



# CONSTITUTION OF THE EXECUTIVE WELFARE COUNCIL OF THE AFM OF SA

## PREAMBLE

The Executive Welfare Council of the AFM of SA hereinafter referred to as **AFM Welfare** is a Department of the Apostolic Faith Mission of South Africa (AFM of SA), duly formed by the National Leadership Forum (NLF) in terms of Section 8.1 of the Constitution of the said church.

### Legislative Framework

This constitution is based and in line with all relevant legislation.

## 1. NAME AND STATUS

The name of the organisation will be the Executive Welfare Council of the AFM of SA. (Hereinafter referred to as AFM Welfare).

The Executive Welfare Council of the AFM of SA (AFM Welfare), is a legal persona with perpetual legal succession and the Executive Welfare Board (NWB), as elected in terms of Clause 3.3 hereof, is its agent.

1.1. The AFM Welfare, is an independent legal persona distinct from the church and/or its members and/or the members of the AFM Welfare and shall, subject to the regulations of the church, as separate legal persona, shall:

- 1.1.1. be a registered non-profit organisation in terms of the NPO Act of 1997 71 of 1997
- 1.1.2. be entitled to own immovable and movable property, assets and funds distinct from the church or its members or the members of the AFM Welfare;
- 1.1.3. be capable of acquiring rights, obligations, privileges, powers and liabilities, distinct from the church or its members or the members of the AFM Welfare;
- 1.1.4. be capable of instituting and/or defending legal action in its own name;
- 1.1.5. be capable of conducting legal transactions of whatsoever nature in its own name;
- 1.1.6. be capable of acquiring property and to dispose of, alienate or encumber its property and to in any way deal with its property;

- 1.1.7. be capable of employing;
- 1.2. The organisation will continue to exist even when its membership changes and there are different board members.
- 1.3. The National Welfare Board (NWB), has the competency to execute any legal transaction or any other action which might be necessary to fulfil the calling of the church in general and to conduct the business and affairs, and to exercise the powers, and to control the operations of the AFM Welfare on its behalf.
- 1.4. The National Welfare Board shall receive, administer and account for income, expenditure, assets and liabilities in accordance with the provisions of the National Financial Policy of the church and in accordance with the provisions of the NPO Act of 1997, of 1997.
- 1.5. The AFM Welfare Constitution should be aligned to the letter and spirit of the Constitution and Regulations of the AFM of SA

## **2. OBJECTIVES OF THE EXECUTIVE WELFARE COUNCIL OF THE AFM OF SA (AFM Welfare)**

The Objectives of the AFM Welfare are to provide services to people in need of care and protection and this can be done through and with AFM Regions and local assemblies, AFM Institutions and other churches to enable them to more effectively serve the social needs of their communities. More specifically:

- 2.1. To empower local assemblies to become involved and serve their communities in ways that are within the means of that Assembly and that are appropriate to that community:
- 2.2. To promote and render services, as well as manage institutions for the older persons in the Church and in the broader community
- 2.3. To promote and render services to persons with disabilities in the Church and in the broader community
- 2.4. To promote and render family strengthening and child protection services including the management of institutions for children in need of care and protection in the Church and the broader community
- 2.5. To advise the National Leadership Forum (NLF) of the Church on social development-related issues.
- 2.6. To represent the Church on social development-related issues to government, the wider welfare sector and to the public.
- 2.7. To sensitize and mobilize the assemblies to act as channels of hope concerning HIV & AIDS and other communicable diseases through prevention, early intervention and where applicable the management of other programmes and projects in communities.

- 2.8. To promote and provide support to persons that are affected by substance abuse and assist local assemblies and communities to render preventative services as well.
- 2.9. To promote and undertake any other activities which would promote the role of the Church in combating poverty, addressing unemployment and inequality.
- 2.10. To ensure the protection, respect, promotion and upholding the rights of all people in South Africa.

### **3. GOVERNANCE STRUCTURES**

#### **3.1. National Welfare Council (NWC)**

3.1.1 The NWC shall be constituted by:

- 3.1.1.1. Representatives from all AFM Regions and Networks;
- 3.1.1.2. All Affiliated Non-Profit Organisations (NPOs), programmes and projects;
- 3.1.1.3. Governing Structures of the AFM WELFARE Institutions and Projects
- 3.1.1.4. Members of the NWC as elected in terms of Clause 3.3.1.1 hereof.
- 3.1.1.5. AFM Welfare Staff members in an ex-officio (non-voting) capacity

3.1.2. Delegates from the above-mentioned structures shall attend the Annual General and Special Meetings of the NWC in a manner and in numbers as approved by the National Welfare Board.

3.1.3. The NWC will meet annually at a place and time determined by the Executive Welfare Board.

3.1.4. The quorum of the meeting shall be 30% of the determined representation as per clauses 3.1.1. and 3.1.2.

3.1.5. The functions of the National Welfare Council are as follows:

- 3.1.5.1. To consider any matters pertaining to social development services and to make appropriate decisions pertaining thereto;
- 3.1.5.2. To consider possible amendments to the constitution of the AFM WELFARE and to make appropriate decisions pertaining thereto;
- 3.1.5.3. To appoint qualified auditors in accordance to its financial policy and upon recommendation of the Executive Welfare Board;
- 3.1.5.4. To table, consider and approve reports received;
- 3.1.5.5. To meet at least once per year on the day before or during the AFM's National Conference or GBM.

### **3.2. The Executive Welfare Board (EWB)**

#### **3.2.1. Composition**

- 3.2.1.1. The EWB shall constitute of at least seven (7) members, as elected by the NWC for a period of four years.
- 3.2.1.2. The CEO and Deputy Directors employed by AFM WELFARE in ex-officio (non-voting) capacity
- 3.2.1.3. A secretariat (non-voting) may be appointed by the Board to support the Secretary
- 3.2.1.4. Persons co-opted to advise the Board on matters of concern to the AFM Welfare.

#### **3.2.2. The functions of the Executive Welfare Board are:**

- 3.2.2.1. To elect/appointment from within its own ranks a chairperson, vice-chairperson, secretary and treasurer.
- 3.2.2.2. To promulgate Board Charters, which allows for the establishment of various Board Committees with the purpose to promote good governance.
- 3.2.2.3. To raise funds and receive contributions on behalf of the AFM Welfare.
- 3.2.2.4. To manage the affairs of AFM Welfare in accordance with the provisions of Clauses 1.1 to 1.4 hereof and exercise all powers granted in terms thereof.
- 3.2.2.5. To appoint the CEO and Deputy Directors on terms and conditions as they deem fit.
- 3.2.2.6. To determine the affiliation fees on an annual basis.
- 3.2.2.7. Ensures that a procedure manual is developed for the management all its Institutions and other sub-structures.

#### **3.2.3. Rules for EWB meetings:**

- 3.2.3.1. Regular meeting will be held, but at least four (4) per year.
- 3.2.3.2. A quorum must be present for a Board meeting to take place.
- 3.2.3.3. A quorum shall be any number of members more than half of the members of the Board.
- 3.2.3.4. Decisions of the Board will be made by a majority decision of the members present at a properly constituted meeting of the Board.
- 3.2.3.5. Proper records shall be kept of the proceedings of the Board by the secretariat.
- 3.2.3.6. Minutes of the proceedings of meetings shall be submitted to the Board for approval.

#### **3.2.4. Powers and Limitations**

- 3.2.4.1. The National Welfare Board may authorise any person or persons to take any action on its behalf.
- 3.2.4.2. Any powers of the Executive Welfare Board may for such periods and under such conditions as it may deem fit, be delegated to or withdrawn from persons mentioned in point 3.1.4.1.
- 3.2.4.3. The Executive Welfare Board will mandate the management team led by the Chief Executive Officer (CEO) to manage the affairs of AFM Welfare
- 3.2.4.4. Should a vacancy occur on the Board, the National Welfare Board will appoint another person in the interim. Such an appointment shall be

ratified by the NWC at its next meeting.

- 3.2.4.5. Neither the income nor the fixed or movable assets of AFM Welfare are distributable to any of the members of the Board.
- 3.2.4.6. Members of the Board do not have rights to any of the AFM Welfare properties and shall not receive any benefit from the income or assets of the AFM Welfare. This excludes the payment of fees for services rendered by a member of the Board.
- 3.2.4.7. Funds may only be invested with registered financial institutions, which are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984.
- 3.2.4.8. No members of Executive Welfare Board shall be liable for any damages or loss due to or resulting from any action taken during the execution of their duties, except where such damages or loss can be attributed to, or resulting from intentional dishonesty and gross negligence on the part of such a member of AFM Welfare.

### **3.3. Institutions, Projects and Affiliated Organisations.**

- 3.3.1. The Board has oversight over the management of the AFM Welfare Institutions and Projects in accordance with the approved Rules and Procedures, which are deemed to be in line with the AFM Welfare Constitution.
- 3.3.2. The Board will appoint the Steering Committees for each Institution and where applicable of Projects to oversee and assist with its operations and which shall reflect the interests and demographics of its stakeholders.
- 3.3.3. The Board will approve the budgets and monitor the financial affairs of all Institutions and projects under its control.
- 3.3.4. The Board will ensure the appointment the senior personnel at each Institution and Project in consultation with the relevant Steering Committee.
- 3.3.5. The audited financial reports of Institutions will be incorporated into the annual financial statements and reports of the AFM Welfare.

## **4. INCOME AND PROPERTY**

- 4.1 The services of the organisation may be funded through government funding as well as income development activities throughout South Africa
- 4.2. The organisation will keep a record of everything it owns.
- 4.3. The organisation may not give or donate any of its money or property to its members or office bearers.
- 4.4. A member of the organisation may only claim actual expenses incurred on behalf of the organisation.
- 4.5. Members or office bearers of the organisation do not have rights nor claims over assets belonging to the organisation.

## 5. FINANCIAL MATTERS

### 5.1 Bank Account

5.1.1 The Board will authorise the CEO and the management team to open a bank account(s) at a registered bank.

5.1.2 All cheques and all authorisations for withdrawals from the account will be signed by at least two of three duly authorised persons.

### 5.2 Investment of funds

5.2.1. Funds may only be invested with registered financial institutions.

### 5.3 Financial Year

5.3.1 The Financial Year of the AFM Welfare will be from 1 April to 31 March.

### 5.4 Financial Reports

5.4.1 The financial section of the AFM Welfare shall keep proper financial records.

5.4.2 The financial section shall provide regular financial reports for the approval of the Executive Welfare Board.

5.4.3 The Board shall receive properly audited financial reports annually from all committees under its jurisdiction, and shall submit such report to the National Welfare Council for consideration and approval.

### 5.5 Appointment of an Auditor

5.5.1. An auditor appointed annually by the AFM Welfare, will audit the financial records of the AFM Welfare annually. These Reports will be submitted to the Board for their consideration before it is approved at the AGM.

### 5.6 Registration of Assets

5.6.1 All AFM Welfare assets shall be registered in the name of the Executive Welfare Council of the AFM of SA.

5.6.2 Two or more members shall be duly authorised by the Board to sign all documents relating to property transactions.

## **6. AMENDMENTS TO THE AFM WELFARE CONSTITUTION**

- 6.1 The AFM Welfare constitution may be amended by a two-thirds majority decision of a duly constituted meeting of the NWC.
- 6.2 One-month notice shall be given to the members of the NWC of the intention to hold a meeting to amend the constitution. This notice shall specify the nature of the amendment(s) proposed.
- 6.3 The amended constitution will be submitted to the National Leadership Forum of the AFM for their approval.
- 6.4 The amended constitution as well as the minutes of the meeting where the decision was taken, will thereafter be forwarded to the Chief Directorate for Non-Profit Organisations in Pretoria for their approval.

## **7. DISSOLUTION OF THE AFM WELFARE AND DISPOSAL OF ASSETS**

- 7.1 One-month notice shall be given to the members of the NWC of the intention to hold a meeting to dissolve the AFM WELFARE.
- 7.2 The NWC may resolve that the AFM WELFARE be dissolved by a two-thirds majority decision of the NWC.
- 7.3 The decision by the NWC to dissolve the AFM Welfare, will be forwarded to the National Leadership Forum of the AFM for their approval, amendment or rejection.
- 7.4 The decision to dissolve the AFM Welfare, if so, approved by the NLF, will be forwarded to the Directorate for Non-Profit Organisations in Pretoria within two weeks of the decision of the National Leadership Forum of the AFM for their attention.
- 7.5 Upon dissolution and after all the liabilities have been met, the AFM Welfare will donate any of its remaining assets to an organisation which has similar goals, and that is registered as an NPO.

## **8. DEFINITIONS OF TERMS**

- i. EXECUTIVE WELFARE COUNCIL OF THE AFM OF SA: The Legal Persona, which promotes, executes and controls welfare work in its broadest sense within the Church and the communities it serves.
- ii. THE EXECUTIVE WELFARE BOARD (EWB): The Board consisting of elected independent members as well as the AFM Welfare CEO and deputy directors serving the Board in ex-officio (non-voting) capacity.
- iii. THE NATIONAL WELFARE COUNCIL: A body with legislative power representing all the Members (Affiliates), AFM Regional Welfare Committees, Institutional and

Project Committees as well as other partners inside the jurisdiction of the Executive Welfare Council.

- iv. INSTITUTIONS and PROJECTS: Any Institution or Project registered in the name of the AFM Welfare or working under the umbrella of the AFM Welfare.
- v. CHURCH: The Apostolic Faith Mission of South Africa.
- vi. NATIONAL LEADERSHIP FORUM (NLF): The National Leadership Forum is the executive body of the AFM Church.
- vii. SOCIAL DEVELOPMENT: The broader definition includes contributing to the economic prosperity of society (addressing poverty and unemployment); safe and secure families and communities (Care and protection of vulnerable persons); including youth programmes and services (youth development); health services and education.

**Constitution was amended and approved at the Annual General Meeting of the National Welfare Council held on 27 November 2019.**

**Signed by:**

**Barend Petersen**

**Chairperson**

**Date:**

**19 March 2020**

**Executive Welfare Council of The AFM of SA  
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