

CONSTITUTION OF MOSEPELE HIKING CLUB

1. NAME

- 1.1 This Society shall be known as the “**MOSEPELE HIKING CLUB**” hereinafter referred to as the “Society”.

2. INTERPRETATION

- 2.1 The following words and expressions shall have the following meanings:-
- a) “Society” shall mean **MOSEPELE HIKING CLUB**.
 - b) “Executive Committee” shall mean the governing body of this Society appointed in terms of the constitution referred to as a Committee.
 - c) Words signifying the singular number shall include plural or vice-versa unless they appear otherwise from the context.

3. HEADQUARTERS OF THE SOCIETY

- 3.1 Its headquarters shall be at **The Courtyard, Plot 54513 Unit 7A, GABORONE, BOTSWANA** or such other address as may subsequently be decided upon by the Committee. The Society shall carry out its activities only in places and premises, which have the prior written approval from the relevant authorities, where necessary.

4. OBJECTS

- 4.1 The objects of the society are:
- a) The promotion and regeneration of a healthy life style through walking and or hiking;
 - b) The promotion of social, cultural and sporting talent in Botswana through walking and or hiking;
 - c) The promotion of charity work and the development of a culture of giving to the

needy and less fortunate, by members of the club;

- d) The promotion of the family bonding through participating in activities of the club;
- e) To further the objectives of the Society, the Society shall have the power to obtain, collect and receive money or funds by way of contributions, donations, grants and any other lawful method.
- f) Through its activities, the Society shall promote the culture of giving back to the community by engaging in different kinds of charity work and charity events on its own, or in collaboration with other entities;
- g) To do all such lawful things as will advance the objectives of the Society.

4.2 In furtherance of the above objects, the Society may;

4.2.1 acquire by purchase, lease, exchange, donation and otherwise, immovable, movable property of and office furniture and equipment any nature and kind, and wheresoever situate, any right of interest whatsoever in any immovable property wheresoever situate, and mortgage and use such acquired property for any purpose that the Society may deem necessary;

4.2.2 Borrow money and invest any of the Society's money in any manner whatsoever.

5. MEMBERSHIP QUALIFICATION AND RIGHTS

- 5.1 Membership is open to all every person above the 18 years currently living or resident in Botswana.
- 5.2 Any person under the age of 18 years but not less than 12 years can be a member only with the written consent of that person's parent or legal guardian.
- 5.2 Only members who are above 18 years of age shall have the right to vote and to hold office in the Society.

6. APPLICATION FOR MEMBERSHIP

- 6.1 A person wishing to join the Society shall do so by submitting his/her particulars to the Secretary on a prescribed form.

- 6.2 A new member must be proposed and seconded by existing members. His/her name will then be available for consideration by the Committee at its next meeting and Committee members shall vote by a simple yes or no, as to whether applicant shall become a member of the Association or not.
- 6.3 A new member's application shall be deemed to have been accepted when he has gained a simple majority of the vote of the members voting.
- 6.4 A copy of the Constitution shall be furnished to every approved member upon payment of the joining fee.

7. JOINING FEES, SUBSCRIPTIONS AND OTHER DUES

- 7.1 A joining fee for the Society shall be an amount determined by the general members of the Society at the Society's Annual General Meeting the joining fee shall be paid by all successful applicants before being issued with a membership card.
- 7.2 The Annual General Meeting on recommendation from the Executive Committee shall determine the joining fees and annual subscription fees from time to time.
- 7.3 All membership joining fees and annual subscription fees shall be paid with twenty one (21) calendar days of being notified failing which the defaulting applicant or member shall have her/his application or membership rescinded and or cancelled, as the case may be.

8. SUPREME AUTHORITY AND GENERAL MEETINGS

- 8.1 The supreme authority of the Society is vested in a General Meeting of the members.
- 8.2 An Annual General Meeting shall be held in **MARCH** of every year.
- 8.3 At other times, an Extraordinary General Meeting shall be called by the Chairperson upon request in writing by not less than 25% of the total voting membership and may be called at anytime by order of the Committee. The notice in writing shall be given to the Secretary setting forth the business that is to be considered. The Extraordinary General Meeting shall be convened within **four (4) weeks** from receiving this request to convene the Extraordinary General Meeting.

- 8.4 If the Committee does not within **one (1) months** after the date of the receipt of the written request proceed to convene an Extraordinary General Meeting, the members who requested for the Extraordinary General Meeting shall convene the Extraordinary General Meeting by giving **four (4) weeks'** notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Society's notice board.
- 8.5 At least **four (4) weeks'** notice shall be given of an Annual General Meeting and at least **two (2) weeks'** notice of an Extraordinary General Meeting. The Secretary shall send notice of meeting to all voting members stating the date, time and place of meeting. The particulars of the agenda shall be availed to the membership **two (2) weeks** in advance of the meeting.
- 8.6 Unless otherwise stated in this Constitution, voting by proxy shall not be allowed at all General Meetings.
- 8.7 The following points shall be considered at the Annual General Meeting:
- a) The previous financial year's accounts
 - b) Annual report of the Committee.
 - c) Where applicable, the election of office-bearers for the following term.

Any member who wishes to place an item on the agenda of a General Meeting may do so provided he/she gives notice to the Secretary **one (1) month** before the meeting is due to be held.

- 8.8 At least 75% of the total voting membership present at a General Meeting shall form a quorum. Proxies shall not be constituted as part of the quorum.
- 8.9 In the event of there being no quorum at the commencement of a General Meeting, the meeting shall be adjourned for **one (1) hour** and should the number then present be insufficient to form a quorum, the meeting shall be adjourned. At adjournment of the meeting, those present will decide on the date of the meeting. In the event the proposed meeting fails to attract the necessary quorum, those present shall be considered a quorum but shall have no power to amend any part of the existing Constitution.

9. MANAGEMENT COMMITTEE

- 9.1 The administration of the Society shall be entrusted to a Committee consisting of the following to be elected at an Annual General Meeting:

- Chairperson
- Vice-Chairperson
- Secretary
- Vice Secretary
- Treasurer
- Public Relations Officer
- Five(5) Additional Committee Members

Unless with the prior approval in writing of the Registrar of Societies, seventy five percent (75%) of the Committee Members shall be Botswana Citizens. In addition, the Chairperson, Secretary, Treasurer and their deputies shall be Botswana Citizens or Botswana Residents. Foreign Diplomats shall not serve as Committee Members.

- 9.2 Names for the above officers shall be proposed and seconded at the Annual General Meeting and election will follow on a simple majority vote of the members present at such meeting. All office-bearers may be re-elected to the same or related post for a consecutive **two (2) term** of office. The term of office of the Committee shall be **two (2) years**.
- 9.3 Election will be either by show of hands or by a secret ballot, subject to the agreement of the majority of the voting members present. In the event of a tie, a re-vote shall be taken and if it still results in a tie, a lot shall be drawn to determine who shall be the successful candidate unless the contesting candidate(s) withdrew in favour of one of themselves.
- 9.5 Any member of the Committee absenting himself from **two (2)** meetings consecutively without satisfactory explanations shall be deemed to have withdrawn from the Committee.
- 9.6 Any member of the Committee wishing to resign shall do so by giving two calendar months written notice to the secretary. During the notice period the resigning committee member shall do a thorough hand over of all the resigning committee member's duties and responsibilities to any member appointed in terms of this constitution to take over the resigning committee member's responsibilities
- 9.7 The Committee may co-opt any member of the Society to succeed the withdrawn or resigned Committee member and such co-opted Committee member shall serve in such position until the next elective Annual General Meeting.

- 9.8 Any changes in the Committee shall be notified to the Registrar of Societies within **two (2) weeks** of the change.
- 9.9 The duty of the Committee is to organise and supervise the daily activities of the Society. The Committee may not act contrary to the expressed wishes of the General Meeting without prior reference to it and shall always remain subordinate to the General Meeting.
- 9.10 The Committee shall have the power to:
- 9.10.1 authorise the expenditure of a sum of money per month from the Society's funds for the Society's purposes, which sum of money per month shall be determined by the Committee from time to time;
 - 9.10.2 co-opt for a specific period, and for a specific purpose any member or none member to fill in any vacancies in the Committee or perform any specific duties that the Committee may assign to such co-opted member;
 - 9.10.3 prescribe the procedures for meetings of the Committee;
 - 9.10.4 make by-laws and a code of conduct not inconsistent with the terms of this constitution, and in regard, *inter alia*, to the types of membership to be made available and the terms and subscriptions thereof, and the regulation of the right of members to introduce guests to the Society;
 - 9.10.5 consider and decide applications for membership;
 - 9.10.6 appoint subcommittees for special purposes, save that
 - 9.10.6.1 the Chairperson of such subcommittee shall be a member of the Committee;
 - 9.10.6.2 the members of such subcommittee shall be members of the Society or members co-opted in terms of clause 9.10.2 above.
- 9.11 The Committee shall not delegate to any subcommittee the power to make, alter or repeal any by-laws or regulations.

10. DUTIES OF OFFICE-BEARERS

- 10.1 The **Chairperson** shall chair all General and Committee meetings. He/she shall also represent the Society in its dealings with outside world.
- 10.2 The **Vice- Chairperson** shall assist the Chairperson and deputise for him/her in his/her absence.
- 10.3 The **Secretary** shall keep all records, except financial, of the Society and shall be responsible for their correctness. He/she will keep minutes of all General and Committee meetings. He/she shall maintain an up-to-date Register of Members at all times, etc.
- 10.4 **Vice- Secretary** shall assist the Secretary and deputise for him/her in his/her absence.
- 10.5 The **Treasurer** shall keep all funds, collect and disburse all moneys on behalf of the Society and shall keep an account of all monetary transactions and shall be responsible for their correctness. He/she is authorised to expend whatever amount per month for petty expenses on behalf of the Society, which amount shall be determined by the Committee from time to time. He/she will not keep more than **Pula Five Hundred [P500.00]** in the form of cash and money in excess of this amount shall be deposited in a bank to be named by the Committee. Cheques, etc. for withdrawals from the bank will be signed by the Treasurer and either the Chairperson or the Vice- Chairperson or the Secretary.
- 10.7 The **Public Relations Officer** shall be responsible for:
- 10.7.1 planning publicity strategies and campaigns.
 - 10.7.2 writing and producing presentations and press releases.
 - 10.7.3 dealing with enquiries from the public, the press, and related organisations.
 - 10.7.4 organising and attending promotional events such as press conferences, open days, exhibitions, tours and visits.
 - 10.7.5 protect, enhance or build the Society's reputations through the media.
 - 10.7.6 analyze the Society, find the positive messages and translate those messages into positive media stories;
 - 10.7.7 create and maintain a favorable public image for the Society;

10.7.8 craft media releases and develop social media programs to shape public perception of the Society; and

10.7.9 increase awareness of Society's work and goals.

10.8 Additional Committee Members shall assist in the general administration of the Society and perform duties assigned by the Committee from time to time.

11. AUDIT AND FINANCIAL YEAR

11.1 The committee shall prepare an audited statement of accounts to be presented at the annual general meeting.

11.2 The Committee:

- a) Will be required to audit each year's accounts and present a report to the Annual General Meeting.
- b) May be required by the Chairperson to audit the Society's accounts for any period within their tenure of office at any date and make a report to the Committee.

11.3 The financial year shall be from **January to December**.

12. TRUSTEES

12.1 If the Society at any time acquires any immovable property, such property shall be vested in trustees subject to a declaration of trust.

12.2 The trustees of the Society shall:

- a) Not be more than **4** and not less than **3** in number.
- b) Be elected by a General Meeting of members.
- c) Not effect any sale or mortgage of property without the prior approval of the General Meeting of members.

12.3 The office of the trustee shall be vacated:

- a) If the trustee dies or becomes a lunatic or of unsound mind.
- b) If he/she is, absent from the Republic of Botswana for a period of more than **two 2 years**.

- c) If he/she is guilty of misconduct of such a kind as to render it undesirable that he/she continues as a trustee.
 - d) If he/she submits notice of resignation from his/her trusteeship.
- 12.4 Notice of any proposal to remove a trustee from his/her trusteeship or to appoint a new trustee to fill a vacancy must be given by publishing in the Society's premises at least **eight 8 weeks** before the General Meeting at which the proposal is to be discussed. The result of such General Meeting shall then be notified to the Registrar of Societies.
- 12.5 The address of each immovable property, name of each trustee and any subsequent change shall be notified to the Registrar of Societies.

13. PROHIBITIONS

- 13.1 The funds of the Society shall not be used to pay personal fines of members who have been convicted in court of law.
- 13.2 The Society shall not hold any lottery, whether confined to its members or not, in the name of the Society or its office-bearers, Committee or members unless with the prior approval of the relevant authorities.
- 13.3 The Society shall not raise funds from the public for whatever purposes without the prior approval in writing from the relevant authorities.

14. AMENDMENTS TO CONSTITUTION

- 14.1 No alteration or addition/deletion to this Constitution shall be made except at a general meeting and with the consent of 75% of the voting members present at the General Meeting, and they shall not come into force without the written approval of the Registrar of Societies

15. DISCRETIONAL POWERS

- 15.1 In the event of any question or matter pertaining to day-to-day administration, which is not expressly provided for in this Constitution, the Committee shall have power to use their own discretion. The decision of the Committee shall be final unless it is reversed at a General Meeting of members.

16. DISPUTES

16.1 In the event of any dispute arising amongst members, they shall attempt to resolve the matter at an Extraordinary General Meeting in accordance with this Constitution. The decision of the Extraordinary General Meeting shall be deemed final.

17. NO CONFIDENCE

17.1 There shall be a vote of no confidence in the event the majority of the members are aggrieved or are at variance with the Executive Committee or a member. In that regard, the Executive Committee or the member shall vacate the office in favour of his/her deputy or some other person nominated by the general membership.

17.2 Where the out voted member is a Committee member, the following steps shall be taken:-

- i) The above member will be expected to hand-in all the properties of the Society to the Executive Committee.
- ii) The Society will therefore at its meeting elect a new member to fill his/her vacancy.

18. DISSOLUTION

18.1 The general meeting shall decide on the dissolution of the society's assets. A majority of 75% of the total membership is required to give consent for dissolution of the society. Upon dissolution, the certificate of registration should be returned to the office of Registrar of Societies for cancellation.

18.2 In the event of the Society being dissolved as provided above, all debts and liabilities legally incurred on behalf of the Society shall be fully discharged, and the remaining funds shall be donated to an approved charity or charities registered in Botswana.

18.3 A Certificate of Dissolution shall be given within **seven (7) days** of the dissolution to the Registrar of Societies.

GENERAL BODY

The general body is empowered to approach the Executive Committee if necessary and ask for general meeting where they are entitled to put their deliberations about their dissatisfaction about the head of the club/society/office-bearer/an ordinary member or any other matter affecting the club/society. The majority's decision shall be binding, they may discipline or expel anyone from the club if they so wish, provided that does not in any way contravene the provision of any law in Botswana.

- END -

Final Draft