

Orphans & Vulnerable Children  
Early Childhood Development  
Youth and Adult Education & Development  
Community Welfare Support

NPO: 017 325 | PBO (S18A): 130002073  
Income Tax Number: 9809641146



3 Royston Road, Westville North 3629,  
KwaZulu-Natal, South Africa  
T: +27 (0) 31 262 0958  
C: +27 (0) 83 233 2924  
E: admin@vukukhanye.org  
W: www.vukukhanye.org

## Constitution of Vukukhanye

### 1. NAME

1.1 The name of the Organisation hereby constituted shall be "Vukukhanye" (hereinafter referred to as the "Organisation").

### 1.2 Body Corporate

The Organisation shall:

1.2.1 Exist in its own right, separately from its members.

1.2.2 Continue to exist even when its membership changes and there are different office-bearers.

1.2.3 Be able to own property and other possessions.

1.2.4 Be able to sue and be sued in its own name.

### 1.3 Projects of the Organisation

All the objectives of the Organisation; as outlined in Clause 2; will be conducted under the name of the Organisation (i.e. "Vukukhanye").

## 2. **OBJECTIVES**

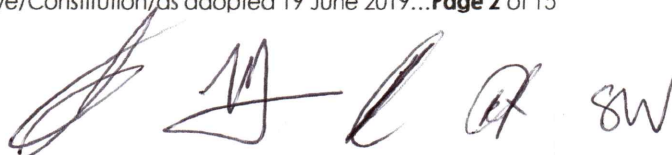
### A. **General declaration of objectives:**

The sole or principal object of the Organisation is to carry on one or more public benefit activity as defined in Section 30(1) of the Income Tax Act No. 58 of 1962, as amended (hereinafter referred to as the "Income Tax Act"); in a nonprofit manner and with an altruistic or philanthropic intent.

### B. **The Organisation's objectives are:**

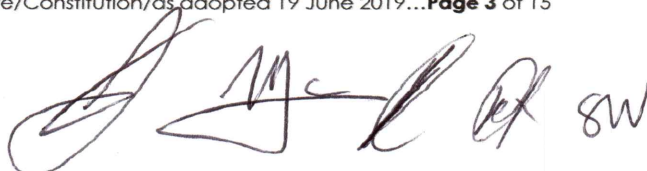
#### 2.1 **Health Care**

- 2.1.1 The prevention of HIV infection; as well as the provision of prevention and education programmes relating to HIV/AIDS.
- 2.1.2 The care, counselling or treatment of persons afflicted with HIV/AIDS, including the care or counselling of their families and dependants in this regard.
- 2.1.3 The care, counselling or treatment of inmates of facilities of the South African<sup>1</sup> Correctional Services; such as the Westville Prison; who are afflicted with HIV/AIDS, including the care or counselling of their dependents in this regard.
- 2.1.4 The care or counselling of terminally ill persons or persons with a physical or mental disability, and the counseling of their families in this regard.
- 2.1.5 The provision of health care services to poor and needy persons.

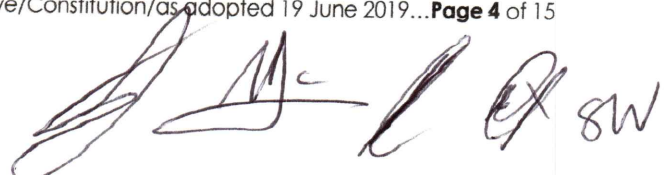
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## 2.2 Welfare and Humanitarian

- 2.2.1 The care of abandoned, abused, neglected, orphaned or homeless children; or any other vulnerable or needy children. Such children shall include those affected or infected by HIV/AIDS, who may be from any race group, cultural background or religion. Measures in this regard shall include:
- 2.2.1.1 The provision of residential care for such children, according to the provisions of the Child Care Act (Act 74 of 1983, as amended). Such residential care may be as a temporary measure until alternative care is found; or may constitute long term care until the child is able to succeed independently.
  - 2.2.1.2 The provision or facilitation of the primary needs of such children, which shall include physical needs (food, shelter, clothing, medical care), as well as their emotional, psychological, educational, spiritual, social and recreational needs.
- 2.2.2 The provision of a range of services for children and families within the area of operation of the Organisation, in order to promote and protect family stability and improve the social environment of children. Such services shall include:
- 2.2.2.1 Enquiring into and assisting cases of abandoned, abused, neglected, orphaned or homeless children.
  - 2.2.2.2 Co-operating with government, provincial, municipal and other authorities, and with other organisations and institutions in all matters relating to child and family welfare.
  - 2.2.2.3 Counselling and the provision of education programmes for abandoned, abused, neglected, orphaned or homeless children.
  - 2.2.2.4 Protecting the interests and promoting the health and well-being of children and their families/caregivers within the area of operation of the Organisation.

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- 2.2.3 Cooperating with and supporting The South African' Correctional Services and all organisations and institutions involved in the support, development and rehabilitation of prisoners, former prisoners and convicted offenders and persons awaiting trial. Initiatives in this regard shall include:
- 2.2.3.1 Pre and post-release counselling, orientation, training and other appropriate forms of support and development of prisoners and their families/ dependants; with the purpose of facilitating rehabilitation of prisoners and the successful reintegration of former prisoners into society.
  - 2.2.3.2 Counselling, support and other interventions aimed at reconciliation and constructive interactions between former perpetrators and victims i.e. 'Restorative Justice'.
- 2.2.4 The protection of the safety of the general public.
- 2.2.5 The promotion or protection of family stability.
- 2.2.6 The provision of legal services for poor and needy persons.
- 2.2.7 The provision of facilities for the protection and care of children under school-going age of poor and needy parents.
- 2.2.8 Community development for poor and needy persons and anti-poverty initiatives. Initiatives in this regard shall include:
- 2.2.8.1 The promotion of community-based projects relating to self-help, empowerment, capacity building, skills development or anti-poverty.
  - 2.2.8.2 The provision of training, support or assistance to community-based projects contemplated in 2.2.8.1 above.
  - 2.2.8.3 The provision of training, support or assistance to emerging micro-enterprises to improve capacity to start and manage businesses, which may include the granting of loans on such conditions as may be prescribed by the Minister by way of regulation.

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2.2.9 The provision of disaster relief.

2.2.10 The rescue or care of persons in distress.

2.2.11 The provision of poverty relief.

## **2.3 Education and Development**

2.3.1 Educational enrichment, academic support, supplementary tuition and outreach programmes for the poor and needy; including children and adults. Measures in this regard shall include:

2.3.1.1 The provision of educare and early childhood development services to pre-school children.

2.3.1.2 Learner support programmes for school children; such as school subject augmentation, supplementary tuition and other forms of academic support or educational enrichment.

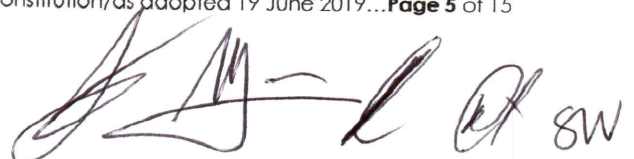
2.3.1.3 Adult basic education and training as defined in the Adult Basic Education and Training Act 2000 (Act No. 52 of 2000); including literacy and numeracy education; as well as training regarding entrepreneurship, arts and crafts, and food security.

2.3.1.4 The training of unemployed persons with the purpose of enabling them to obtain employment.

2.3.1.5 The support or development of persons with a physical or mental disability.

2.3.2 Providing information and advice to the educationally disadvantaged, poor and needy; with the purpose of serving their social, educational, training, and other needs. Initiatives in this regard shall include:

2.3.2.1 The operation of 'Community Information and Advice Centre/s', where relevant information shall be available: directly via personal consultation, telephonically, electronically (on computers or via the internet), as well as by any other relevant means.

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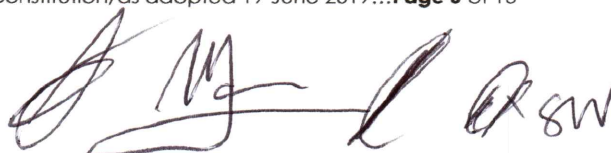
- 2.3.2.2 Any other initiatives that may serve the interests of the educationally disadvantaged, poor and needy, within the area of operation of the Organisation.
- 2.3.3 The provision of school buildings or equipment for public schools and educational institutions engaged in public benefit activities.
- 2.3.4 Programmes addressing needs in education provision, learning, teaching, training, curriculum support, governance, whole school development, safety and security at schools, preschools or educational institutions.
- 2.3.5 Training of persons employed in the national, provincial and local spheres of government, for purposes of building capacity in those spheres of government.
- 2.3.6 The provision of scholarships, bursaries and awards for study, research and teaching on such conditions as may be prescribed by the Minister by way of regulation in the *Gazette*.

### **3. AREA OF OPERATION**

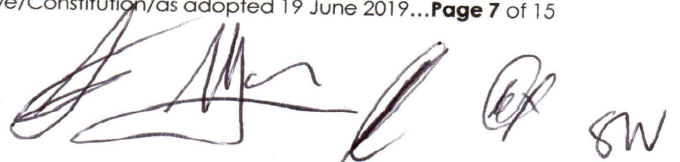
- 3.1 The area of operation of the Organisation shall primarily be the eThekweni Metropolitan Region; but shall include any other regions, as may be required in the fulfillment of the Organisation's objectives.
- 3.2 Public benefit activities (or substantially the whole thereof) shall be carried out for the benefit of persons in the Republic of South Africa.

### **4. INCOME AND PROPERTY**

- 4.1 The Organisation will keep a record of everything it owns.
- 4.2 The Organisation may not give any of its money or property to its members or office-bearers, except as reasonable compensation for work done for the Organisation by such member or office-bearer.



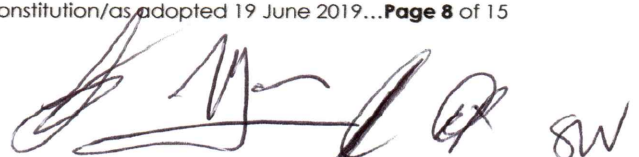
- 4.3 No remuneration will be paid to any employee, office bearer, member or other person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its objects.
- 4.4 A member of the Organisation may only be reimbursed by the Organisation for expenses that she/he has incurred on behalf of the Organisation. No funds will be distributed to any person, other than in the course of undertaking any public benefit activity.
- 4.5 Members or office-bearers of the Organisation have no rights in the property or other assets of the Organisation solely by virtue of their being members or office-bearers.
- 4.6 Members or office-bearers will not be liable for any of the obligations or liabilities of the Organisation solely by virtue of their status as members or office-bearers.
- 4.7 At least three persons who accept fiduciary responsibility for the Organisation, will not be connected persons in relation to each other, and no single person shall directly or indirectly control the decision making powers relating to the Organisation. Provided that these provisions shall not apply in respect of any trust established in terms of a will of any person who died on or before 31 December 2003.
- 4.8 The public benefit organisation will not carry on any business undertaking or trading activities unless specifically permitted in terms of Section 30(3)(b)(iv) of the Income Tax Act.
- 4.9 No donation will be accepted which is revocable at the insistence of the donor for reasons other than a 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 of the Income Tax Act: 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) of the Income Tax Act, which has as its sole or principal object the carrying on of any public benefit activity) may not impose any 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.

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- 4.10 No activity will directly or indirectly promote the economic self-interest of any fiduciary or employee of the organisation other than by way of reasonable remuneration.
- 4.11 The public benefit organisation will not be party to, or does not knowingly permit, or has not knowingly permitted itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is 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 have become payable by any person under this Act or any other Act administered by the Commissioner.
- 4.12 No resources will be used directly or indirectly, to support, advance or oppose any political party.

**5. CONSTITUTION OF THE COMMITTEE**

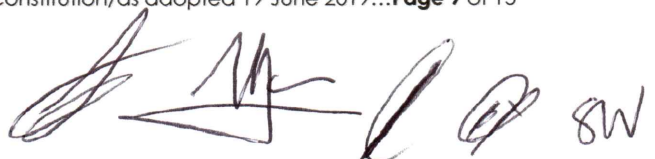
- 5.1 Membership is restricted to members of the Committee as appointed in terms of this clause.
- 5.2 The Committee shall be elected by the members (or who may offer themselves as members) at every alternate Annual General Meeting, and from time to time may co-opt persons to be members of the Committee for such period or periods which it may determine; provided that the Committee shall not at any one time consist of more than ten (10) persons nor less than six (6) persons.
- 5.3 Each member shall serve a term of office of two years, subject however to the provisions of Clause 7.9 of this Constitution.
- 5.4 All retiring members may be eligible for re-election.
- 5.5 No proceedings of the Committee shall be invalidated by reason of the fact that some person who has taken part in such proceedings has ceased to be a member thereof.

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**6. POWERS AND PRIVILEGES OF THE COMMITTEE**

The Organisation shall be managed and controlled by the Committee, which shall have the following powers:

- 6.1 To build on any land acquired for the Organisation and to maintain or alter any buildings on such land.
- 6.2 To acquire movable property by purchase or otherwise and to let, sell or otherwise dispose of such property.
- 6.3 To appoint, upon such terms and conditions and for such period of office as the Committee may from time to time decide, an Auditor, a Secretary, a Treasurer, and such other officials as may be required by the Organisation.
- 6.4 To consult or employ architects, attorneys, medical practitioners, engineers, builders or any other persons, professional or otherwise; to enter into contracts with any person or company.
- 6.5 To appoint from time to time from its members such standing or ad hoc committees as may be necessary or desirable for the proper and efficient conduct of the Organisation, provided always that the decisions of any sub-committee shall, unless specially authorised to the contrary by the full Committee, be submitted to the latter for approval before being put into effect.
- 6.6 To receive and disburse funds of the Organisation, or to invite and receive contributions.
- 6.7 To open and operate upon bank and building society accounts and to delegate to any members of the Committee, or to any person employed in the running of the Organisation, the power and authority to operate thereon.

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- 6.8 To raise and borrow money for the needs of the Organisation whether by way of private loan, bank overdraft or otherwise.

Should the services of a fund-raiser be made use of for the collection of contributions, the expenses (remuneration and/or commission included) may not exceed 40% of the total turnover of the collection.

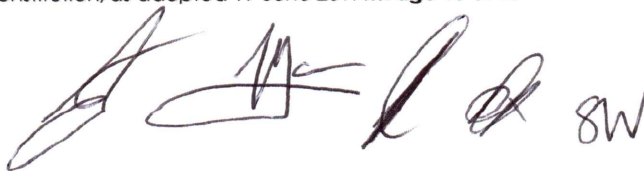
No competition, contest, game, scheme, arrangement or system in connection with which any prize may be won shall be conducted or caused to be conducted by the Organisation unless an authority in terms of any other Act has been obtained beforehand.

- 6.9 The funds of the public benefit organisation will be used solely for the objects for which it was established, or shall be invested with a financial institution as defined in Section 1 of the Financial Services Board Act, 1990 (Act No. 97 of 1990) or in securities listed on a stock exchange as defined in the Stock Exchanges Control Act, 1985 (Act No. 1 of 1985).

- 6.10 To cause to be kept proper books of accounts dealing with affairs of the Institution and to have prepared, each year-end up to the end of February and duly audited, a Revenue and Expenditure Account and Balance Sheet. Such financial records must be handed to the Director of Nonprofit Organisations within nine (9) months after the financial year-end.

To ensure that the Organisation submits the required returns for income tax together with the relevant supporting documents.

- 6.11 To institute, defend, compromise or abandon, any legal proceedings, whether civil or criminal, instituted by or against the Organisation, or any of its officers, and to refer to arbitration any dispute or legal action.
- 6.12 To make donations in money or kind to any person or institution; to waive or reduce charges in the case of any person or group of persons. Donations shall be made only to organisations registered in terms of the NPO Act 71, 1997.

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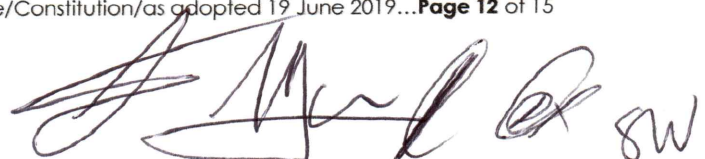
- 6.13 To make contributions to any pension, provident, medical or benefit funds or schemes calculated to benefit employees or ex employees of the Organisation or the dependants or connections of such persons; to grant pensions, bonuses and allowances and to make payments towards insurance.
- 6.14 To insure any of the assets, property, or employees of the Organisation, including all buildings erected or acquired for the Organisation, against any risk or contingency whatsoever; to insure the Organisation against any claims or contingencies.
- 6.15 To make such alterations to this Constitution as may from time to time in the opinion of the Committee be necessary or desirable, subject to the provisions contained in Clause 9.
- 6.16 To do all such things as may be necessary or desirable for carrying out the objects of the Organisation.

## **7. MEETINGS OF THE COMMITTEE**

- 7.1 The members of the Committee shall elect one of their number to be their Chairperson at the first meeting after each alternate Annual General Meeting. A retiring Chairperson shall be eligible for re-election as Chairperson.
- 7.2 The Committee may from time to time elect one of their number to be Deputy Chairperson. The Deputy Chairperson shall exercise the powers of the Chairperson in the event of the latter's absence or temporary incapacity, or pending the election of a Chairperson. If both the Chairperson and the Deputy Chairperson shall be absent from any meeting, the members present may then elect a Chairperson to preside such meeting.
- 7.3 Ordinary meetings of the Committee shall be held no less than six (6) times in each year, or on such other dates as the members may from time to time by resolution determine. At least twenty-one (21) days' notice shall be given of such meetings and an agenda shall accompany every such notice.

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- 7.4 The Chairperson may at any time convene a special meeting of the Committee to consider any matter which he/she may regard as being urgent, or any matter specified in a letter addressed to the Chairperson and signed by three members of the Committee for consideration of which the signatories request the Chairperson to convene a special meeting.
- 7.5 At all meetings of the Committee, not less than half of its members shall form a quorum. Subject however to the provisions of Clause 9.1 and 9.2 of this Constitution.
- 7.6 Minutes shall be kept of all meetings of the Committee, and a copy thereof shall be transmitted to every member of the Committee at least two (2) weeks before its next meeting. The minutes shall be confirmed as a true record of proceedings by the next meeting of the Committee, and shall thereafter be signed by the Chairperson.
- 7.7 A member of the Committee who receives remuneration from the Organisation, either on a full-time or part-time basis, shall have the right to vote but shall recuse him/herself from any matter in which he/she has or might have a vested interest.
- 7.8 All questions arising at any meeting of the Committee shall be decided by a majority of votes, subject to the provision of Clause 7.7 and Clause 9. The Chairperson of such meeting shall have a deliberative vote, and, in the case of an equality of votes, shall have a casting vote.
- 7.9 If any member of the Committee shall fail to attend three (3) successive ordinary meetings of the Committee, without leave of absence having first been obtained from the Committee, such member's place may be declared vacant.
- 7.10 Any member of the Committee may be called upon, for good and sufficient reason, to resign by a two-thirds majority of the remaining members of the committee, and if he/she fail so to resign within seven days after being called upon so to do, his/her place may be declared by the Committee to be vacant.

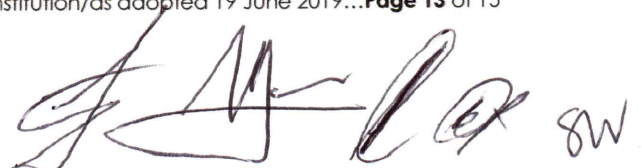
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## **8. ANNUAL GENERAL MEETING**

- 8.1 An Annual General Meeting shall be held not later than six (6) months after the end of each financial year of the Organisation. Subject to the foregoing, Annual General Meetings shall be held at such place and at such time as the Committee shall determine.
- 8.2 Annual General Meetings of the Organisation may be attended by the Committee, and such persons as the Chairperson shall notify. At least twenty-one (21) days' notice shall be given of such meetings and an agenda shall accompany every such notice.
- 8.3 Such matters as the Committee may decide shall be placed before such meetings, including:
- Register of members present and apologies
  - Approval of agenda
  - Read and confirm minutes of previous meeting, with matters arising
  - Chairperson's Annual Report
  - Treasurer's Report (including audited Financial Statements in relation to the Accounts and Balance Sheet of the Organisation).
  - Amendments to Constitution
  - Election of new office bearers
  - General
  - Close

## **9. AMENDMENT OF CONSTITUTION**

- 9.1 This Constitution shall not be added to or amended except by the vote of two-thirds majority of members of the Committee present at the Annual General Meeting or Special General Meeting.
- 9.2 At least two thirds of the members ("quorum") shall be present at a meeting before a decision to change the Constitution is taken.

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- 9.3 A written notice indicating the proposed changes to the Constitution must be distributed to the members no less than fourteen (14) days prior to the meeting at which the changes to the Constitution are to be discussed.
- 9.4 A copy of all amendments to the Constitution must be submitted to the Director of Nonprofit Organisations within nine (9) months of the financial year-end of the Organisation.
- 9.5 A copy of all amendments to the Constitution must be submitted to the Commissioner for the South African Revenue Service.

## 10. **WINDING UP**

- 10.1 The Committee may decide to discontinue the operations of the Organisation. The organisation may close down if at least two-thirds of the members present and voting at a meeting convened for the purpose of considering such matter, are in favor of closing down.

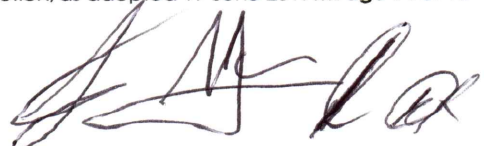
- 10.2 On dissolution of the Organisation, the assets remaining after the satisfaction of its liabilities shall not be paid to or distributed among its members, but shall be transferred to:

Any similar public benefit organization; having similar objectives; which has been approved in terms of Section 30 of the Income Tax Act. The organisation's general meeting can decide what organisation this should be.

Any institution, board or body which is exempt from the payment of income tax in terms of Section 10(1)(cA)(i) of the Income Tax Act, which has as its sole or principal object 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 the Republic, contemplated in Section 10(1)(a) or (b) of the Income Tax Act.

- 10.3 Collection of contributions may be decided either by the members at the general meeting at which it was decided to dissolve the Organisation or, in default of such decision, by the Director of Non-profit Organisations.



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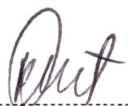
11. **ADOPTION OF THE CONSTITUTION**

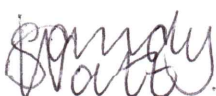
The Constitution was approved and accepted by the members of the Committee at a meeting held in Westville on the 19<sup>th</sup> of June 2019.


1.   
.....  
Bradley Leech (Chairman, Treasurer)

2.   
.....  
Michael van der Meulen (Deputy Chairman)

3. ....  
Timothy Maxwell

4.   
.....  
Phumlani Ntanz

5.   
.....  
Sandy Watt

6.   
.....  
Anthony van der Meulen