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**SOCIAL WELFARE SERVICES**

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**GUIDELINES FOR CONSTITUTION OF A WELFARE ORGANISATION**

**1. NAME OF ORGANISATION**

The name should be clear and acceptable and if possible it should be in line with the objectives of the organization.

**2. AIMS AND OBJECTIVES**

* 1. 2.1 To uplift ………………..
  2. 2.2 To empower ……………
  3. 2.3 To improve ……………..
  4. 2.4 To contribute ……………

**3. FUNCTIONS**

The functions of the organization should elaborate on the objectives of the organization and should be linked closely. (The functions may be combined with the objectives of the organization)

**4. AREA OF OPERATION OF ORGANISATION**

* 1. 4.1 The area of operation of the organization should indicate in which district or
  2. region (maybe the entire Namibia) the organization will function.
  3. 4.2 It should also indicate whether the organization will, with regard to fundraising,
  4. operate nationally and/or internationally.

**5. MEMBERSHIP**

* 1. 5.1 Who will be the members of this organization? It may be those individuals who
  2. are interested in promoting the objectives of the organization. The beneficiaries
  3. will not necessarily be the members of the organization.
  4. 5.2 New members may e.g. apply for membership on an application form, available
  5. at the administrative office of the organization and the application may be
  6. accepted or rejected by the management of the organization. Management
  7. should inform members about the outcome of their applications.
  8. 5.3 A membership register shall be kept by the management.
  9. 5.4 If membership fees are payable, the management should decide on a specific
  10. amount and it should be revised from time to time. Indicate where the
  11. membership fees should be paid in.
  12. 5.5 Resignation of a member should be submitted to the management in writing.
  13. 5.6 Termination of membership:

1. When a member submitted his/her resignation in writing;
2. When the behavior/conduct of a member is detrimental to the interests of the organization;
3. Upon the death of a member;
4. When a member became of unsound mind; and
5. When a member failed to attend two annual general meetings without written excuse and valid reason for failing to attend the meetings.
6. **MANAGEMENT OF ORGANISATION**
   1. 6.1 This organization will be managed by a management committee/board of
   2. management, consisting of a minimum of 7 and a maximum of ….. members.
   3. 6.2 The first committee members will be appointed by the founder(s) of the
   4. organization. Thereafter the management members will be elected at the annual
   5. general meeting. The term of office of the management members will
   6. be …. years.
   7. 6.3 The management committee will consist of:
7. Chairperson;
8. Vice-Chairperson;
9. Treasurer;
10. Secretary;
11. Additional members.
    1. 6.4 The term of office of a management member will cease:

i) Upon written resignation;

ii) When his/her actions are beyond the realm of his/her duty and

injurious to the interests, objectives and principles of the

organization;

1. Upon the death of the member;
2. When he/she becomes of unsound mind;
3. When the membership of the organization ceases.

**7. POWERS OF THE MANAGEMENT**

* 1. 7.1 To open and operate a banking account, which shall include an account with any
  2. recognized financial institution and/or building society account for and in the
  3. name of the organization.
  4. 7.2 To buy, sell or exchange goods of any kind (movable and immovable) on such
  5. terms and conditions as the management may decide.
  6. 7.3 To sell, let, improve, alter and maintain any fixed property forming part of the
  7. organization.
  8. 7.4 To appoint employees at such wages and subject to such conditions of service as
  9. the management shall determine.
  10. 7.5 To accept donations or bequests on behalf of the organization from anybody
  11. subject to the terms and conditions of this constitution and subject to the terms
  12. and conditions attached to such donation and/or bequest.

1. **MEETINGS**

**8.1 Annual General Meeting**

8.1.1 The organization shall hold an annual general meeting (AGM) each year,

the date to be decided on by the management, provided that the period

shall not exceed the closing date of the financial year of the organization

with more than ….. months.

* + 1. Notice of the meeting: Fourteen days notice of the meeting in writing shall be given to all members of the organization. The notice shall specify the venue, date and time of the meeting, as well as the nature of the business to be transacted.
    2. Quorum: The quorum of an AGM shall be half plus one of the members enlisted on the specified time of the meeting. If there is no quorum at the AGM, the meeting shall stand adjourned for seven days and the members who attend such adjourned meeting, shall constitute the quorum.
    3. Voting: At an AGM the voting powers will be held by all the members of the organization. A resolution put to the vote at the AGM, shall be decided upon by means of voting letters/showing of hands. Each member shall be entitled to one vote only on a particular matter in question. In a case of an equality of votes, the chairperson shall have a casting vote.
    4. The chairperson of the management committee shall preside as chairperson at every AGM. If the chairperson cannot be present at the AGM, the members present shall choose a chairperson from amongst the management members.
    5. The AGM shall be conducted in accordance with the requirements of the constitution.
    6. Business at the AGM:

1. To discuss and adopt the annual report of the chairperson of the management;
2. To discuss and adopt the report of the treasurer and to approve the balance sheet and accounts of the organization for the previous financial year, as well as the audited financial report;
3. To elect the new management and to appoint the auditor;
4. Such other business as may be decided upon. Any member who wish to bring forward any particular business for discussion or proposal for consideration of the meeting, shall give notice of his/her intention to do so in writing to the secretary at least seven days before the meeting, as it should be included in the agenda of the meeting.
   * 1. Minutes shall be kept of all AGM and members who attend the AGM shall sign an attendance register.

**8.2. Management Meetings**

8.2.1 The management should hold meetings monthly/quarterly or if the

chairperson deems it necessary, more often.

* + 1. Seven days written notice of meetings shall be given to the members of the management. If it is a special meeting, verbal notice by the chairperson will be acceptable.
    2. The quorum for the management meetings shall be half plus one of the management members.
    3. Voting shall be done by a show of hands. Each member shall be entitled to one vote only on a particular matter in question. In the case of an equality of votes, the chairperson shall have a casting vote.
    4. Members of the management will be deemed to have resigned if they fail to attend three consecutive meetings without having submitted in writing an acceptable reason for failing to attend the meetings.
    5. When a management member resigns or leaves the management committee before the expiry of his/her term of office, the management shall appoint another member of the organization to hold office until the next election of management members. Such a management member shall be subject to the same rules and conditions as his/her predecessor.
    6. The management shall have the power to appoint a person on the management committee, who is an expert on a specific subject or field. Such a person will have no voting power.
    7. The management shall have the power to appoint from time to time such subcommittees as may be required. All subcommittees shall report to the management and shall be subject to its control. On account of expert knowledge, any person can be appointed on a subcommittee.
    8. Minutes of all meetings shall be kept by the secretary and signed by the chairperson and secretary after approval and adoption.

1. **FINANCIAL ISSUES**

9.1 The financial year of the organization will close at the end of …….. of each

year.

9.2 The organization shall derive its funds by means of any lawful action.

9.3 The management of the organization shall cause proper books of account and

should be kept with regard to:

1. all sums of money received and expended by the management and matters in respect of which such receipts and expenditures take place;
2. all sales and purchases of goods by the organization;
3. the assets and liabilities of the organization.

9.4 The books of account shall be kept in a safe place at the office of the organization

and shall always be open for inspection by members of the organization and other

applicable persons/organizations.

9.5 All donations and other money of the organization shall be paid into the bank

account of the organization at a registered bank within 48 hours or as soon as

possible after receipt thereof. The management shall keep a general account and

the treasurer may also direct what other account should be kept for specific

purposes.

9.6 The management shall appoint three signatories from among themselves and the

signature of two of the signatories will be required to withdraw funds from the

bank account of the organization.

9.7 The books of account of the organization shall be audited annually and

submitted to the donors and all applicable bodies/organizations.

9.8 An auditor shall be appointed annually at the AGM. When the auditor dies/resigns,

the management may appoint another auditor, who will hold office until the next

AGM.

**10. AMENDMENT OF CONSTITUTION**

10.1 The constitution of the organization may be amended by a two thirds majority

of votes of management members/all members of the organization at a special

meeting/annual general meeting, provided that fourteen days written notice to

all management members/members of the organization of the proposed

amendments were given.

* 1. The proposed amendments must be described in the notice.

**11. DISSOLUTION OF ORGANISATION**

11.1 The organization may be dissolved by resolution of a special general

meeting/AGM. A simple majority shall be required of all management

members/members of the organization.

11.2 If, after the dissolution of the organization, any assets remain once all debts and

obligations have been settled, such assets shall not be paid over or divided

amongst the members, but shall be donated to such other registered welfare

organization, preferably one with similar objectives, as the members may decide

upon.

**This Constitution has been adopted in………………………………..on this……day of …………………….200… by the following founder(s) of the organization:**

**Name(s): Signature(s):**

**1. …………………………………. ……………………………………….**

**2. …………………………………. ……………………………………….**

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