



GRASSLAND SOCIETY OF SOUTHERN AFRICA

CONSTITUTION

A copy of the current Constitution of the Grassland Society of Southern Africa (as of 12 July 2011) follows. The various policies and other documents referred to therein may be found on the GSSA website and/or by contacting the Administrator.

PREAMBLE

Unless it appears otherwise from the context, words importing any one gender shall include the other two and words importing the singular shall include the plural and vice versa.

NAME AND LEGAL STATUS

1. The name of the organization is the "GRASSLAND SOCIETY OF SOUTHERN AFRICA" hereinafter referred to as the "Society". The Society has perpetual succession and legal existence independent of its members who shall not be responsible for any liabilities of the Society and who shall have no right to any of the assets of the Society. The Society may sue and be sued in any court of law in its own name and may be represented in any legal proceedings by the members for the time being of the Society or by any other person or persons nominated or delegated for such purpose by the Society.

OBJECTS

2. The objects of the Society are:
 - (a) The promotion and advancement of the science and technique of grassland production;
 - (b) The creation of opportunities in Southern Africa for grassland and related scientists and technologists to confer and to exchange ideas in connection with their problems and experiences;
 - (c) The collection and dissemination of knowledge and information in the field of grassland production through the medium of conferences and publications;
 - (d) The encouragement of liaison with other societies with similar or common interests both in Southern Africa and abroad;
 - (e) The promotion of the work of grassland scientists and the rendering of mutual assistance in technical and other matters.
 - (f) The creation of a Trust Fund if and when, deemed necessary to further specific objects which would best be achieved by accumulating funds separately from those needed to meet the normal expenses of the Society.

OFFICIAL LANGUAGES

3. Use of language in the Society shall be governed by the OFFICIAL LANGUAGE POLICY determined by Council.

MEMBERSHIP

4.
 - (a) The membership of the Society shall consist of Honorary Members, Ordinary Members, Life Members and Member Institutions (hereinafter collectively referred to as Full Members), and Associate Members. Professional Members are also Full Members, but are governed by the PROCEDURE FOR THE FUNCTIONING OF THE PROFESSIONAL REGISTER OF THE GRASSLAND SOCIETY OF SOUTHERN AFRICA and the provisions of Paragraph 11 herein.
 - i. An Honorary Member shall be a person whom the Society wishes to honour by reason of meritorious services rendered for the realization of the objects of the Society or by reason of his eminence in science.
 - ii. Ordinary Members are persons who are or were engaged in research, teaching, extension or administration in grassland science or in commerce involving grassland production, or who are concerned with the practical application of grassland production, provided that an applicant: either holds at least a Bachelor's degree in an Agricultural or Biological science of a University or University of Technology recognised by the Council, or can be admitted to this status by the Council on the grounds of knowledge of, or his contribution to the advancement of a branch of grassland science or production provided that the application is supported by a properly motivated recommendation from at least two Full Members of the Society. Prospective members with national diplomas in agriculture and/or biological sciences may be accepted as Ordinary Members, with the current required written motivation.
 - iii. Member Institutions are suitable institutions or organizations accepted by the Council as Member Institutions. Two representatives from each Member Institution shall be authorised to enjoy the privileges of Full Members.
 - iv. Associate Members shall be persons interested in Grassland practice, and who apply for membership in a manner prescribed by Council. No qualification is required.
 - v. *Bona fide* student members who are not in full time employment are eligible to pay the fee associated with Associate Membership for a maximum of three years. Thereafter they automatically become Ordinary Members

provided they comply with the requirements for this membership category.

- vi. A Farmer's Study Group, or Grassland Group, may be admitted as an ordinary member on the grounds of its interest in the advancement of a branch of grassland science or production, provided that the application for membership received from such a group is supported by a properly motivated recommendation from at least two full members of the Society.
 - vii. Any Professional, Ordinary or Associate Member on reaching the age of 60 and retiring from their profession may elect to become a Retired Member at a reduced rate provided they choose not to receive the journal.
- (b)
- i. A candidate for membership shall make his application on such form as from time to time be prescribed by the Council. The application shall be supported by any two full members of the Society acting as proposer and secondary. The form shall then be forwarded to the Secretary for submission to the Council at its next meeting.
 - ii. Acceptance of an application shall be within the absolute discretion of the Council.
 - iii. On acceptance of his application, every new member shall be duly notified by the Secretary of his election to the Society and furnished with a copy of the Constitution and shall be considered bound by its provisions and any amendments thereto.
 - iv. Subject to Paragraph 11 the names of all members duly elected shall be entered according to class of membership on a list of members of the Society which shall be known as the Register.
 - (c) Any member may resign from the Society by submitting a written resignation to the secretary.
 - (d) The Council may terminate the membership of any member whose continued membership would, in its opinion, be contrary to the interests of the Society.
 - (e) Cessation of membership of the Society for any reason shall entail forfeiture of all rights to funds and assets of the Society.
 - (f) Honorary members shall be elected as provided under Paragraph 12(c).

COUNCIL

- 5.
- (a) The Council shall consist of:
 - i. The President,
 - ii. The Vice-President,
 - iii. The immediate Past President,
 - iv. An Honorary Secretary,
 - v. A Public Relations Officer,
 - vi. An Honorary Treasurer,
 - vii. An appointed Scientific Editor,
 - viii. An appointed Publication Editor,
 - ix. An appointed Website Editor and
 - x. Four additional members.
 - (b) Subject to Paragraph 8(h), with the exception of the Vice-President, and appointed Editors,

Councillors shall be elected biennially at and by the Annual General Meeting of the Society. Nominations shall be in writing at a time before the Annual General Meeting as stipulated in 5(a)(i) and subject to a vetting process by the Council as stipulated in 5 (a)(ii), properly seconded by a Full member and accompanied by a written statement by the nominee that he is prepared to accept office.

- i. Nominations for additional members shall be received by the Honorary Secretary at least 1 hour before the Annual General Meeting, while nominations for the Honorary Secretary, the Public Relations Officer, and the Honorary Treasurer shall be received at least 21 days before the Annual General Meeting.
- ii. Nominees for the positions of Honorary Secretary, Public Relations Officer, and Honorary Treasurer shall undergo a vetting process by the Council of the Society to ascertain that the nominee possesses the skills and resources necessary, in the opinion of the Council, for the fulfilment of the duties required of that position on Council for which they have been nominated.
- (c) The Members of the Council shall continue in office until after the Annual General Meeting and Congress at which their Successors are elected.
- (d) The newly elected Council members shall take office immediately after the Annual General Meeting and/or Congress at which it is elected.
- (e) The Vice-President shall be elected each year and serve a term of one year. Should a member of the existing Council be elected Vice-president, their replacement will be appointed under Paragraph 5 (h).
- (f) All retiring Councillors shall be eligible for re-election, except the retiring President, who shall not be eligible for re-election for the ensuing term, but shall remain on the Council as Immediate Past President. The President's office shall be automatically filled by the retiring Vice-President, except where his post has been filled by an appointment as in paragraph 5(h) when the President for the ensuing year shall be elected at the Annual General Meeting.
- (g) Two of the additional members shall retire each year.
- (h) In the event of a vacancy occurring during the year, the Council shall have power to appoint a Full Member to fill the vacancy for the remainder of the term.
- (i) Council has the power to co-opt one or more members for specific purposes.
- (j) The retiring Council shall appoint the Scientific and Publication Editors at the last meeting of their term.
- (k) The Scientific and Publication Editors are empowered to nominate additional Assistant Editorial Committees to be approved by Council.
- (l) Only Full Members are eligible to serve on Council.

FUNCTIONS OF THE COUNCIL

6. Subject to the Constitution, the Council shall manage and administer the affairs of the Society under such directions as may be given from time to time by the General Meeting and the Council shall have the following powers and special duties:
- (a) The President shall take the Chair at General Meetings, Congress, and meetings of the Council, or in his absence the Vice-President. In the absence of both these officers the meeting shall elect a chairman for the occasion.
 - (b) The council shall cause minutes to be kept of all meetings of the Society, the Council, committees and Congresses.
 - (c) All funds, assets and property, fixed or otherwise, of the Society, and the acquisition, administration or disposal thereof shall be vested in the Council.
 - (d) The Council may authorise, on such conditions as it may prescribe, such of its members as it may from time to time deem necessary, to sign any contract or other document which shall be binding on the Society. All cheques or withdrawals drawn on behalf of the Society must be signed by two signatories appointed by Council. Council may appoint a maximum of four signatories.
 - (e) All moneys received by the Society shall be deposited, without undue delay, in such financial institution as the Council may decide. True accounts shall be kept of all moneys received and expended and of the assets and liabilities of the Society.
 - (f) The Council shall have power to employ and to determine the remuneration or fees, if any, which shall be payable to members of the Society, officers or servants as well as the nature of the disbursements which shall be refunded to members in connection with work done on behalf of the Society.
 - (g) The Council shall make arrangements for the editing and publishing of Proceedings and Papers of the Society and shall decide what matter shall be included therein.
 - (h) The Council may recommend the establishment of branches of the Society in such places as it may please. The constitution of such a branch of the Society shall not come into force or effect until such time as it is sanctioned by a General Meeting.
 - (i) The Council may appoint committees for such purposes as it may deem fit. The President and Secretary of the Council shall ex officio be members of all committees. In addition the Council may appoint one or more members to outside committees or organisations to represent the Society.
 - (j) The council may by Resolution make Rules not inconsistent with the Constitution for the proper conduct of the business and affairs of the Society. These will be published annually.

- (k) The Council shall submit to each Annual General Meeting, a report on the activities of the Society and an audited statement of accounts for the preceding year. The Council shall appoint the auditor.
- (l) The Council shall meet as often as it may deem necessary but not less than once per annum. At all meetings of Council four members shall constitute a quorum.
- (m) Subject to paragraphs 8(h) and 12(c) matters brought before Council shall be decided by a majority vote and in the event of an equality of votes the Chairman shall have a casting vote in addition to a deliberative vote.

EXECUTIVE COMMITTEE

- 7.
- (a) The Executive Committee shall consist of the President, Vice-President, Immediate Past President, Secretary, Public Relations Officer, Treasurer and appointed Scientific and Publication Editors.
 - (b) This Committee shall possess all the powers and exercise all the functions delegated to it by the Council.
 - (c) The Executive Committee shall normally meet at least once every quarter and three members shall constitute a quorum.

GENERAL MEETINGS AND CONGRESSES

- 8.
- (a) The Annual General Meeting and the Congress of the Society shall be held annually at such a place as the Annual meeting may determine.
 - (b) A Special General Meeting of members may be called at any time by the Council if deemed necessary.
 - (c) The notice convening a General Meeting, together with the agenda, shall be dispatched to all members at least twenty-one days before the date of the meeting. The non-receipt of such notice by a member shall not invalidate the proceedings of such a meeting.
 - (d) At General Meetings and Congresses, 10 % (ten percent) of the total number of members in good standing of the Society shall form a quorum. The total number of members in good standing will be provided to the President of the Council by the Administrator three hours before the Annual General Meeting is scheduled to begin.
 - (e) At General Meetings and Congresses, every Full Member in good standing who is present shall have the right to vote. Associate Members present may take part in the discussions but shall not be entitled to vote. In the event of the votes at a General Meeting being equal, the Chairman shall have a casting in addition to a deliberative vote.
 - (f) Notices of Motion on constitutional changes to be placed before a General Meeting must reach the Secretary, in writing, at least 40 days before the date of the meeting.

- (g) Only the business for which a Special General Meeting is called shall be dealt with by the meeting.
- (h) Subject to Clauses 8(e) and 10 of the Constitution, a majority of votes shall decide any business before a general meeting or Congress. Voting shall be by a show of hands, except in the case of the election of office bearers under Paragraph 5(b) which will be by secret ballot of the Full Members present.

SUBSCRIPTION FEES

- 9.
 - (a) All Members of the Society, with the exception of Honorary Members, shall be required to pay subscription fees. Annual subscription fees shall be decided by the Council. Associate and retired Full Members, as well as qualifying spouses of Members, will pay a reduced fee at the discretion of Council.
 - (b) Annual subscriptions become due and payable to the Honorary Treasurer on 1 January of each year and must be paid on or before 31 March of each year. Any member whose subscription is not paid within three months of the due date shall not be entitled to any of the privileges of membership after the expiration of this period.
 - (c) When a Member is elected at any stage of the financial year he shall be liable for the full subscription of that year, except when he is elected during the last three months of the year, in which case he shall be required to pay the full subscription for the succeeding year only.
 - (d) The Council, may, at its discretion, require the payment of a congress fee from those Members who attend the Annual Congress.
 - (e) Official receipts shall be issued for all membership fees received in cash.

AMENDMENT TO CONSTITUTION

- 10. This Constitution may be amended or amplified at a General Meeting, whether Annual or Special, called for that purpose provided that no amendment or amplification shall be made unless due notice of the amendment has been given to the members as provided in Clause 8(c) and the votes of two thirds of the members present and entitled to vote at such meetings are recorded in favour of such amendment or amplification.

GENERAL

- 11. Professional Register
Council will appoint a Professional Affairs Committee (PAC) responsible for the definition and interests of the professional status of the Society. The PAC will determine qualification for, and process applications from, any Full Member for entry onto the Professional Register. Members accepted to this Register will pay a premium subscription determined by Council. Such members will be entitled to use the letters M.G.S.S.A. (Member of the Grassland

Society of Southern Africa) in their signature, letters and correspondence and are governed by the PROCEDURE FOR THE FUNCTIONING OF THE PROFESSIONAL REGISTER OF THE GRASSLAND SOCIETY OF SOUTHERN AFRICA.

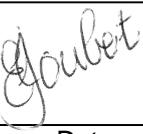
- 12. Awards
 - (a) Council may, at its annual Congresses, award prizes to members of the Society for meritorious achievement. Adjudication will be by a panel selected by the Executive Committee.
 - (b) Subject to 12(c) Council may honour any person whom it deems to have made an outstanding contribution to the realisation of the objectives of the Society. Such awards are described in the CRITERIA FOR GRASSLAND SOCIETY OF SOUTHERN AFRICA AWARDS. Properly motivated recommendations supported by at least three Full Members in good standing, may be forwarded to the Secretary, in writing, for submission to the Council at its next meeting.
 - (c) Honorary Membership together with the Non-Congress Awards as described in CRITERIA FOR GRASSLAND SOCIETY OF SOUTHERN AFRICA AWARDS will be conferred only by secret ballot of members present at a Council meeting, notice having been given at the previous meeting of the proposal to bestow such awards. Not more than one dissenting vote is permitted for the award to be conferred.
 - (d) The conferring of Society Honours shall be announced only on the occasion of the Annual General Meeting or Congress.
- 13. The financial year of the Society shall extend from the first day of October to the 30th day of September of the following year.
- 14. The retiring President shall be required to deliver his presidential address during the Annual Congress.
- 15. In the event of the Society having to control any trust moneys, wholly or in part, and the constitution of such funds stipulate that they be controlled by Trustees, such persons as may be nominated by the Council, shall act as the trustees of such funds.
- 16. Each member of the Council shall be accountable only in respect of his own acts, and shall not be accountable for any acts done or authorized to which he shall not have expressly assented, and no member of the Council shall incur any personal liability in respect of any loss or damage incurred through any act, matter or thing done, authorized or suffered by him, done in good faith for the benefit of the Society, although in excess of his legal powers.
- 17. In case of any doubt as to the meaning or import of any portion of the Constitution, the

interpretation of the Council shall be final and binding.

18. Should any emergency arise necessitating the Council in the interest of the Society taking action not covered by the Constitution, the Council shall have the power to take such action as may be necessary and it shall report the nature of such action to the members as soon as possible.
19. Should the Society be dissolved for any reason whatsoever, its assets, fixed or otherwise, shall be donated to a similar society or institution which has been exempted from income and donation taxes.

Signed by: President (Sigrun Ammann)

Date
4 August 2017
Signed by: Honorary Secretary (Heleen Els)

Date
4 August 2017
Signed by: Administrator (Erica Joubert)

Date
4 August 2017