



**SOUTH AFRICAN SOCIETY FOR
AGRICULTURAL EXTENSION**

CONSTITUTION

2015

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1. NAME

The Society shall be known as the South African Society for Agricultural Extension (SASAE), hereinafter called SASAE.

SASAE is a legal entity and can act in law in its own name as claimant and defendant and can execute all actions required by and pertaining to the achievement of its objectives.

2. CALLING AND COMMISSION

2.1 Mission Statement

The South African Society for Agricultural Extension (SASAE) is a Scientific Society, which in the interests of its members is committed for the promotion of the science and vocation of Agricultural Extension, through its members.

2.2 Objectives

The objectives of the Society are as follows:

- (a) To advance and apply the SCIENCE AND PRACTICE OF AGRICULTURAL EXTENSION within rural development as a scientific discipline by stimulating thought, study, research, discussion and the publication and exchange of knowledge both nationally and internationally.
- (b) To promote the professionalism, status and dignity of the AGRICULTURAL EXTENSION PROFESSION amongst members, the scientific fraternity, agricultural extension practitioners, the general public and with the studying youth.
- (c) To practise the natural-, economic- and managerial sciences responsibly and in PUBLIC INTEREST.
- (d) To act as representative MOUTHPIECE for the extension profession in agriculture.

3. MEMBERSHIP

Membership consists of Professional, Full, Associate, Institutional, Life and Honorary membership.

3.1 Granting of membership

Irrespective of its nature, membership is granted by Board in accordance with the procedures hereinafter set out and is limited to persons who, by virtue of their profession are involved or interested in agricultural extension. Board has the right to withhold the granting of any form of membership as well as the reasons for so doing.

3.2 Professional membership

Persons with at least a four year BSc (Agric) plus Honours degree in Agricultural Extension or equivalent qualification and/or Masters Qualifications in Extension with 120 credits at least in Extension at Honours level plus **four (4) years** appropriate experience in agricultural extension, gained after having achieved the required academic qualifications.

Persons to whom professional membership is granted are entitled to the title Professional Member of the South African Society for Agricultural Extension (MSASAE (PR)).

3.3 Full membership

- **Persons with the same qualifications as for professionals but lack the appropriate years of experience.**
- Persons with at least a three year B Agric degree/National Agricultural Diploma/ BTech degree/ BInst Agrar degree/Advanced University Diploma in Agricultural Extension .
- **Persons with 2 year National Diploma or equivalent thereof, followed by 3 years of appropriate work experience**

3.4 Associate membership

This membership is confined to persons who would like to associate with the Society but do not qualify for professional or full membership and whose competency or other acceptable qualification is of benefit to the Society.

3.5 Institutional membership

An institution, co-operative or any other organisation acceptable to Board may be granted institutional membership of the Society. Such an organisation shall be known as an Institutional Member of the South African Society for Agricultural Extension (ISASAE) and Institutional members will have no voting rights.

3.6 Honorary membership

Board may grant honorary membership to any person where this is deemed to be in the interest of the Society. Honorary membership is granted to members that have served Society with distinction. Honorary members have no voting rights. Honorary membership will be granted in response to nominations submitted to Board by a member or members of the Society. Honorary members are exempted from the payment of subscription fees.

3.7 Life membership

Life membership may be granted by Board to members who retire from their professional post and who apply for life membership. Life members have no voting rights. Life membership will be granted in response to a request of the specific member for life membership to Board. Life members are exempted from the payment of subscription fees.

3.8 Student membership

Student membership may be granted by Board to *bona fide* full time post graduate students in Agricultural Extension, Rural Development and/or other applications of Extension. Student members have no voting rights.

3.9 Application for membership

Application for membership must be done on a form as prescribed by Board for this purpose. The proposer is to verify that the information submitted is correct and applications should include copies of highest academic qualifications.

It is the responsibility of the member to notify Board if he/she (i.e. the member) qualifies for a higher category of membership.

3.10 Members obligations

3.10.1 Members of the Society undertake to abide by the regulations of this Constitution.

3.10.2 Associate members enjoy the same voting rights and privileges as members.

3.10.3 Subscription for each financial year (March till end Feb) as decided by SASAE at an Annual General Meeting are payable within three months of the beginning of the financial year in question. Membership fee plus enrolment fee must accompany the application for membership.

3.10.4 Life and honorary members are exempted from paying membership fees.

3.10.5 Student members must indicate annually, in writing, when paying subscriptions, whether they are still *bona fide* full time post graduate students and indicate clearly at which institution they are enrolled.

3.10.6 All members must notify the Secretariat of SASAE without delay of any change of postal address.

3.11 Terminations of membership

The membership of members, associate members and institutional members can be terminated in any one of the following ways:

- 3.11.1 Written resignation submitted to the Secretariat, guilty of violating the constitution of the Society, misconduct not befitting a member of the profession, or behaviour which is deemed contrary to the achievement of the goals of the Society. Such termination of membership will not exempt the person or institution concerned of any outstanding and/or present obligations towards SASAE.
- 3.11.2 Membership or members who have been in arrears with payment of their subscriptions for THREE years will automatically lapse at the end of the third financial year of SASAE. Such termination of membership will not exempt the person or institution concerned of any outstanding and/or present obligations towards SASAE.
- 3.11.3 The membership of any student will automatically lapse at the end of the third financial year of SASAE during which such a person is a member or at the end of the financial year in which such a person ceased to be a full time post graduate student, whichever ever takes place first. A person whose membership lapses in this way will be notified by SASAE and he /she can then apply for other membership categories.

3.12 Membership benefits

All members are entitled to the following:

- 3.12.1 Receipt of all circulars and notices from SASAE
- 3.12.2 Receipt of access to website and SASAE Journal on line
- 3.12.3 Receipt of copy of SASAE Journals when published
- 3.12.4 Receipt of any other publications SASAE may decide to publish from time to time for general distribution among members
- 3.12.5 Preferential treatment at conferences, symposia and other meetings convened by SASAE
- 3.12.6 All members present at SASAE AGM at the time of voting on any SASAE business , with the exception of student, institutional, honorary and life members will have equal rights to vote on such business
- 3.12.7 Publication in SASAE Journal free of charge

4. ORGANISATION AND MANAGEMENT

4.1 Board

The affairs of the Society shall be managed by Board, who is responsible for the maintenance of balanced representation on its board.

4.2 Composition of Board

Board shall be composed of:

- 4.2.1 President: the President shall serve for two office terms plus one year as Past President consecutively.
- 4.2.2 Vice President: The duration of service of Vice President is two office terms. This position is also seen as president to be elected, which implies that if no objection is raised during the AGM, the vice president could be elected as President
- 4.2.3 Four (4) elected members with a two (2) year term of office. The duration of service of two of the members elected for the first term of office, will be for one year only in order to facilitate the election of two (2) of the four members annually.
- 4.2.4 The Treasurer and Secretary will be appointed/co-opted by Board as it seems fit
- 4.2.5 The Secretariat shall be appointed by Board. A honorarium as the Board may decide fit shall be paid from Society funds. The Board shall determine the term of office of the Secretariat. The Secretariat of the Society shall be situated at a place as indicated by Board from time to time.
- 4.2.6 Chairpersons of branch organisations of the Society for the duration of their term of office as chairpersons of their respective branches.
- 4.2.7 Board can co-opt the following members for a one year term:
 - (a) Editor(s) for the Society's Journal.
 - (b) Any person(s) can be co-opted for a specific purpose.
- 4.2.8 A person ceases to be a member of Board as soon as one or more of the following occurs:
 - Expiration of the normal term of service of the person, as defined in Articles 4.2.1-4.2.7
 - A written resignation by such a person as a member of Board
 - Termination of a person's membership of SASAE

4.3 Steering committee

4.3.1 Composition

The Steering Committee will consist of the President, Vice President and two (2) additional Board members who will be appointed by Board during its first meeting after the annual general meeting.

4.3.2 Powers and functions

The Steering Committee will have all powers and rights of Board vested in it when Board is not convened on condition that all decisions are ratified during the next Board meeting.

4.4 Election procedure for Board members

4.4.1 All members with voting rights **must submit nominations and secondments for vacancies on the Board providing that nominees, proposers and seconders are all registered members of the Society.** The signature of the nomination and his second as well as the signature of the nominee to show his/her acceptance of the nomination must accompany nomination for vacancies on the Board.

4.4.2 **Election of office bearers will be done by secret ballot at an Annual General Meeting. Each registered member will have TWO votes during the election of office bearers.**

4.4.3 Order of voting:

4.4.3.1 The election of the President shall be elected during the Annual General Meeting by a majority of votes for an office period (term) of two years. No person may serve in this capacity for more than two (2) consecutive office years.

4.4.3.2 The Vice President is elected during the Annual General Meeting by a majority of votes for an office period (term) of two years.

4.4.3.3 Two of the four (4) elected members to Board shall be elected annually for an office period of two years during the Annual General Meeting by a majority of votes. The outgoing members are eligible for re-election.

4.4.3.4 The outgoing President is *ipso facto* member of Board for one (1) year immediately following his/her term of office and is not subject to election.

4.4.3.5 As soon as possible after their election the President, the Vice President, the four (4) elected members and the immediate outgoing President shall co-opt members to Board.

4.4.3.6 The Chairpersons of branch organisations are elected according to the by-laws of their respective branches.

4.5 Vacancies

Board vacancies shall be filled by Board through the appointment of a member for the remaining term of office of Board.

4.6 Branch organisations

Branch organisations may be established in specific areas at the discretion of Board and shall draw up their own by-laws in liaison with Board.

On matters concerning membership preference, branch members have the right to execute their freedom of association. A maximum of nine (9) constituencies are reserved on Board for branch representation.

5. BOARD MEETINGS

5.1 Chairperson

The President, or in his/her absence the Vice President will act chairperson of Board meetings. In the absence of the President and the Vice President at a Board meeting where the members present form a quorum, the members shall appoint a chairperson out of own rank for that meeting.

5.2 Meeting times

Board shall meet as often and at such times and places as it deems necessary or as determined by the Steering Committee.

5.3 Quorum

Six (6) members constitute a quorum for a Board meeting. In the event of a Board meeting not attaining its quorum, the members present at the next legally constituted Board meeting will form a quorum.

5.4 Notice of meetings

Notice of Board meetings must be given in writing at least forty (30) days before the meeting date. The agenda of the intended meeting must accompany the formal notification.

5.5 Minutes

The Secretary shall keep minutes of all Board meetings. Minutes must be approved during the next Board meeting, and ratified with the signature of the person acting as chairperson of that particular meeting.

5.3 Deadlock

The President has an ordinary and a casting vote.

5.5 Non-attendance

In the event of an elected or co-opted member absenting him- or her from two consecutive Board meetings without proper apology, his/her Board membership will automatically lapse. Board will then have the right to fill such a vacancy through co-option.

In the event of representatives absenting themselves from Board meetings without apology, the costs incurred to accommodate them at such meetings (e.g. costs of meals

and/or refreshments) will be recovered from the member or failing this from the respective branch.

6. DUTIES AND FUNCTIONS OF BOARD

Board will manage the affairs of the Society and shall devote itself to facilitate the achievement of the Society's objectives. Consequently Board shall guide and co-ordinate the programming of extension activities by:

- 6.1 Supporting branches (financially or otherwise if necessary);
- 6.2 Appointing special committees with specific tasks wherever applicable;
- 6.3 Appointing an editorial committee to formulate and execute the editorial policy of the Society;
- 6.4 Circulating notices to members of the Society and ratifying publications of the Society and its branches;
- 6.5 Making available to its member's copies of papers read during meetings of the Society and of reports originating from such meetings;
- 6.6 Controlling the financial affairs of the Society;
- 6.7 Organising the admission of new members to the Society and to exercise discipline;
- 6.8 Appointing salaried officials as required; and
- 6.9 Managing all other affairs submitted to Board by the Society.

7. MEETINGS AND GATHERINGS OF THE SOCIETY

7.1 Annual General Meeting

The Annual General Meeting shall be held at a place and time to be determined by Board. Notice of the Annual General Meeting must be given in writing at least forty (40) days before the meeting date. The agenda of the intended meeting must accompany the formal notification.

The members present at an annual general meeting or a special member meeting form a quorum.

The President of the Society takes the chair at the Annual General Meeting and his/her absence the Vice President presides.

7.2 Special Member Meeting

Special member meetings of the Society may be called by Board in the event of receiving written request from at least one third of its members, or its own initiative. The date and

venue for Special Member Meetings shall be determined by Board. Procedures as set out in Article 7.1 are also operative at Special General Meetings.

7.3 Special gatherings

Board can arrange special gatherings for purposes of conferences, reports, lectures, symposia, etc. subject to proper notification (at least 14 days) in advance.

Non-members may by virtue of their particular achievements, interests or qualifications be invited to such functions by Board and shall have the right to take part in discussions.

7.4 Minutes

The Secretary shall keep minutes of all meetings. Minutes must be approved during the same or the next meeting of the same kind, and ratified with the signature of the person acting as chairperson of that particular meeting.

8. FINANCES

8.1 The Society generates its funds by levying membership fees and from other sources. Board determines its membership fees annually. The financial year of the Society is operative from 1 March to 28/9 February the following year.

8.2 Immediately after the close of the financial year an Income and Expenditure statement, which will reflect the financial position of the Society, must be compiled with the help of the appointed auditors. The Auditor appointed by Board must audit this account.

8.3 Audited financial statements shall be made available to members at the annual general meeting for their perusal.

8.4 The year-end financial statements of the Society must be submitted to the Director on Non-Profit Organisations within 9 months after the end of its financial year.

8.5 The Society shall keep a register of all its assets.

8.6 The Society may not donate any assets, investments or property of whatever kind to its members or office bearers. Members or office bearers may, however, be compensated for their direct expenses incurred to service Society provided that the compensation is reasonable and commensurate with the services rendered.

8.7 Members of the Society or its office bearers have no right of ownership to the assets or property of the Society.

8.8 All income of the Society shall be deposited into the bank account of the Society or into its account with any other registered financial institution.

8.9 All cheques or electronic payments of the Society must be signed /authorised by the President OR Vice President and one Board member.

9. APPLICATION OF THE PROVISIONS OF SECTION 30 (1) OF THE INCOME TAX ACT, 1962 (Act 58 of 1962 as amended)

The following provisions contained in section 30(1) of the Act shall at all times apply and be adhered to while this Society is in operation:

- 9.1** The sole objective of the Society is to carry on a public benefit activity, which qualifies for purposes of the Act as defined in section 30(1) of the Act, in a non-profit manner and with an altruistic or philanthropic intent;
- 9.2** No activity will directly or indirectly promote the economic self-interest of any fiduciary or employee of the Society otherwise than by way of reasonable remuneration payable to that fiduciary or employee;
- 9.3** At least 85 percent of such activities, measured as either the cost related to the activities or the time expended in respect thereof, are carried out for the benefit of persons in South Africa, unless the Minister, having regard to the circumstances of the case, directs otherwise;
- 9.4** Where each activity carried on by the Society is for the benefit of, or is widely accessible to, the general public at large, including any sector thereof (other than small and exclusive groups); or each such activity carried on by the Society is for the benefit of, or is readily accessible to, the poor and needy; or the Society is at least 85 percent funded by donations, grants from any organ of state or any grants from foreign governments or international organisations;
- 9.5** There shall be at all times be at least 3 members who will accept fiduciary responsibilities and also shall not be connected persons to each other; and no single person directly or indirectly controls the decision making powers relating to the Society;
- 9.6** No funds will be distributed to any person (other than in the course of undertaking any public benefit activity) and the funds of the Society will be utilised solely for the purpose for which it has been established, or to invest such funds:
- With a financial institution as defined in section 1 of the Financial Services Board Act, 1990 (Act No.97 of 1990);
 - In securities listed on a stock exchange as defined in section 1 of the Stock Exchanges Control Act, 1985 (Act No. 1 of 1985); or
 - In such other prudent investments in financial instruments and assets as the Commissioner may determine after consultation with the Executive Officer of the Financial Services Board and the Director of Non-Profit Organisations;

Provided that the provisions of this paragraph shall not prohibit the Society from retaining any investments (other than any investments in the form of a business undertaking or trading activity or asset which is used in such business undertaking

or trading activity) in the form that it was acquired by way of donation, bequest or inheritance;

9.7 The Society shall on dissolution transfer its assets to similar public benefit organisation(s) (having the same or similar objectives), which has been approved in terms of section 30 of the Act, or any institution, board or body which is exempt from the payment of income tax in terms of section 10(1)(cA)(i) of the Act, which has as its sole or principal objective the carrying on of any public benefit activity; or any department of state or administration in the national or provincial or local sphere of government of South Africa, contemplated in section 10(1)(a) or (b) of the Income Tax Act.

9.8 The Society will not carry on any business undertaking or trading activities other than to the extent that:

- The gross income derived from such business undertaking or trading activity does not exceed the greater of R25 000 or 15 percent of the gross receipts of the Society;
- The undertaking or activity is:
 - Integral and directly related to the sole objective of the Society; and
 - Carried out or conducted on a basis substantially the whole of which is directed towards the recovery of cost; and
 - Which would not result in unfair competition in relation to taxable entities;
- The undertaking or activity, if not integral and directly related to the sole objective of the Society, is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation; or
- The undertaking or activity is approved by the Minister by notice in the Gazette, having regard to:
 - The scope and benevolent nature of the undertaking or activity;
 - The direct connection and interrelationship of the undertaking or activity with the sole purpose of the Society;
 - The profitability of the undertaking or activity; and
 - The level of economic distortion that may be caused by the tax-exempt status of the Society carrying out the undertaking or activity.

9.9 No donations will be accepted which are revocable at the instance of the donor for reasons other than material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of Section 18A: Provided that a donor (other than a donor which is an approved public benefit organisation or an institution board or body which is exempt from tax in terms of section 10(1)(cA)(i), which has as its sole or principal objective the carrying on of any public benefit activity) may not impose conditions which could enable such donor or any connected person in

relation to such donor to derive some direct or indirect benefit from the application of such donation.

- 9.10** A copy of any amendments to the Constitution shall be submitted to the Commissioner for the South African Revenue Service.
- 9.11** The Society will not knowingly permit itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is or was the reduction, postponement or avoidance of liability for any tax, duty, or levy which, but for such transaction, operation or scheme, would have been or would become payable by any person under the Income Tax Act or any other Act administered by the Commissioner.
- 9.12** No remuneration as defined in the Fourth Schedule of the Income Tax Act, will be paid to any employee, office bearer, member or other person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its objectives.
- 9.13** The Society will comply with such reporting requirements as may be determined by the Commissioner.
- 9.14** In the case of the Society providing funds to any association of persons contemplated in paragraph 10 (iii) of Part 1 of the Ninth Schedule, of the Income Tax Act, reasonable steps will be taken to ensure that the funds are utilised for the purposes for which they have been provided.
- 9.15** The Society will, within such period as the Commissioner may determine, register in terms of section 13(5) of the Non-profit Organisations Act, 1997 (Act No.71 of 1997), and comply with any other requirements imposed in terms of that Act, unless the Commissioner in consultation with the Director of Non-profit Organisations designated in terms of Section 8 of the Non-profit Organisations Act, 1997, on good cause shown, otherwise directs.
- 9.16** The Society will not use its resources directly or indirectly to support, advance or oppose any political party.

10. LANGUAGE MEDIUM

All official languages can be used but in order to promote effective communication, English will be the language used during meetings, symposia and conferences convened by SASAE.

11. AMENDMENTS TO THE CONSTITUTION

This constitution may be amended only during the Annual General Meeting or a Special Member Meeting provided that notice of the proposed amendment(s) is submitted in writing to the Secretary at least six (6) weeks prior to the date on which the meeting is to be held. Notification of such amendments shall be given to members at least 30 days prior to the date of the Annual General Meeting or Special Member Meeting. Such amendment(s) must be approved by a two-thirds majority of the members present at the annual general meeting.

12. INDEMNIFICATION

Board members are responsible for their own actions only and are not responsible for any actions taken without their explicit approval. No member of Board is personally responsible for any loss or damage suffered by any action or matter handled in good faith, or permitted in the interests of the Society even though he/she may have exceeded his/her lawful rights in doing so.

13. DISSOLUTION

13.1 Authorisation

The Society can be dissolved during an annual general meeting or special member meeting by a two-thirds majority vote of members present.

13.2 Disposal of assets

In the event of dissolution or liquidation the remaining assets of the Society shall not, after having met all liabilities, be paid or donated to any member/members of the Society. The assets must be transferred to another non-profit organisation with similar objectives such as the South African Institute for Agricultural Extension. The choice of non-profit organisation rests with the Societies Annual General meeting or its special member meeting.

14. LEGAL ASPECTS

14.1 This constitution is subordinate to the laws of South Africa.