

The Activist! Constitution

1 NAME AND PURPOSE

1.1 ACTIVIST! IS A NATIONAL NETWORK OF INDIVIDUALS, GROUPS AND ORGANISATIONS WHO:

CREATE AWARENESS OF PRESSING ENVIRONMENTAL, SOCIAL AND ETHICAL ISSUES OF OUR TIME BY:

1. DISTRIBUTING PERTINENT DOCUMENTARY FILMS, BOOKS AND OTHER MEDIA
2. CREATING A POWERFUL ONLINE PRESENCE THAT FACILITATES ARMCHAIR ACTIVISM
3. STREAMLINING THE EFFECTIVENESS OF CAMPAIGNS BY FACILITATING THE ONLINE SHARING OF INFORMATION AMONGST PERTINENT ORGANISATIONS
4. CREATING AWARENESS OF POTENTIAL HARM TO THE ENVIRONMENT BY PRODUCING AN ECO-RATING INTERNET APPLICATION THAT OBJECTIVELY RATES PRODUCTS' EFFECT ON THE ENVIRONMENT
5. PRODUCING FILMS THAT HIGHLIGHT ENVIRONMENTAL, SOCIAL AND ETHICAL CAMPAIGNS RELEVANT TO SOUTH AFRICANS
6. DEVELOPING A WEB BASED INTRANET SYSTEM SPECIFICALLY FOR THE NGO COMMUNITY WHICH WILL HELP TO ORGANISE AND COORDINATE ACTIVISTS AND THEIR CAMPAIGNS. THIS INTRANET SYSTEM WILL INCLUDE THE METTA © 2003 SYSTEM FOR THE PURPOSE OF BUILDING AND MANAGING VARIOUS NGO'S WEBSITES

1.2 THE MAIN OBJECTIVE OF ACTIVIST! IS TO CREATE AN EFFECTIVE ONLINE PRESENCE OF ENVIRONMENTAL, SOCIAL AND ETHICAL ISSUES IN SOUTH AFRICA THAT CAN FACILITATE AWARENESS; TO INITIATE ARMCHAIR ACTIVISM BY MAKING ACTIVE PARTICIPATION IN CAMPAIGNS AS EASY AS POSSIBLE.

1.3 LEGAL IDENTITY AND PERSONA

ACTIVIST! IS A VOLUNTARY ASSOCIATION NOT FOR GAIN. IT IS AN "UNIVERSITAS PERSONAM", AN INDEPENDENT LEGAL PERSONA OR ENTITY, DISTINCT FROM THE INDIVIDUALS OR ORGANISATIONS WHO COMPOSE IT, HAVING CAPACITY OF ACQUIRING RIGHTS OF PROPERTY, OF INCURRING OBLIGATIONS AND OF SUING OR BEING SUED IN ITS OWN NAME AND HAVING PERPETUAL SUCCESSION AND NEITHER MEMBERS NOR THE CORE GROUP SHALL BE LIABLE FOR THE DEBTS OR LIABILITIES OF ACTIVIST! OR ITS EMPLOYEES OR MEMBERS.

1.4 BODY CORPORATE

THE ORGANISATION SHALL:

- EXIST IN ITS OWN RIGHT, SEPARATELY FROM ITS MEMBERS
- CONTINUE TO EXIST EVEN WHEN ITS MEMBERSHIP CHANGES AND THERE ARE DIFFERENT OFFICE BEARERS
- BE ABLE TO OWN PROPERTY AND OTHER POSSESSIONS WITHOUT LIABILITY FALLING ON MEMBERS OR OFFICE BEARERS
- BE ABLE TO SUE AND BE SUED IN ITS OWN NAME WITH NO LIABILITY FALLING TO ANY STAFF, MEMBERS OR ASSOCIATES OF THE ORGANISATION

2 MEMBERSHIP AND STRUCTURE OF ACTIVIST!

2.1 MEMBERS

2.1.1 ACTIVIST! BELIEVES IN INCLUSIVITY AND MEMBERSHIP TO ACTIVIST! IS OPEN TO ANYONE WHO IS ABLE TO INVOLVE THEMSELVES IN THE NETWORK'S PURPOSE. TO JOIN, SIGN UP VIA OUR WEBSITE AT [HTTP://WWW.ACTIVIST.CO.ZA](http://www.activist.co.za)

2.1.2 MEMBERS OF ACTIVIST! MAY BE EITHER INDIVIDUALS OR ORGANISATIONS.

2.2 BEING A MEMBER – CODE OF BEHAVIOUR

2.2.1 ALL FORMAL PROTEST AND CAMPAIGN ACTIVITIES OF THE NETWORK WILL BE PEACEFUL AND SUBSCRIBE TO THE LAWS OF THE LAND. WHILE POLITICAL PARTIES ARE FREE TO JOIN, THE NETWORK ITSELF WILL REMAIN NON-PARTISAN.

2.2.2 NO MEMBER OF THE NETWORK WILL MAKE A PUBLIC STATEMENT ON BEHALF OF THE NETWORK, OR ENGAGE IN ACTIVITIES IN THE NAME OF THE NETWORK, UNLESS THIS HAS BEEN AGREED TO BY THE STEERING COMMITTEE.

2.2.3 ALL MEMBER ORGANISATIONS OR GROUPS ARE FREE TO FOLLOW THEIR OWN ACTIONS IN THEIR OWN NAME, AT ANY TIME, AND SHALL NOT BE LIMITED BY THE NETWORK. THEY ARE EQUALLY FREE TO ENGAGE OTHER MEMBERS OF THE NETWORK TO ENGAGE THESE ACTIONS.

2.2.4 TERMINATION OF MEMBERSHIP:

2.2.4.1 THE CORE GROUP MAY TERMINATE THE MEMBERSHIP OF ANY PERSON OR LEGAL PERSON OR ORGANISATION OR GROUP WHO CONTRAVENES OR VIOLATES THE CODES OF BEHAVIOUR OUTLINED IN 2.1.1 AND 2.2 ABOVE.

2.2.4.2 ACTIVIST! MAY ON GOOD CAUSE OR BREACH OF THE CONSTITUTION BY A MEMBER TERMINATE HIS OR HER MEMBERSHIP PROVIDED THAT SUCH MEMBER MAY, WITHIN FOUR WEEKS OF THIS ACTION, NOTE AN APPEAL AGAINST SUCH DECISIONS, WHICH SHALL BE CONSIDERED AT THE NEXT GENERAL MEETING OF MEMBERS OR AT A SPECIAL MEETING SET UP FOR THIS PURPOSE.

2.2.4.3 A CORE GROUP MEMBER WILL NO LONGER HOLD OFFICE IF:

- HE/SHE GIVES WRITTEN NOTICE TO THE CORE GROUP OF HIS/HER INTENTION TO RESIGN;
- HE/SHE BECOMES OF UNSOUND MIND;
- HE/SHE SURRENDERS HIS/HER ESTATE AS INSOLVENT OR HIS/HER ESTATE AS SEQUESTERED;
- HE/SHE IS CONVICTED OF ANY CRIMINAL OFFENCE WHICH INVOLVES DISHONESTY;
- BY RESOLUTION OF A GENERAL OR SPECIAL MEETING OF THE ASSOCIATION HE/SHE IS REMOVED FROM HIS/HER OFFICE.

2.3 MEETINGS

2.3.1 ANY MEMBER OF ACTIVIST! MAY REQUEST THE CORE GROUP TO CALL A MEETING.

2.3.2 SPECIAL MEETINGS CAN BE HELD VIA PHONE, FAX, OR EMAIL.

2.3.3 NOTICE OF A MEETING WILL BE GIVEN TO ALL MEMBERS AT LEAST 7 DAYS PRIOR TO THE PROPOSED DATE OF THE MEETING, AND SHALL INCLUDE NOTICE OF THE MAIN AGENDA. AD HOC MEETINGS CAN ALSO BE CALLED WITH LESS THAN 7 DAYS NOTICE IN EXCEPTIONAL CIRCUMSTANCES, FOR EXAMPLE IF A RAPID RESPONSE TO AN ISSUE IS NEEDED.

2.3.5 MINUTES MUST BE KEPT OF ALL MEETINGS AND BE CIRCULATED TO ALL MEMBERS OF THE VOLUNTARY ASSOCIATION WITHIN A REASONABLE TIME PERIOD AFTER THE MEETING.

2.3.7 DECISION MAKING SHALL BE ACHIEVED THROUGH MAJORITY VOTE, NEGOTIATED CONSENSUS OR COLLABORATION.

2.4 MANAGEMENT

2.4.1 IN ORDER THAT DECISIONS CAN BE TAKEN FOR EXECUTIVE ACTION IN ACTIVIST! A CORE GROUP WILL BE CHOSEN TO REPRESENT MEMBERS' INTERESTS.

INDIVIDUALS WHO ARE ACTIVE MEMBERS AND ABLE TO MAKE MEANINGFUL CONTRIBUTIONS TO ACTIVIST!, ARE ALSO ELIGIBLE FOR ELECTION TO THIS CORE GROUP. THE CORE GROUP WILL BE ELECTED ANNUALLY AT THE ACTIVIST! ANNUAL GENERAL MEETING.

2.4.2 THE CORE GROUP CONSISTS OF NOT MORE THAN 10 AND NO LESS THAN 3 MEMBERS MANDATED BY MEMBER ORGANISATIONS, WITH A MAXIMUM OF ONE REPRESENTATIVE FROM ANY ONE ORGANISATION.

2.4.3 THE FUNCTION OF THE CORE GROUP WILL INCLUDE TAKING RESPONSIBILITY FOR THE FINANCIAL AND MANAGEMENT ASPECTS OF ACTIVIST!

2.4.4 MEMBERS OF THE CORE GROUP OR PEOPLE WHO WORK FOR ACTIVIST! WILL NOT BE HELD LIABLE FOR THE ACTIONS, OMISSIONS, LIABILITIES AND OBLIGATIONS OF THE ORGANISATION SOLELY BY VIRTUE OF THEIR STATUS AS MEMBERS OR OFFICE-BEARERS OF THE ORGANISATION.

2.5 PEOPLE WHO WORK FOR ACTIVIST!

2.5.1 ANY ADMINISTRATIVE AND CO-ORDINATING FUNCTIONS WILL BE SHARED BY ACTIVIST! MEMBERS AS THEY DECIDE AMONGST THEMSELVES

2.5.2 IF NEED BE, PEOPLE ARE EMPLOYED TO WORK FOR ACTIVIST! BY THE CORE GROUP.

2.5.3 THE CORE GROUP IS RESPONSIBLE FOR APPOINTING AND MANAGING STAFF AND HAS THE POWER TO DISMISS STAFF ACCORDING TO CURRENT EMPLOYMENT RULES.

3. UPDATING AND REVIEWING OF THE ACTIVIST! FOUNDING CONSTITUTION

3.1 THE ACTIVIST! CONSTITUTION MAY BE REVIEWED AND AS THE NEED ARISES, CHANGED, BY A RESOLUTION.

3.2 MEMBERS MUST VOTE ON CHANGES TO THE CONSTITUTION THROUGH A PROCESS OF NEGOTIATED CONSENSUS OR COLLABORATION - AN AGREEMENT TO A CERTAIN COURSE OF ACTION BY MEMBERS.

3.3 A WRITTEN ELECTRONIC NOTICE SHOULD GO OUT AT LEAST TWENTY-ONE (21) DAYS BEFORE THE MEETING AT WHICH THE CHANGES TO THE CONSTITUTION ARE GOING TO BE PROPOSED. THE NOTICE WILL ADDRESS THE PROPOSED CHANGES TO THE CONSTITUTION AND WILL INCLUDE THE TEXT OF THE PROPOSED ALTERATION.

3.4 THE CHANGE TO THE CONSTITUTION MAY ONLY BE ACCEPTED IF A CONSENSUS IS OBTAINED AT THE MEETING OR BY PROXY VOTE FOR THE CHANGE. MEMBERS WHO VOTE MUST INCLUDE THE CORE GROUP AND AT LEAST 10 MEMBERS WHO ARE ACTIVE IN PARTICIPATING IN THE MATTERS OF **ACTIVIST!**

4. INCOME AND PROPERTY

4.1 THE ORGANISATION WILL KEEP A RECORD OF EVERYTHING IT OWNS AND WILL FOLLOW ACCEPTED ACCOUNTING STANDARDS. ACCOUNTS ARE TO BE MANAGED BY ANOTHER PARTY DELEGATED BY THE CORE GROUP AND ARE TO BE INDEPENDENTLY AUDITED AND OPEN TO ALL MEMBERS UPON DEMAND.

4.2 A MEMBER OF THE ORGANISATION CAN ONLY CLAIM MONEY BACK FROM THE ORGANISATION FOR EXPENSES THAT HE/SHE HAS PAID FOR ON BEHALF OF THE ORGANISATION, OR WORK DONE FOR THE ORGANISATION. SUCH EXPENSES OR WORK MUST HOWEVER, BE AGREED TO BY THE ORGANISATION PRIOR TO EXPENDITURE.

4.3 THE ORGANISATION MAY NOT GIVE ANY OF ITS MONEY OR PROPERTY TO ITS MEMBERS OR OFFICE BEARERS. THE ONLY TIME IT CAN DO THIS IS WHEN IT PAYS FOR WORK THAT A MEMBER OR OFFICE BEARER HAS DONE FOR THE ORGANISATION.

4.4 MEMBERS OF THE ORGANISATION DO NOT HAVE RIGHTS OVER THINGS THAT BELONG TO THE ORGANISATION.

5. POWERS OF THE ORGANISATION

5.1 THE CORE GROUP MAY TAKE ON THE POWER AND AUTHORITY THAT IT BELIEVES IT NEEDS TO BE ABLE TO ACHIEVE THE OBJECTIVES THAT ARE STATED IN THIS CONSTITUTION.

5.2 THE CORE GROUP HAS THE POWER AND AUTHORITY TO RAISE FUNDS OR TO INVITE AND RECEIVE CONTRIBUTIONS ON BEHALF OF THE ORGANISATION.

5.3 THE CORE GROUP HAS THE POWER TO BUY, HIRE OR EXCHANGE ANY PROPERTY THAT IT NEEDS TO ACHIEVE ITS OBJECTIVES.

5.4 THE CORE GROUP HAS THE RIGHT TO MAKE BY-LAWS FOR PROPER MANAGEMENT, INCLUDING PROCEDURE FOR APPLICATION, APPROVAL AND TERMINATION OF MEMBERSHIP.

6. MEETINGS AND PROCEDURES OF THE CORE GROUP

6.2 ANYONE CALLING A MEETING SHOULD LET THE OTHER MEMBERS OF THE CORE GROUP KNOW THE DATE OF THE PROPOSED MEETING AS WELL AS TELL THE OTHER MEMBERS OF THE COMMITTEE WHICH ISSUES WILL BE DISCUSSED AT THE MEETING.

6.4 WHEN NECESSARY, THE CORE GROUP WILL REACH A CONSENSUS ON ISSUES.

6.5 MINUTES OF ALL MEETINGS MUST BE KEPT AND BE AVAILABLE FOR MEMBERS TO CONSULT.

6.6 IF THE CORE GROUP THINKS IT NECESSARY, THEN IT MAY DECIDE TO SET UP ONE OR MORE SUB-COMMITTEES AND TO CO-OPT MEMBERS IF NEED BE. THE SUB-COMMITTEE SHOULD REGULARLY REPORT BACK TO THE CORE GROUP ON ITS ACTIVITIES.

7. FINANCE

7.1 AN ACCOUNTING OFFICER SHALL BE APPOINTED. HIS OR HER DUTY IS TO AUDIT AND CHECK ON THE FINANCES OF THE ORGANISATION.

7.2 THE CORE GROUP WILL CONTROL THE DAY TO DAY FINANCES OF THE ORGANISATION. THEY SHALL ARRANGE FOR ALL FUNDS TO BE PUT INTO A BANK ACCOUNT IN THE NAME OF THE ORGANISATION AND MUST KEEP PROPER RECORDS OF ALL FINANCES.

8. ACTIVIST! CONSTITUTION

7.2.1 AT LEAST THREE MEMBERS OF THE CORE GROUP MUST BE SIGNATORIES ON THE ORGANISATION'S BANK ACCOUNTS;

7.2.2 THE FINANCIAL YEAR OF THE ORGANISATION SHALL END ON THE LAST DAY OF FEBRUARY EACH YEAR.

7.3 THE ORGANISATION'S ACCOUNTING RECORDS AND REPORTS MUST BE READY AND HANDED TO THE DIRECTOR OF NON-PROFIT ORGANISATIONS WITHIN SIX MONTHS AFTER THE FINANCIAL YEAR END.

7.4 IF THE ORGANISATION HAS FUNDS THAT CAN BE INVESTED, THE FUNDS MAY ONLY BE INVESTED WITH REGISTERED FINANCIAL INSTITUTIONS. THESE INSTITUTIONS ARE LISTED IN SECTION 1 OF THE FINANCIAL INSTITUTIONS (INVESTMENT OF FUNDS) ACT, 1984. OR THE ORGANISATION CAN GET SECURITIES THAT ARE LISTED ON A LICENSED STOCK EXCHANGE AS SET OUT IN THE STOCK EXCHANGE CONTROL ACT, 1985. THE ORGANISATION CAN GO TO DIFFERENT BANKS TO SEEK ADVICE ON THE BEST WAY TO LOOK AFTER ITS FUNDS.

9.. ANNUAL GENERAL MEETING

WE WILL HOLD AN ANNUAL GENERAL MEETING EVERY YEAR, AFTER THE END OF THE ORGANISATION'S FINANCIAL YEAR. THE QUORUM FOR THE ANNUAL GENERAL MEETING MAY BE MEMBERS OF THE CORE GROUP, AND AT LEAST 10 MEMBERS PRESENT IN PERSON OR BY PROXY.

10.. DISSOLUTION & WINDING UP

THE ORGANISATION MAY CLOSE DOWN IF AT LEAST TWO THIRDS OF ACTIVE MEMBERS PRESENT VOTE AT A MEETING CONVENED FOR THE PURPOSE OF CONSIDERING SUCH MATTER, AND ARE IN FAVOUR OF CLOSING DOWN.

9.1 WHEN THE ORGANISATION CLOSES DOWN IT HAS TO PAY OFF ALL ITS DEBTS. AFTER DOING THIS, IF THERE IS PROPERTY OR MONEY LEFT OVER, IT SHOULD BE GIVEN TO ANOTHER NON-PROFIT ORGANISATION THAT HAS SIMILAR OBJECTIVES. THE ORGANISATION'S GENERAL MEETING CAN DECIDE WHAT ORGANISATION THIS SHOULD BE.

THIS CONSTITUTION WAS APPROVED AND ACCEPTED BY MEMBERS OF ACTIVIST! AT A SPECIAL MEETING HELD ON

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Tuesday 16th March 2008



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