

KHULUMANI SUPPORT GROUP

("KHULUMANI")

CONSTITUTION

PREAMBLE

Survivors and families of victims of the political conflict of South Africa's past formed Khulumani Support Group in 1995. It was set up in response to the pending Truth and Reconciliation Commission by victims who felt the Commission should be used to speak out about the past to ensure that such violations never occur again. During the apartheid era there were many violations of human rights and it is important that we move into the future with all South Africans being aware of the atrocities committed in our past. We need to expose the truth about disappearances, assassinations, torture and other human rights abuses condoned under the apartheid regime and to identify the perpetrators. The survivors and families of victims of these atrocities must reclaim their dignity and their lives must be restored.

1 NAME OF ASSOCIATION

The name of the association is "KHULUMANI SUPPORT GROUP" referred to in this constitution as "KHULUMANI".

2 AIM AND STRATEGIES

- 2.1 The aim of the association is to contribute to the empowerment of survivors and relatives of victims and survivors of human rights abuses during the apartheid era in South Africa,
- 2.2 In order to achieve the aim it is intended that the activities of the association shall include the following, it will aim:
 - 2.2.1 To bring survivors and families of victims together to create a collective voice and presence within the community, the Truth Commission and resultant structures, the Government and the NGO sector during the existence of the Truth Commission and in the future;
 - 2.2.2 To provide a forum for survivors and families of victims to share experiences and offer mutual support;
 - 2.2.3 To empower victims to rebuild sustainable lives;

- 2.2.4 To provide access for victims to psychological, legal, social and other support services which can be of assistance in alleviating their problems;
- 2.2.5 To ensure that the needs of survivors and families of victims are being addressed through lobbying, creating publicity, fund-raising, campaigning and other awareness-raising activities;
- 2.2.6 To assist survivors and families of victims to present their cases to the Truth and Reconciliation Commission, to provide education within communities about the Commission and to provide support for victims before and after making their statements to the Commission;
- 2.2.7 To work for a just reparation policy from the Truth Commission and to ensure that victims requiring reparations are being assisted; to ensure that the recommended policy on reparation is being fairly and timeously implemented;
- 2.2.8 To participate in and build victims organisations locally and abroad, to develop networks and learn from one another;
- 2.2.9 To educate and mobilise survivors and families of victims and the community in general around the plight of victims.

3 **MEMBERSHIP**

Any person who is a direct or indirect victim of the political conflict of South Africa's past from whichever side of the conflict may be a member on condition that the member accepts the Khulumani Support Group constitution and amendments. A person who has become a Member is deemed to have agreed to observe and be faithful to:

- the constitution, and
- the code of conduct.

4 **VALUES**

Every member, Group, Committee in Khulumani, Associate and/or Affiliate which uses the name Khulumani shall observe the following values:

- 4.1 Democratic and participative decision making,
- 4.2 Full disclosure of all activities and decisions
- 4.3 Utmost honesty and efficiency in handling money and other business matters.

5 STRUCTURES AND DECISION-MAKING

5.1 Khulumani shall operate as a national organisation, in co-operation with local groups;

5.2 The Khulumani Support Group is made up of the following structures:

- Local Groups
- Local Branches of Local Groups
- Provincial Steering Committees
- A National Steering Committee
- A Board of Trustees
- Staff

6 LOCAL GROUPS

6.1 The National Steering Committee may recognise Local Groups of persons qualified to be members from time to time.

- The Board shall keep a list of functioning Groups, which shall be conclusive evidence of their recognition, existence, membership and structures. The National Steering Committee is responsible for seeing that the Board has full and up to date information, about its members, officers, activities, and how the groups may be contacted.

6.2 A group must have not less than 10 members who are victims or close relatives of victims and who live in the same district.

6.3 A group must have a chairperson/facilitator, and a method of choosing replacements, and have been in existence for at least 6 months, meeting regularly. The group must bring a report to the Co-ordinator every month.

6.4 A Local Group may be affiliated to the Local Branch recognised for its area.

6.5 A group that is affiliated to a Local Branch shall report and relate to the Regional Steering Committee

6.6 Local Groups that are not affiliated to a Regional Steering Committee can be affiliated to the National Steering Committee.

7 STEERING COMMITTEE MEMBERS

- 7.1 The National Steering Committee shall comprise
- 7.1.1 2 persons appointed by each recognised and functioning Provincial Steering Committee
 - 7.1.2 The members of the Board, ex officio;
 - 7.1.3 The Director and Deputy Director / Programme Manager
 - 7.1.4 One representative appointed by each Branch, if any
- 7.2 The Steering Committee may also invite staff and other persons to attend its meetings, as observers.
- 7.3 Affiliates from Regional Steering Committees may also attend meetings as observers if deemed appropriate.
- 7.4 Termination of membership
- 7.4.1 A Steering Committee member may not be appointed for more than five consecutive years.
 - 7.4.2 If a Steering Committee member does not come to a meeting,
 - s/he must send a written apology
 - if s/he misses 2 meetings s/he shall cease to be a member of the Steering Committee unless there are special reasons such as death or illness unless the Steering Committee has excused the absence.
 - The Steering Committee must inform the body which the member represents, and ask that body to appoint a replacement.
- 7.5 Co-opted members:
- The Steering Committee may co-opt extra members
- 7.5.1 as a temporary replacement of a Steering Committee member who has ceased to hold office for any reason (until a successor is appointed in terms of this Constitution).
 - 7.5.2 if the Steering Committee thinks the person has useful skills (until the next AGM).
- 7.6 Duty of Care and Loyalty
- 7.6.1 No Steering Committee member may work for his or her own benefit, at the expense of Khulumani.

- 7.6.2 The Steering members must see that at all times everyone is treated with respect and dignity.

8 STEERING COMMITTEE MEETINGS

- 8.1 The Steering Committee shall meet twice a year, wherever possible. One meeting shall be the AGM, to receive reports and discuss general policy, relationships to affiliated Steering Committees, Branches and Groups in other regions and to guide and inform the Board.
- 8.2 At every National Steering Committee meeting all staff, and the Board and Sub-committees if any, shall give a report on their own work, and what problems need to be sorted out.
- 8.3 Reports from each Local Branch also need to be given
- 8.4 The Treasurer shall report at every Steering Committee meeting on:
- 8.4.1 How much cash there is in the bank.
 - 8.4.2 Whether the books are kept up to date
 - 8.4.3 Any problems.
- 8.5 The Treasurer shall bring copies of the latest bank statement, receipt book and cheque book to each Steering Committee meeting
- 8.6 The Steering Committee shall consider any problems that may arise out of the reports and shall recommend, generally what to do.
- 8.7** The Steering Committee shall decide on its own procedures at meetings, subject to this constitution.
- 8.8 The Steering Committee may appoint sub-committees and decide on their duties and powers from time to time.
- 8.9 The quorum shall be one half plus one of the Steering Committee members.
- 8.10 The Steering Committee shall keep proper minutes of its meetings and shall send a copy of the Minutes to all of its members, and to the Steering Committee of each Region, or Regional Local Branches if Steering Committees do not exist.

9 ANNUAL GENERAL MEETING

- 9.1 The National Steering Committee shall hold an Annual General Meeting within each calendar year.
- 9.2 Notice of the date and place of the AGM shall be given to Board members and members of the National Steering Committee, affiliated Regional Steering Committees and Branches and each Local Branch, not less than 21 days beforehand. Each Local Branch shall inform the ordinary members in its area that they may attend the AGM, if they wish.
- 9.3 The agenda of the Annual General Meeting shall include:
- Minutes of the previous meeting - to be approved and signed
 - Annual report - to be read out by Chairperson and discussed.
 - Treasurer's report - to be given
 - Auditor's or bookkeeper's name and address to be read out, and agreed by members
 - Names of National Steering Committee members to be read out.
 - Names of the affiliated Regional Steering Committee members to be read out.
 - Names of Board members to be announced
 - Resolutions regarding general policy for the year ahead to be discussed - if two persons sign a written request for a resolution, and deliver it to the Chairperson at least 14 days before the meeting
 - Any other business allowed by the Chairperson

10 BOARD

- 10.1 At each AGM the National Steering Committee shall appoint at least two its members to the Board which will act in accordance with the general policy decisions of the Gauteng Steering Committee and to decide on the running of the office and projects and generally manage the organisation effectively, as it deems fit.
- 10.2 The Members of the Board shall be not more than 12 persons:
- 10.2.1 At least two and no more than four members of the Gauteng Steering Committee.

- 10.2.2 At least two and not more than four persons who are not members but are interested in and committed to the work of Khulumani: the first shall be appointed by the members of the Interim Transitional Group from among their members, and thereafter they shall be appointed by the outgoing Board for continuity.
- 10.2.3 The Co-ordinator, ex officio or another member of staff seconded by the Co-ordinator in their absence and one other member of staff.
- 10.2.4 Persons co-opted or to fill vacancies, and not more than 3 additional persons co-opted until the end of the next AGM, to provide special skills or experience.
- 10.3 The Quorum for a Board meeting shall be at least one member of staff, one member from the National Steering Committee, one non-member and one other person
- 10.4 The Board shall
- appoint a Chairperson, Treasurer and any other Officers it needs at its first meeting after each Annual General Meeting or as replacements. No Officer may be employed or paid by Khulumani.
 - keep records of its decisions and minutes of every Board meeting in a Minute Book. A copy of the Minutes must be given to every Board member as soon as possible.
 - make sure that the Treasurer keeps proper accounts that are audited and presented for approval at the Annual General Meeting.
 - do everything it thinks necessary to make sure that Khulumani is run honestly and effectively, and follows the general policies decided by members at a members meeting.
 - delegate functions to staff

11 SUB-COMMITTEES

- 11.1 The Board may appoint sub-committees give them duties and delegate powers to them for specific purposes, such as an Executive, Finance, Publicity or Human Resources Committee. The Human Resources Committee would be responsible for disciplinary hearings and grievance procedures and get professional help when needed

- 11.2 A Sub- Committee must report regularly to the Board and, when appropriate, to the Steering Committee on what the Sub-committee has done since the last report.

12 **TREASURER**

- 12.1 The Treasurer shall report at every Board meeting on:
- 12.1.1 how much money there is in the bank
 - 12.1.2 what has been spent
 - 12.1.3 whether the bookkeeper or auditor has kept the books up to date.
- 12.2 The Treasurer must bring the latest bank statements to every Board meeting, together with a receipt book, and a list of what has been paid out since the last meeting.
- 12.3 The Treasurer must see that the annual accounts are audited after the financial year-end and are ready and correct in time for the AGM.
- 12.4** Any two of the following must sign all cheques: the Treasurer of the Board and 3 persons appointed as signatories by the Board.
- 12.5 The Treasurer and all staff and other representatives must deposit all money received, without delay in a bank account in the name of the organisation, and issue a receipt from a proper receipt book for all money.

13 **QUORUM, MEETINGS AND VOTING**

Unless otherwise provided in this constitution:

- 13.1 One half of the persons entitled to attend and vote at a meeting shall constitute a quorum.
- 13.2 Decisions shall be taken by the vote of the majority of those members present and entitled to vote at any meeting;
- 13.3 Voting shall be by show of hands;
- 13.4 The Chairperson at any meeting shall not have a vote except if there is a deadlock.
- 13.5 Members of staff shall not have a vote, but may attend and speak at meetings, by invitation of the Chairperson.

- 13.6 If the Chairperson cannot be present the people present and entitled to vote shall appoint a Deputy Chairperson.

14 **ELECTIONS AND TERM OF OFFICE.**

- 14.1 The procedure for electing any person to any Committee or Body in terms of this Constitution shall be determined by the Board from time to time, after consulting with the Steering Committee or the Local Groups concerned, as far as possible.
- 14.2 No person may hold any office whatever, under this constitution for more than 4 years without a break of at least one year. Therefore the Board must ensure that there is adequate rotation of their members to provide for successors on the Board and other committees.

15 **NOTICE OF MEETINGS**

Unless otherwise provided in this constitution:

- 15.1 At least 2 weeks' notice shall be given of a National Steering Committee Meeting must be given to the Local Branches, at the regular Steering Committee Meeting or by post or other practical means.
- 15.2 At least one week's notice shall be given of a Board meeting
- 15.3 Notice of a meeting shall be given
- 15.3.1 by putting it on the notice board at the office and
- 15.3.2 by sending it to the member at the contact address as recorded in the Register, if any, or
- 15.3.3 by telling the member at a meeting, on the phone or by a message.

16 **STAFF**

- 16.1 The Board may employ office staff and field workers and may authorise a committee formed by the Local Branches in the area to give instructions, and monitor a staff person appointed for that area. The Board may, however, terminate these powers in writing delivered to the National Steering Committee.
- 16.2 The functions of staff, generally, (but subject to their specific job descriptions) are:
- 16.2.1 To report to and implement the decisions of the Board

- 16.2.2 To serve all groups by attending to problems and needs
- 16.2.3 To network with relevant stakeholders and keep them informed of Khulumani activities
- 16.2.4 To account to the National Steering Committee for their activities, and submit reports when required
- 16.2.5 To administer the office efficiently, loyally and honestly.
- 16.2.6 To liaise with the local media and to create publicity to raise the profile of Khulumani.
- 16.2.7 To raise funds for the organisation, and deposit them immediately in the Khulumani account operated under the control of the Treasurer.

17 **AMENDMENT OF CONSTITUTION**

- 17.1 The Board may convene a National Steering Committee meeting on 3 months' notice to consider a proposal to amend the Constitution. Either the Board or a Steering Committee may propose an amendment to the constitution.
- 17.2 Two thirds of the persons eligible to vote who are present in person at the National Steering Committee meeting may change this constitution.
- 17.3 Notice that constitution is to be changed at the Board meeting must be given at the previous two National Steering Committee meetings, and be recorded in the minutes.
- 17.4 The amended constitution shall be sent to the Commissioner for Inland Revenue and the director of Nonprofit Organisations, for approval.

18 **TERMINATION**

- 18.1 KHULUMANI may be dissolved by a resolution passed by two thirds of the members present in person or by proxy at the National Steering Committee meeting subject to agreement of the Board.
- 18.2 KHULUMANI may be dissolved by a resolution passed by two thirds of the Board.
- 18.3 At least two months' notice that there will be a Resolution to Terminate must be given to the National Steering Committee members and to each Regional Steering Committee or Branches.

- 18.4 Upon termination any money or property left over after paying expenses must be given to one or more institutions in the Republic of South Africa which is registered as a Nonprofit Organisation exempt from income tax, donations tax and estate duty and which will benefit children orphaned or deprived by political conflict. If stipulated in contracts, the money or property left over may be returned to the original, not for gain donors.

19 **LEGAL STATUS**

- 19.1 KHULUMANI is an institution of a public character, established not for gain, and is and shall continue to have legal personality distinct from its members.
- 19.2 No member has any right to the assets of the trust.
- 19.3 The liability of members is limited to the amount of the unpaid subscriptions, if any.
- 19.4 Khulumani may sue and be sued in its own name.

20 **POWERS**

Khulumani, acting through the Board shall have such powers as may be necessary to achieve its object, and, without limiting its general powers, may:

- 20.1 hold workshops, seminars and conduct training courses;
- 20.2 acquire, hold, invest, re-invest, improve, turn to account, and alienate assets;
- 20.3 buy, sell, exchange, insure, borrow, lease, and let property;
- 20.4 open and operate on accounts at reputable banks and other financial institutions, if documents are signed by not less than two persons properly authorised persons;
- 20.5 delegate any of its powers to such committee or persons as it may deem fit;
- 20.6 engage in legal proceedings of every description and sue or be sued in its own name;
- 20.7 employ, pay and indemnify administrative staff, agents and advisers of every description;
- 20.8 do anything else necessary for the above.

21 LIMITATIONS OF POWERS

In order to qualify for registration under the Nonprofit Organisations Act 1998:

- 21.1 Activities shall be directed wholly or mainly to the furtherance of its principal object;
- 21.2 The association may not engage in any speculative transactions, business, trade or let property on a regular basis;
- 21.3 The association may accept donations subject to the conditions of the constitution, and provided that donations shall be irrevocable;
- 21.4 The association may make no loans to a member, a donor or to any of their relatives or to a corporation in which the above-mentioned persons are shareholders or directors; no donor, member and/or any of their relatives may receive any direct pecuniary benefit from the funds or the income of the association. No buildings held by the association may be occupied free of charge by any person.
- 21.5 The powers to pledge, mortgage or hypothecate the assets of the association or to enter into suretyships, if any, may only be exercised in accordance with the objects for which the institution was formed.
- 21.6 The net income may only be invested with one or more financial institution as defined in section 1 of the Financial Institutions (Investment of Funds) Act, 1984, and in shares listed on a licensed stock exchange as defined in the Stock Exchanges Control Act, 1985 (Act no 1 of 1985).
- 21.7 The financial year of the association shall end on 31st March of each year.
- 21.8 Remuneration paid must be reasonable and commensurate with services actually rendered.
- 21.9 The activities of the association shall be confined to the Republic of South Africa.
- 21.10 After registration, amendments may be made to the constitution subject to the approval of the Director of Nonprofit Organisations and on dissolution the net assets of the Association shall be paid to another institution in the Republic of South Africa is itself exempted from the payment of income tax, donations tax and estate duty, which has similar objects and which will benefit children orphaned or deprived by political conflict.

22 CODE OF CONDUCT

The National Steering Committee shall from time to time hold workshops for members to enable them to develop a code of conduct for members. The code of conduct shall be attached to this constitution and shall form part of this constitution when approved by the Board, on behalf of the Steering Committee.

Adopted by the members on

1998

Signature of Chairperson.

APPENDIX:**23 REGIONAL AFFILIATES**

- 23.1 When useful and appropriate, the Board may recognise a Steering Committee or Branch or Group from different Regions. Regional Steering Committees made up of Regional Branches. Regional Branches will be made up from Regional Local Groups. It is envisaged that such Regional Steering Committees will have names such as: Khulumani (Mpumalanga) Support Group, Khulumani (N Province) Support Group, and Khulumani (N W Province) Support Group.
- 23.2 A Regional Steering Committee shall operate with a Regional Branch made up of representatives from Regional Local Groups and hold a Regional Annual General Meeting, in the same way as set out in this constitution, mutatis mutandi.
- 23.3 If no Branches exist or Steering Committee (say, there is only one group in a region) then the Regional Local Group or Regional Branch must hold a Regional Annual General Meeting, in the same way as set out in this constitution, mutatis mutandi.
- 23.4 Each Regional Steering Committee or Regional Branch or Regional Group shall send
- 23.4.1 Their Minutes to the Board and National Steering Committee.
- 23.4.2 Copies of monthly bank statements, and financial accounts to the Board two weeks before each National Steering Committee Meeting.
- 23.4.3 A copy of its annual budget for the following year, not later than 31st October in each year ;
- 23.4.4 One representative to attend the National Steering Committee AGM.
- 23.4.5 Two representatives to Regional Council Meetings, both of whom may speak and vote.
- 23.5 A Branch may only use the name Khulumani while it operates in terms of this constitution. If the National Steering Committee ceases to recognise a Regional Steering Committee or Regional Branch or Regional Group, because it is no longer operating in every respect according to this constitution, the name of the former Regional Steering Committee or Regional Branch or Regional Group

shall ipso facto be changed to (Province's/Branch's/Group's Name only) Victim Support Committee.

- 23.6 A Regional Steering Committee or Regional Branch or Regional Group shall have independent legal personality and may sue or be sued in its own name and no member shall have any right to its assets or liability for its debts.
- 23.7 A Regional Steering Committee or Regional Branch or Regional Group may employ regional staff and fieldworkers or may use the Khulumani Office staff by arrangement with the Board or National Steering Committee.
- 23.8 A Regional Steering Committee or Regional Branch or Regional Group may do local fund raising and publicity, but shall keep the Board and National Steering Committee fully informed of all its proposals and projects so that there is no overlapping or confusion with other Committees, Groups and Branches. The Board shall be responsible, if possible, for National and International Fundraising and may raise funds for the Regional Steering Committee or Regional Branch or Regional Group or may explicitly may delegate powers of fundraising and administration to the Regional Steering Committee or Regional Branch or Regional Group
- 23.9 The Khulumani Office may arrange with a donor that funds be paid to the Regional Steering Committee or Regional Branch or Regional Group in instalments, or that its authorised expenses be paid from the National Bank Account.
- 23.10 If the National Steering Committee ceases to recognise a Regional Steering Committee or Regional Branch or Regional Group, the Board shall have power on the signature of 2 of its members to instruct the bank and all other organisations to change the name in their records of the former Regional Steering Committee or Regional Branch or Regional Group, and remove the word "Khulumani".