

Constitution of the South African Professional Society on the Abuse of Children (SAPSAC)

Article 1: Definitions

In this constitution the following words shall have the following meanings except where the context otherwise requires:

CARSA- means the publication “*Child Abuse Research in South Africa*”, to be issued by the Society as referred to in articles 2.3(g) and 6.1

Child abuse/abused children- means children abused and neglected and includes their families, adults abused as children and offending individuals

Conference- the annual conference of the Society, referred to in article 5

Field of child abuse- means the professional field of involvement and includes the prevention, identification, intervention, treatment and research of the problem of child abuse

Interim National Council- means the Committee formed to draft the constitution and to prepare for the first conference and general meeting

Member- means an individual or an honorary member of the Society

National Council- means the National Council of the Society referred to in article 6

The Act- means Income Tax Act (Act no 58 of 21 November 2008)

Article 2: Name and Objects

2.1 The name of the Society shall be *The South African Professional Society on the Abuse of Children* and shall be referred to also as SAPSAC

2.2 The Society is a non-political, non-discriminatory, non-profit and non-government organisation.

2.3 The objects of the Society are:

- a. to promote high standards and principles to be applied in the field of child abuse;
- b. to promote accurate, effective and appropriate identification, intervention and treatment of abused children;
- c. to promote research, an examination of comparative literature and the exchange of information among professionals involved in the field of child abuse;
- d. to encourage and promote multi disciplinary professional education on topics of relevance in the field of child abuse;
- e. to promote co-operation and co-ordination among the different professions involved in the field of child abuse and with relevant organisations both nationally and internationally, in furtherance of the foregoing objectives;
- f. to serve as a representational forum within which the needs and concerns of professionals of the various disciplines addressing the problem of child abuse can be articulated also at a national level;
- g. to issue the publication *CARSA* in furtherance of the foregoing objectives.
- h. to promote effectiveness and well-being of professionals working with abused children

Article 3: Membership

3.1 Any person who is or has been involved in the field of child abuse may apply for membership.

3.2 Membership is limited to persons licensed, certified, registered or holding a graduate or other qualification in a professional discipline and who are, by virtue of their profession involved in or interested in advancing the services rendered in the field of child abuse.

3.3 Membership may be granted by the National Council upon application and after the signing of a debit order on the applying member`s bank account in favour of the Society.

3.4 Membership shall terminate upon a determination of the National Council made not less than five(5) days prior to the effective date of determination following a hearing before the National Council, notice of which shall be given by registered mail to the member at the last address shown for such member on the Society`s books, together with a statement of the reasons for the proposed termination not less than fifteen(15) days prior to the date of the said hearing, that such member`s activities do not conform to the standards of conduct appropriate for Society members, including, but not limited to, the professional and ethical standards of, and all laws and regulations relating to, such member`s respective profession or field.

3.5 A written statement may be submitted by or on behalf of a member to be considered at the hearing referred to in article 3.4 *supra*, in lieu of oral testimony.

3.6 Membership shall be suspended where a member is more than three months in arrears in the payment of dues and may be reinstated on payment of the arrears.

3.7 Honorary membership may be granted in deserving cases to an individual member or to any deserving individual, upon nomination by the National Council, to be confirmed by the General Meeting.

Article 4: Fees and Dues

The membership fee, dues and frequency shall be determined by the National Council, subject to confirmation by the General Meeting.

Article 5: Meetings and Conference

5.1 A conference shall be held annually at such time and place as shall be determined by the National Council, to discuss topics within the objects of the Society.

5.2 Every member shall have the right to attend a Conference. The National Council may also invite experts or representatives of relevant organisations to attend and speak as observers at a conference.

5.3 There shall be an annual General Meeting of the Society, to be held at the same time as the Conference at a time selected by the National Council.

5.4 The General Meeting shall generally control the Society and shall in accordance with this constitution, elect, appoint or dismiss the members of the National Council and honorary members, receive the financial statements adopted by the National Council, confirm or determine annual membership dues, confirm or amend this constitution and take its decisions by majority vote, each member having one vote.

5.5 Notices of meetings of members shall be delivered or mailed not less than twenty (20) or more than ninety (90) days before the date of the meeting. The notice shall specify the place, date and time and those matters that the National Council intends to present for action by the members. The notice of any meeting of which the members of the National Council are to be elected shall include the names of all those who have been nominated at the time the notice is given.

Article 6: National Council

6.1. The Society shall have a National Council which will meet at least twice per annum, which will act as the executive body of SAPSAC and in which all the power shall be seated concerning decision making, future planning and direction of SAPSAC, in order to achieve the objectives of the Society. It will, in particular, have the power and authority to raise funds, to invite and receive contributions, to buy, hire or exchange for any property and to make investments.

6.1.1 The funds and assets of the Society shall be utilised for purposes of furthering the objectives of the Society.

6.1.2 The Society shall not have a share or interest in any business, profession or occupation which is carried on by its members.

6.1.3 No member shall have any personal or private interest in the finances of the Society

6.1.4 The activities of the Society shall be directed to the furtherance of its objectives and not for the benefit of an individual member or minority group

6.1.5 The Society shall not permit itself to be used as a party to or part of any impermissible avoidance arrangement or a transaction operation or scheme contemplated in s103(5) of the Act.

6.2 The National Council shall be composed of the President, the Vice-President, the Secretary General acting as both the Secretary and the Treasurer, the Editor in chief of CARSA and eight (8) members, each representing a specific profession. The professions represented by the eight (8) members will be law, medicine (including the nursing profession), psychology, social work, education, criminology the media and police.

6.3 Except for the Secretary General, the members of the National Council shall be appointed by the General Meeting on the nomination of the National Council, shall serve for three years and shall be eligible for re-appointment. Nominations may also be made by at least 100 members and submitted to the Secretary at least three months prior to the General Meeting, failing which the nomination by the National Council shall be final.

6.4 At least two thirds of the members of the National Council shall always continue to act as such and the election of new members to the National Council will therefor only be in substitution of one third of the members and for the first two years after expiration of the three year term of office these will be decided on by lot, taken at a meeting of the National Council.

6.5 Special meetings of the National Council for any purpose or purposes may be called at any time by petition of a majority of the National Council.

6.6 Written or verbal notice of the time and place of meetings of the National Council shall be given to each member at least forty eight (48) hours prior to any meeting. The transactions of the National Council, however called and noticed, or wherever held, shall be as valid as though at a meeting duly held after regular call and notice, if either before or after this meeting all of the members of the National Council sign consent to holding such meeting or an approval of the minutes thereof. All such consents or approvals shall be filed with the Society records or made a part of the minutes of the meeting.

6.7 A simple majority of the members of the National Council shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the total members of the National Council at a meeting duly held at which a quorum is present shall be regarded as the act of the National Council.

6.8 Members of the National Council may participate in duly noticed meetings through the use of conference telephone or similar communication equipment, so long as all members participating in such meeting can hear one another. Any action required or permitted to be taken by the Council may be taken without meeting if all the members of the Council individually and collectively consent in writing to such action. Such written consents shall be filled with the minutes of the National Council.

6.9 Any action taken or function performed prior to the first General Meeting by the Interim National Council shall be deemed to have been taken by the National Council and confirmed by the General Meeting

6.10 In the absence, disability or refusal to act of any member of the National Council, or upon the resignation of any such member, or upon a vacancy occurring in the membership of the National Council for whatsoever reason, an appropriate professional member of the Society may be co-opted by the National Council for such period as may be determined by the National Council.

6A: The Senate

There shall be a Senate comprised of all past members of the National Council. The Senate shall have the following mandate: on request or on its own initiative, to provide recommendations to the National Council or the President on any subject relevant to the objects and functioning of the Association; to assume any responsibility assigned to it by the National Council or the President in pursuance of such objects or functioning. Members of the Senate shall serve for life or until they resign and shall have all rights, privileges and obligations of membership of the Association but shall not be obliged to pay individual membership dues. This article shall not apply to a member of the National Council who has been dismissed.

Article 7: Officers

7.1 The officers of the Society shall be a President, a Vice President, and a Secretary General acting as both a Treasurer and a Secretary.

7.1.1 They shall be unconnected in relationship to each other and the fiduciary responsibility for the Society shall vest in them.

7.2 The President shall be the chief executive officer of the Society and shall have supervision, direction and control of the business and fees of the Society. The President shall preside at all meetings of the National Council. The President shall have the general powers and duties and of management usually vested in the office of the president of a corporation.

7.3 In the absence or disability or refusal to act of the President, the Vice President shall perform all the duties of the President, and when so acting he/she shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall have such duties as the President shall from time to time designate and shall be responsible for membership development, program development, monitoring the committees of the National Council and chairing the conference committee.

7.4 The Treasurer shall keep and maintain or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of the Society, including accounts of all assets, liabilities, receipts, disbursements, gains and losses. The books of account shall at all time be open to inspection by any member of the National Council. The Treasurer shall ensure that membership fees and other financial contributions are paid into the SAPSAC bank account, shall disburse the funds of the Society as ordered by the National Council and shall render to the President upon request, an account of all transactions as Treasurer and of the financial condition of the Society. The Treasurer shall perform such other and further duties as may be required by law or as may be prescribed or required from time to time from the National Council.

7.5 The Secretary shall keep or cause to be kept at the principal office of the Society or such other place as the National Council may order, a book of minutes of all meetings of the National Council and members. The Secretary shall also keep or cause to be kept the Society membership records containing the names and addresses of each member. The Secretary shall give any required notices of meetings of the National Council and notice of the annual meeting of the members as provided in this constitution. Upon request of the office receiving the request, the Secretary shall give notice of any special meeting of the members as so provided. The Secretary shall perform such other and further duties as may be required by law or as may be prescribed or required from time to time by the National Council.

7.6 Officers, except for the Secretary-General, may be removed with or without cause at any meeting of the National Council by the affirmative vote of a majority of all the members.

7.7 Except as otherwise provided by the National Council, no funds shall be disbursed by the Society unless the cheque, draft or other evidence of such disbursement shall be executed on behalf of the Society by either the President or Vice President and the person holding the position of Treasurer or Secretary.

7.8 The Secretary General shall, by resolution of the National Council, be selected and appointed on contract for a period of 5 years, the first 6 months to be on probation. Such contract shall be renewable, and such officer shall be remunerated at a rate to be determined by the national

council. Should the post become vacant, due notice thereof will be given to the SAPSAC membership together with an invitation to apply for the vacancy.

7.8.1 The remuneration of the Secretary General shall be in accordance with what is considered reasonable in the sector and in relation to the service rendered.

Article 8: General

8.1. The Society exists separate from its members and irrespective of changes in membership or office bearers and is able to own property and other possessions. As a body corporate it is able to sue and be sued in its own right.

8.2 Except as provided otherwise in this constitution the National Council may authorise any officer(s) or agent(s) to enter into any contract or execute any instrument in the name of, or on behalf of the Society, and such authority may be general or confined to specific instances. Unless so authorised by the National Council no member, officer, agent or employee shall have the power to bind the Society to any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount and no member or office bearer shall be liable for any act done in good faith or for any liability of the Society solely by virtue of such status.

8.3 The National Council may appoint an appropriate professional member or members of the Society in any region, city or town, to assist with the establishment of a multi disciplinary committee as envisaged in article 9.1 On each of these forums, law, police, social work, psychology, education criminology, the media and medicine will have to be represented. Their prime aim will be to involve all professionals working in the area of child maltreatment in this specific region, city or town.

8.4 The Society may be closed down by special resolution of two-thirds of its members present at a meeting convened for this purpose. At the dissolution of the Society, all assets of the Society, if any, will be donated to an organisation or body that serves to promote any of the objectives of the Society, to be decided upon by the National Council.

8.4.1 Such organisation or body shall have similar objects approved in terms of Section 10(1)((d)(iii) or(iv) of the Act; or shall be a public benefit organisation in terms of s 30 of the Act or a government department or body contemplated in s10(1)(a)or(b) or approved in terms of s10(1)(cA)(i) of the Act.

8.5 Clause 8.4 applies also in the event of liquidation of the Society

Article 9: Committees

9.1 In furtherance of the objects of SAPSAC and subject to the prior approval of the National Council, members of SAPSAC may form multi disciplinary committees, representative of the eight (8) professions referred to in article 6.1, at provincial, regional and district level in order to promote co-operation and co-ordination among the different professions involved in the field of child abuse, and to perform such acts as may be directed from time to time by the National Council. Each committee shall elect at least a chairperson, a secretary and a convenor as officers of such committee and copies of the minutes of meetings held by such committee shall be forwarded to the Secretary of SAPSAC within two weeks after each such meeting.

9.2 A conference committee shall be appointed annually by the National Council to prepare for the annual conference and to do all things necessary in connection therewith, subject to the approval of the National Council and under the chairmanship of the Vice President.

9.3 There shall be an interim national council to draft this constitution and to prepare for the first conference and general meeting and to perform all functions necessary for the creation of the Society.

Article 10: Amendment of Constitution

10.1 The power to adopt, amend, revise or otherwise change the constitution is vested in the National Council of the Society at a duly noticed meeting of the members of the National Council to be confirmed by two thirds of the votes at the General Meeting.

10.2 Any amendment shall be submitted to the Commissioner of SARS within 30 days from the date of such amendment

Article 11: Fiscal year

The fiscal year shall be from 1 March to the end of February following year.

Addendum:

The constitution of SAPSAC was adopted at the First Annual General Meeting, held on 31 May 2000.

Further amendments were approved by the National Council and were confirmed unanimously by its members at the AGM in May 2003. The amendments provided for the media to its professional membership, the appointment of a Secretary General and the institution of a Senate.

Amendments to comply with SARS prescripts for purposes of tax exemption were approved by the National Council and have served for confirmation by members at the AGM on 17 May 2010. These amendments provide formally for what is already the de facto position and were effected by the addition of the following: a definitional clause of the Act in Article 1; articles 6.1.1 to 6.1.5; 7.1.1; 7.8.1; 8.4.1; 8.5; and 10.2