

SANDTON PHOTOGRAPHIC SOCIETY CONSTITUTION 2008

1. NAME

1.1. The name of the society shall be the Sandton Photographic Society.

2. OBJECTIVES OF THE SOCIETY

2.1. The objects of the Society shall be:

2.1.1. To promote and stimulate the interest of members and the public generally in photography.

2.1.2. To arrange lectures, lecture-demonstrations, instruction classes, debates, discussions, competitions, shows, demonstrations, exhibitions and other activities concerned with photography.

3. MEMBERSHIP

3.1. There shall be the following classes of membership:

3.1.1. Ordinary members.

3.1.2. Honorary life members.

3.2. The Annual General Meeting or a Special General Meeting may, on the recommendation of the Club committee, confer Honorary Life Membership upon any person who has distinguished himself in any form or branch of photography or rendered outstanding service thereto.

3.3. An applicant for Ordinary Membership shall complete and sign an application for membership in such format as the committee may from time to time prescribe.

3.4. Such application form together with the prescribed entrance fee and annual subscription shall be delivered or forwarded to the Secretary for submission to the committee at its next meeting.

3.5. The Society's committee may at its discretion elect any applicant who has complied with sub-clauses 3.3 and 3.4 hereof to membership of the Society or may refuse to admit such application to membership without giving reason for such refusal.

3.6. Any applicant for membership who has complied with sub-clauses 3.3 and 3.4 hereof shall have the right to attend meetings and participate in the activities of the Society provided that in the event of the committee refusing to admit the applicant to membership of the Society such right shall cease forthwith and any fees or subscriptions paid shall be returned to the applicant.

4. ENTRANCE FEES AND SUBSCRIPTIONS

4.1. Entrance fee to be set by the committee from time to time.

4.2. Annual subscriptions will be determined by the committee from time to time.

4.3. All subscriptions shall be paid in advance and shall become due and payable on the first of January of each year.

4.4. Persons elected to membership on or after the first of July of any year shall pay one half of the annual subscription for the balance of the year.

5. SUSPENSION OR TERMINATION OF MEMBERSHIP

5.1. Any member may resign from the Society on giving one month's written notice to the Secretary. Notwithstanding such notice the member shall remain liable to the Society for any subscription which is due or may become due by him before the expiration of such notice.

5.2. Any member whose annual subscription is in arrear for more than three months or who is otherwise indebted to the Society shall be given registered notice of default by the Secretary. If such member shall not have paid all monies due to the Society within

- one month of the posting of such registered notice, he shall automatically cease to be a member provided that the committee may in its discretion re-instate any member.
- 5.3. The committee shall have the right at any time to suspend or expel any member who in the opinion of the committee is guilty of conduct prejudicial to the interests of or reputation of the Society provided that before suspending or expelling any member, the committee shall notify such member of the complaint against him and afford him reasonable opportunity to make such representation to the committee either orally or in writing as he may wish.

6. RIGHTS AND PRIVILEGES

- 6.1. All members shall have the right to attend any meetings of the Society other than committee meetings and to participate in any of the activities of the Society.

7. MANAGEMENT

- 7.1. Subject to the constitution, the management of the affairs of the Society shall be vested in the committee.

8. THE COMMITTEE

- 8.1. The committee shall consist of a Chairperson, Vice-Chairperson, Secretary, Treasurer and three ordinary members who shall be elected at the Annual General Meeting.
- 8.2. Nominations for the committee shall be sent in writing to the Secretary not more than seven days after the February meeting, such nominations to bear the names of the proposer and seconder who must be members of the Society in good standing. Nominees must signify in writing their willingness to stand.
- 8.3. Every member of the Club in good standing will be entitled to nominate persons for the positions as outlined in sub-clause 8.1.
- 8.4. If insufficient nominations to fill the positions outlined in sub-clause 8.1 are received, then members present at the Annual General Meeting shall be requested to nominate persons for the unfilled positions. Where there is more than one nomination, voting will be by ballot.
- 8.5. The committee shall have power to co-opt additional members.

9. COMMITTEE MEETINGS

- 9.1. The committee shall meet as often as may be necessary, but shall meet at least once in every three months.
- 9.2. All questions to be decided at any meeting of the committee shall be decided by a majority vote.
- 9.3. At any meeting of the committee or at any general meeting of members the Chairman shall have a second or casting vote.
- 9.4. The quorum of any committee meeting shall be four members.
- 9.5. Any member of the committee who absents himself from three or more consecutive meetings without having obtained leave shall *ipso facto* cease to be a member of the committee.

10. ANNUAL GENERAL MEETING

- 10.1. The Annual General Meeting of the SANDTON PHOTOGRAPHIC SOCIETY shall be held during March of each year.
- 10.2. The business to be done at the Annual General Meeting shall be:
- 10.2.1. To confirm the minutes of the previous Annual General Meeting.
 - 10.2.2. To present the Chairman's Annual Report.
 - 10.2.3. To present the Treasurer's Report.
 - 10.2.4. To consider the transaction of any other business which, under this Constitution, should be transacted at the Annual General Meeting.

- 10.2.5. To transact any special business of which due notice has been given in terms of the Constitution.
- 10.2.6. The election of the committee members.
- 10.3. The quorum for the Annual General Meeting shall be one-fifth of the Society's total membership. In the absence of a quorum, the Chairman shall adjourn the meeting for at least one week, with notice to all members and the members then present shall form a quorum.
- 10.4. The agenda for the Annual General Meeting shall be circulated to all members at least three weeks before the date of the meeting.
- 10.5. Notice of the Annual General Meeting shall be published in the newsletter in the month preceding the Annual General Meeting.

11. SPECIAL GENERAL MEETINGS

- 11.1. The committee may, when it deems fit, convene a Special General Meeting.
- 11.2. A Special General Meeting shall be called if the Secretary is requested to do so in writing by not less than 40% of members who are in good standing.
- 11.3. Notices of the agenda for such meeting shall be dispatched to members not less than fourteen days prior to the date determined for such meeting.

12. MINUTES OF MEETINGS

- 12.1. The committee shall cause minutes to be kept of the proceedings of all committee, Annual General and Special Meetings of the Society.

13. INTERPRETATION

- 13.1. In case of doubt as to the meaning and import of any portion of the Constitution the interpretation of the committee shall be binding upon the members.

14. AMENDMENT OF THE CONSTITUTION

- 14.1. The Constitution may be amended by the resolution of a majority of not less than two-thirds of members in good standing present in person at a Special General Meeting called for the purpose, or at an Annual General Meeting provided that no such resolution shall be passed unless fourteen days' notice of the intention to consider such Special General or Annual General Meeting be given. The notice shall clearly set forth the nature of the resolution to be considered.
- 14.2. The accidental omission to send any notice to any member shall not invalidate the meeting.

15. ACCOUNTS

- 15.1. The Society's financial year shall end on the thirty-first of December each year.
- 15.2. The Treasurer shall cause true accounts to be kept of the sums of monies received and expended by the committee and the matters in respect of which such receipts and expenditure take place, and of the assets and liabilities of the Society and of the financial affairs in general of the Society.
- 15.3. At each Annual General Meeting, the committee shall lay before the members a statement of the Income and Expenditure and an audited Balance Sheet of the Society made up to the close of the preceding financial year. Every such statement and Balance Sheet shall be accompanied by a report of the committee as to the state and condition of the Society.
- 15.4. Every such statement and Balance Sheet shall be signed by the Chairman and the Secretary or Treasurer and every such report shall be signed by the Chairman and the Secretary.
- 15.5. A copy of the report, Balance Sheet and statement of Income and Expenditure shall be tabled at the Annual General Meeting.

16. HONORARY AUDITOR

- 16.1. The honorary auditor shall be elected at each Annual General Meeting and shall hold office until the next Annual General Meeting when he shall retire, but shall be eligible for re-election.

16.2. To enable the honorary auditor to fulfil his duties he shall have access to the books and records of the Society and shall be furnished with such information relative to the financial affairs of the Society as he may require.

17. SEPARATE LEGAL CAPACITY

17.1 The Sandton Photographic Society shall have separate legal capacity from its members and may sue or be sued in its own right.

18. DISSOLUTION OF THE SOCIETY

18.1. If upon the winding up or dissolution of the Society, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Society, but, in consultation with the committee, shall be given or transferred to some other Club or Society that have objects similar to the objects of the Sandton Photographic Society.