



SABIO

South African Bee Industry Organisation

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CONSTITUTION

(As Amended August 2013)

(Including any Regulations, Code of Conduct or Protocols issued in terms of this Constitution)

1. NAME

The name of the Organisation shall be SABIO, the acronym for **The South African Bee Industry Organisation** being the National Umbrella Body for the apicultural sector in South Africa. SABIO was constituted in June 2004 as a successor to the Southern African Bee Industry Executive (SABIE) which was established in 1993 to act as the joint mouthpiece for the Federation of Beekeepers Organisations (founded in 1907) and the South African Professional Bee-farmers Co-operative Ltd (established in 1990).

2. DEFINITIONS

Apiculture	The study and/or keeping of honeybees.
Beekeeping Industry/Sector	Shall include all persons involved in the keeping of honey bees whether for commercial (including pollination) purposes or personal self interest; any persons involved in research work and training in apiculture; any persons involved in the bottling, packaging or manufacture of bee products; any persons involved in the sale or manufacture of beekeeping equipment; and any persons involved in the capture, removal and relocation of honeybee colonies.
Bee Products	Shall include honey, pollen, beeswax, propolis, royal jelly or any other product created by honeybees or any composition thereof used for human consumption or commercial purposes.
DAFF	Department of Agriculture, Forestry and Fisheries
SABIO	South African Bee Industry Organisation
The Administrator	The person appointed by the Management Board to perform the general administration of SABIO.
The Organisation	SABIO

3. INTERPRETATION

- 3.1 In this Constitution and any Annexures aligned thereto unless the context indicates the contrary intention, an expression which denotes:
- 3.1.1 any gender includes the other gender;
 - 3.1.2 a natural person includes a juristic person and *vice versa*;
 - 3.1.3 the singular includes the plural and *vice versa*.

4. MISSION

SABIO shall represent and promote the interests of all persons involved in the beekeeping industry in South Africa in order to establish, support and develop an economically viable and sustainable apicultural sector and ensure the environmental security of the honeybee.

5. AIMS AND OBJECTIVES

The Organisation is established with the aims and objectives of:

- 5.1 promoting and advancing the beekeeping industry in South Africa;
- 5.2 being the spokesperson for the beekeeping sector in South Africa on all matters affecting the beekeeping industry;
- 5.3 acting as an umbrella body for all affiliated beekeeping bodies and assisting with the establishment and promotion of Beekeeping Associations throughout all provinces in South Africa;
- 5.4 liaising directly with any government department or institution on all matters affecting the beekeeping sector in South Africa;
- 5.5 liaising with any body or organisation involved in agriculture in South Africa to promote beekeeping activities and services and all bee products linked to the agriculture industry;
- 5.6 to promote the development of beekeeping in the informal and disadvantaged communities in South Africa;
- 5.7 to assist with the development of research in any aspects of apiculture and liaise with any research institution on matters impacting on the beekeeping sector in South Africa;
- 5.8 keeping all persons involved in the beekeeping industry informed of current issues affecting beekeeping in the country and internationally as far as is reasonably possible;
- 5.9 encouraging conformity amongst the beekeeping community with all statutory requirements affecting beekeeping including (although not limited to) registration of beekeepers, movement of bees, disease control and the importation of any bee products into the Republic of South Africa;
- 5.10 liaising with other international organisations involved in apiculture.

6. REGISTRATION OF BEEKEEPERS

- 6.1 SABIO recognises legislation which requires every person who is involved in the keeping of bees, whether for commercial or recreational purposes and every person who removes, eradicates or relocates honeybee colonies to be registered with DAFF as a beekeeper and to be issued with a registration number.

7. AFFILIATION, MEMBERSHIP AND VOTING RIGHTS

- 7.1 Any person who is a registered beekeeper in terms of Item 6.1 and is in good standing with SABIO shall be deemed to be a **Primary Member**.
- 7.2 Such Primary Member shall be entitled to one vote.
- 7.3 Any Bee Industry Related Organisation, such as any local or provincial Beekeeping Association, which has at least 10 registered beekeepers as paid up members and is in good standing, shall be deemed to be an **Affiliated Association Member**.
- 7.4 Such **Affiliated Association** Member shall be entitled to one vote for every 10 registered beekeepers who are paid up members of that Organisation, up to a maximum of 5 votes.
- 7.5 In the event that the **Affiliated Association** Member has failed to pay its annual membership fee to the Organisation on or before the 31 May of the current calendar year it shall have no voting status at the Annual General Meeting of the Organisation.
- 7.6 Any other person who / which has an interest in apiculture or pursues activities either directly or indirectly related to the beekeeping industry may apply to become an **Ancillary Member** of SABIO.
- 7.7 Such **Ancillary** Member shall be entitled to one vote.
- 7.8 Application for Membership to SABIO shall be achieved by applying in writing on such designated form, having paid the applicable membership fee and such application being accepted by the Board.
- 7.9 "In good standing" shall mean a member who/which has paid his/its annual membership fees by the 31 May of that calendar year.

8. RESPONSIBILITIES AND RIGHTS OF MEMBERS

- 8.1 The term "every member" in this section shall refer to all members as designated in section 7 above;
- 8.2 Every member is required to conform with the provisions of this Constitution, the aims and objectives of SABIO, and all laws and statutory regulations pertaining to the beekeeping industry.
- 8.3 Every member shall pay his/its annual dues to SABIO in respect of membership fees on receipt of such annual renewal proforma and notify the SABIO secretariat of any changes in personal or contact details.
- 8.4 Every member shall refrain from bringing the name of SABIO into disrepute, encouraging any activities contrary to the aims and objectives of SABIO and from making any disparaging or disrespectful comments concerning any other member of SABIO in any public forum.
- 8.5 Every member shall be entitled to receive information and be kept knowledgeable about all affairs affecting the beekeeping industry in South Africa by whatever communicable means deemed appropriate by the Board.
- 8.6 Every member shall be entitled to attend any forum constituted by SABIO including the Annual General Meeting and any Special Meetings established, to vote at such meetings on any matter for which a vote is necessitated, and to propose for election any person to any vacant positions in accordance with the provisions of this Constitution.

9. TERMINATION OF MEMBERSHIP

- 9.1 Any member may resign his membership by giving the Administrator of SABIO notice, in writing, to that effect. There shall be no reimbursement of any fees already paid for the remainder of the year.

- 9.2 In the event that any member fails to pay his annual membership fees within 3 (three) months of it becoming due his membership shall deem to have expired.
- 9.3 A member may be expelled from the Organisation if, by resolution at an Annual General Meeting, or any Special Meeting or meeting of the Board, it is considered appropriate to do so given the unacceptable or unethical conduct of such member and following the opportunity afforded to the member to respond to any allegations of breach of the Organisation's Code of Conduct.

10. THE SABIO CALENDAR

- 10.1 The SABIO financial year shall run from the 1st day of March of each calendar year until the last day of February of the following calendar year.
- 10.2 The functioning of Office Bearers of SABIO shall commence effective from their appointment or co-option at any Annual General Meeting or Special Meeting and the functioning of the various bodies of SABIO shall operate between the consecutive Annual General Meetings of the Organisation.

11. STRUCTURES WITHIN SABIO

- 11.1 SABIO shall comprise a Board, an Executive and an Administrative body.
- 11.2 SABIO shall hold an Annual General Meeting and Special Meetings to which the general membership may attend.

12. ANNUAL GENERAL MEETING AND SPECIAL MEETINGS

- 12.1 An Annual General Meeting (AGM) of the Organisation shall be held within 5 (five) calendar months of the end of the financial year.
- 12.2 Where, for logistical or other good reason the Annual General Meeting cannot be accommodated within the time period stipulated in Paragraph 12.1 the Annual General Meeting may be postponed by notification to the membership at least three months prior to the date as prescribed in Paragraph 12.1 to a date no later than two months following such date.
- 12.3 The Administrator shall despatch by email or post or by pronouncement in any SABIO publication the notice and agenda of the AGM to all members at least sixty (60) days before the scheduled date of the meeting.
- 12.4 The business to be dealt with at the AGM shall be:
- 12.4.1 To receive the Annual Report of the respective Board Members of what has taken place during the year under review.
 - 12.4.2 To receive and approve the Annual Financial Statements for the year under review.
 - 12.4.3 To elect new Board members or re-elect those Board members who retire by rotation.
 - 12.4.4 To appoint an independent auditor to audit the Financial Statements of the Organisation during the forthcoming Organisation year.
 - 12.4.5 To amend, add or vary any provisions of the Constitution or Regulations.
 - 12.4.6 To transact any other business of which due notice has been given.
- 12.4 The Board shall convene a Special Meeting either upon their own cognizance or within 30 (thirty) days of receiving a written request stating the purpose for which the meeting is required and signed by no less than one-tenth of the total number of members in good standing.
- 12.5 The Administrator shall give at least 21 (twenty one) days notice of a Special Meeting to all members by e-mail or by post.
- 12.6 A Quorum at the Annual General Meeting or Special Meeting shall consist of no less than one-tenth of members in good standing, excluding the Board members.

- 12.7 If a Quorum is not present one half hour after the appointed time of the meeting then, if those members present together with the members of the Board can make up the required quorum numbers, the meeting shall proceed with the agenda of the scheduled meeting. If the Quorum cannot be attained at this juncture a new date within no more than 8 (eight) weeks shall be made to hold the meeting and all members shall be given at least 4 (four) weeks notice of the new date, time and place at which the meeting shall be held. Should this second meeting not reach the Quorum the Board, with those members present, shall continue with the meeting and decide the issues as placed upon the agenda for that meeting.
- 12.8 Provision for voting by proxy may be made provided that such proxy notices have been included in the notice of the Annual General Meeting or Special Meeting.

13. THE BOARD

- 13.1 The General Affairs of the Organisation shall be run by the Board. There shall be a minimum of five and a maximum of eight Board Members elected by the members of the Organisation at Annual General Meetings. All elected Members of the Board shall take up office from the date of the Annual General Meeting at which they are elected.
- 13.2 Only Primary Members of the Organisation may serve on the Board.
- 13.3 Nominations for the election of Board Members shall be called for in the Notice of the Annual General Meeting as required in terms of Paragraph 12.3 and must reach the office of the Administrator at least 30 days prior to the date of the AGM. Only members in good standing at the time of the Nomination may be proposed and only members in good standing as at the date of nomination may propose and second such nomination. The person being nominated must be aware of and be prepared to accept the nomination.
- 13.4 The portfolios of the respective Board Members shall be decided by the Board Members at the first convened meeting of the Board following the Annual General Meeting which shall take place within 60 days of the Annual General Meeting.
- 13.5 The Board may, from time to time, co-opt any members of the Organisation on to the Board to fill vacant positions. Co-opted members shall take up office immediately upon co-option and shall retain their positions only until the next Annual General Meeting but shall be eligible for re-election.
- 13.6 Each member elected to the Board shall, for continuity, serve on the Board for a period of two (2) years.
- 13.7 If a member of the Board is absent from (3) three or more consecutive Board meetings, without apology, his/her place shall be declared vacant.
- 13.8 Any member of the Board or the entire Board may be dismissed by a resolution passed by the members at an Annual General Meeting or Special Meeting convened for such purpose. In such an event that the entire Board is dismissed the meeting shall immediately elect a new Board.
- 13.9 The Board may, notwithstanding any vacancy in their body, continue to act in terms of their duties provided always that in the case that the Members of the Board shall, at any time, be reduced in number to 5 (five) or less, it shall be lawful for them to act as the Board for the purpose of filling up vacancies in their body, or of summoning a Special Meeting, but not for any other purposes.
- 13.10 The Board shall convene a meeting at least once every three months by prior notification to the members of the Board. Decisions of the Board may be taken when one half plus one of the Board Members are convened for such meeting and the majority vote assents to the decision made; subject to the Chairperson having the casting vote in the event that a tied vote is reached. The SABIO Administrator shall be responsible for the administrative functions of such Board meeting.
- 13.11 In the event that a Board Member acts in breach of the Organisation's Code of Conduct or conducts himself in any way which is in conflict with the interests of the

Organisation or fails to perform the functions expected of him as a member of the Board he may be relieved of the position he holds as a Board member following a decision made by the remaining members of the Board as stipulated in Paragraph 13.8.

14. DUTIES AND FUNCTIONS OF THE BOARD

- 14.1 The affairs of the Organisation shall be managed by the Board and shall include *inter alia* the following functions:
- 14.1.1 Electing office bearers of the Organisation which shall include at least a Chairperson, the Financial Officer and any other portfolios deemed necessary for the functioning and representation of the Organisation;
 - 14.1.2 Managing the finances and administration of the Organisation;
 - 14.1.3 Determining the functions of any administrative staff employed by the Organisation;
 - 14.1.4 Making decisions on behalf of SABIO on all matters and issues of concern to the Apicultural Sector;
 - 14.1.5 Determining the Organisation's programme of events;
 - 14.1.6 Dealing with communications, public relations and the marketing of the Organisation through local and electronic media forums to its membership, general public and government bodies;
 - 14.1.7 Discussing and determining issues affecting the Organisation in relation to the beekeeping industry in general and SABIO in particular;
 - 14.1.8 Any other matters which the Board is required or entitled to determine in terms of this Constitution.
- 14.2 The Board may delegate any of its duties and obligations to a sub-Committee as they think fit, and/or any special forum formed for any purpose consistent with the aims and objectives of the Organisation.
- 14.3 The Board may from time to time formulate Regulations affecting the functioning of SABIO which, in their opinion, shall conform to the aims and objectives of this Constitution. Such Regulations shall be placed before the membership to be ratified at any Meeting prior to being accepted as official policy and practice of the Organisation.
- 14.4 The Board may from time to time introduce any administrative or general practice on their own cognizance which shall not be in conflict with this Constitution and which, in their opinion, shall be for the better running of the Organisation.
- 14.5 The Board shall cause proper minutes to be made of all Board meetings, or any other meetings for which a record is required.

15. THE EXECUTIVE

- 15.1 The Executive of SABIO shall comprise the Chairperson, the Financial Officer and one other appointed Board Member.
- 15.2 The main function of the Executive shall be to determine matters affecting the key financial and administrative affairs of the Organisation and to confer on any other matter of critical importance within the Apiculture Sector affecting the functioning of SABIO.

16. FINANCIAL ACCOUNTABILITY

- 16.1 The Board shall be responsible for ensuring that proper and sufficient books of account of the Organisation are kept updated on a monthly basis in respect of income received and expenses incurred and in respect of the assets and liabilities of the Organisation.

- 16.2 Within three months of the end of the financial year annual audited financial accounts for that preceding year shall be presented to the Board for their assessment and accountability.
- 16.3 At each Annual General Meeting the Board shall cause to be prepared and to be laid before the Organisation an audited income and expenditure account and balance sheet made up to the end of the immediately preceding financial year.

17. ASSETS

- 17.1 The Board shall be responsible for acquiring assets on behalf of the Organisation for its reasonable functionality or for investment purposes to the benefit of the Organisation.

18. TERMINATION AND WINDING UP OF SABIO

- 18.1 The Organisation shall be dissolved and its affairs wound up if the members should, by special Resolution at an Annual General Meeting or Special Meeting based on a two-thirds majority decision of those present, so direct.
- 18.2 If upon the winding up or dissolution of the Organisation there remains after the satisfaction of all its debts and liabilities, any financial assets or property whatsoever, the same shall not be paid to or distributed amongst the members of the Organisation, nor the Board, but shall be held in Trust by a relevant legal entity so appointed, including any other Beekeeping Body, until such time as the Organisation may be re-established.
- 18.3 All books of accounting records shall be kept in Trust by such relevant legal entity or beekeeping body until such time that the Organisation is re-established.
- 18.4 Any capital remaining shall be held in Trust by the relevant legal entity so appointed and such body may utilise any interest earned for the purposes of administering the Trust.

19. AMENDMENTS

- 19.1 No amendments, additions or variations of this Constitution shall be affected unless such proposed changes have been laid before an Annual General Meeting or Special Meeting and notice of such proposed changes having been given in the Notice of such Meeting. Any amendments, additions or variations must be agreed to by the majority of the membership present at such meeting.

20. ACCEPTANCE AND SIGNING

IT is hereby recorded that these articles were presented before the **Annual General Meeting** / Special Meeting held on the **10th August 2013** and the contents were formally accepted by the membership in the majority.

THEREFORE these articles having been agreed to, shall be binding upon the Organisation as the **CONSTITUTION** from the date hereunder.

In formalizing these articles they were duly signed by the Chairman Mr. Michael Miles on the 6th day of September 2013. As Witness thereto, the document was co-signed by members of the duly elected Board on the same date.

This therefore being a true record of the accepted articles, it is signed by the Chairman hereunder.

CHAIRMAN: _____
Signature Name in Full

BOARD MEMBERS:

_____ Signature & Name	_____ Signature & Name
_____ Signature & Name	_____ Signature & Name
_____ Signature & Name	_____ Signature & Name
_____ Signature & Name	_____ Signature & Name