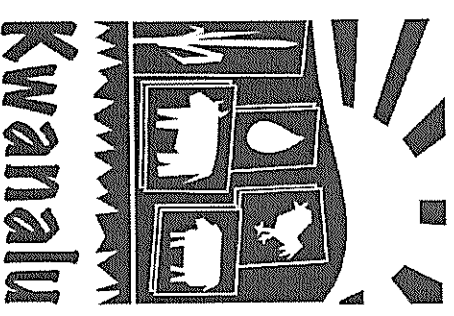



KWAZULU-NATAL AGRICULTURAL UNION CONSTITUTION



**ACCEPTED AT THE CONGRESS OF THE KWAZULU-NATAL AGRICULTURAL UNION
HELD ON 20 SEPTEMBER 2018.**

.....

.....
PRESIDENT

.....

.....
CHIEF EXECUTIVE OFFICER

MISSION

Kwanalu's strategic focus is to provide leadership on all key agricultural issues to commercial farmers (of all sizes) and related agricultural organisations in KZN. This will be achieved by developing top level skills in lobbying, facilitating and advising. Kwanalu will collect, collate and interpret all relevant information and further develop its capacity to ensure it has excellent communication with all its members.

2.3.4

the Union shall not be entitled to carry on any trading or other profit making activities or participate in any business, profession or occupation carried on by any of its members or provide to any of its members, financial assistance or any premises or continuous services or facilities for the purpose of carrying on any business, profession or occupation.

3. TERRITORY

The territory of the Union shall be the province of Kwazulu-Natal and including those areas which by mutual agreement may become affiliated to the Union.

4. OFFICES

4.1 The head office of the Union shall be located in the province of Kwazulu-Natal.

4.2 The Union shall establish such other office or offices as the board may from time to time determine.

5. LANGUAGE

In conducting the business of the Union the languages of English, Afrikaans and Zulu shall enjoy equal status.

6. AFFILIATION

The Union may be affiliated to such representative bodies as the board of governors (board) may from time to time determine.

7. AIMS AND OBJECTIVES

The aims and objectives of the Union shall be to:-

7.1 organise within its territory all representative organisations and allied interests into one comprehensive Union;

7.2 promote unity of purpose among its members;

7.3 promote and protect the interests of its members;

7.4 obtain reasonable and just legislation affecting all farming interests;

7.5 join, affiliate to, or to enter into any working agreement or arrangement with any body having aims and objectives similar in whole or in part to the aims and objectives of the Union;

MISSION

Kwanalu's strategic focus is to provide leadership on all key agricultural issues to commercial farmers (of all sizes) and related agricultural organisations in KZN. This will be achieved by developing top level skills in lobbying, facilitating and advising. Kwanalu will collect, collate and interpret all relevant information and further develop its capacity to ensure it has excellent communication with all its members.

CONSTITUTION OF THE KWAZULU-NATAL AGRICULTURAL UNION

1. NAME

The name of the Union shall be the Kwazulu-Natal Agricultural Union, hereinafter referred to as "the Union". The short title of the Union shall be "Kwanalu".

2. LEGAL STATUS

2.1 The Union is and shall continue to be, a distinct and separate legal entity and body corporate, with the power to acquire, to hold and to alienate property of every description whatsoever and with the capacity to acquire rights and obligations and having perpetual succession.

2.2

All actions or suits, proceedings at law or any arbitration shall be brought by or against the Union in the name of the Union and the board may authorise any person or persons to act on behalf of the Union and to sign all such documents and to take all such steps as may be necessary in connection with such proceedings.

2.3 Notwithstanding anything to the contrary herein contained:

2.3.1 the Union is not formed and does not exist for the purpose of carrying on any business that has for its object, the acquisition of gain by the Union or its individual members;

2.3.2 the income and assets of the Union shall be applied solely for investment and for promotion of the objects for which it is established;

2.3.3 no part of the income of the Union shall be paid directly or indirectly by way of dividend, donation or otherwise to any person;

2.3.3

no part of the income of the Union shall be paid directly or indirectly by way of dividend, donation or otherwise to any person;

- 7.6 promote and protect participation in and support for the co-operative concept and industry, amongst the agricultural and farming community;
- 7.7 submit, where necessary, the co-ordinated views of the industry to the Government or other authorities and to negotiate with them on all matters affecting the well-being of the agricultural industry, for the purpose of solving existing problems and having the necessary legislation introduced;
- 7.8 make recommendations or suggestions on any matter considered of importance to its members;
- 7.9 inform its members concerning matters affecting their specific and general interests;
- 7.10 develop strategies which are reviewed from time to time to attain the mission of the Union;
- 7.11 create structures to address the institutional disadvantage of the previously disadvantaged farmer members in order that they might participate in the representative and policy forming structures in an equal and meaningful way;
- 7.12 promote the full integration of all farmer representative structures;
- 7.13 promote agriculture and farming as an important vehicle for rural development and social reform.
- 8. POWERS**
- 8.9 The Union, being a corporate body with perpetual succession, shall have power in its own name to:-
- 8.10 acquire by purchase, lease, exchange, concession or otherwise, land, buildings, and/or any interest therein, and any other property whether movable or immovable, or any interest therein;
- 8.11 manage, control, sell, improve, develop, exchange, lease, mortgage, dispose of, turn to account, subdivide, or otherwise deal with, all or any part of the property, movable or immovable, and rights, privileges or assets of the Union, provided that no assets, funds, or income of the Union shall at any time be distributed amongst its members, except in accordance with the provisions for dissolution hereinafter contained;
- 8.12 borrow or raise money for the purpose of the Union under security of all or any of its property and assets and where appropriate, to pass a bond or
- 8.13 bonds over any asset or assets belonging to the Union to achieve such objects;
- 8.14 make investments of any money of the Union or of any of its affiliations or of their members as may from time to time be placed under the control of the Union for investment or for any other purpose whatsoever, and to realise, vary, re-invest or otherwise deal with such investments as may from time to time be determined by the board of the Union;
- 8.6 open banking and savings accounts to draw, make, accept, endorse, discount, execute, issue and negotiate promissory notes, bills of exchange, cheques and other negotiable or transferable instruments for the purpose of the Union;
- 8.7 engage, suspend, dismiss or re-instate any paid servants of the Union and define their duties;
- 8.8 provide such allowances for the president and vice-presidents and any other members of the board as may be deemed reasonable to enable them to perform their duties to the Union;
- 8.9 indemnify out of the assets of the Union, the president, vice-presidents, the board, any other committee, and any member of the board or other committee, the auditor, the chief executive officer, and any other employees of the Union against all actions, costs, losses and damages which they or any of them may incur or sustain by reason of any act done or omitted in the execution of their duties, except such as they shall incur or sustain through their own wilful neglect or wilful default and none of them shall be answerable for the acts or omissions of any of the others of them;
- 8.10 receive and accept gifts and/or contributions of any description;
- 8.11 nominate, appoint or elect any person or persons to represent the Union on any committee, commission or board or other legal entity;
- 8.12 appoint any person to act as attorney, proxy or agent for the Union;
- 8.13 act as secretaries, managers or agents for any body having aims or objectives similar to those of the Union (whether or not affiliated to the Union) and to provide or make provision for any services whatsoever for its members or for any such body;
- 8.14 institute and defend legal proceedings on such terms as the board shall deem fit, and submit any dispute to arbitration and appoint and remunerate such legal practitioners as may be required;
- 8.3 enter into, grant and sign, make or execute all such agreements, contracts, powers of attorney, suretyships, deeds and other instruments which may be necessary or

- be for the benefit of the Union;
- 8.15 do all such other acts and things whatsoever as are incidental or conducive to the attainment of the above powers or any of them.
9. **MEMBERSHIP**
- 9.1 The Union shall consist of:
- 9.1.1 farmers' associations, agricultural societies and landowners' associations having a minimum of ten members (not taking into account any members who pay their subscriptions to the Union through some other affiliated organisations) which may on application be affiliated to the Union; provided always that:
- 9.1.1.1 the board may in its absolute discretion but subject to annual review, approve the affiliation of any association where owing to exceptional circumstances the said minimum cannot be maintained;
- 9.1.1.2 members of such associations are affiliated to the Union;
- 9.1.1.3 the above associations shall be represented at district level within a district municipality according to the demarcation of boundaries as set out by the COGTA.
- 9.2 Any bodies admitted to affiliation of the Union under this paragraph are hereinafter referred to as "local associations whose members shall be affiliated to the Union".
- 9.1.2 any other person, agricultural organisation, business or institution whose objectives are consistent with those of the Union.
- 9.1.3 a friend of Kwanalu (non-voting non-farming member).
- 9.2 All requests for affiliation shall be made through the chief executive officer to the board of the Union, which may accept or reject any such requests without assigning any reason, and its decision shall be final.
- 9.3 The board in its absolute discretion shall determine whether an association or society making application for affiliation, represents farmer interests.
- 9.4 The board, by means of a resolution agreed to by two-thirds of its members present, may suspend or cancel the affiliation of any member or body that:
- 9.4.1 failed to pay its dues in terms of clauses 19.1 or 19.4; or
- 9.4.2 ceases to fulfill or to comply with the conditions under which it became affiliated; or
- 9.4.3 fails to abide by the Union's constitution and rules.
- 9.5 Any body which ceases to be affiliated to the Union, either voluntarily or by resolution of the board, shall have no right or title to or interest in the funds and/or property of the Union but shall be liable for subscriptions or affiliation fees in terms of clause 19.6.
- 9.6 A body affiliated to the Union or such body's individual members shall by such affiliation incur no liability to the Union other than for the subscriptions assessed in terms of these rules nor shall such body or its individual members incur any liability of any kind whatsoever in respect of the debt and engagements of the Union.
- 9.7 The funds and assets of any affiliated body or of any of its members shall form no part of the funds and assets of the Union or be in any way under the control of the Union except in so far as such funds may from time to time be placed under the control of the Union and to the extent only that such funds have been so placed, provided always that in the event of liquidation of the Union any funds so placed shall rank for satisfaction in priority to the debts and liabilities of the Union.
- 9.8 Affiliation to the Union shall be subject to the satisfaction of the board that the objectives of the Union are complied with in full.
- 10. OFFICE BEARERS**
- The office bearers of the Union shall be its president and two vice-presidents, from time to time holding office. One of these three shall be from the previously disadvantaged group.
- All office bearers shall abide by the Code of Conduct, prescribed from time to time, and shall abide by the standards as laid down by Act 71 of 2008 (Companies Act), which shall be signed for in acceptance of the code.
- 11. CONGRESS**
- 11.1 The congress shall be the supreme authority of the Union.
- The board, advisory council (council), committees and sub-committees, notwithstanding any powers conferred upon them under this constitution or such other or further powers as may in future be conferred upon them, shall be held and bound to carry out all instructions, directions, limitations and rules as from time to time may be issued or laid down by congress.

- 11.2 **Holding of Congress**
- 11.2.1 The president, or officer acting as such, shall convene congress which shall be held at a centre to be decided by the board.
- 11.2.2 The annual congress shall be convened within four months of the financial year-end of the Union and each affiliated body shall be given at least 90 days notice of the date and venue of the congress. The agenda for the congress shall be forwarded by the chief executive officer to each delegate and to each affiliated body at least 30 days prior to the commencement of congress. Notice shall be given in writing using electronic or ordinary mail and shall be deemed to be given on the date of posting.
- 11.2.3 The president, or in his absence, one of the vice-presidents, shall preside at all meetings of congress; but if all three are absent, congress shall appoint from the members of the board present, a chairman to act as such for the proceedings at which he is appointed, provided always that he shall vacate the chair in the event of the president or the vice-presidents becoming available before the conclusion of such proceedings.
- 11.2.4 The quorum for congress shall be the number nearest to but greater than one-sixth of the total number of delegates to which the affiliations existing at the time of calling the meeting are entitled.
- 11.2.5 All delegates attending a congress shall, before the opening of the proceedings, establish their credentials, as prescribed by the board from time to time.
- The chief executive officer of the Union, having verified the credentials of the delegates attending, shall inform the chairman whether the conditions for a quorum have been fulfilled. If they have not been, then the opening shall be postponed for one hour, but if at the end of that hour, the conditions for a quorum have still not been fulfilled, the delegates present shall form a quorum provided that said congress may then not pass resolutions in relation to constitutional changes or dissolution, but may conclude any other business on the agenda.
- 11.2.6 Except where otherwise provided for, all motions at congress shall be decided by a two third majority vote of those present and entitled to vote. Voting shall be by a show of hands, but any 20 delegates present and entitled to vote, may, before the motion is put to the vote by show of hands, demand a poll, in which event a ballot shall be held. If a poll is demanded, it shall be taken in such a manner as the chairman directs. In the case of equality of votes, whether on a show of hands or on a poll, the chairman shall be entitled to a casting vote in addition to any vote to which he may as a delegate, have been entitled and may have exercised.
- 11.2.7 The board shall have powers to invite visitors to attend any meeting of the board and congress. Such visitors shall have no vote and shall speak only upon the invitation of the chairman.
- 11.2.8 No affiliated body whose subscription is in arrears, or which has failed to pay any other debt due to the Union at the time when congress is being held, shall be entitled to be represented at congress, and any motion submitted solely by it shall not be discussed at congress.
- 11.2.9 The board shall cause all resolutions passed by congress to be accurately recorded and shall decide the action to be taken in respect of each resolution.
- 11.3 **Representation at Congress**
- The congress of the Union shall be a meeting of delegates from the affiliations of the Union and the board. Affiliated bodies shall be entitled to be represented at Congress by delegates as follows:-
- 11.3.1 **Local Associations**
- Each local association shall be entitled to nominate one delegate to Congress.
- 11.3.2 **Affiliated organisations**
- A maximum of 2 members per affiliated organisation.
- 11.4 **Delegates to Congress**
- The names and addresses of all delegates (who may include alternates) shall be submitted by each affiliated body to the chief executive officer of the Union at least 30 days before the date set down for the opening of the congress, provided however that the late submission of the name and address of a delegate by an affiliated body after such date (but not in any event later than 14 days before such date) may be admitted, for special reasons, by the president, or in his absence by one of the vice-presidents.
- 11.5 **Resolutions to Congress**
- Proposed resolutions for the congress may be submitted by any affiliated body, the board, council or any of its committees or sub-committees, and shall reach the chief executive officer of the Union not later than 6 weeks prior to the date of congress.

11.5.2 The board shall consider all proposed resolutions and shall have the right to determine whether and in what form they should appear in the published agenda and may call upon the body submitting the proposed resolution to explain or elucidate such resolution. A proposed resolution not admitted to the agenda shall be considered and dealt with by the board.

11.5.3 If subsequent to the publication of the agenda of the congress, an affiliated body should desire to move a resolution not previously submitted to the board, and which cannot be discussed under any resolution published in the agenda, the resolution must be submitted in writing to the president or in his absence, the vice-presidents, through the chief executive officer of the Union, at least 48 hours before the time set down for the opening of congress, and the president or vice-presidents shall judge whether the resolution is of such importance that it should serve at that congress, and his decision shall be final.

12. HOLDING OF A SPECIAL CONGRESS

12.1 A special congress may be convened by the president or in his absence, by the vice-presidents, by giving not less than 21 days written notice of such special congress. The notice shall be dispatched as in the case of the notice for a normal congress.

12.2 A special congress shall be convened by the president, or in his absence, by the vice-presidents, on receipt of a requisition signed by at least one-fifth of the bodies affiliated to the Union: the requisition shall set out clearly the reason for holding such congress and the business to be transacted by it. Not less than 21 days written notice of such special congress shall be given, dispatched as in the case for a normal congress.

12.3 Should the president or vice-presidents, within 21 days of delivery of the requisition, refuse or neglect to convene a special congress when properly requisitioned, then the persons so requesting themselves may, through the chief executive officer of the Union, convene a meeting giving 21 days notice, dispatched as for a normal congress, and stating the time, venue, and business to be transacted at such special congress.

12.4 No business shall be transacted at a special congress other than that indicated by the notice for such special congress.

12.5 For a special congress, the delegates to represent an affiliated body shall be the same as those whose names have been submitted to the chief executive officer under the provisions of paragraph 11.4 hereof for the then last preceding congress but omitting the provision relating to a late submission, provided however that an affiliated body shall be entitled to

change the names of its delegates by notice to the chief executive officer at least 7 days before the date of such special congress.

13. BOARD OF GOVERNORS (Board)

13.1 The business of the Union from the conclusion of one congress until the conclusion of the following congress shall be conducted by a board to be elected at the congress as hereinafter mentioned.

13.2 The president, or in his absence, one of the vice-presidents, shall preside at all meetings of the board and in the absence of both the president and vice-presidents, the board shall appoint from those present, a person to act as chairman for the duration of the meeting at which he is appointed, provided always that he shall vacate the chair in the event of the president or the vice-presidents becoming available before the conclusion of that meeting.

13.3 Composition of the Board of Governors

13.3.1 The board shall consist of no more than 7 members duly elected by council. Two of the above shall be from the previously disadvantaged group. The president and two vice-presidents shall be elected in terms of 14.1 below.

13.3.2 The Kwanalu chief executive officer, provided that the chief executive officer may not serve as chair of the board.

13.3.3 The board shall have the right to co-opt additional representatives (not exceeding 3) who have some particular expertise or skill from which the Union may benefit. The service of any co-opted person ends no later than at the congress following the co-option. Such person may be co-opted again.

13.3.4 The board shall prescribe and abide by the Code of Conduct and abide by the standards as laid down by Act 71 of 2008 (Companies Act), which shall be signed for in acceptance of the code.

13.4 Representation on the Board of Governors

13.4.1 Any casual vacancy on the board occurring in its year of office shall be filled by the nomination of a member from council who shall hold office until the end of the following congress.

13.4.2 The board may declare forfeited the seat of any of its members, council members or of its committees who are absent from any 2 consecutive meetings without adequate explanation or who has been requested by a two-thirds majority of the board to resign office.

- 13.4.3 A member of the board or any other committee may resign at any time on written notice addressed to the chief executive officer.
- 13.4.4 During his term of office every member of the board shall have at every congress the rights and privileges accorded to a delegate.
- 13.4.5 The chief executive officer at the congress, shall announce to the meeting the names of the board.
- 13.4.6 The term of office of officers and board members shall take effect from the conclusion of congress.
- 14. ELECTION OF OFFICE BEARERS**
- 14.1 The office bearers of the Union shall be its president and two vice-presidents, from time to time holding office elected by the board. One of these three shall be from the previously disadvantaged group.
- 14.2 Should any office bearer be elected from the district representatives present, then immediately upon election such office bearer shall cease to represent their district as an ordinary council member. The vacancy thus created shall be deemed to be a casual vacancy to be filled by the council as hereinafter provided.
- 14.3 Thereafter in the board, council and other meetings, the president shall have only a casting vote.
- 15. POWERS AND FUNCTIONS OF THE BOARD OF GOVERNORS**
- 15.1 Subject to the provisions of the constitution and rules of the Union (in particular clause 19.10) and any amendment thereof, the board shall be vested with all the affairs and business of the Union and except where otherwise specifically provided for in the constitution shall from time to time determine by whom documents by or on behalf of the Union shall be signed.
- 15.2 The board shall meet at least four times in each calendar year, on instructions from the president or any person lawfully acting in his place who may also at any time summon a special meeting of the board. Emergency meetings may be called at short notice, but notice of any other meeting shall be given to members of the board by the chief executive officer at least 21 days before the date fixed for the meeting.
- 15.3 The board shall have power at its discretion to appoint from its members, council, committees and sub-committees to assist it in achieving any of the objectives of the Union and may co-opt on such council, committees or sub-
- 15.3.1 The council, committees or sub-committees so appointed shall only have those powers specifically delegated by the board and shall proceed with its affairs as determined by the board from time to time. The board shall reserve the power to review any decisions taken by the council or such committees or sub-committees.
- 15.3.2 Pending the appointment by the board after a normal congress of any committee or sub-committee, the persons forming such committee or sub-committee immediately prior to the then preceding congress shall be deemed (in the case of need) to be still in office as members of the committee or sub-committee (as the case may be).
- 15.4 The president and vice-presidents shall be entitled to attend and participate in any meeting of the council and any committee or sub-committee of the Union.
- 15.5 The board shall submit a report to the congress following that at which it was elected; this report shall contain a summary of the activities of the Union during the previous term, and shall be circulated to all affiliated bodies and to all delegates to congress.
- 16. ADVISORY COUNCIL (Council)**
- 16.1 The advisory council shall consist of the president and two vice-presidents elected in terms of 14.1 and the board in terms of 13.3.
- 16.2 Two representatives, one from the large and one from the previously disadvantaged categories, from each of the district municipalities which shall be referred to by name.
- 16.3 Any additional representatives (not exceeding 3 voting members) co-opted by the board.
- 16.4 A representative nominated by the Federation of Women's Institutes;
- 16.5 Maximum of ten representatives for all of the other affiliated organisations subject to those organisations complying with the rules as set by the board from time to time.
- 17. POWERS AND FUNCTIONS OF THE ADVISORY COUNCIL**
- 17.1 Subject to the provisions of the constitution and rules of the Union and any amendment thereof, the council shall be vested with providing strategic direction, industry specific knowledge, agricultural expertise and information informing the

aims and objectives of the union.

17.2 The council shall meet at least twice in each calendar year, on instructions from the president or any person lawfully acting in his place who may also at any time summon a special meeting of the council. Emergency meetings may be called at short notice, but notice of any other meeting shall be given to members of the council by the chief executive officer at least 21 days before the date fixed for the meeting.

17.3 The council shall abide by the Code of Conduct, prescribed from time to time, and shall abide by the standards as laid down by Act 71 of 2008 (Companies Act), which shall be signed for in acceptance of the code.

18. DEMARCATED DISTRICTS

18.1 Districts shall comprise membership of associations representing large and previously disadvantaged farmers.

18.2 The district shall comprise representatives from each of the large and previously disadvantaged categories of associations mentioned in 18.1 above, two of whom shall be required to serve on the council of the Union as provided for in 16.2 above.

18.3 Districts shall convene a meeting at least 3 months prior to the holding of the congress of the Union to elect representatives to the council.

19. SUBSCRIPTIONS AND AFFILIATION FEES

19.1 The Union subscriptions of a local association shall be assessed annually by the board. Such subscriptions, determined by the board, payable by all voting members of associations, shall be forwarded to the chief executive officer, together with a full list of the association's voting members.

19.2 No subscriptions shall be payable by any honorary member of the Union.

19.3 Where a member exercises his rights through one or more associations as provided for in this constitution, he shall only be liable to pay one subscription which subscription shall be an amount equal to the highest subscription of the various associations to which he belongs and through which he exercises his membership, provided that in the event of payment being made by more than one such association reimbursement of the subscription so overpaid shall not be claimable from the Union after the lapse of one financial year following that year to which the subscription is attributable.

19.4 Affiliation fees from affiliations other than local associations shall in each case be assessed by the board and the board shall have the power to re-assess, from time to time such fees.

19.5 Bodies admitted to affiliation during a financial year, but after the expiry of the first quarter thereof, may have their subscriptions for that particular year reduced at the discretion of the board.

19.6 An affiliated body that has decided to resign, must give notice of its resignation to the chief executive officer of the Union, and shall be liable for subscriptions or affiliation fees due up to the end of the financial year in which the notice is so given.

19.7 Notwithstanding the provisions contained in 19.3 above, the board may with the view of ensuring that the exercise of members rights is not abused, review any member's subscription.

20. FINANCES

20.1 For the achievement of its objectives and functions, or any of them, the Union shall use such funds as may accrue to it from subscriptions, grants, donations, interest on investments and any other sources whatsoever, and also from whatsoever other funds as may from time to time be at its disposal (whether for a limited period or otherwise) from any source whatsoever.

20.2 The board shall submit to the congress an estimate of income and expenditure for the then current financial years and shall make recommendations to the congress as to the manner in which it proposes to meet such expenditure from affiliation fees and other sources of revenue, if any.

20.3 Copies of these annual estimates and the relative recommendations shall be circulated to all affiliated bodies and to all delegates to congress.

20.4 The board shall cause true accounts to be kept of the monies received and expended by the Union, of the manner in respect of which such receipts and expenditure takes place, and of the assets and liabilities of the Union. Such accounts shall be duly audited by one or more auditors.

20.5 After the end of the Union's financial year, an account of income and expenditure occurring in that year, and a balance sheet as at the end of that year shall be prepared, audited, and circulated to all affiliations together with copies of the auditor's report and copies of the report of the board. The balance sheet and report shall be signed on behalf of the board by the chief executive officer and president or otherwise as may be authorised by the board.

20.6 The funds of the Union shall be banked in the name of the Union with such bank

as the board shall decide, and shall be operated upon by the signature of the president or vice-presidents, and the counter-signature of the chief executive officer, provided, however, that in the case of need, temporary signing officers may be appointed by the board.

20.6 An auditor who shall be a properly qualified accountant, and who shall not be a member of an affiliation of the Union, shall be appointed by the board.

20.7 The financial year of the Union shall be from the first day of July to the next following 30th day of June, both days inclusive, and all subscriptions and affiliation fees in respect of any one financial year shall fall due at the commencement of such year and be payable not later than the 30th day of September in that year.

20.8 The board shall control and defray all expenses incurred in connection with the head office of the Union, and all other items incidental to the maintenance of the Union.

20.9 The board shall provide travelling and subsistence allowances for the president, vice-presidents, district members of the board and council members when engaged on the business of the Union at such rates and on such conditions as the board may from time to time decide.

20.10 In its conduct of the business of the Union, the board shall be bound not to allow the expenditure in any one financial year to exceed the combined revenue and resources without the sanction of a special congress.

20.11 The board may create, inherit, manage or in any other way, deal with any trust that is designed to achieve the objects of the Union.

21. CONDUCT OF MEETINGS

21.1 The president, or in his absence, one of the vice-presidents or any other person appointed by the board shall preside at all meetings held under the auspices of the Union.

21.2 For a meeting of the board, any committee or sub-committee, the quorum shall be the number nearest to but greater than one half of the number of members on the respective body.

21.3 At the discretion of the chairman, any motion submitted during a meeting shall be in writing, and signed by the mover and seconder.

21.4 A declaration by the chairman of any meeting of the result of voting on any motion shall be conclusive, and the motion shall be recorded as carried or

lost as the case may be.

21.5 A meeting may appoint from the delegates present committees for special duties, and any such committee may, with the consent of the chairman of the meeting retire, deliberate, and report back to the meeting.

22. DUTIES OF AFFILIATED BODIES

22.1 All affiliated bodies shall report to the board on any subject or matter worthy of serious consideration in respect of the objectives of the Union, if their own particular areas are concerned, and especially if the matter is likely to affect other areas within the territory of the Union. The approach to the Union by any individual member of an affiliated body shall be through such body.

22.2 The board shall not be bound to offer the support of the Union to any affiliation on any matter on which that affiliation has made direct approach to Government, or any other legally constituted authority, whether the board has received from that affiliation a copy of the representations so made or not.

22.3 On any subject or matter of general importance an affiliated body which desires the support of the Union shall make its approach to Government only through the board of the Union.

22.4 When requested by the president or the board to deal with any matter or subject concerning its own area and to obtain information and/or supply any pertinent statistics on such matter or subject, an affiliated body shall make the necessary investigations and present a full report at the earliest opportunity.

22.5 When requested by the president or the board to convene and hold a meeting for any specific purpose of importance to any section of the farming community, an affiliated body shall arrange to hold a meeting within 21 days of receiving the request and shall send a report of the proceedings to the board at the earliest opportunity.

22.6 At the commencement of each financial year an affiliated body shall inform the chief executive officer of the Union of the names and addresses of its president/chairman and secretary. Any change in the holder of the office of president/chairman or secretary of an affiliated body shall be promptly notified to the chief executive officer of the Union and the name and address of the new holder shall be given with the notification.

22.7 An affiliated body shall be bound to carry out all instructions issued on the authority of the president or the board by circular, letter or otherwise, and to convey such information as is asked for in the manner required.

- 22.8 All affiliated bodies must abide by the Code of Conduct.
23. **PROPERTY**
- 23.1 Any immovable and other property acquired by the Union shall vest in the Union. Such property shall be dealt with by resolution from the board from time to time.
- 23.2 The board is empowered to delegate its authority to a sub-committee of its members who will have the right to exercise all such functions which are delegated to it in respect of property belonging to the Union.
- 23.3 The rights set out hereinbefore will include the right to purchase, sell, mortgage or encumber or otherwise deal with all property belonging to the Union.
24. **POLITICAL**
- The Union shall remain strictly outside of party politics.
25. **DISPUTES**
- All matters in dispute, or complaints connected with the administration of the Union's affairs, shall be made in writing to the chief executive officer. The decision of the board therefore shall be final, unless the board deems it expedient to submit the matter to congress, in which case the decision of congress shall be final.
26. **DISSOLUTION**
- 26.1 The Union may only be liquidated and wound up by a special resolution passed by not less than three-fourths of the delegates present and entitled to vote at a special congress called for that purpose, notice of which shall have been given at least 60 days in advance.
- 26.2 In the event of a decision to liquidate being made, the special congress shall appoint liquidators and shall specify the manner in which such liquidation is to be conducted, and also shall specify that the Union's assets, if any, remaining after the satisfaction of its debts and liabilities shall be given or transferred to some other company, society, association or organisation having aims and objectives similar to those of the Union.
27. **AMENDMENTS TO CONSTITUTION**
- 28.1 Amendments to the constitution shall be effected only by a resolution of a normal or special congress, and provided that notice of such motion has been served on the chief executive officer at least sixty days prior to such congress, and shall place such resolution on the agenda. Such amendments unless the relevant resolution otherwise decides, shall become effective on and from the conclusion of the proceedings of the congress at which such amendments were adopted.
28. **AWARDS**
- Awards are conferred in accordance with the following procedure by the board wishing to grant recognition in an appropriate manner to persons who have rendered exceptional service to the organisation and/or agriculture:
- 28.1 **Honorary Life President**
- The board may elect as an honorary life president a resigning or past president of the Union.
- Notice of congress shall be sent to each honorary life president, and he shall have the privilege of submitting matters for discussion in congress on the same terms as apply to affiliated bodies.
- An honorary life president shall enjoy at congress all the privileges of debate accorded to a delegate but shall not have a vote in the election of the board.
- 28.2 **Honorary Life Vice-President**
- The board may elect as an honorary life vice-president any person who has rendered meritorious service to the Union.
- Notice of congress shall be sent to each honorary life vice-president, and he shall have the privilege of submitting matters for discussion in congress on the same terms as apply to affiliated bodies.
- An honorary life vice-president shall enjoy at congress all the privileges of debate accorded to a delegate but shall not have a vote in the election of the board.
- 28.3 **Honorary Life Member**
- The board of the Union may elect as an honorary life member of the Union any person who has rendered exceptional and meritorious service to organised agriculture in the Union's territory. An honorary life member shall be entitled to all

the Union's privileges accorded to other members of an affiliation but shall not by reason of his election of honorary life membership have any privileges of debate or vote at congress except in the case of his being a duly nominated delegate.

discriminated on the basis of race, sex, religion or any other cause.

N:\MAIN\Issues\Constitu\2018\Constitution 2018 Eng.doc

28.4 Certificate of Merit

The board may grant a certificate of merit to a person who has rendered meritorious service to organised agriculture.

29. INTERPRETATION

In this constitution, unless the context otherwise indicates:

- 29.1 the word farmer shall be defined as a producer of agricultural produce for his own family and any excess to sell;
- 29.2 the word member shall be defined as a person who has paid his Kwanalu subscription by the end of the financial year;
- 29.3 words of the masculine gender shall include feminine and neuter gender;
- 29.4 words in the singular shall include the plural and vice versa;
- 29.5 the agenda shall mean the agenda for congress;
- 29.6 a member being a partnership, company or other body corporate shall be represented at any meeting of the Union and at or before any committee meeting by a nominee who shall be a member of the partnership or an officer of the company or of the body corporate (as the case may be) and such nominee shall be entitled to exercise any voting power on behalf of his principal, and shall be eligible for election as a delegate to congress and to the board and any committee of the Union.
- 29.7 the English version of this constitution shall be the official text.
- 29.8 the word demarcated district shall be defined as the district municipality boundaries as set out by the Department of Co-operative Governance and Traditional Affairs (COGTA).
- 29.9 the words farmers' associations, agricultural societies and landowners' associations shall include all groupings.
- 29.10 the words previously disadvantaged farmer shall be a person whose rights were uncertain as a result of legislation or practices of the past which