




CONSTITUTION OF EXOTIC BREEDERS ASSOCIATION SOUTH AFRICA

1 NAME

- 1.1 The association shall be known as: **Exotic Breeders Association South Africa.**
- 1.2 Where the term "Association" is used further in the Constitution, it refers to the Exotic Breeders Association South Africa.

2 OBJECTIVE OF THE ASSOCIATION

- 2.1 To **promote the keeping, breeding and conservation** of all birds, reptiles, monkeys and other less represented species.
- 2.2 To **serve as a representative** for its members and to act on their behalf.
- 2.3 To **promote cooperation and coordination** between members.
- 2.4 To **protect the interests of members** with respect to the keeping, breeding and conservation of exotic and indigenous species.
- 2.5 To **promote interest** and **provide education to the public** and potential newcomers to the keeping, breeding and conservation of birds, reptiles, monkeys and other less represented species with respect to housing, nutrition, physiological and psychological needs and wellbeing, amongst others.
- 2.6 To **establish formal relations with relevant stakeholders**, including but not limited to the Department of Environmental Affairs, Cape Nature, the SPCA.

			
---	---	---	---

- 2.7 To **engage** with, provide and make **representation and input** at **regulatory, statutory** and relevant national and provincial government departments, local municipalities and other industry stakeholders to serve the interests of the species and members.
- 2.8 **To dedicate towards the conservation of species through responsible breeding by:**
 - 2.8.1 promoting the breeding of pure mutations within each species.
 - 2.8.2 to keep crossbreeding (trans-mutation) to a minimum, and ensure that this is done with integrity and appropriate experience and record keeping.
 - 2.8.3 encouraging members to keep the natural species (wild type) pure, especially in regard to endangered and/or rare species.
- 2.9 To **implement standards** for keeping, housing, breeding, feeding and caring of species, taking into account the most acceptable international standards and trends.
- 2.10 To **keep members informed** of the latest developments on national and international matters that effect and affect its interests.
- 2.11 To **collaborate or affiliate** with other organisations, on which the Executive Committee may decide.
- 2.12 To **affiliate to or registering**, where applicable, with the authorities.
- 2.13 to **protect members** against organisations that undermine the responsible conservation of animals in captivity, or against any regulations which according to the Executive Committee may limit the rightful functions and/or existence of its members.

3. LEGAL PERSON AND POWERS





3.1 LEGAL PERSON

The Association is a legal person who shall be the bearer of rights and obligations and may establish and defend in the court of law, and in this respect, may be properly represented by its chairperson or official delegated by the chairperson.

3.2 NON-PROFIT ORGANISATION

The Association has the power:

- 3.2.1 To own movable and non-movable assets and property in the interest of the Association and its members,

			
---	---	---	---

- 3.2.2 To generate, invest and spend funds according to its own procedures and prescriptions,
- 3.2.3 To open and control bank accounts,
- 3.2.4 Take any action to fulfill its objectives and to meet its responsibilities,
- 3.2.5 To delegate its powers and duties to its Executive Committee.





The above powers will be exercised on behalf of the Association, only by the Executive Committee, its nominee and/ or Operational Committee to the extent that such powers are delegated to them by the Executive Committee.

4.1 MEMBERSHIP AND MEMBER FEES:

- 4.1.1 Membership is open to any person who keeps, breeds, owns, sells, imports and exports birds, reptiles, monkeys and other less represented species within regulatory and statutory requirements, who comply with and promote the objectives of the Association, subject to approval of the Executive Committee.
- 4.1.2 A member, being a company, partnership or legal person must, nominate a natural person to act on his/ her behalf such that all the rights of membership is exercised by such person.
- 4.1.3 The Executive Committee may at its discretion, without furnishing reasons, accept or reject any application for membership.
- 4.1.4 Organisations with similar objectives as the Association, may join as affiliated members on condition that it is authorised by the Executive Committee.
- 4.1.5 Membership is renewable on an annual basis, with fees to be determined and published by the Executive Committee prior to the new calendar year
- 4.1.6 Honorary members, Lifetime members and/or patron/s may be considered by the Executive Committee for the designation.

4.2 RESIGNATIONS AND TERMINATIONS OF MEMBERSHIP

- 4.2.1 Members whose membership fees are outstanding after 31 January of the new calendar year will be automatically terminated.
- 4.2.2 Membership of any member may be terminated summarily by the Executive Committee if such a member, after an investigation, during which

			
---	---	---	---

the alleged offender has received the opportunity to establish his/her case, finds that one or more of the following offences has been committed:

4.2.2.1 Bringing the Association into disrepute,

4.2.2.2 Unethical and/or illegal activities that are contrary to relevant statutory laws and regulations, and which are not in accordance with the aims and objectives of the Association,

4.2.2.3 Misconduct that may harm the good standing of the Association,

4.2.3 Members who fail to pay membership fees due within the relevant year will automatically lose membership and must re-apply for membership.

Persons whose membership has been terminated in this manner forfeit all benefits of the Association as well as any claim for fees and / or privileges.

4.3 FINANCIAL LIABILITY

The financial obligations of each member are limited to the payment of such membership fees and/or other amounts owed by him/her to the Association.

5 STRUCTURE AND MANAGEMENT

5.1 ANNUAL GENERAL MEETING

5.1.1 The annual general meeting is formed by the enrolled members of the Association

5.1.2 The number of members present at the annual general meeting will always form a quorum.

5.1.3 The annual general meeting creates the structure of the Association and the Executive Committee oversees the management and operations of the Association.

5.1.4 General Meeting is held annually and the Executive Committee is responsible for the arrangements of the meeting.

5.2 EXECUTIVE COMMITTEE

The management of the Association shall be carried out by an Executive Committee, hereafter referred to as the Exco. The Founder members shall appoint the first Exco, to serve for a 3 year period. Thereafter, the Exco members will be

			
---	---	---	---

determined through a nomination and election process by members on a 3 (three) yearly basis.

5.2.1 COMPOSITION AND ELECTION

5.2.1.1 The Annual General Meeting determines how the continuation of the Exco is effected.

5.2.1.2 The Exco shall give feedback on the activities of the Association for the year completed, as well as the strategic direction of the Association for the year ahead.

5.2.1.3 Nominations must be submitted in writing on the proposed form at least 2 (two) weeks prior to the Annual General Meeting and must be signed by the nominator, as well as the nominee. The nominee declares his/her willingness and ability to serve on the Exco by signing the nomination form. The nominator and nominee must be fully paid up Association members in good standing with the Association.





5.2.1.4 The Exco consists of 5 (five) persons:

- a) Chairperson
- b) Deputy Chairperson
- c) Secretary
- d) Treasurer
- e) Coordinator

5.2.1.5 The Exco nominates office bearers, consisting of the Chairperson, Deputy Chairperson, Secretary, Treasurer and Coordinator

5.2.1.6 The Exco may nominate additional members based on their expertise to serve on the Operations Committee for a maximum period of 2 (two) years. Nominated members may serve additional terms on re-nomination by the Exco.

5.2.1.7 Vacancies due to termination, resignation, ill health or death shall be filled through nomination and appointment by the Exco for the duration of the term of the existing Exco.

			
---	---	---	---

5.2.1.8 Continuity: A minimum of 3 (three) members of the outgoing Exco must be re-elected to serve on the incoming committee. The remaining places on the Exco shall be filled through nomination and election as per article 5.2.1.3.

5.2.2 ASSEMBLY OF THE EXCO

The Exco shall meet at least twice per year on a date, time and place that the Chairperson determines. The Chairperson is obliged to convene a special Exco meeting if he is requested in writing by at least two Exco members. The members present always form a quorum.

If an Exco member does not attend 2 (two) consecutive meetings per annum without furnishing an acceptable reason, he or she will automatically be terminated as an Exco member. Article 5.2.1.7 shall apply.

5.2.3 POWERS AND DUTIES OF THE EXCO

The Exco has, subject to the general policy of the Association and the terms of the Constitution, all powers that may be carried out by the Association.

THE EXECUTIVE COMMITTEE SHALL:

5.2.3.1 Execute the policy of the Annual General Meeting.

5.2.3.2 Generate and spend finances according to the demands of Article 3.2





5.2.3.3 Approve a budget annually on the first meeting of the calendar year.

5.2.3.4 Determine the validity of reasons of non-attendance of meetings by its members and to give such members notice in writing of the decision.

5.2.3.5 Inform, in writing, each member of the Exco that is absent for two consecutive meetings without acceptable reason, that he/she has been terminated as a member of the Exco.

5.2.3.6 Establish subcommittees from within its membership to perform specific and defined tasks on behalf of the association, provided that each of these subcommittees submits reports in writing of its operations to the Exco.

5.2.3.7 At the last meeting of each calendar year to assign a competent person to audit the Association's financial report.

			
---	---	---	---

5.2.3.10 Not to deal with any responsibility, financially or otherwise, which cannot be completed and finalised in its tenure, except with the Annual General meeting's approval.

5.2.3.11 When necessary, to call a special general meeting.

5.2.3.12 At the first meeting of his term of office, appoint his office bearers for his full term of office.

5.2.3.13 Settle any dispute between members in the manner and in accordance with the procedure as the Association may deem fit.

5.2.3.14 Determine membership, membership fees and any other applicable fees, and claim from members.

5.2.4 TERM OF THE EXCO

The term of office of the Exco is 3 (three) years.

5.3 OPERATIONS COMMITTEE

Consists of the Exco and nominated subcommittee members.

5.3.1 Handle urgent matters on behalf of the association as far as it is in line with the constitution, policy, planning and budget of the Association and its Exco.

5.3.2 Report in writing any actions taken according to its mandate at the next meeting of the Exco.

5.4 CHAIRPERSON

Is the Chief Executive Officer of the Association, the Exco and the Operations Committee and its activities during his term of office.

5.4.1 Is the chief spokesperson on behalf of the Association and the Exco.

5.4.2 Convenes all meetings of the Association, Exco and the Operations Committee.

5.4.3 Have a regular and decisive vote in all meetings

5.4.4 Signs all official documents on behalf of the Association.

			
---	---	---	---

5.4.5 Report in writing to the Annual General Meeting of the Association on the activities of the Exco and the Operations Committee.

5.5 DEPUTY CHAIRPERSON

Is the Chief Operations Officer and assists the Chairperson in fulfilling all of his/her functions. Upon delegation by the chairperson, assumes the responsibilities of the chairperson in his/ her absence.

5.5.1 Responsible for ensuring agreed upon resolutions are actioned and effected on behalf of the Chairperson

5.5.2 Implements the planning of Chairperson.

5.5.3 Signs documents on behalf of Association with delegation of the Chairperson, when the Chairperson is not available.

5.6 SECRETARY





Is the Chief Administrative Officer of the Association responsible for record keeping and systematic preservation of the documents of the Association, the Exco and the Operations Committee.

5.6.1.1 Responsible, as directed by the Chairperson and Deputy Chairperson, for all meeting arrangements of the Association, the Exco and the Operations Committee.

5.6.1.2 Drafts notices, agenda, minutes, reports, memoranda and submissions on behalf of the Exco and the Operations Committee and notifies members at least two weeks prior to the event.

5.6.1.3 Is the liaison officer of the Exco and the Operations Committee and Chairperson.

5.6.1.4 Handles all official correspondence on behalf of the Exco and the Operations Committee and Chairperson.

			
---	---	---	---

5.7 TREASURER

- 5.7.1 Prepares an annual budget in consultation with the Chairperson and submits to the Exco at its first meeting after the Annual General Meeting for approval.
- 5.7.2 Is responsible for the book keeping of all income and expenses of the Association.
- 5.7.3 Maintains a register of all fixed and movable assets and obtains approval from the Exco for the write-off and / or disposal of such assets
- 5.7.4 Reports to the Annual General Meeting and at each meeting of the Exco in writing, all transactions, income and expenses and assets.
- 5.7.5 Submit all books, documents and inventories to the designated person annually before the end of February for approval
- 5.7.6 Make all payments by electronic transfer or cash deposit and signs payment vouchers.
- 5.7.7 Ensures that disbursements are made in accordance with the policy of the Annual General Meeting and authorized according to the approved budgets.
- 5.7.8 In the event of termination of office, for whatever reason, all books and supporting documents and inventories are sealed in the presence of the chairperson and one additional board member, to be handed over to a competent person for review.

5.8 COORDINATOR

- 5.8.1 Is responsible for ensuring alignment between the Exco, Operations Committee and subcommittees in achieving the Associations aims and objectives.
- 5.8.2 Ensures that Operations Committee and other relevant subcommittees function within their mandate to achieve results timeously and efficiently.

5.9 MEETINGS

The following provisions are in force at the Annual General Meeting and each meeting of the Exco and the Operations Committee;

			
---	---	--	---

5.9.1 Quorum

The quorum is the members present after proper notification to each member.

5.9.2 Notice

The Secretary shall give each member written notice so that the notice reaches each member at least 14 (fourteen) days before the commencement of that meeting. It states which meeting will be held, the date, time and place, and includes a full agenda and documents needed to enable members to prepare well for the meeting.

5.9.3 Voting

5.9.3.1 Voting on persons takes place by secret ballot.

5.9.3.2 Voting on matters takes place by show of hand.

5.9.4 Topics for the Annual General Meeting

5.9.4.1 Discussion items for the Annual General Meeting may be submitted to the Secretary at least 2 (two) weeks prior to the meeting, in writing and must be fully motivated.

5.9.4.2 The Exco reserves the right to combine discussion points for the Annual General Meeting with other points or to refer them back to the submitter for further information.

5.9.4.3 The Exco and the Operations Committee may co-ordinate lectures, exhibitions and other appropriate presentations with the members.

5.9.5 Amendments to this Constitution

Proposals for amendments to the constitution are submitted as per Article 5.9.4

5.9.5.1 The Secretary shall notify all members in writing of proposed amendments to the constitution, as provided for in 5.2.

5.9.5.2 Any amendment to the constitution is made at the Annual General Meeting of the Association and requires at least a two-thirds majority of a properly constituted Annual General Meeting.

			
---	---	---	---

6 COMMUNICATION:

Notices and other information will be submitted via e-mail, SMS, WhatsApp or suitable electronic media platform, as determined by the Exco. Where a member does not have access to electronic media, the onus remains with the member to be informed of matters pertaining to the Association.

7 DISBANDMENT

Only a duly constituted Annual General Meeting or Special Annual Meeting may decide by a two-thirds majority to dissolve the Exotic Breeders Association South Africa and transfer assets to organisation/s with similar objectives as the Association.

			
---	---	---	---



Exotic Breeders Association South Africa

is formally established with the adoption of its constitution by the below listed founder members on this, the

12th Day of October 2019

in Cape Town, Western Cape, South Africa

Name	Ricco Anthony
Signature	

Name	NISAAR MIA
Signature	

Name	STEVEN BELLINGAN
Signature	

Name	Maryna Anthony
Signature	

--	--	--	--