

CONSTITUTION of **Clever Kids Homework Centre**

Helping kids grow

Updated 18 July 2020

PREAMBEL

The Vision of Clever Kids Homework Centre is for Healthy, growing kids who know they are loved by God, who are equipped with the basics of education, and who are motivated about their future – schooling; healthy lifestyles;
Gods plan for their lives.

Helping Kids Grow

- **Grow in education**
- **Grow in the knowledge of health (physical, emotional)**
- **Grow in the knowledge of God**

1. NAME

1.1 The organisation hereby constituted will be called **Clever Kids Homework Centre**

1.2 Its shortened name will be **Clever Kids** (hereinafter referred to as the organisation).

1.3 Body corporate

Clever Kids is a voluntary association which shall:

- a) Exist in its own right, separately from its members.
- b) Continue to exist even when its membership changes and there are different office bearers.
- c) Be able to own property and other possessions.
- d) Be able to sue and be sued in its own name.
- e) Be able to sign contracts and enter into other relationships.

2. OBJECTIVES

2.1 a) **Clever Kids'** main objectives are to provide primary and high school children with a safe place, a family atmosphere and a nurturing attitude where they receive Homework support and tutoring in all subjects and also learn about health and hygiene issues under the umbrella of God's love, to build self-esteem and confidence in each child. Our services are provided especially to children from disadvantaged communities with a special but not exclusive focus on Masiphumelele.

This objective shall be reached by the following activities:

- To create a safe, positive and loving environment for children after school
- To provide a meal
- To assist with their homework
- To teach and tutor learners who have fallen behind in a subject to catch up and succeed
- To foster a positive attitude towards learning
- To encourage good hygiene, good nutrition for healthy development

- To provide activities that encourage children to develop new skills and interests, think critically, make decisions and solve problems.
- Use of games and activities to promote social, emotional and physical growth
- Literacy - Reading support through a variety of activities aimed at improving literacy and language acquisition and encouraging a love of reading
- Bible story readings to foster spiritual growth
- To educate parents in various areas that concern the children
- To provide skill trainings and capacity for the local community in children's education

(b) To serve as a platform to facilitate, coordinate and assist voluntary short-term missionary work in South Africa;

(c) any other public benefit activity as set out in the Ninth Schedule of the Income Tax Act No. 58 of 1962 ("Income Tax Act") as may be amended from time to time.

2.2 Clever Kids secondary objectives will be to work in collaboration with other organisations that mainly deal with community development and transformation or the main objectives mentioned above.

3. INCOME and PROPERTY

3.1 Clever Kids will keep a record of everything it owns.

3.2 Clever Kids 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 Clever Kids. The payment must be a reasonable amount for the work that has been done.

3.3 A member of Clever Kids can only get money back from Clever Kids for expenses that she or he has paid for or on behalf of Clever Kids.

3.4 Members or office bearers of Clever Kids do not have rights over things that belong to Clever Kids.

3.5 Clever Kids may buy or lease property for the purpose of the objectives mentioned above. The property is not to be used for trading purposes.

3.6 Clever Kids might buy, lease and operate vehicles as cars, buses, etc. incl. equipment to reach the objectives mentioned above.

3.7 Clever Kids may handle donations designated to particular members in ministry and if necessary, may deduct no more than 10% to cover Bank charges and Book keeping, etc., for which it might have to pay.

4. MEMBERSHIP and GENERAL MEETINGS

4.1 If a person wants to become a member of Clever Kids, she or he will have to ask Clever Kids Management Committee. The Management Committee has the right to say no.

4.2 Members of Clever Kids may consist of persons occupied in ministries related to the objectives of Clever Kids.

4.3 Those on the Management Committee of Clever Kids shall also be regarded as Members of Clever Kids.

4.4 Members of Clever Kids must attend its annual general meetings. At the annual general meeting members exercise their right to determine the policy of Clever Kids.

4.5 Members or office bearers shall not become liable for any of the obligations or liabilities of Clever Kids solely by virtue of their status as members or office bearers of Clever Kids.

4.6 Members and office bearers shall not become personally liable for any loss suffered by any person as a result of an act of omission, which occurs in good faith while the member or office bearer is performing functions of or on behalf of Clever Kids.

4.7 Clever kids can decide whether to allow other organisations or institutions that are interested in helping achieve its objectives to become members.

4.8 Each member organisation must appoint someone to represent it. That person will vote on its behalf at the meetings.

4.9 Termination of membership. If the management committee has a good reason to do so, and if all of the management committee members agree, it can terminate any individual or member Organisations membership. The individual, or the appointed representative of the member organisations, has the right to be heard by the committee. When the hearing takes place, the person or member organisations representative can bring an outside person along if she or he wants to. The hearing must take place before Clever Kids makes a final decision.

5. MANAGEMENT

5.1 A Management Committee will manage Clever Kids. The Management Committee will be made up of not less than 5 members who are in good standing in the Evangelical Protestant Christian Community. They are the office bearers of Clever Kids.

At least three persons who accept fiduciary responsibility for the public benefit organization will not be connected persons in relation to each other, and no single person directly or indirectly controls the decision making powers relating to such organization.

5.2 The Management Committee (having been established by the founders) shall be a self-perpetuating committee.

5.3 If a member of the Management Committee does not attend three Management Committee meetings in a row, without having applied for and obtaining leave of absence from the Management Committee, then the Management Committee will find a new member to take that person's place.

5.4 The Management Committee will meet once every year, or more often as necessary. More than half of its members need to be at the meeting to make decisions that are allowed to be carried forward. This constitutes a quorum.

5.5 The Management Committee, which shall also be its own executive, shall appoint from its members a Chairperson, Secretary and Treasurer. It shall also prepare and maintain minutes of all meetings and decisions of the Management Committee which will be permanently recorded in a bound minute book. This shall be the immediate responsibility of the Secretary. The minutes of each meeting will be given to the Management Committee members at least two weeks before the next meeting. The minutes shall be confirmed as a true record of proceedings, by the next meeting of the Management Committee, and shall thereafter be signed by the chairperson.

5.6 Clever Kids has the right to form sub-committees. The decisions that sub-committees take must be given to the Management Committee. The Management Committee must decide whether to agree to them or not at its next meeting. This meeting should take place soon after the sub-committee's meeting. By agreeing to decisions the Management Committee ratifies them.

5.7 All members of Clever Kids have to abide by decisions that are taken by the Management Committee.

6. POWERS of the ORGANISATION

The Management Committee may take on the power and authority that it believes it needs to be able to achieve the objectives that are stated in point number 2 of this constitution. Its activities must abide by the law.

6.1 The Management Committee has the power and authority to raise funds or to invite and receive contributions.

- 6.2** The Management Committee does, however, have the power to buy, hire or exchange for any property that it needs to achieve its objectives.
- 6.3** The Management Committee has the right to make by-laws for proper management, including procedure for application, approval and termination of membership.
- 6.4** The Management Committee has the power to both appoint and dissolve sub-committees it has set up. It shall review / revise such sub-committees as often as it deems fit but in any case shall review them not less than once per year. The terms of the revision shall be at the discretion of the Management Committee.
- 6.5** Clever Kids will decide on the powers and functions of office bearers.

7. MEETINGS and PROCEDURES of the Management Committee

- 7.1** The Management Committee must hold at least one ordinary meeting each year.
- 7.2** The chairperson, or two members of the Management Committee, can call a special meeting if they want to. But they must let the other Management Committee members know the date of the proposed meeting not less than 21 days before it is due to take place. They must also tell the other members of the Management 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 Management Committee members not less than 30 days' notice.
- 7.3** The chairperson shall act as the chairperson of the Management Committee. If the chairperson does not attend a meeting, then members of the Management Committee who are present choose which one of them will chair that meeting. This must be done before the meeting starts.
- 7.4** Participation of the Management Committee meetings via Skype and new media is possible.
- 7.5** There shall be a quorum whenever such a meeting is held.
- 7.6** Decisions shall be made by consensus, but in an event of no consensus being reached, a vote shall be taken and the majority view shall prevail. In such cases the chairperson shall have a casting vote in addition to his or her deliberate vote.
- 7.7** Minutes of all meetings must be kept safely and always be on hand for members to consult.

8. ANNUAL GENERAL MEETINGS

The annual general meeting, as an open meeting which members, donors and stakeholders shall be free to attend, must be held once every year, towards the end of s financial year. Clever Kids should deal with the following business, amongst others, at its annual general meeting:

- a) Agree to the items to be discussed on the agenda.
- b) Attendance and Apologies
- c) Read and confirm the previous meeting's minutes with matters arising.
- d) Chairperson's report.
- e) Treasurer's report.
- f) Changes to the constitution that members may want to make.
- g) Elect new office bearers.
- h) Appointing an accounting officer.
- i) Making the books available for scrutiny.
- j) General.
- k) Close the meeting.

9. FINANCE

- 9.1** An accounting officer (Auditor, Registered Accountant or Registered Technical Officer) shall be appointed at the annual general meeting. His or her duty is to prepare and compile the annual financial statement of Clever Kids.
- 9.2** The treasurer's job is to control the day to day finances of Clever Kids. The treasurer shall arrange for all funds to be put into a bank account in the name of Clever Kids. The treasurer must also keep proper records of all the finances.
The treasurer may appoint a public officer to act on behalf of Clever Kids Homework Centre.
- 9.3** Whenever funds are taken out of the bank account, the chairperson and at least one other member of Clever Kids Management Team must approve the withdrawal.
- 9.4** The financial year of Clever Kids shall be from the 1st of April to the 31st day of March of the following year.
- 9.5** Clever Kids' accounting records and reports must be ready and handed to the Director of Clever Kids within six months after the financial year ends.
- 9.6** If Clever Kids 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. Clever Kids can go to different banks to seek advice on the best way to look after its funds.
- 9.7** Workers will be expected to raise their own support but the services of Clever Kids may be used to assist them in this matter.
- 9.8** Members of the Management Committee will not be paid, nor may they solicit donations simply because they are Management Committee members.
- 9.9** Any member receiving government assistance shall through Clever Kids provide all the necessary documentation required by the said Department's subsidy and fund raising rules and / or of the current Non-Profit Organisation's Act.
- 9.10** Whenever the fund raising number issued by the relevant Government Department is used and further more and in any case, the method of fund raising shall be approved by the Management Committee of Clever Kids.

10. CHANGES to the CONSTITUTION

- 10.1** The constitution can be changed by a resolution. The resolution has to be agreed upon and passed by not less than two thirds of the members who are at the annual general meeting or special general meeting. Members must vote at this meeting to change the constitution.
- 10.2** Two thirds of the members shall be present at a meeting ("the quorum") before a decision to change the constitution is taken. Any annual general meeting may vote upon such a notion, if the details of the changes are set out in the notice referred to in 7.2.
- 10.3** A written notice must go out not less than fourteen (14) days before the meeting at which the changes to the constitution are going to be proposed. The notice must indicate the proposed changes to the constitution that will be discussed at the meeting.
- 10.4** No amendments may be made which would have the effect of making Clever Kids cease to exist.

11. Public Benefit Organization requirements

- a) The activities of the organization are carried on in a non-profit manner and with an altruistic or philanthropic intent.
- b) No activity will directly or indirectly promote the economic self-interest of any fiduciary or employee of the organization otherwise than by way of reasonable remuneration.
- c) No funds will be distributed to any person (other than in the course of undertaking any public benefit activity).

- d) The funds of the public benefit organization will be used solely for the objects for which it was established.
- e) The public benefit organization will not be a party to, or does not knowingly permit, or has not knowingly permitted, itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under this Act or any other Act administered by the Commissioner;
- f) No resources will be used, directly or indirectly, to support advance or oppose any political party.
- g) No remuneration will be paid to any employee, office bearer, member or other person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its objects.
- h) No donation will be accepted which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of section 18A; Provided that a donor (other than a donor which is an approved public benefit organization or an institution, board or body which is exempt from tax in terms of section 10(1)(cA)(i), which has as its sole or principal object the carrying on of any public benefit activity) may not impose any conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation.

12. DISSOLUTION/WINDING-UP

12.1 Clever Kids may be dissolved by the Management Committee should this become necessary. In this event not less than 21 days' notice shall be given of this meeting and the notice shall clearly state that dissolution of Clever Kids and disposal of its assets will be considered at this meeting. If there is no quorum of at least two-thirds of the members present and voting then it shall stand adjourned for 7 days and the members present at this adjourned meeting shall constitute a quorum.

12.2 If upon dissolution of Clever Kids there remain any assets whatever after the satisfaction of all its debts and liabilities (including designated donations), such assets shall not be paid or distributed among its members, but shall be donated to such other registered non-profit organisation(s) preferably having similar objectives to Clever Kids and as may be decided at the Management Committee meeting.

12.3 On dissolution of the public benefit organization, the remaining assets must be transferred to

- a) A public benefit organization, which has been approved in terms of section 30 of the Act.
- b) Any institution board or body which is exempt from the payment of income tax in terms of section 10 (1)(cA)(i) of the Act, which has as its sole or principal object the carrying on of any public benefit activity; or
- c) Any department of state or administration in the national or provincial or local sphere of government of the Republic, contemplate in section 10(1)(a) or (b) of the Act. END

The constitution was approved and accepted by members of Clever Kids at the annual general meeting on the 18th of March 2020.