

BOKSBURG CAMERA CLUB



CONSTITUTION

BOKSBURG CAMERA CLUB

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Title

- 1.1 The Association shall be called Boksburg Camera Club and shall be affiliated to the Photographic Society of Southern Africa (PSSA).
- 1.2 Boksburg Camera Club is a voluntary association with full legal personality with continuing existence, independent of changes in Membership and Office Bearers of indefinite duration.

1. Language

- 1.1 The official language of Boksburg Camera Club will be English
- 1.2 Word/s in the singular shall include the plural; Words in the plural shall include the singular

2. Definitions

The following words will have the undermentioned meaning unless otherwise stated:

- 2.1 **Annual General Meeting**
The Annual General Meeting of Boksburg Camera Club held on an annual basis.
- 2.2 **Association**
Boksburg Camera Club.
- 2.3 **Calendar Year**
01 January to 31 December each year.
- 2.4 **Club Night**
Held on a monthly basis.
- 2.5 **Code of Conduct**
The Code of Conduct of Boksburg Camera Club as amended from time to time.
- 2.6 **Coordinator**
Those members who are requested to be responsible for the role of Coordinator as per the Coordinator portfolios.
- 2.7 **Competition**
Monthly photos submitted for the awarding of points to the member.
- 2.8 **Constitution**
This constitution, its provisions, the Appendices hereto, any Byelaws, Rules, Policies and due decisions and orders arising therefrom as amended from time to time.
- 2.9 **Correspondence Members**
Members permanently residing out of Boksburg and surrounds who are unable to attend Club activities in person.
- 2.10 **Days**
Full calendar days, inclusive of public and other holidays.
- 2.11 **Delictual**
For delictual liability to be conferred upon a member, his/her conduct must be regarded as wrongful.
- 2.12 **Executive Members**
The elected members of Boksburg Camera Club who are responsible for the making decisions on matters relating to the business of the Association and day to day operations of the Association.

- 2.13 General Meeting**
A general meeting of members to discuss urgent matters at hand.
- 2.14 Grading**
Grading of members according to their skills
- 2.15 Head Quarters**
The Town/District where the Association meets
- 2.16 Honorary Life Members**
Those members who have been honored for their dedication to the photographic community.
- 2.17 Judges**
Persons and Members, including those from other Associations, invited to peruse and judge images on a monthly basis.
- 2.18 Junior Members**
Under 18
- 2.19 Joint Members**
Husband and Wife
- 2.20 Members**
The collective name for subscribed Members, Honorary Life Members, Executive Committee Members or Committee Members.
- 2.21 Office Bearers**
The elected members of Boksburg Camera Club who are responsible for the making decisions on matters relating to the business of the Association and day to day operations of the Association.
- 2.22 Ordinary Members**
Individual Members
- 2.23 Registration Form**
The form that an Individual Member completes to become a member of the Association.
- 2.24 Subscription Fee**
Subscription, Levies, Remittance and the like associated with the registration form.
- 2.25 Star**
Grading of members according to their skills
- 2.26 Salon**
National and International competition
- 2.27 Student Members**
Members aged 16 to 25 who are not earning income
- 2.28 Senior Members**
Over the age of 65

3. Objectives

The objectives of the Boksburg Camera Club are:

- 3.1 To promote, encourage, advise/train on and enjoy the art, science, and hobby of photography.
- 3.2 To assist its members and others in all such matters and things as may be expedient in the attainment of these objectives.
- 3.3 If and when deemed expedient to work in cooperation with, or to control or become affiliated to any allied association or institution having objectives similar to those of the Club, whether in the Republic of South Africa or elsewhere, in the furtherance of these objectives.

4. Membership

The Club shall consist of subscribing and non-subscribing members. A register of all members, whether subscribing or not shall be kept by the committee and it shall always be the duty of members to advise the secretary, in writing, of any change of address.

- 4.1 The membership of Boksburg Camera Club shall comprise of the following:
 - 4.1.1 Ordinary members
 - 4.1.2 Correspondence members
 - 4.1.3 Junior / Student members (Under 16)
 - 4.1.4 Joint members (Husband & Wife)
 - 4.1.5 Honorary members
- 4.2 Honorary Members
 - 4.2.1 Membership without payment of subscriptions may be conferred upon persons whose rank, position, or special service to the Club, merits recognition.
 - 4.2.2 Such members shall be non-subscribing members. Conferment of membership under this category may be for a limited period, and subject to such conditions as the Committee may deem fit. An example of this status is as a committee member, who then only pays the catering fee per year, as a token for his or her services rendered towards the running of the club
- 4.3 Members Rights
 - 4.3.1 Any member in good standing, including those members who have multi-club membership with other clubs, whether subscribing or non- subscribing, shall be entitled to all Club facilities and shall be entitled to vote by proxy. Written permission for proxy votes are to be in the hands of the Secretary 48 hours before the Meeting.
 - 4.3.2 A member shall always have the right of access to the Committee in respect of any complaint or problem. Any matter which a member desires to be raised and discussed

by the committee shall be set out in a letter or e mail addressed to the Secretary.

4.4 Limitation of Rights and Liabilities

4.4.1 Membership of the Club shall not give any member property right, title of claim to or any interest in any of the property or assets of the Club. Liability of a member to the Club shall be limited only to any unpaid subscription.

4.5 Resignation

4.5.1 In the case of resignation from the Club, no refund of subscriptions can be expected

5. Continuation of Membership

Subscribing members shall complete an application form when joining and be entitled to renew their membership from year to year on payment of the annual subscription as set out in paragraph (7) hereunder.

The Executive Committee shall be entitled to refuse any application for membership or renewal of membership

6. Annual Subscriptions

The annual subscription fee is payable by all relevant members and shall become due on the receipt of an official invoice and is payable no later than the end of February of the calendar year.

- 6.1 Members whose subscriptions are in arrears after February 28 (29) in any year will forfeit their membership.
- 6.2 Members whose subscriptions are unpaid by the commencement of the meeting in March, will not be eligible to show their work until such time as their arrears are paid.
- 6.3 Any work entered into the March meeting will be disqualified on these grounds but may be re-submitted for viewing once their dues are paid.

7. Subscription Fees

- 7.1 Annual Subscription fees shall be determined by the Committee of Boksburg Camera Club and will be ratified and recorded at the Annual General Meeting
 - 7.1.1 Annual rates shall be recorded in the minutes of the A.G.M
 - 7.1.2 Annual fees are applicable for new members joining before June, whereafter 50% of the annual fee is applicable for new members

8. Corporate Governance & Legal Status

- 8.1 The Association shall be a voluntary association without gain that:
 - 8.1.1 Exists in its own right, separately from its members.
 - 8.1.2 Be able to own property and other possessions.
 - 8.1.3 Will continue to exist even when its members and or office bearers change.
- 8.2 The affairs of the Association will be controlled in the Annual General Meeting consisting of the following Members:
 - 8.2.1 Members of the Committee
 - 8.2.2 Ordinary members
 - 8.2.3 Correspondence (remote) members
 - 8.2.4 Junior / Student members (Under 16)
 - 8.2.5 Joint members (Husband & Wife)
 - 8.2.6 Honorary members
- 8.3 Voting at General Meetings
 - 8.3.1 At General Meetings, all members in good standing shall have one vote, but no member shall be permitted to exercise his/her vote unless his/her financial obligation and liabilities to the Club have been fully discharged.
 - 8.3.2 Votes shall be decided by a show of hands or via a completed proxy form (submitted to the club secretary before the meeting). The chairman shall have a casting vote.

9. Executive Committee of the Association

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- 9.1 The Association shall in the Annual General Meeting elect an Executive Committee who shall be responsible for the day-to-day affairs of the association between general meetings.
- 9.2 The election of an Executive Committee shall be by way of nomination of Members from the association.
- 9.3 The Executive Officers of the Association shall consist of:
 - 9.3.1 Chairman
 - 9.3.2 Vice Chairman
 - 9.3.3 Secretary
 - 9.3.4 Treasurer
 - 9.3.5 At least 3 Members from among which the following posts, if required will be filled:
 - 9.3.5.1 Editor/Scribe
 - 9.3.5.2 Program Organizer
 - 9.3.5.3 PRO.
 - 9.3.5.4 Competition Secretary.
 - 9.3.5.5 Equipment Officer.
 - 9.3.5.6 Catering Coordinator.
 - 9.3.5.7 Marketing Coordinator
- 9.4 The Executive Officers of the Association shall have full voting rights at all meetings.
- 9.5 Should a vacancy on the Executive Committee, be through resignation or dismissal occur prior to an Annual General Meeting, the nominee with the next highest number of votes shall be appointed to the vacant position, or a suitable candidate will be co-opted by the Committee. The quorum for the meeting shall be 50% of Committee Members. The Executive Committee shall have the authority to co-opt Executive Officers to fill any vacancies which may occur for whatever reason. Such co-opted Executive will have full voting rights.
- 9.6 The Executive may delegate such powers and duties to Committees and or Co-Coordinators as may be necessary to improve the effectiveness of the association.

10. Powers of Association

Boksburg Camera Club is a voluntary association with full legal personality and with a continuing existence, independent of changes in membership and office bearers, or indefinite duration.

The management and control of Boksburg Camera Club shall be exercised through the Executive of Boksburg Camera Club and its Members assembled in an Annual General Meeting.

Without in any way derogating from the general powers of Boksburg Camera Club, the following powers may, inter alia be exercised at a General Meeting:

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- 10.1 The power to purchase property in the name of BCC where it shall be in the best interest of BCC and upon such terms that may deem expedient to be utilized solely for the purpose of conduction photographic activities promoted by BCC.
- 10.2 The power to discipline and or sanction any Member which or who in its opinion has been guilty of any misconduct warranting such action

11. Powers of The Executive Committee of the Association

The powers of the executive members shall be:

- 11.1 To deal with all matters of a routine nature during the periods between Annual General Meetings of BCC.
- 11.2 To purchase, lease or hire moveable property in the name of BCC where it shall appear to be in the best interest of BCC and upon such terms as it may deem expedient to be utilized solely purpose of conducting photographic activities promoted by BCC.
- 11.3 To purchase stationery and office requisites as may be reasonably required for the purpose of carrying on the day-to-day affairs of BCC.
- 11.4 To draft and set administration rules and procedures to ensure effective management of the affairs of the association.
- 11.5 To act as holders in trust of all monies and other property of BCC and to deal with same as BCC may decide.
- 11.6 To appoint delegates to PSSA and or other congress meetings.
- 11.7 To act in the case of an emergency.
- 11.8 The Office Bearers of BCC referred to in Clause 10 (10.3) are in their personal capacities and or in the capacities as Officers of BCC hereby, and shall be indemnified against, and free from personal liability for the actions and or debts and or liabilities, contractual and or delictual and or otherwise of BCC.
- 11.9 To discuss and make decisions on all matters assigned to them by General Meetings.
- 11.10 To submit proposals to General Meetings.
- 11.11 To interpret and adhere to the guidelines of the PSSA.

12. Meetings

12.1 Executive Committee Meetings

12.1.1 The Chairman, or in his/her absence, the Vice Chairman, or in the absence of both, the Secretary shall be the Chairperson of the Meeting.

12.1.2 Should any Executive Committee member be absent from three (3) consecutive meetings after having received due notice of such meeting, and without special leave of

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absence, his/her position shall IPSO FACTO be deemed vacant.

- 12.1.3 The Committee shall meet a minimum of 8 times during the 12-month term of office.
- 12.1.4 Each member of the Committee shall have one vote (The Chairman shall not have a casting vote).
- 12.1.5 Sub-Committee
Should a dispute amongst a sub-committee arise the matter will be referred to the main committee.
- 12.1.6 A record of minutes of the proceedings of all executive meetings shall be kept by the Secretary or a person deputizing for the Secretary.
- 12.1.7 The minutes of the Executive Committee Meeting shall be circulated to the Committee members at least 10 days before the next meeting.
- 12.1.8 The minutes shall be read at the next meeting of the Executive and after acceptance of such minutes, be signed by the Chairman and the Vice Chairman and or another Executive Member of that meeting.
- 12.1.9 In terms of the POPI Act, Minutes of the Executive Committee meeting contain privileged information and therefore may not be used for disclosure of information or distribution and may not be divulged to any third party.
- 12.1.10 The Chairperson, with the consent of the meeting, may adjourn the meeting from time to time. When such adjourned meeting is reconvened, only the business that remained unfinished shall be transacted.

12.2 Annual General Meeting

- 12.2.1 The Annual General Meeting of BCC shall be held each year in the month of October on a date to be decided upon by the Executive Committee.
- 12.2.2 The date of such AGM shall be advised by BCC not less than thirty (30) days before the scheduled date of the AGM.
- 12.2.3 The minutes of the AGM shall be noted at the next Executive Committee meeting and confirmed at the following AGM.
- 12.2.4 The quorum for an AGM shall be 40% of total paid up members. Should a quorum not be present, the meeting will be postponed for one month and all members shall be notified in writing accordingly.
- 12.2.5 All members attending the new meeting shall constitute a quorum.
- 12.2.6 The election of the Chairman and all Committee members will take place at the AGM by a simple vote by all members

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present (or via proxy forms submitted to the club secretary 48 hours before the meeting).

12.2.7 The following business shall be transacted at the AGM:

12.2.7.1 Welcome

12.2.7.2 Notice convening the Meeting

12.2.7.3 Apologies

12.2.7.4 Acceptance and confirmation of the minutes of the previous AGM held.

12.2.7.5 Acceptance and confirmation of the minutes of any Special General Meeting held.

12.2.7.6 Chairman's Report

12.2.7.7 Treasurer's Report

12.2.7.8 Election of Executive Members and or other Committee Members

12.2.7.9 The transaction of such business of which due notice has been given in terms of the Constitution (As per clause 17)

12.2.7.10 General

12.3 Emergency Meeting

In the case of an emergency a Special General Meeting may be held to address the issue at hand.

12.4 Special General Meeting

A Special General Meeting may be called at the request of members in writing, 30 days prior to the proposed meeting, stating the purpose for which the meeting is to be called.

The Secretary shall notify all members within one week of receipt of such request. The quorum for this meeting is 51% of paid-up members. Should a quorum not be present, the meeting will be dissolved.

13. Headquarters

13.1 The Headquarters of BCC shall be at such place as BCC may decide and shall remain at such place until BCC decide otherwise.

13.2 A Notice of Motion to change the Headquarters of BCC may be given at any time but may only be voted upon at the AGM following such Notice.

13.3 In the event of an unforeseen urgent loss of venue the Executive Committee will have authority to determine a temporary alternative venue

14. Finance

- 14.1 The Treasurer shall keep proper books of account which shall be audited by an Independent Auditor or Accountant appointed by BCC.
- 14.2 The Treasurer shall present Income and Expenditure Reports at the Executive Committee Meetings.
- 14.3 The Financial Year shall be terminated on the 30 September each year after which the Treasurer shall frame a Balance Sheet and Income and Expenditure Account.
- 14.4 No profits or gains shall be distributed to any Person, Member or Office Bearer and the funds of BCC shall be used solely for the objectives for which it has been established or investment.
- 14.5 The only payments made to Members, Office Bearers and or other persons must be for actual work done for the Association or reimbursement of expenses incurred on behalf of the association as a result of service to the association.
- 14.6 BCC shall open and maintain an Account with a registered commercial bank and the account shall be operated upon two signatures of the Chairman, Secretariat, and the Treasurer.
- 14.7 BCC may deposit monies not required for the associations immediate use in appropriate investment accounts with registered financial institutions as defined in Section 1 of the Financial Institutions Act of 1984 (Investment of Funds).

15. Club Colours

The colours of the association shall be in Blue and Gold

16. Grading

The rules governing the aspects of grading, presentation, judging, points, advancement, etc. shall be considered to be part of the constitution. These rules shall, however, be presented as an addendum to the Constitution

17. Constitution, Polices & Rules

- 17.1 No clause, rule or sub-section of the Constitution shall be altered, amended, or deleted except at the AGM, or a Special General Meeting of members called for this purpose, and then only a two-thirds majority of the votes cast by the members present and eligible to vote.
- 17.2 Such proposed changes must be in writing and in the hands of the Secretary at least 30 days prior to the Meeting, who must notify all members of the proposed change within one week of receipt of above notice.

18. Code of Conduct

All bona fide registered members, on signing the BCC Registration form accept and agree that this Code of Conduct is an Annexure of the Constitution of BCC by which provisions the members are bound.

- 18.1 The Committee shall have the power to expel, suspend or otherwise deal with a member for misconduct, provided that the member has had an opportunity to appear before the Committee.
- 18.2 In all cases of misconduct dealt with by the Committee, the Secretary shall convey, in writing, the decision of the Committee to the members concerned

19. Interpretation

The interpretation of this Constitution or any question not provided for herein shall be referred to BCC for decision by a two thirds majority of those present and voting at a General Meeting, which decisions shall be binding.

20. PSSA

It will be accepted that should any rules and/or regulations not be specifically covered in this Constitution and Grading Rules, the Photographic Society of Southern Africa (PSSA) Handbook will apply

21. Dissolution Clause

The process to dissolve the Association will be as follows:

- 21.1 A motion to dissolve the Association must be tabled at a General Meeting and supported by two thirds of the members present.
- 21.2 Upon acceptance of the motion, a dissolvent committee must be appointed that will ensure the smooth finalization of the affairs of the association.
- 21.3 Upon dissolution of BCC, the remaining assets after payment of all debts shall be given or transferred to another Association with objectives similar to those of BCC and itself exempt from Income Tax.

22. ADDENDUMS

Club Handbook and Rules (October 2022)

23. Abbreviations

- 23.1 BCC
Boksburg Camera Club
- 23.2 PSSA
Photographic Society of Southern Africa
- 23.3 LPSSA
Licentiateship
- 23.4 APSSA
Associateship
- 23.5 FPSSA
Fellowship
- 23.6 MPSSA
Master
- 23.7 DP
Digital Photography

24. Formalization

This Amended Constitution was adopted by the members of BCC at the 2022 Annual General Meeting and is formalized by the signatories listed below

BL Clayton (Chairman)



D MacIntyre (Vice Chairman)


.....

J Taljaard (Treasurer)


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