



CONSTITUTION

SOUTH AFRICAN BOERBOEL BREEDERS ASSOCIATION

DEFINITIONS AND INTERPRETATION

In this Constitution unless inconsistent with the text:

- a) *record* is the procedure of recording a Boerboel in the Development Register which is controlled by SABBA;
- b) *egg cell* means the fertilised or unfertilised ovum of the Boerboel bitch;
- c) *Constitution* is the Constitution of SABBA (read in conjunction with the Appendices to the Constitution and any amendment thereof by the Board);
- d) *identification* is the method of distinguishing between one Boerboel and another one by means of a scientific method;
- e) *Board* is the Board of the South African Boerboel Breeders' Association;
- f) *to register* is the procedure of recording of a Boerboel in the Registration Register that is controlled by SABBA;
- g) *SABBA* the South African Boerboel Breeders Association;
- h) *semen* is the reproductive ejaculate of a male Boerboel dog;
- i) *Standard of Excellence* is the Breed Standard or the description of what a Boerboel should ideally look like;
- j) *Executive Committee* is the management committee of the Association that are appointed by the Chairperson and Vice-Chairperson from elected members of the Board and who will assist them in managing the Association on a daily basis and can make quick decisions to ensure that the proceedings of the Association progress smoothly; and
- k) Words signifying one gender include the other genders.

LATIN WORDS - MEANINGS

- a) *Ex Officio* - by virtue of their office
- b) *Mutatis Mutandis* - with the necessary changes
- c) *Domicilium* - address for service of documents and levying execution

THE CONSTITUTION

1. NAME OF THE ASSOCIATION

The Association shall be known as *The South African Boerboel Breeders Association*, subsequently referred to as SABBA.

2. AIMS AND POWERS

Subject to the stipulations of the Law and this Constitution the aims and powers of SABBA are to

- 2.1 encourage the breeding, improvement and refinement of Boerboels throughout the world by carrying out the powers and duties assigned to SABBA according to the Law and this Constitution regarding the registration of pedigrees with SABBA, as well as the rendering of technical, advisory and appraisal services or in any other way;
- 2.2 preserve the pure bloodedness of the Boerboel and to further interest in the breed by all possible and suitable means;
- 2.3 compile, to protect and maintain or to have it compiled, protected and maintained by keeping precise reports of the pedigrees and details of thoroughbred Boerboels, with a view to recording or registering with the Association;
- 2.3.1 open or close a Development Register for the Boerboel, which Development Register will only be reopened under exceptional circumstances and to collect and process record of achievement, breeding records and records of performance of progeny of the Boerboel and to lay down standards to serve as a basis for selection and minimum standards for registration and in the process to identify and eliminate problem areas in the breeding of the Boerboel;
- 2.4 compile a *Standard of Excellence* for the breed;
- 2.5 compile photo sketches, or to have them compiled, to serve as examples of the correct conformation of both the male Boerboel dogs and Boerboel bitches;
- 2.6 do everything in general in its power to promote the interests of its members as far as their activities with the Boerboel are concerned;
- 2.7 gather and distribute information concerning the best methods of breeding Boerboels for their continued development in the most advantageous manner, and to keep members informed of scientific and other developments;
- 2.8 fulfil such functions and duties as are imposed on SABBA by the Law and this Constitution; and
- 2.9 to protect in general the public and private person against exploitation by members of SABBA.

3. MEMBERSHIP

3.1 Parties that qualify

Membership of SABBA is available to any person, firm, partnership or corporate body at any place throughout the world, who has a connection with the keeping, breeding or ennoblement or any research concerning the Boerboel.

The following will be considered members:

a) **Ordinary members**

All persons above the age of 18 years who are directly or indirectly involved with the Boerboel can be considered for membership of SABBA as *Ordinary Members*. For the purpose of this subclause a firm, partnership or corporate body is regarded as a person and can be considered for ordinary membership of SABBA.

b) **Junior Members**

Persons under the age of 18 years may become *Junior Members* provided that the Board approves. Such Junior Members will not be entitled to vote at meetings and shall not be eligible to be elected to the Board. After payment of the fixed subscription fees they may take part in the other activities of SABBA.

c) **Boerboel Clubs**

Boerboel clubs whose members are all members of SABBA may affiliate to SABBA as an ordinary member, with the understanding that the Boerboel club must submit its constitution for approval to the Board. A Boerboel club may not register as a breeder, has no vote and cannot be elected as an office bearer. Any member of a Boerboel club may be elected as an office bearer.

3.2 Firm, partnership or body corporate

3.2.1 A firm, partnership or body corporate that applies for *Ordinary Membership*, must submit to the Board such facts and data as may be required to determine the controlling share in it and must then, or at any other time – apart from the necessary data which are required of all applicants – supply SABBA with the name and address of the person appointed to act as its representative at the meeting; on the additional condition that such a person will have the right to nominate in writing a deputy for himself. Such a written nomination must reach SABBA not later than the commencement of the meeting at which such a deputy must vote.

As far as a partnership is concerned, the full names and addresses of all partners at the time of the application for membership must be submitted to SABBA.

3.2.2 All documents that are addressed to such an empowered representative, as is stated in Clause 3.2.1, are deemed to be properly served on the firm, partnership or body corporate if forwarded to the registered office or chosen *domicilium* of such legal personality and at all meetings attended by such an empowered representative on behalf of the firm, partnership or corporate body, the said firm, partnership or body corporate will be regarded as fully represented.

3.2.3 The main person who has been appointed in such a manner to represent such a firm, partnership or body corporate may be elected to the Board.

3.2.4 If such a firm, partnership or body corporate fails to comply with the requirements for *Ordinary Membership*, as it is stated in Clause 3.1.9(a) and 3.1(b) its membership of SABBA will be terminated and the stipulations of the next Clause 3.2.5 will be applied *mutatis mutandis* regarding such a firm, partnership or body corporate.

3.2.5 In the event of the liquidation of a firm or dissolution of a firm, partnership or body corporate, the membership shall automatically expire on the understanding that:

- a) all fees or amounts of money due on the date of liquidation or dissolution will be collected by SABBA from the liquidator of such a firm, or from the members (be it collectively or individually) of such a firm or body corporate;
- b) the liquidator of such a firm and the members of such a firm, partnership or body corporate will be compelled to meet all obligations of such a firm, partnership or body corporate as far as registrations, transfers or any other obligations which the firm, partnership or body corporate should have performed as a member of SABBA;

- c) any money which may be payable, the subscription fees, fees for registrations or transfers, or any other obligations which must be complied with after an automatic termination of membership, shall be imposed according to a scale for *Ordinary Members* or Life Members.

3.3 **Application for membership**

3.3.1 Application for membership of SABBA must be directed to SABBA on the prescribed form. The application must be accompanied by the required subscription and/or entrance fee as stipulated by the Board.

3.3.2 The Board, as represented by the Secretary, may accept the application of any person for membership, be it unconditional or on such conditions as the Board may stipulate or refuse any application without supplying any reason for such a refusal.

3.3.3 If an application for membership is refused, the applicant will be entitled to the refunding of any money which has accompanied his application.

4. **REGISTERED BREEDER**

4.1 Any person, including a firm, partnership or body corporate that is the owner of a registered Boerboel bitch can apply for acceptance as a registered breeder subject to such terms and conditions as the Board may determine.

4.2 The owner of a registered Boerboel bitch is responsible for the acquisition and submission of a Service Certificate if a male Boerboel dog is used for service that does not belong to the owner of the registered Boerboel bitch. Such a Service Certificate must be sent with the Birth Notification to SABBA.

5. **REGISTER OF MEMBERS**

5.1 SABBA will keep a register of all members in which the date of admission as member, their postal address as well as their residential address, amounts of money received from them and the date of payment, money in arrears as well as the date on which the last Boerboels were recorded or registered in their names, must be recorded.

5.2 Every member must notify SABBA in writing of any change of his postal or residential address and all notifications or publications, which are sent to a member's supplied address, will be considered as properly served on such a member.

5.3 All documents that are dispatched by registered post by SABBA will be deemed to have properly received five days after having been posted, unless proof to the contrary is provided.

6. **RIGHTS AND PRIVILEGES OF MEMBERS**

The rights and privileges of each member of SABBA are personal to himself and are not transferable or inheritable. Rights of members shall, subject to Clause 3, be to

- a) receive all reports and other publications that are published by SABBA for distribution amongst members. SABBA shall not be liable for any damages suffered by any member should any such publication not be received by him;
- b) attend all General as well as Special meetings of SABBA and to vote at such meetings subject to the stipulations of the Clauses 3 and 8;
- c) apply for the recording or registration of a Boerboel according to the stipulations of the Constitution; and

- d) to receive all available, expert and technical advice regarding matters concerning Boerboels from SABBA appraisers and officials. All costs in connection herewith must be paid by the applicant.

7. SUBSCRIPTION AND FEES

- 7.1 All subscription or any other money and commission including an annual fee per registered dog, if any, payable to SABBA, are determined from time to time by the Board and are submitted for cognisance at the first subsequent General Meeting of SABBA.
- 7.2 The annual subscription is payable in advance on the 1st January of each year and shall be regarded as in arrears if it is not paid by the 31st March of the same year.
- 7.3 Any member whose subscription is in arrears or who owes SABBA money arising out of any cause of debt whatsoever for longer than 30 days after a claim for payment has been sent to him by the Secretary, shall forfeit all rights and privileges of membership until such debt has been settled.
- 7.4 The Board may instruct that interest and/or fines be imposed on all overdue accounts at a rate of interest as will be determined by the Board from time to time.
- 7.5 Any member who, for whatever reason, stops being a member of SABBA shall remain responsible for all amounts of money due to SABBA at the time of termination of his membership.
- 7.6 If the Board should decide that the account of a member is overdue or outstanding at the time of termination of his membership, such a member, if his account is handed over to a firm for collection, shall be held responsible for the payment of all legal costs, money for collection fees, and all attorney and client fees and costs which it may incur, together with the original amount, fines and claims which are due to SABBA.

8. RESIGNATIONS, SUSPENSIONS AND ANNULMENT OF MEMBERS' RIGHT TO VOTE

- 8.1 Any member may resign as a member of SABBA by submitting a written notice to SABBA, with the understanding that
 - a) such a resignation will come into immediate effect; and
 - b) no subscription or portion thereof shall be refundable; and
 - c) all moneys due to SABBA shall have been paid in full and all obligations in respect of documents, records, registration and transfers or any other obligation with reference to his membership required by SABBA, shall be fulfilled.
- 8.2 **Suspension of members**
 - 8.2.1 The Board may suspend a member who
 - a) fails to pay any amount of money due to SABBA within 60 days after a written claim for such a settlement signed by SABBA, has been posted to him;
 - b) has infringed any rule of SABBA or who, in the opinion of the Board has acted dishonourably in any manner towards an official, the character of SABBA or to the detriment of the nature and interests of SABBA;

- c) by his act or omission has brought real or possible disgrace to SABBA or has been guilty of conduct to the real or possible detriment of the interests of SABBA;
- d) has on purpose supplied faulty information to its officials or who has brought about such changes to the body of an animal so as to mislead any person;
- e) tries to bribe an official of SABBA; or
- f) has been found guilty of breaking the Law;

on the understanding that

no steps will be taken for the suspension of a member of SABBA until a registered letter has been sent to such a member at least 30 days prior to the date of the hearing at which such a suspension will be dealt with and in which he is notified of his intended suspension and in which he is informed of his rights to reply to the allegations against him in writing or in person or by means of a duly authorised representative.

- 8.2.2 The Board or any Committee of the Board will be entitled to make such enquiries into the behaviour of a member as it may deem necessary; and the Board or the Committee will be entitled to receive such information from any place, person, firm and/or instance in such a manner as the Board may deem necessary. No decision based on such information shall be made without the member having been granted an opportunity to reply thereto.
- 8.2.3 Any member who is suspended must be informed in writing by SABBA within three days after the date on which the decision was made, of his expulsion.
- 8.2.4 After such expulsion of a member, the Board will remove his name from the list of members or any other registers or reports of SABBA, and all records or registrations in and in respect of which false information was supplied, shall be cancelled and after such date no transfer of animals bred by him will be recorded or registered, no birth notification received from him will be accepted and he will be notified accordingly.
- 8.2.5 Any member who is suspended shall pay in full all moneys due to SABBA, and shall honour all the obligations regarding notifications, registrations and transfers or any other obligations concerning his membership.
- 8.2.6 Any person who is suspended as a member of SABBA is responsible for all subscriptions due to SABBA at the time of his suspension.

9. REAPPOINTMENT OF MEMBERS

- 9.1 Any person who has ceased being a member of SABBA for non-payment of any moneys due to SABBA shall again come into consideration for membership in accordance with Clause 3.3 and after payment of all outstanding debts.
- 9.2 If a suspended member submits a new application for membership the Board can, in its sole discretion, decide if and on what conditions such readmission shall take place.

10. ELECTION OF THE BOARD AND EXECUTIVE COMMITTEE

10.1 Composition of the Board

The interests of SABBA will be managed and controlled by a Board that consists of

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- a) Chairman;
- b) Vice-Chairman;
- c) Nine (9) Board members, one for each Province and which Board member shall have his permanent residence and actually reside in the Province for which he may be elected;
- d) a maximum of four representatives for foreign and neighbouring countries; and
- e) all the abovementioned Board members will be entitled to vote at meetings of the Board.

10.2 **The method of election will be as follows**

- a) The eleven Board members will be elected by secret ballot at the Annual General Meeting of SABBA.
- b) Representatives for foreign and neighbouring countries will be nominated by such country and appointed by the Board.
- c) In the interests of continuity, the following measures will apply.
 - i) At the first election of Board members after the implementation of the new Constitution on /2006/01/28, the Chairman or Vice-Chairman and four members as determined by ballot will step down and a new Chairman or Vice-Chairman and four Board members will be elected. Outgoing members will be capable of re-election. If any member(s) of the Board announce/s his/their retirement at such election, the ballot will only be cast in respect of the remaining number of Board members who must step down in terms hereof.
 - ii) At the end of the next year, the Chairman or Vice-Chairman whichever the case may be, and the remaining five members of the Board will step down and an election shall be held for their positions. Outgoing Board members and the Chairman/Vice-Chairman will be capable of re-election.
 - iii) Thereafter all elected Board members will occupy their positions for two years and an election for the positions of the out-going members of the Board will be held annually.
 - iv) The Chairman/Vice-Chairman will be elected first and the Board members thereafter.
- d) The Chairman and Vice-Chairman will nominate an Executive Committee that will consist of the Chairman, Vice-Chairman and at least three elected Board members.

10.3 If a Board member dies, resigns, or otherwise ceases being a member of SABBA or forfeits his office by reason of Clause 10.5, the Board can appoint another member of SABBA as his substitute with full capacity for the rest of his term of office. The Board will be considered as properly constituted, and will continue to execute all powers entrusted to it notwithstanding any vacancies which may occur.

10.4 In case the position of Chairman or Vice-Chairman becomes vacant before the expiry of the term for which he has been elected to the Board, then the Board must at the subsequent meeting elect someone from its ranks to fill the vacancy for the unexpired term.

10.5 Members of the Board who are absent from two meetings with or without permission or a sound reason for doing so, can be relieved of his duties by the Board and other Board members shall be appointed for the unexpired portion of such Board member's term.

10.6 No member of SABBA who is also a member of another Boerboel Association or occupies a position in such Association, shall be eligible to occupy any position in SABBA.

10.7 **Executive Committee**

- a) The Executive Committee of the Board will consist of the Chairman, Vice-Chairman and at least three additional members who will be appointed by the Chairman and Vice-Chairman from the elected members of the Board.
- b) The Executive Committee will have the following powers and duties:
 - i) Day to day administrative control.
 - ii) Such powers as delegated to them by the Board from time to time.
 - iii) The capacity to implement and execute decisions made by the Board.
 - iv) To identify problems and problem areas and place such on the agenda of the Board together with any recommendations in connection therewith.

11. **POWERS AND DUTIES OF THE BOARD**

The Board, subject to the stipulations of the Constitution and the decisions of SABBA taken from time to time, has the power to act in the best interests of SABBA, and to take such steps as it may deem necessary for the advancement and accomplishment of its aims.

The Board has in particular the power

- 11.1 to secure the payments of loans in any way, including the hypothecation or mortgaging of property, and without detracting from the generality thereof, particularly by the issuing of bonds or debenture bonds, with or without security;
- 11.2 to make donations and grants for the advancement of the Boerboel;
- 11.3 to pay gratuities and pensions, create schemes for pensions and other incentive schemes regarding its officials and employees;
- 11.4 to, subject to the stipulations of Clause 7.1, alter or adapt the membership or other fees and charges from time to time and to raise any additional fees and charges as may be deemed necessary;
- 11.5 to open one or more banking accounts on behalf of SABBA and to draw, to accept, to endorse, to negotiate or execute any bill of exchange, acknowledgement of debt, cheque or other negotiable document which has a bearing on the matters of SABBA;
- 11.6 to buy, to lease, mortgage land, movable assets and possessions or to secure them for SABBA, to sell, to mortgage, to lease, to alienate movable goods or immovable property or otherwise get rid of them, and to employ the proceeds obtained in the manner most advantageous to SABBA;
- 11.7 to invest any money which is not required for the immediate needs of SABBA or deal with such money in any other manner against such security and on such conditions as the Board may deem fit and to change or withdraw any such investments from time to time;
- 11.8 to pay all costs and bills regarding administration and management of SABBA;

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- 11.9 to collect and receive money, donations and other debts and to use them to the benefit of SABBA and/or the promotion of the Boerboel breed;
- 11.10 to borrow money for SABBA on the security of any property of SABBA;
- 11.11 to refuse, according to Clause 7.3, to do any appraisal, registration and other work for members if their accounts are in arrears;
- 11.12 to call General Meetings or Special General Meetings of SABBA or on account of a special request that is addressed to them according to the stipulations of the Constitution or otherwise if thought necessary;
- 11.13 to appoint, discharge or suspend at will such attorneys or other legal representatives, agents, office bearers, officials or other employees permanently, temporarily or with a view to special services, to determine their powers and duties, their compensation and conditions of service; and to take precautions for the proper execution of their duties as may be deemed essential in particular cases;
- 11.14 to institute, to conduct (or have it conducted), to defend and to refer matters for arbitration and reach a settlement regarding any legal steps by or against SABBA or against any of its office-bearers or officials or other employees regarding the matters of SABBA and to decrease any debt which is payable or to grant postponement for the clearance of it or the settlement of any claims or summons by or against SABBA;
- 11.15 to conclude contracts outside the Republic of South Africa and to obtain contracts, deeds and documents in a foreign country;
- 11.16 to execute control regarding the local handling, import and export of Boerboels, Boerboel semen and egg cells (fertilized or unfertilized);
- 11.17 to appoint appraisers to appraise Boerboels that are presented for recording or registration and to give instructions regarding any other activities for which members of SABBA may require the services of appraisers and to give such appraisers instructions and to grant them powers regarding their duties to ensure that the aims of SABBA are carried out or to discharge such appraisers;
- 11.18 to assist all members of the Board, or to give instructions to appoint regional representatives and to involve them in its activities in their province. Board members have the power to establish Boerboel clubs, provided that all requirements stated in Paragraph 3.1 (f) are fulfilled;
- 11.19 to co-opt the services of any member and to appoint subcommittees on such conditions and with such powers as may be deemed necessary. The Chairman and Vice-Chairman of SABBA shall be *ex officio* members of all clubs and subcommittees with all rights and privileges attendant thereupon;
- 11.20 to draw up such rules and conditions regarding the qualifications and appointment of Appraisers of Boerboels as may be deemed necessary and no person shall be appointed as an Appraiser until all the requirements of the Board are satisfied. The Board shall further reconsider the panel of appraisers from time to time and remove such names as may be deemed necessary;
- 11.21 to institute a system of appraisal regarding the Boerboel and to formulate rules, conditions and terms regarding such appraisal, with the understanding that when the Board has drawn up any rules, revoked or changed them in any way, they will be submitted at the next General Meeting of SABBA for cognizance;
- 11.22 to organise and promote the sales of Boerboels, be it by public auction or by private agreement and to appoint auctioneers and agents for this purpose;

- 11.23 to grant permission for leave of absence for any period of time to any member of the Board or any official or employee of SABBA and on such conditions as may be determined in each case;
- 11.24 to appoint one or more members or officials with the authority to sign documents on behalf of SABBA, to receive documents, information, take legal steps, to act, to institute or defend a claim or summons so that the affairs of SABBA can be executed and conducted more expeditiously and conveniently;
- 11.25 to receive and consider applications for membership and to accept or turn them down according to their discretion;
- 11.26 to draw up, alter or repeal rules and regulations concerning the control of affairs and execution of the aims of SABBA;
- 11.27 to end the membership of any person in terms of Clause 8;
- 11.28 to impose or enforce such penalties or fines as may be prescribed for members of SABBA for the breaking or violations of the Constitution, rules and regulations of SABBA;
- 11.29 to institute an investigation into disputes that may result from the application of the Constitution and to give final judgement;
- 11.30 to alter or amend any of the Appendices to the Constitution as may be deemed necessary from time to time; and
- 11.31 in general, to do everything possible to further the interests of SABBA, always providing that nothing shall be done contrary to the stipulations of any Act or the Constitution.
- 11.32
 - a) The Board will have the right to demand that any Boerboel or the whole stud of any breeder be subjected to tests for blood typing and/or DNA testing to determine the correctness of the parenthood of such dogs and the Board will be responsible for the costs hereof should the tests be positive. If only one animal should prove to be negative, the owner will be liable to pay for the tests and the costs of such further tests required by the Board. The Board will, in its discretion, nominate studs that have to be blood typed and/or subjected to DNA tests in order to test the accuracy of parenthood and record keeping systems.
 - b) The birth notification and/or registration of a Boerboel will be cancelled should the result of the blood typing/DNA tests requested by the Board be negative. The Board will further in its discretion consider what further steps will be taken against such owner/breeder.

12. **MEETINGS**

12.1 **Meetings of the Executive Committee**

When necessary the Executive Committee will meet to carry out duties assigned by the Board.

- 12.1.1 A member may ask the Chairman for permission to personally present any matter of importance to the Executive Committee on condition that the nature of the matter will be fully explained in writing, and if the Chairman decides that the matter is of sufficient importance or urgency, he may grant permission that such a person may attend the meeting of the Executive Committee and to address the meeting with the consent of the Committee.

12.1.2 The Chairman may, in his discretion, refuse permission for attendance and if he deems it necessary, put the matter on the agenda for discussion during the meeting of the Executive Committee.

12.2 **Board meetings**

12.2.1 The Board will meet at such a time and place as may be decided from time to time or as the Chairman or Vice-Chairman may decide, on condition that at least two Board meetings will be held during each financial year.

12.2.2 ***A Special Board Meeting***

a) may be convened by the Chairman or Vice-Chairman at such a time and place as such an office bearer may decide, or

b) will be convened at a request signed by not less than five members of the Board and in which reasons for the meeting are stated. Such a request must be addressed to SABBA.

12.2.3 A written notification of the time, date and place of a proposed Board meeting must be posted by SABBA to every Board member not later than 21 days before the meeting is to take place.

12.3 **General meetings**

12.3.1 A General Meeting of SABBA, known as the Annual General Meeting shall be held once during a financial year at such a time as the Chairman or Vice-Chairman will decide.

12.3.2 At such an Annual General Meeting the Board will submit its annual report to SABBA, together with a properly audited balance sheet and a report of the financial year on which the report has a bearing. Such an Annual General Meeting must be held not later than two months after the end of each financial year of SABBA.

12.3.3 ***A Special General Meeting*** of SABBA may be convened at any time by

a) the Board, or;

b) the Chairman or Vice-Chairman and will be convened in the latter instance on the strength of a written request (for a meeting) and which is addressed to SABBA, signed by no less than ten members of SABBA. Such a request must clearly explain the aims of the meeting and in the course of such a meeting only the matters mentioned above, may be discussed.

12.3.4 A preliminary notification of the time, date and place of the Annual General Meeting must be posted to each member by SABBA at least 60 days before the meeting, or published in the official mouthpiece of SABBA. Any member, who intends to submit any matter for discussion at the General Annual Meeting, must notify SABBA of it in writing not fewer than 40 days prior to the meeting.

12.3.5 A final notification of the time, date and place at which any General or Special Meeting will be held, together with the agenda of the meeting, must be posted to each member at least 30 days before the meeting.

12.3.6 No decision on any matter will be taken at a General Meeting unless notice of such matter appears on the agenda of such meeting which, together with notice of such meeting, has been forwarded to members, or unless members who are present and entitled to vote, decide to discuss and vote on any matter which is not specifically on the agenda.

- 12.3.7 Any General Meeting may be adjourned by a two-thirds majority vote of the members present and entitled to vote.
- 12.3.8 For the purpose of reversing decisions taken at the General Meeting, a two-thirds majority is required of members present and entitled to vote at the Special General Meeting.
- 12.4 The Chairman presides at all meetings and in his absence the Vice-Chairman will take the chair. If neither of these office bearers is present, the members present at such a meeting shall elect another member to preside at the meeting and any person elected in such a manner will have the power to execute all duties of the Chairman.
- 12.5 All matters submitted to any meeting, unless otherwise provided for, must be settled by a majority of votes of the members who are present at the meeting, and who are entitled to vote, and in case the votes are equally divided, the person who presides at the meeting will have a casting vote besides his vote as member.
- 12.6 Subject to the stipulations of Clause 10.2, voting at all meetings will take place by show of hands, unless any member present desires to vote by ballot paper, in which case voting by sealed ballot paper will take place.
- 12.7 No matter that has otherwise been settled properly and constitutionally at any meeting can be declared null and void even if any member did not receive notice according to the requirements of the Constitution.
- 12.8 **Quorums**
- 12.8.1 Twenty members of SABBA present in person and entitled to vote at the beginning of any General Meeting constitute a quorum for such a meeting, while five Board members who are present in person, and who are entitled to vote, will constitute a quorum for such a Board Meeting, and three Committee members present in person at any Executive Committee Meeting, will constitute a quorum for such an Executive Committee Meeting.
- 12.8.2 If there is no quorum at any meeting, the meeting can be adjourned for such time as determined by the members present in person. At such an adjourned meeting the members present will constitute a quorum, with the understanding that any meeting at which there is no quorum, but where the Chairman and Vice-Chairman are present, must be adjourned for half an hour after which the members present will constitute a quorum for the completion of such matters (except for a constitutional amendment) as the presiding member may declare urgent. Such an adjournment will not prejudice the rights of the meeting after dealing with essential matters, to adjourn the meeting to such a time and place as has been determined at the meeting.
- 12.8.3 A member shall be entitled to vote at all meetings of SABBA held prior to or on the 31st of March of each year, provided that all moneys due to SABBA for the previous year, have been paid in full. After the 31st of March a member will only be entitled to vote if all fees due and payable to SABBA have been paid in full for the current year.

13. **MINUTES OF MEETINGS**

- 13.1 Every Board member will be provided with a copy of the minutes of all meetings directly after such a meeting, but not later than 21 days after the meeting.

- 13.2 The minutes of all meetings, signed by the Chairman or a person presiding at the subsequent meeting, excluding a Special Meeting, will be proof that all proceedings have taken place properly and that all elections, appointments and resolutions accepted during such a meeting, are binding and in force.
- 13.3 A Register will be kept of all resolutions taken, amended or revoked under the new Constitution of 2006/01/28.

14. **FINANCIAL PLANNING**

- 14.1 The Board will ensure that one or more banking accounts will be opened on behalf of SABBA in which all money that SABBA may receive will be deposited.
- 14.2 All payments from the funds of SABBA will be done by cheque or electronic transfer and cheques must be signed by the Secretary or person appointed by the Board and countersigned by such a person or persons as have been empowered by the Board to do so according to Clause 11.2.7 on condition that nothing included in this, will prevent the Board from keeping and maintaining a fund for petty cash. All regular and ordinary monthly accounts which do not exceed an amount determined by the Board can be paid in cash, provided that the total amount which is needed for payment of such an account will be drawn by cheque.
- 14.3 SABBA must keep proper account books which must be audited from time to time, but not less than once a year by a qualified auditor appointed by the General Meeting of SABBA; and a properly audited balance sheet and report of the finances of SABBA as on 31st December of the financial year on which the report has a bearing must be submitted to the General Annual Meeting of SABBA.
- 14.4 All properties of tSABBA are vested in the Board.
- 14.5 All income and possessions of SABBA received from any source whatsoever, shall solely be applied for the advancement of the objects of SABBA and no portion thereof shall be applied as bonus or dividend or otherwise be paid to any person who at any time was or is a member of SABBA, on condition that nothing herein contained shall prohibit any payment in good faith to any employee or other person for services rendered to SABBA.
- 14.6 Any assets available for distribution after payment of all debts and obligations upon the dissolution of or termination of the activities of SABBA shall not be distributed amongst the members of SABBA but shall be donated to or distributed amongst such institutions as may be decided on by a General Meeting of SABBA.
- 14.7 The financial year of SABBA shall commence on the 1st of January of each calender year and end on the 31st of December of each calender year.

15. **IDENTIFICATION**

- 15.1 The official system of permanent identification of Boerboels which are considered for recording or registration is the implantation of a microchip.
- 15.2 Alternative methods of identification shall be as the Board may determine from time to time.

16. **CONSTITUTIONAL AMENDMENTS**

- 16.1 Additions, amendments or changes to the Constitution may only be implemented by a majority decision of not less than two-thirds of members present at a General meeting of SABBA, and entitled to vote. A written notice of the proposed amendments or additions to the Constitution as well as notice of the meeting shall be given to each member of SABBA not less than 30 days prior to such meeting.

17. **NON-MEMBERS**

Such benefits as the Board may determine, may be extended to non-members, on condition that no legal or other obligations will rest on SABBA with regard to such non-members; and on the further condition that all moneys payable for any services rendered to any non-member by SABBA, will be as determined from time to time by the Board. All moneys due by non-members shall be paid in advance.

18. **SEAT OF SABBA**

The seat of SABBA shall be in such town or city as the Board may determine.

19. **AUTHENTIC READING OF THIS CONSTITUTION**

Since this Constitution and the accompanying Appendixes have been drafted, introduced and considered in Afrikaans, the Afrikaans reading is interpreted as the authentic version in case of any dispute.

20. **DRAFTING INFORMATION**

- a) Drafted by the Board of SABBA
- b) Date of submission to the Board: 11th November, 2005
- c) Date of approval by the Executive Committee: 28th November, 2005
- d) Date of submission to General Annual Meeting: 28th January, 2006
- e) Date of implementation: 28th January, 2006
- f) Approval by the General Annual Meeting and signature of the Office Bearers

Date: 28th January, 2006

Place: Wierda Park Pretoria

Chairman: J P van Wyk

Vice-Chairman: B Botha

As witnesses: J Blomerus

L van Vuuren

21. **AMENDMENT INFORMATION**

- a) Instruction from the Special General Meeting held on the 31st May 2008.
- b) Drafted by the Board of SABBA
- c) Date of implementation: 31st May 2008
- d) Ratified by the Annual General Meeting

Date 21st February 2009

Place: Wierda Park Pretoria

Chairman: J F du Toit

Vice Chairman: A Pretorius

As witnesses: F J van der Merwe

J P van Wyk