

**Constitution**  
**of**  
**The African Diaspora Forum (ADF)**

## **Preamble**

We, members of the African Diaspora and other affected or concerned residents in South Africa,

Aware that members of the African Diaspora in South Africa are currently facing rising xenophobia and that South African society is witnessing growing tension within its own communities and between non South Africans and South Africans,

Considering that members of the African Diaspora in South Africa have failed to organize themselves in the past and therefore are unable to respond to these challenges in a united and efficient way, in particular when it comes to challenging xenophobic discourses and representations, and to addressing specific political, social and economic issues that affect them and the communities they live in,

Eager to ease relationships and develop positive exchanges with South Africans,

Subscribing to values and principles enshrined in international law mainly in the Universal Declaration of Human Rights,

HAVE AGREED AS FOLLOWS:

### **Article 1**

#### **Definitions**

In this Constitution:

“Diaspora” is understood in this constitution as a group of persons living outside of their country of origin, but keeping and building strong links with each other. The term was chosen because it conveys both the idea of mobility and of networking.

“Member of the African Diaspora” refers to any person from Africa who is not living in his / her country of origin.

“Concerned residents in South Africa” refers to South African and non South African persons, who are not members of the African Diaspora, but who sympathise with their concerns and objectives as expressed in the African Diaspora Forum (ADF) Constitution.

“Executive Committee” means the Executive Committee constituted by article 10 of the Constitution.

“Dividend” means monies usually paid to members or shareholders of an organisation that are not direct payments for goods or services rendered

## **Article 2**

### **Establishment, Name and Seat of the Organisation**

- 2.1. On this 26<sup>th</sup> day of June 2008 is created in Johannesburg a Non-Profit Organisation whose name is « **African Diaspora Forum** » (**ADF**) (hereafter referred to as the Forum)
- 2.2. The headquarter of the Forum is established in Johannesburg. It can be moved to any other location by the decision of the Forum after the Executive Committee has called a special meeting as defined in clause 14.3.
- 2.3. The Forum may establish branches in other cities of South Africa, as may be deemed necessary by the Forum after the Executive Committee has called a special meeting as defined in clause 14.3.

## **Article 3**

### **Legal Status of the Organisation**

- 3.1 ADF is a non-religious, non-partisan and non-violent non-profit Organisation.
- 3.2. It shall be a body corporate with perpetual succession, capable of:
  - a. acquiring and holding property separately from its members; and
  - b. suing and being sued in its own name; and
  - c. generally, subject to this Constitution, accomplishing anything that juristic persons are lawfully able to do.

## **Article 4**

### **Non Profit Making Status**

- 4.1 The Forum is not formed and does not exist for the purpose of carrying on any business that has as its object the making of gain or profit.

- 4.2 The income and assets of the Forum shall be applied solely for the promotion of the objectives for which it is established.
- 4.3 The organisation 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 the organisation. The payment must be a reasonable amount for the work that has been done.
- 4.4. No part of the income or assets of the Forum shall be paid, directly or indirectly, by way of dividend to any person or organisation.
- 4.5 Members or office bearers of the organisation do not have rights over any property or other assets of the organisation.

## **Article 5**

### **Objectives of the Forum**

- 5.1. The objectives of the Forum shall be to:
  - a. Work for an integrated society that is free of xenophobia and all other kinds of discrimination;
  - b. Promote and consolidate a Pan African forum for African residents of whatever nationality to work together to build one common voice on common issues.
- 5.2. The two main objectives mentioned in 5.1. can be detailed, inter alia, as follows:
  - a. Challenge all manifestations of xenophobia in South Africa, including:
    - i. xenophobic statements in the press and in public statements;
    - ii. legislation or practices in state structures that discriminate unfairly against non South Africans, thereby undermining their basic human rights
    - iii. xenophobic attitudes and practices in organisations, faith-based and other institutions, institutions of learning, community structures and anywhere else where community members meet and discuss and engage in common action

- b. Facilitate and develop relationships, exchanges and mutual understanding between South Africans and non South African residents in South Africa through
  - i. Working at local level, through and with civil society organisations, to develop objectives and aims that are common to South Africans and to non South African residents;
  - ii. Joining South African residents in civil society organisations and forums to contribute towards their objectives of building a better society for all (e.g. Community Policing Forum, street committees, etc.);
  - iii. Encouraging (and involving the Forum in) the organisation of pan African cultural events;

## **Article 6**

### **Scope and Duration of Activities of the Forum**

- 6.1. The Forum is created for an unlimited period. It shall carry out its activities within the national boundaries of the Republic of South Africa.
- 6.2. It shall continue to exist even when its membership changes and there are different office bearers.
- 6.3. To achieve its objectives, the Forum shall carry out awareness-raising, advocacy and litigation activities. It may, as part of these activities:
  - a. conduct studies;
  - b. organise trainings, workshops and conferences; and
  - c. carry out any other activities deemed necessary for the achievement of its objectives.

## **Article 7**

### **Membership of the Forum**

- 7.1. Membership of the Forum is open to any individual or organisation, which:
- a. Is *bona fide* concerned with the fulfilment of the Forum's objectives (as listed in Article 5); and
  - b. Commits themselves to complying with the clauses as set out in this Constitution.
- 7.2. An organisation or a person that wishes to become a member of the Forum may apply to the Executive Committee, in writing. The Executive Committee shall consider every such application without delay and shall notify the applicant of its decision.
- 7.3. Membership of the Forum shall come into effect from the date of notification of the Executive Committee's decision as indicated in clause 7.2.

## **Article 8**

### **Cessation of Membership in the Forum**

- 8.1. Membership of the Forum may be terminated through resignation by a member following the procedure outlined in clause 8.2 or by a formal decision of the Executive Committee subject to the requirements set out in clause 8.3.
- 8.2. A member of the Forum may at any time resign from the Forum by written notice to the Executive Committee, provided that, in the case of an organisation, the notice has been duly authorised by the organisation's competent body. The organisation or person shall cease to be a member of the Forum with effect from the date on which it receives a notification from the Executive Committee that the resignation has been accepted.
- 8.3. The Executive Committee may temporarily or permanently terminate the membership of the Forum of an organisation or a person if:
- a. the member has ceased to be eligible for membership by not fulfilling the requirements of clause 7.1;
  - b. the member has persistently acted in violation of the objectives and principles of the forum or has failed to uphold its responsibilities under the present constitution; or
  - c. the member has failed without just cause to attend three consecutive meetings of the Forum, of which he / she was given due notice.

## **Article 9**

### **Readmission to the Forum**

- 9.1. A person or an organisation that has voluntarily ceased to be a member of the Forum may apply and be readmitted to the Forum in accordance with clause 7.2 of the present constitution.
- 9.2. A member whose membership has been terminated under clause 8.3. shall be re-admitted, subject:
  - a. to a period of exclusion of six months from the day that membership was terminated; and
  - b. to the Executive Committee being satisfied that the reasons for the termination no longer apply or will not continue to be an issue.

## **Article 10**

### **Organs of the Forum**

- 10.1. The Forum shall have an Executive Committee that will manage the organisation. Executive members are the office-bearers of the organisation.
- 10.2. The Executive Committee consists of: a Chairperson, a Deputy Chairperson, a Secretary, a Deputy Secretary, an Organising Secretary, a Treasurer, a Fundraiser, a Public Relations Officer, a Deputy Public Relations Officer, and up to five additional Executive Committee members.
- 10.2. The Forum may establish Task Teams that are defined as working groups focusing on specific areas of the Forum's objectives such as, for instance, Cultural Events Organisation, Legal advice, Research, and other areas that may be deemed necessary for the achievement of the Forum's objectives. Organising and oversight of the Task Teams shall be the responsibility of the Organising Secretary (see Article 13).

## **Article 11**

### **Structure and Organisation of the Executive Committee**

- 11.1. The members of the Executive Committee shall hold office for two years from the date of their election and, on the expiry of that term, shall be eligible for re-election for only one additional term of office.
- 11.2. The principle of continuity should be honoured when electing a new Executive Committee, i.e. at least one-third of existing office bearers should serve on the new Executive Committee, except in cases where no member wishes to stand again or there is a breakdown of confidence in the entire Executive Committee.
- 11.3. The right to vote and eligibility is equal and unitary.
- 11.4. To vote and to be eligible to hold a position in the Executive Committee, a member must have participated in at least two Forum meetings, counted from the date of his/her admission to the Forum.
- 11.5. The members of the Executive Committee may at any time, by written notice to the Executive Committee, resign from office.
- 11.6. If two-thirds or more of the total membership of the Forum, at a duly convened meeting, pass a vote of no confidence in one or several members of the Executive Committee, he/she or they shall immediately cease to hold office.

## **Article 12**

### **General Powers and Duties of the Executive Committee**

In addition to the powers conferred upon the Executive Committee elsewhere in this Constitution, the Executive Committee shall:

- 12.1. be responsible for overall policy planning, formulation and oversight of the Forum;
- 12.2. be responsible for the safeguarding of all finances and property of the Forum;
- 12.3. cause a proper set of books of account to be kept relevant to the affairs of the Forum;
- 12.4. invest and deal with any monies of the Forum not immediately required for purposes of fulfilling the Forum's objectives;
- 12.5. establish branches and offices in other cities of South Africa;

- 12.6. appoint *ad hoc* task teams as may be necessary to carry out specific tasks and to regulate the meetings of these commissions;
- 12.7 be the only organ of the Forum empowered to speak or make public announcements on behalf of the Forum; and
- 12.8. do any and all such things as may be necessary to achieve the objectives of the Forum.

### **Article 13**

#### **Structure and organisation of Task Teams**

- 13.1. Task Teams may be created on an *ad hoc* basis, and are based on the voluntary participation of members.
- 13.2. Task Teams are headed by members who commit themselves to leading a team of fellow members in pursuance of the aims and objectives of a specific Task Team.
- 13.3. Task Teams are expected to give reports on their activities to regular Forum meetings or when requested to do so by the Executive Committee
- 13.4. Task Teams may be dissolved by the Executive Committee or by general agreement of the members of the Forum, if their aims and objectives have been fulfilled or are deemed no longer relevant or possible.

### **Article 14**

#### **Meetings of the Forum**

- 14.1. The Chairperson shall cause one Executive Committee meeting and one ordinary meeting of the Forum to be convened at least once a month in each calendar year.
- 14.2 At least 2 of the 12 annual meetings of the Forum are to be devoted to plan, review and approve the general direction of ADF activities.
- 14.3 The Chairperson, when so instructed in writing by a simple majority of the members of the Forum, or by a majority of Executive Committee members, shall cause a special or emergency meeting of the Forum to be convened. Such a meeting shall be held no later than 30 days after such instruction has been given for such a meeting to take place.

- 14.4. Notice of an ordinary or special meeting of the Forum shall be in writing (where writing includes the use of email or SMS), specifying the date, time, place and business to be conducted at the meeting.
- 14.5. The Chairperson shall preside over meetings of the Forum. Should he or she be absent, the meeting shall be chaired by the Deputy Chairperson. If the latter is also absent, the meeting shall select a chairperson from those attending the meeting.
- 14.6. The Forum shall endeavour to reach its decisions on any matter by consensus. Should consensus not be reached, a vote shall be taken and the matter shall be decided by a simple majority of those present and voting. In the event of an equality of votes, the Chairperson shall have a casting vote in addition to a deliberative vote.
- 14.7. A simple majority of the membership of either the Executive or the Forum shall constitute the required quorum for a meeting. Should such majority not be met and the meeting has to make decisions requiring a vote, the meeting shall be postponed and reconvened within two weeks. At the second meeting, the same quorum requirements will apply.
- 14.8. The Chairperson may invite any person to attend a meeting of the Forum and take part in its deliberations. Such person shall, however, not be entitled to vote.
- 14.9. The Executive Committee shall regulate the manner in which the meetings of the Forum should be conducted in accordance with commonly-accepted meeting practice.
- 14.10. Minutes of all meetings must be kept safely and always be on hand for members to consult.

## **Article 15**

### **Annual General Meeting**

- 15.1. The Executive Committee shall hold an Annual General Meeting each year of his mandate, in the month of June.
- 15.2. At least fourteen calendar days before the holding of the Annual General Meeting of the Forum, written notice shall be duly given to members and the Executive Committee, specifying the date, time, place and business to be conducted at the meeting. The meeting shall not be invalidated by an inadvertent omission to give a member notice of the meeting.

15.3 At each AGM, the Executive Committee should give a full report of the Forum's activities including an audited financial report.

15.4. The financial year of the organisation ends on 31 May each year.

## **Article 16**

### **Rights and Duties of members**

16.1. Members have the right to participate in the work of task teams and other activities in the manner defined in this constitution and any additional rules as might be adopted from time to time.

16.2. Members have to comply with the Constitution and additional rules as well as the policies of the Forum, as introduced or amended from time to time.

16.3. Members are expected to attend Forum meetings, and if unable to do so, to send an apology.

16.4. Members may be required to pay a membership fee, such fee to be determined from time to time by a simple majority of a meeting of the Forum.

## **Article 17**

### **Finances of the Forum**

17.1. The income of the Forum shall be derived from contributions from its members, sponsorships and donations.

17.2. At each AGM, an audited financial report shall be presented by the Executive Committee.

17.3. All monies received by or on behalf of the Forum shall, in the first instance, be paid to such bank accounts as the Treasurer shall open and operate on behalf of the Forum.

17.4. Transactions on any of the Forum's bank accounts shall require any two signatures of the three following office-bearers: the Chairperson, the Deputy Chairperson and the Treasurer.

## **Article 18**

### **Amendments to the Constitution**

- 18.1. The Executive Committee may, by resolution passed at a duly convened meeting, amend any provision of this Constitution, provided that:
  - a. notice of the proposed amendment has been given to all the members at least fourteen calendar days before the meeting;
  - b. such resolution has been passed by at least two thirds of the total membership of the Forum.
- 18.2. Any proposed amendment that substantially violates the spirit, the principles and the objectives of the Forum shall be deemed to be invalid.

### **Article 19**

#### **Dissolution of the Forum**

- 19.1. Any proposal for the dissolution of the Forum shall be made in writing to the Executive Committee. The Executive Committee shall then convey a specific meeting to debate the issue.
- 19.2. The Forum shall cease to operate if at least two thirds of the total membership of the Forum, voting at a duly convened meeting of the Forum, decides that the Forum should be dissolved.
- 19.3. In the event of a dissolution, the assets of the Forum remaining after the discharge of its liabilities shall be disposed of by the Forum in such manner as the Forum may, by resolution determine, provided that no property whatsoever shall be given or transferred to or distributed to any individuals, but shall be given or transferred to another NGO or CBO involved in the promotion of tolerance and integration and the fight against xenophobia, and which similarly prohibits the distribution of its assets amongst its members or trustees.