
PHOKWANE DEVELOPMENT FORUM (PDF)
FOUNDING DOCUMENT/CONSTITUTION
JUNE 2019



FOUNDING DOCUMENT/CONSTITUTION

INTRODUCTION

Phokwane community is a rural settlement situated about 150 km south of the city of Polokwane in the province of Limpopo. The community has a significant population spread across 20 villages all under a paramount chief. Although the community and the periphery are relatively and comparatively developed with little signs of dysfunctionality, infrastructure is lagging behind and most young people are unemployed due to absence of meaningful economic entities in the area. It is therefore necessary to form a Non-Profit Organisation (NPO) to fill service delivery gaps and act as a lobby group to the municipality and government in general on behalf of the community.

1. NAME

1.1 The organisation hereby constituted will be called Phokwane Development Forum

1.2 The organisation's shortened name will be PDF

2. 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; and
- Be able to sue and be sued in its own name.

3. VISION

To be one of the leading community development organisations in the country.

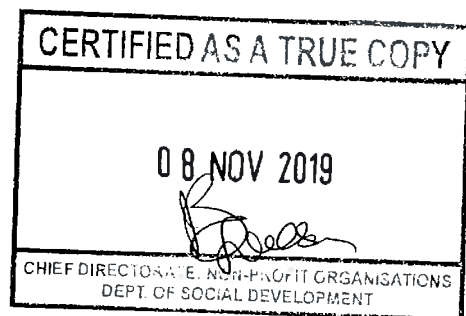
4. MISSION

Good corporate governance;
Accountability, openness and transparency;
Stakeholder involvement and engagement.

5. STAKEHOLDERS

The stakeholders of PDF are as follows:

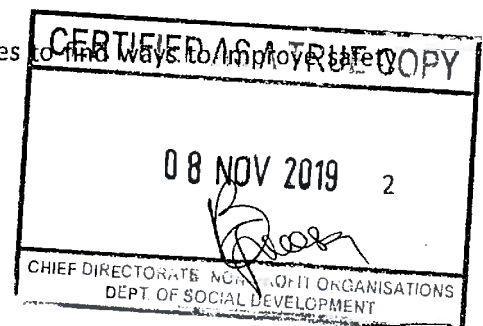
- Community of Phokwane and the periphery;
- Phokwane Royal Council;
- Phokwane Traditional Council;
- Makhuduthamaga Local Municipality;
- Sekhukhune District Municipality;
- Local businesses;
- Churches and religious organisations;
- Schools and day-care-centres;
- South African Police Services (SAPS);
- Clinics and health services;
- Funeral services;
- Contractors in municipal projects; and
- Women, youth, and people with disabilities.



6. OBJECTIVES

The main objective of Phokwane Development Forum (PDF) is the general socio-economic and cultural development of the community with a specific focus on the following:

- Mobilising donor funds and grants for the building of identified infrastructure as well as the refurbishment of the existing but aging infrastructure. This includes roadways, clinics, schools, community halls, day care centres etc. that have deteriorated with time;
- Small business development for job-creation targeting mainly the youth;
- Recruiting investors into the community, including shopping malls, in order to boost the local economy and create jobs;
- Helping to grow the economy of Phokwane and its settlement areas through the establishment of business partnerships which are intended to create small, medium, and micro enterprises (SMMEs);
- Providing entrepreneurial vigour and acumen in nearly every area of the local economy;
- Training and capacity-building for youth empowerment in collaboration with the Sector Education Training Authorities (SETA) and other institutions for empowerment;
- Creation of sporting as well as recreational facilities and activities in the community;
- Initiating social and cultural activities for social cohesion;
- Assisting vulnerable children, orphans, and people with disabilities in the community to lead normal lives by mobilising funds for the building of care centres and finding ways to maintain them sustainably;
- Helping to identify and address social ills such as drug addiction, crime and teenage pregnancies;
- Assisting needy school children with basic essentials like uniform, shoes and sanitary supplies for girls;
- Assisting to open computer literacy programmes for learners at primary and secondary schools;
- Assisting to open early childhood centres in line with the Department of Education standards;
- Assisting schools with resources to promote awareness on substance abuse;
- Revitalisation and care and maintenance of heritage sites including old church buildings of historical significance, graveyards, and other monuments in the community that need protection as well as care and maintenance for the sake of future generations;
- Embarking on initiatives and activities for the remembrance and celebration of distinguished individuals and national icons in Phokwane in order to inspire the community, youth and children in particular;
- Acting as a lobby group to engage the municipality and the traditional authority on development of infrastructure in the community;
- Promoting environmental awareness and initiating programmes for the care of the environment;
- Collaborating with the law-enforcement authorities to find ways to improve safety and security in the community;



- Participating in initiatives to prepare our community and the youth for the fourth industrial revolution by promoting tech savvy initiatives within our schools through partnering with technology companies;
- Creating the necessary medium of communication to ensure that all the villages of Phokwane and settlement areas share vital information on important developments in the community e.g. Radio Station or newspaper.

7. INCOME AND PROPERTY

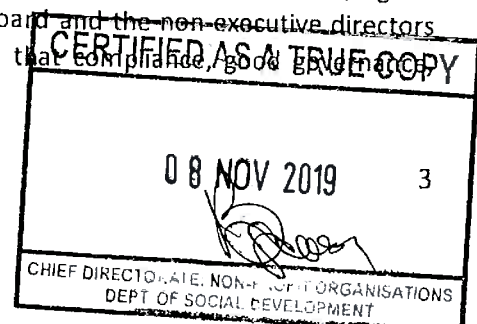
- 7.1 The organisation will keep a record of everything it owns;
- 7.2 The organisation may not give any of its funds or property to its members or office bearers unless for work done for the organisation;
- 7.3 A member of the organisation can only receive money from the organisation for expenses paid on behalf of the organisation and receipts must be produced for this;
- 7.4 Members or office-bearers of the organisation will not have rights over assets of the organisation.

8. MEMBERSHIP AND GENERAL MEETINGS

- 8.1 Any member of the community above the age of eighteen (18) years is eligible to be a member and can easily request for registration on the WhatsApp communication platform by the administrator
- 8.2 No qualifications are necessary to be a member of the organisation
- 8.3 Members shall have the privilege to obtain information about activities of the NPO and to make inputs on possible projects and how the organisation must be run
- 8.4 Members shall be entitled to voting rights in the Annual General Meetings
- 8.5 Membership has no personal benefits and members are expected to support the initiatives of the organisation and also attend important annual meetings and events
- 8.6 Members may from time to time be asked to make financial contributions towards the running of the organisation, however, those who cannot afford will not be compelled to do so
- 8.7 No membership fees are payable to become a member of the organisation
- 8.8 Membership can be terminated by the group communication platform administrator in the event where a member has seriously violated the rules of membership
- 8.9 A member whose membership has been terminated shall have a recourse to appeal to the Management Committee/Executive Committee and each case shall be treated on its merits.

9. BOARD OF DIRECTORS

The board of directors is the highest decision-making body of the organisation and members will be drawn from disciplines like law, business, town planning, medicine, engineering, project management, education, traditional affairs etc., and shall not be more than 25 in number. The purpose of a relatively big board is to have inclusivity as well as sufficient human capital within the organisation for both operational and strategic goals. Also, for a community development organisation in a big community with multiple challenges like Phokwane, a good oversight capacity is essential. The chairman of the board and the non-executive directors specifically, assisted by external auditors; will ensure that compliance, good governance, ethics, discipline, etc. are a norm in the organisation.



The board shall have a non-executive chairperson who will provide oversight and assist to instil discipline and order in the organisation. The board shall also have a Chief Executive Officer (CEO) who will ensure that the entire organisation is functioning properly and all directors of sub-committees perform according to their mandates. The CEO shall also call board meetings, chair such meetings and be in charge of the day-to-day running of the organisation in between board meetings. The CEO shall steer the organisation in the right direction and ensure that it fulfils its vision, mission, and objectives.

8.1 Portfolios of the Board of Directors

The board shall have directorates/portfolios each headed by an executive director. Executive directors will ensure that they appoint well-qualified individuals within the organisation to sub-committees for their specific portfolios. Directorates/portfolios will be as follows:

Director: Projects

Director: Financial Management & Internal Audit

Director: Government Relations and Traditional Affairs

Director: Communication & Public Affairs

Director: Infrastructure Planning

Director: Small Business Development & Agriculture

Director: Community Relations and Consultations

Director: Women, Children and People with Disabilities

Director: Youth Development & Empowerment

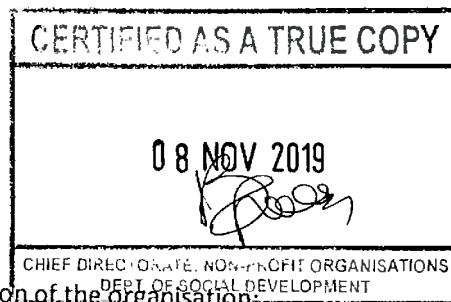
Director: Health & Environment

Director: Safety and Security

Director: Education, Arts, Culture & Recreation

8.2 General Duties of the Board of Directors

- Strategic directions i.e. vision and mission of the organisation;
- Corporate governance;
- Technical and strategic advice;
- Government and corporate networking;
- Advocacy vis-a-vis municipality, traditional authorities, and government in general on socio-economic development in the community;
- Assisting with ideas for ITC (e.g., Internet/Wi-Fi connectivity) and the Fourth Industrial Revolution infrastructure to prepare youth for the future of high-tech;
- Protecting the interests of the people of Phokwane;
- Job creation for the youth;
- Fund-raising from business, government and international donor organisations;



- Oversight to ensure that the organisation complies with regulatory and ethical requirements.

The board shall serve for an effective period of five (5) years after which a new board will be elected by a show of hands at an Annual General Meeting (AGM). Members of the board can be re-elected for an unlimited number of terms for as long as they are willing and available to serve the community.

Any member of the board can be removed by the board by a show of hands in the event of misconduct or incapacity. Should there be a deadlock in the voting, the chairman of the board shall have a casting vote. Any member of the board removed shall have a recourse to appeal to the chairman of the board in writing and it shall be the prerogative of the chairman to call a board meeting and consider the appeal of the affected board member. The chairman shall also have the prerogative to dismiss the appeal or reinstate the removed board member.

8.3 Board Meetings and Quorum

The board shall meet twice annually to review the performance of the organisation and chart the way forward with new mandates to the Executive Committee. At each meeting, two thirds of members present shall constitute the quorum however, should the quorum not materialise, the chairman of the board shall exercise his discretion.

9 MANAGEMENT COMMITTEE (MANCO) AND DUTIES OF OFFICE-BEARERS

The main function of the Management Committee is to manage the day-to-day activities of the organisation under the supervision of the board of directors. It is also the planning and executing arm of the organisation. The management committee will report to the board and shall not implement any programme not ratified by the board. The management committee shall have not less than ten (10) members with the core comprising the chairperson, deputy chairperson, secretary, deputy secretary, and treasurer. The rest will be additional members who will serve to strengthen the committee with additional capacity.

9.1 Chairperson

The chairperson shall:

- Direct the day-to-day activities of the organisation;
- Ensure that the constitution is upheld;
- Ensure that agreed tasks are carried out;
- Make decisions between meetings;
- Chair meetings and ensure order and discipline in such meetings;



9.2 Vice Chairperson

The vice chairperson shall always assume the role and responsibilities of the chairperson in his/her absence.

9.3 Secretary

The secretary will be in charge of taking and circulating minutes, preparing agendas for meetings, distributing information to members, and keeping members up-to-date about dates for other meetings and events.

The secretary shall:

- Prepare an agenda in consultation with the chairperson;
- Arrange and book venues for meetings and events;
- Send notice of meetings and agenda to members so that they will receive them at least a week before the meeting takes place;
- Record minutes of meetings;
- Attend to all incoming and outgoing correspondence;
- Make calls and gather information;
- Maintain minutes and records in filing systems;
- Keep diary of forthcoming events;
- Ensure that there are attendance registers in meetings.

9.4 Treasurer

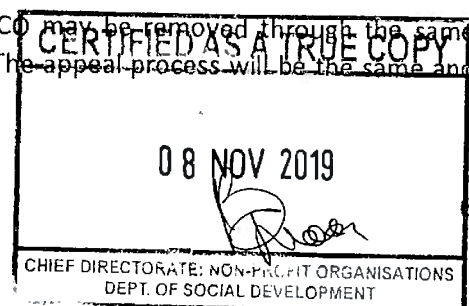
The treasurer shall look after the organisation's income and expenditure by always keeping financial records up to date, keeping track of receipts and bank statements and preparing reports on income and expenditure. The treasurer shall also be responsible for budgeting for the organisation and also preparing annual financial statements that must always be audited by an independent person.

The treasurer shall:

- Operate clear and accurate bookkeeping system on the finances of the organisations;
- Be responsible for handling the finances of the organisation, but not necessarily the fund-raising;
- Be one of the three office-bearers of the committee authorised to draw money from the bank;
- Prepare financial reports before meetings;
- Ensure that all approved bills are paid;
- Present a report at meetings of money paid into the account;
- Bring all accounting books to the meetings so that he/she can answer all questions;
- Prepare financial statements for audit before the Annual General Meetings (AGM);
- Present balance sheets and financial statements at the AGMs after they have been audited.

MANCO will also run the organisation for a period of five (5) years in alignment with the board. Members of MANCO can be re-appointed to the committee for as long as they are available and willing to serve the community. There is no limit to the number of terms that a member of MANCO can serve in the committee.

In the event of a misconduct, a member of MANCO may be removed through the same procedure that a board member can be removed. The appeal process will be the same and everything must be handled by the board.



9.5 Rules for convening and conducting meetings

The management committee shall hold at least two ordinary meetings each year and the rest of the management meetings shall be held at least once per month to discuss projects and project implementation. More than fifty percent of the members present in the meeting shall form a quorum however, should a quorum not materialise, the chairman may decide on the merit of each case whether the meeting proceeds or not. The chairperson will be responsible for the chairing of meetings and should he not be available, the deputy chairperson will act in his capacity. In the absence of both the chairperson and his deputy, the committee shall decide who among them will chair the meeting.

The chairperson, or two members of the committee, can call a special meeting if they want to. But they must let the other management committee members of the proposed meeting not less than twenty one (21) days before such a meeting is due to take place. They must also inform the other members of the committee which issues will be discussed at the meeting. If, however, one of the matters to be discussed is to appoint a new management committee member, then those calling the meeting must give the other committee members not less than thirty (30) days' notice of the meeting.

Members of the MANCO must advise the secretary at least three (3) days in advance if they will not be able to attend scheduled meetings.

If the management committee thinks it is necessary, then it can decide to set up one or more sub-committees in order to get work done quicker with more capacity. There must be at least three (3) members in each sub-committee and the sub-committees must report regularly to MANCO on their activities.

Minutes of all meetings held must be kept safely and always be on hand for members to consult.

10 COMMITTEE OF ADVISORS

The Committee of Advisors is a selected group of retired individuals based in the community with knowledge and expertise on a wide range of community issues and dynamics. Their function will be to advise MANCO and the board on the following pertinent issues:

- Culture and heritage;
- History and protocol;
- Local schools and state of education;
- Land use and agriculture;
- Graveyards and road infrastructure;
- Churches and religion;
- Crime and community policing; and
- Environmental pollution and noise.

This committee will also be invited to board meetings and annual general meetings. The committee may also, from time to time if necessary, be invited to the meetings of MANCO as



well as the board to participate in discussions of programmes. Participation in the committee of advisors shall be solely by invitation from the MANCO and the board.

11. ANNUAL GENERAL MEETINGS (AGM)

The Annual General Meeting must be held once per year before the end of the organisation's financial year. The following business of the organisation must be dealt with at the AGM:

- Chairperson's report;
- Treasurer's report;
- Changes to the constitution that members may want to make;
- Elect new office bearers;
- Discuss issues in general.

12. FINANCES

- 12.1 The organisation's financial transactions shall be conducted by means of a banking account;
- 12.2 An accounting officer must be appointed at the annual general meeting and his duty is to audit and check the finances of the organisation;
- 12.3 The treasurer must keep proper records of all the finances of the organisation;
- 12.4 Whenever funds are withdrawn from the account, the chairperson and at least two other members of the organisation must sign the withdrawal or cheque;
- 12.5 The financial year of the organisation ends on 31 March;
- 12.6 If the organisation wishes to invest funds, the funds must be invested with a registered financial institution. Pyramid schemes, Ponzi schemes, stokvels, and other informal or quasi-legal investment schemes should be avoided at all times.
- 12.7 Funds of the organisation may be used for material, furniture, hiring of equipment, salaries for work done, catering and hire of venues or any other spending that will be approved by the board of directors.

13. THE CONSTITUTION AND ITS AMENDMENT

- 13.1 The constitution can be amended by a resolution adopted by the board of directors and ratified by members in the Annual General Meeting. The resolution must be agreed upon and passed by not less than two thirds of the board of directors. The board must vote at this meeting to change the constitution.
- 13.2 A written notice must go out not less than fourteen (14) days before the meeting at which the changes to the constitution are to be proposed. The notice must indicate the proposed changes to the constitution that will be discussed at the meeting;
- 13.3 No amendments may be made which would have the effect of making the organisation cease to exist.

CERTIFIED AS A TRUE COPY

08 NOV 2019

CHIEF DIRECTOR OF NON-PROFIT ORGANISATIONS
DEPT OF SOCIAL DEVELOPMENT

14. **WINDING UP**


- 14.1 The organisation may close down if at least two-thirds of the members present and voting at a board meeting convened for the purpose of considering such a matter and are in favour of closing down.
- 14.2 When the organisation closes down, it has to pay off all its debts. After this, if there is property or money left over it should not be paid or given to members of the organisation. It must instead be given to another non-profit organisation with similar objectives. The board of directors can decide what organisation to transfer the funds to.

15. **ADOPTION OF THE CONSTITUTION**

This constitution was approved and accepted by members of Phokwane Development Forum

at a special meeting held on 24 July 2019

Chairperson 

Secretary 

Treasurer 