

BLIND SA
000-606 NPO
CONSTITUTION
AS AMENDED BY THE
BLIND SA GENERAL ASSEMBLY
21 OCTOBER 2022

TABLE OF CONTENTS

1. NAME AND STATUS Page 3
2. OBJECTIVES Page 3
3. AREA OF OPERATION AND FUNDRAISING Page 3
4. MEMBERSHIP Page 4
5. THE BLIND SA GENERAL ASSEMBLY Page 5
6. THE OTHER MEMBERS OF THE SIX COMMITTEES Page 7
7. POWERS AND DUTIES Page 8
8. MEETINGS OF THE BLIND SA GENERAL ASSEMBLY Page 9
9. THE PRESIDENT Page 11
10. THE VICE-PRESIDENT Page 12
11. THE TREASURER Page 12
12. THE EXECUTIVE COMMITTEE Page 12
13. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE Page 13

14. THE CHIEF EXECUTIVE OFFICER Page 13
15. FINANCE Page 14
16. STAFF Page 15
17. DISSOLUTION Page 15
18. AMENDMENT OF THE CONSTITUTION Page 15
19. LEGAL LIABILITY Page 16

1. NAME AND STATUS

- 1.1 The name of the organisation is BLIND SA, hereinafter referred to as BLIND SA.
- 1.2 BLIND SA is a body corporate having perpetual succession whose assets exist independently of those of its members.
- 1.3 Neither the profits nor the assets of BLIND SA are distributable amongst its members.
- 1.4 BLIND SA is an organisation not-for-profit in terms of the Nonprofit Organisations Act, no. 71 of 1997.
- 1.5 Blind SA may own and register movable and immovable property, perform juristic acts and may sue and be sued in its own name.

2. OBJECTIVES

The objectives of BLIND SA are to promote the interests of all blind people by:

- 2.1 Combating poverty.
- 2.2 The empowerment of blind people by, amongst others, the provision of accessible formats such as braille, Daisy and large print, the distribution of information and the provision of other developmental services. Members of Branches of Blind SA enjoy preference
- 2.3 Acting as a pressure group with regard to any matter concerning blind people.

3. AREA OF OPERATION AND FUND-RAISING

BLIND SA provides services and raises funds within the Republic of South Africa, and the Blind SA General Assembly or Executive Committee in its discretion may do so elsewhere.

4. MEMBERSHIP

- 4.1 Membership of BLIND SA shall be open to any properly constituted Organisation of which at least 60% of its members are blind persons, and whose main objectives and policies are similar to those of BLIND SA and who agrees to abide by and implement the decisions taken by the Blind SA General Assembly
- 4.2 The membership of BLIND SA shall consist of those organisations which were branches of BLIND SA.
- 4.3 Branches of BLIND SA may be established with a minimum of ten members.
- 4.4 New branches may be established by seceding from an existing branch.
- 4.5 Organisations of blind people operating within the Republic of South Africa not previously belonging to BLIND SA in terms of sub-section 4.2 above, may be granted membership to BLIND SA subject to such criteria for membership as the Blind SA General Assembly may from time to time prescribe, provided that:
- 4.5.1 The objectives and principles contained in any such organisation's constitution are substantially similar to those contained in the Constitution of BLIND SA;
- 4.5.2 Any such organisation is a registered non-profit organisation as defined by, and in terms of the Non-profit Organisations Act (71 of 1997) or amending legislation;
- 4.5.3 Such organization must have shown viability and must have functioned independently for at least one year;
- 4.5.4 Such organization must have had at least one Annual General Meeting with the required documents including annual reports and annual financial documents tabled at such meeting;

- 4.5.5 The time that such an organisation was waiting for registration must be taken into account when determining its viability in terms of subsection 4.5.3.
- 4.6 The decision for the granting and termination of membership shall rest with the Blind SA General Assembly at a general meeting.
- 4.7 Written notice of application for membership, accompanied by the applicant organisation's constitution and any other documents required by the Blind SA General Assembly, shall be submitted to the Executive Committee for scrutiny and recommendation.
- 4.8 Written notice of a motion to terminate membership of branches shall be given no fewer than 90 (ninety) days prior to the meeting of the Blind SA General Assembly at which the motion of termination is to be considered.
- 4.9 When a branch is not functioning or is no longer viable, the Blind SA General Assembly may consider the position regarding the membership of that branch.

5. THE BLIND SA GENERAL ASSEMBLY

5.1 COMPOSITION

The Blind SA General Assembly consists of:

- 5.1.1 The president, vice-president and treasurer.
- 5.1.2 One representative of each branch who is elected at the branch's annual general meeting as member of the Blind SA General Assembly for a period of two years.
- 5.1.3 The six chairpersons of the following committees, namely:
- 5.1.3.1 Accessible publications, Equipment and Assistive Devices;
- 5.1.3.2 Advocacy and information;

5.1.3.3 Economic Empowerment;

5.1.3.4 Education and Early Childhood Development;

5.1.3.5 Youth; and

5.1.3.6 Women, gender based violence and Femicide; or

5.1.4 Any additional members co-opted by the Executive Committee

5.2 NOMINATION

5.2.1 The president, vice-president, treasurer and the chairpersons of the six committees are nominated by the management committees of branches.

5.2.2 The names of persons so nominated are screened by the screening committee who shall compile a list of candidates for election by the Blind SA General Assembly.

5.3 ELECTION

5.3.1 The president, vice-president and treasurer are elected by the Blind SA General Assembly as office-bearers for a quadrennial term of office.

5.3.2 The chairpersons of the six committees are elected by the Blind SA General Assembly for a period of two years.

5.3.3 The candidates for each position are elected by a simple majority.

5.4 TERM OF OFFICE

5.4.1 The term of office of the three office-bearers shall be from the conclusion of the meeting at which they were elected until the close of the meeting after the four-year term of office.

5.4.2 The term of office of the chairpersons and the members of the six committees shall be from the conclusion of the meeting at which they were elected until the close of the meeting after the two-year term of office.

5.5 VACANCY

When a vacancy occurs the Blind SA General Assembly or Executive Committee shall appoint a substitute for the unexpired portion of the term of office or until a by-election can be held.

5.6 DISAFFILIATION OR DISSOLUTION OF BRANCHES

In the event of a branch of which an office-bearer or chairperson of a committee is a member disaffiliates or is dissolved, such office-bearer or chairperson of a committee may remain in office until the end of his term of office.

5.7 REQUIREMENTS FOR A NOMINEE FOR THE POSITION OF OFFICE-BEARER

A person who stands for a new term of office of President, vice-president or treasurer must have at least four years' experience of the executive Committee of Blind SA to be elected to one of these positions.

5.8 CHAIRPERSON OF ONE OF THE SIX COMMITTEES ELECTED OR APPOINTED AS OFFICE-BEARER

When a person who is a chairperson of one of the six committees is elected or appointed as an office-bearer, he/she shall only have one vote at meetings of the Executive Committee or Blind SA General Assembly.

6. THE OTHER MEMBERS OF THE SIX COMMITTEES

6.1 NOMINATION

6.1.1 The other members of the six committees are nominated by the management committees of branches

6.1.2 The names of persons so nominated are screened by the screening committee who shall compile a list of candidates for election by the Blind SA General Assembly.

6.2 ELECTION

6.2.1 The other members of the six committees are elected by the Blind SA General Assembly for a period of two years.

6.2.2 The candidates for each position are elected by a simple majority.

6.2.3 These committee members are not members of the Blind SA General Assembly because of their election.

7. POWERS AND DUTIES

The Blind SA General Assembly:

7.1 Is the policy determining body of Blind SA which may also initiate and monitor activities.

7.2 Is the controlling body of Blind SA which has the power to veto any decision of any committee, to approve and to terminate the membership of any branches and to dismiss any member of any committee which it has appointed.

7.3 May enter into agreements that will facilitate and expedite meeting the needs of blind people.

7.4 May co-operate with any institution having similar objectives in promoting the interests of blind people.

7.5 May appoint standing committees from amongst the members of branches, and may dissolve any such committee where necessary.

7.6 May appoint representatives and delegates to national and international events.

7.7 May render financial or other assistance by means of donations or loans.

- 7.8 May borrow, raise or collect money.
- 7.9 May establish trust funds for specific projects.
- 7.10 May invest any financial assets which might accrue to or be acquired by the organisation, or deal therewith and open and conduct deposit accounts, only at registered financial institutions as defined in Section 1 of the Financial Institutions (Protection of Funds) Act, 28 of 2001, and in listed shares through a registered broker, in the Securities Exchange as defined and noted in terms of the Financial Markets Act 19 of 2012.
- 7.11 May from time to time determine the maximum amount of expenditure which the Executive Committee may incur.
- 7.12 Shall execute and sign all documents, resolutions and powers of attorney necessary for the exercise and fulfilment of the powers and duties as described in this constitution.

8. MEETINGS OF THE BLIND SA GENERAL ASSEMBLY

8.1 GENERAL MEETING

The Blind SA General Assembly meets annually.

8.2 SPECIAL MEETING

A special meeting may be held at the instance of the president, or at the request of the Executive Committee, or a quorum of the previous Blind SA General Assembly or a simple majority of compliant branches.

8.3 NOTICE

- 8.3.1 At least two months' notice shall be given of an ordinary meeting. Motions shall reach Head Office at least one month before the Blind SA General Assembly is due to meet. Agendas shall be sent to members to reach them at least two weeks before the meeting.

8.3.2 At least two weeks' notice shall be given of a special meeting.

8.4 MEETING BY WAY OF ELECTRONIC COMMUNICATION

The Blind SA General Assembly may meet by way of electronic communication, facsimile or telephone conference and resolutions passed at such meetings shall be as valid and binding as if they were passed at a physical meeting of the Blind SA General Assembly

8.5 THE THREE OFFICE-BEARERS ATTENDING MEETINGS OF COMMITTEES

The three office-bearers may attend any meeting as ex officio-members of any committee established by the General Assembly or Executive Committee.

8.6 QUORUM

The quorum of the Blind SA General Assembly is equal to a simple majority.

8.7 VOTING

8.7.1 The office-bearers, Chairpersons of the six committees and representatives of branches each has one vote.

8.7.2 Voting at the meetings of the Blind SA General Assembly and Executive Committee may be either by way of voice vote, show of hands, by written ballot or by electronic ballot.

8.8 SUBSTITUTION OF REPRESENTATIVE DURING MEETING OF THE BLIND SA GENERAL ASSEMBLY

8.8.1 When a representative of a branch attends a meeting of the Blind SA General Assembly and that representative is not able to attend a session, part or the rest of a meeting for any reason whatsoever, such branch may appoint a substitute for that session, part or the rest of the meeting.

8.8.2 If such branch is not in a position to appoint a substitute, the Blind SA General Assembly may appoint a person to represent such branch for that session, part or the rest of the Blind SA General Assembly meeting.

8.8.3 Such person appointed by the branch or the Blind SA General Assembly may be a member of that branch or a member of another branch.

8.9 MINUTES

The Blind SA General Assembly and Executive Committee cause minutes of their meetings to be kept, which clearly state decisions taken at any meetings of such committees.

8.10 REGISTER

A register of all members of the Blind SA General Assembly and Executive Committee together with their addresses shall at all times be available at the Head Office of Blind SA.

9. DUTIES OF OFFICE BEARERS

9.1 THE PRESIDENT

9.1.1 The President is the Chairperson of both the Blind SA General Assembly and the Executive Committee.

9.1.2 The President may convene any meeting of BLIND SA and may attend any meeting or delegate a representative to do so.

9.1.3 The President has a casting-in addition to a deliberative vote.

9.1.4 The president is responsible for the public relations of the Organisation. The President may delegate some of the duties in this regard.

9.1.5 The President is responsible for writing the annual report of the Organisatio

9.2 THE VICE-PRESIDENT

The Vice-President supports the President and takes over all the tasks and responsibilities of the President when the President is not available or present.

9.3 THE TREASURER

9.3.1 The Treasurer shall present audited annual financial statements to the Blind SA General Assembly for approval. If the audited financial statements are not available, a statement of income and expenditure shall be presented to the Blind SA General Assembly and the audited financial statements to the Executive Committee.

9.3.2 The Treasurer keeps the Blind SA General Assembly informed of all bank accounts registered in the name of BLIND SA.

9.3.3 The Treasurer keeps the Blind SA General Assembly and Executive Committee informed of the financial affairs of BLIND SA and presents interim income and expenditure statements and budgets to the Blind SA General Assembly and/or Executive Committee.

10. THE EXECUTIVE COMMITTEE

10.1 COMPOSITION

The Executive Committee consists of:

10.1.1 The three office-bearers of Blind SA; and

10.1.2 The Chairpersons of the six committees of Blind SA.

10.2 CO-OPTION

The Executive Committee may co-opt a maximum of 2 (two) members. Such co-opted members shall have the same voting rights as elected members.

10.3 QUORUM

The quorum of the Executive Committee is equal to a simple majority.

11. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

11.1 The Executive Committee executes the instructions and implements resolutions taken at the Blind SA General Assembly and referred to the Executive Committee.

11.2 When the Blind SA General Assembly is not in session, the Executive Committee shall act on behalf of the Blind SA General Assembly.

11.3 The Executive Committee may incur expenditure to a maximum amount determined by the Blind SA General Assembly from time to time.

11.4 The Executive Committee may, at its own discretion, make interim arrangements in matters not provided for in this Constitution.

12. THE CHIEF EXECUTIVE OFFICER

12.1 The role of the chief executive officer

12.1.1 The Chief Executive Officer shall be the secretariat to the Executive Committee and the General Assembly.

12.1.2 The Chief Executive Officer shall promote and develop the functionality of all committees of Blind SA in consultation with the chairpersons of the committee.

12.1.3 The Chief Executive Officer is the accounting officer of Blind SA.

12.2 The responsibilities of the Chief Executive Officer

The responsibilities of the Chief Executive Officer shall be:

12.2.1 To manage the affairs of Blind SA as the head of the operations and personnel.

- 12.2.2 To implement Blind SA strategic plans.
- 12.2.3 To liaise with stakeholders to ensure sound relationship.
- 12.2.4 To implement instructions issued by the Executive Committee and the General Assembly.
- 12.2.5 Together with the president, prepare an annual report on behalf of Blind SA.
- 12.2.6 Together with the treasurer, prepare financial report and oversee auditing processes.
- 12.2.7 Together with the president, be the media spokespersons of Blind SA.

13. FINANCE

- 13.1 All financial transactions of BLIND SA shall be conducted by way of a bank account with a financial institution duly registered in terms of the Financial Institutions [Protection of Funds] Act, 28 of 2001, or amending legislation, as amended from time to time or replaced by legislation having similar objects.
- 13.2 No committee may obtain credit in excess of its liquid assets without the prior permission of the Blind SA General Assembly.
- 13.3 Cheques of BLIND SA are signed by two or more persons authorised thereto by the Blind SA General Assembly.
- 13.4 Payments are made by way of cheques and electronic funds transfers in terms of the procedure laid down in the financial policy document of Blind SA.
- 13.5 The financial year of BLIND SA ends on 31 March.
- 13.6 All assets and income of BLIND SA shall be used solely for the furtherance of the goals and objectives of BLIND SA and no part thereof may be used or transferred, either directly or indirectly, to benefit any one person, except in the case of reasonable remuneration or reimbursement in good faith to an official or staff member who has genuinely rendered services to BLIND SA.

14. STAFF

Paid officials of BLIND SA may serve on a committee except on the Blind SA General Assembly or Executive Committee and have voting rights in all matters, except for matters which involve them.

15. DISSOLUTION

15.1 Blind SA may be dissolved when at least two-thirds of its members present and voting at a general meeting convened for the purpose of considering such matter, are in favour of dissolution.

15.2 In the event of BLIND SA being dissolved, its property shall be placed in the hands of a liquidator, appointed by the Blind SA General Assembly. The liquidator shall keep the property in trust for one year. Should BLIND SA be reconstituted within this period the property shall once more be vested in BLIND SA. Should BLIND SA not be reconstituted within this period, the property shall be dealt with in accordance with the latest minuted resolution of the Blind SA General Assembly, in the interest of blind people, taking the objectives and policies of BLIND SA into account on the understanding that assets shall only be transferred to another non-profit organisation.

15.3 In the event of a dispute arising, the matter shall be referred by the Blind SA General Assembly for mediation. If mediation is not successful to resolve the dispute, the matter shall be referred for arbitration. In the event of the disputing parties not being able to reach an agreement regarding the appointment of an arbitrator, such dispute shall be referred to the Gauteng Office of the Legal Practice Council which may appoint an arbitrator.

16. AMENDMENT OF THE CONSTITUTION

16.1 The Constitution of BLIND SA may be amended when the Blind SA General Assembly, the Executive Committee, a committee, a branch and/or any member of a branch submits a motion to Head Office to amend the Constitution, enabling it to be circulated to all branches for consideration at their Annual General Meetings. The Annual General Meeting (or the

management committee or special general meeting if authorised thereto by the Annual General Meeting) shall give the representatives of the branches guidelines in connection with amendments to the Constitution.

16.2 Thereafter the amendment shall be considered by the Blind SA General Assembly and the amendment shall be valid if accepted by at least two-thirds of the members who are present and voting at the time.

17. LEGAL LIABILITY

17.1 Neither BLIND SA nor any of the members of its branches shall be liable for damage caused by a member of a branch of the organisation or one of its employees to another in good faith and in the course and scope of their employment.

17.2 BLIND SA may recover from the wrongdoer any damages it may be obliged to pay to a third party and BLIND SA shall not be obliged to reimburse or indemnify the wrongdoer in the event of the wrongdoer paying such damages to the third party himself.

Blind SA President Mr Ntshavheni Netshituni

21 October 2022.

Signature NETT