the English version. The Afrikaans version is, however as far as possible a faithful rendition of this Constitution.

14.2 *Every member shall be provided with a copy of the Constitution* and shall thereafter be considered to be completely informed of the content thereof.

15 DISSOLUTION

15.1 Dissolution of the Association may be pronounced only during a special or annual general meeting.

15.2 Any assets of the Association after the satisfaction of all debts and liabilities (including seeking the agreement of relevant funders) shall, where applicable, be converted to cash. The total monetary asset shall be equally divided among current members at the time of the dissolution.