CONSTITUTION
PREDATION MANAGEMENT SOUTH AFRICA

1. NAME

The name of the organization shall be “Predation Management South Africa” (Hereinafter referred to as “PMSA”).

1.1 The PMSA is a legal entity and as such is the independent carrier of rights and obligations, separate from its respective members. It shall be able to own property and other possessions and it shall be able to sue and be sued in its own name.

1.2 Failing dissolution as mentioned herein, the PMSA possesses the property of perpetual succession and will continue as an independent entity notwithstanding a change of membership and office bearers.

2. DEFINITIONS

Any expression used in this Constitution has the meaning assigned to it and for clarity the following expressions shall have the following meanings:

2.1 “Affiliated member”
Any organization or association that represents the interests of a directly affected group in the livestock industries and wildlife ranching industry, accepted as a member of the PMSA.

2.2 “Statutory member”
Membership bestowed by the PMSA on:

2.2.1 National government, i.e., Dept. of Environmental Affairs, Forestry and Fisheries (DEFF), Dept. Agriculture, Land Reform and Rural Development (DALRRD), and conservation authorities responsible for the environment.

2.2.2 Membership in training and development support, including (but not limited to) tertiary institutions, research institutions and training providers.

2.3 “Livestock industries and wildlife ranching industry”
All organizations engaged in livestock farming and wildlife ranching and include both the established, emerging- and communal participants in this sector, directly affected by predation.

Predation Management South Africa Constitution
2.4 “representatives of the Executive”
Representatives from the affiliated members nominated to serve on the Executive Committee as well as representatives from Statutory members invited to serve on the Executive Committee. Refer to Clause 8.9.

2.5 “Executive Committee”
As described in 11.1.

2.6 “directly affected group”
An association or group of participants in the commercial, communal, and emergent sectors of the production, distribution and processing of red meat products, wildlife products and fibre. (i.e., organized structures in agriculture, wildlife, and predation management; hunting associations, predation management experts, predation equipment specialists / manufacturers, etc.).

3. STATEMENT OF INTENT
Predation Management South Africa (PMSA) is a multi-sectoral platform for liaison and coordination of activities of commodity organizations in the livestock and wildlife ranching sectors, aimed at addressing the problem of predation by reducing or minimizing losses incurred by predation by means of ecologically and ethically acceptable methods to protect the biodiversity of South Africa.

4. PREAMBLE

4.1 Predation has become a major cause of financial losses in the livestock- and wildlife ranching industries in South Africa. These losses run into millions of rand annually.

4.2 The rate of predation is increasing due to a series of contributing factors, with an associated increase in the financial impact on these industries as well as on food security.

4.3 The industries affected by this problem do not exist and function in a vacuum, and it has become clear that all strategies and actions to address the problem require testing against the rule of law in South Africa, also recognizing the common law principle of the right of individuals to protect livelihoods and assets such as livestock and game.

4.4 There is an increasing need to ensure that strategies developed to address the problem and strategies for the management of predation must be underpinned by sound and verifiable science.

4.5 There is a large body of evidence developing which is signaling the urgent need for education and training at all levels in the value chain to ensure an understanding of
the problem, and for developing capacity to implement appropriate tactics to address the problem.

4.6 There is an urgent need for a coordinated and holistic approach to media relations to ensure that a balanced message is presented which is fair to all stakeholders.

4.7 There is an urgent need to effectively engage with government (e.g., DEFF and DALRRD) to assist in the creation of an enabling environment for farmers to follow their chosen profession considering the need to protect biodiversity.

The fast-developing nature of consumerism is such that there is a need to ensure that the overall strategies and activities of the PMSA, in terms of issues such as animal welfare, are reflected in appropriately drafted and implemented Codes of Best Practice for the various sectors affected by this problem.

5. TERMS OF REFERENCE AND FUNCTIONS OF THE PMSA

5.1 Attempt to influence policy, legislation, and guidelines to create an enabling legislative environment for the implementation of holistic, coordinated, and sustainable predation management interventions by the livestock- and wildlife industries in South Africa whose profitability is affected by the problem.

5.2 Provide a platform to develop an inclusive and representative communication strategy for interaction with national-, provincial- and local government (municipalities) and conservation authorities responsible for the environment, as and when required and appropriate.

5.3 As a representative body adopt a coordinated approach for communication with on-farm predation management practitioners in the livestock- and wildlife ranching industries, consumers, consumer organizations and retail to counteract negative perceptions based on a lack of information and misinformation.

5.4 To provide facilitation mechanisms to resolve obstacles which prevent the effective protection of livestock- and wildlife ranching assets.

5.5 To develop strategies for training and for credible and ethical research and development (R&D), and endeavor to secure funding for these strategies.

5.6 Endorse scientifically sound, environmentally safe, and socially responsible approaches to predation management.

5.7 Recognize that conflict with predators is an inherent risk for farmers whose core business is livestock and/or wildlife ranching. Whilst the primary responsibility to prevent damage or losses rests with the landowner or user, the PMSA, by contributing
to the creation of an enabling legislative environment, can assist farmers and ranchers to manage losses caused by predators during their production cycles.

5.8 Acknowledge that the social responsibility of government is the interest of the community. However, government has the responsibility to ensure that its mandate to maintain an overarching enabling environment in terms of legislation does not translate to discrimination against one or more sectors within the community.

5.9 Subscribes to the core principle that the purpose of targeted predation management is the cost-effective reduction of losses, and not the eradication of species.

5.10 Endorse all actions aimed at building an image for farmers and ranchers as responsible people who care for the biodiversity of South Africa and the environment in general.

5.11 The PMSA’s agreed philosophy for an effective predation management system is based on a simple, three-pronged approach, viz:

- adaptation of farm management practices to avoid or minimise losses.
- management of predators, and
- capture and documentation of predation incidents and management interventions and promotion of Best Practice by means of sector-specific Codes appropriate for each sector and/or bio-system in which livestock or game farming enterprises are located.

5.12 PMSA will ensure that all executive duties are executed within the legal framework of current national legislation in South Africa, as is applicable directly or indirectly on the industry.

5.13 PMSA adopts and adheres to the KING IV report regarding the principles of good corporate governance in South Africa.

5.14 PMSA is separate from its individual members and shall continue to exist even if the members or office bearers of PMSA change.

5.15 No member, office bearer or group of members of PMSA shall directly or indirectly hold any interest in PMSA. PMSA shall hold no interest in any business, profession or occupation carried on by any member or group of members. The members, office bearers or group of members have no rights in the property or assets that belong to PMSA.
6. **OBJECTIVES OF THE PMSA**

6.1 To promote, coordinate, supervise and secure the interests of its affiliated members.

6.2 To participate in the relevant law-making processes that affect the livestock farming and wildlife ranching sectors.

6.3 To raise funds by entrance fees and / or special subscriptions and by donations, grants, or any form of voluntary contributions to secure the objectives of PMSA, which shall include the right to recover monies due to PMSA.

6.4 To foster or stimulate the proficiency of primary production of fibre, red meat, and wildlife ranching through the promotion of sound predation management practices for the livestock and wildlife industries.

6.5 To foster and promote liaison between the role-players in the livestock and wildlife ranching industries as well as consumers, members of affiliated members of PMSA as well as between regulatory members.

6.6 To encourage a code of conduct of members of PMSA such as to command the confidence and respect of the public in general.

6.7 To do such other lawful things that may be required in the interests of the affiliated members of PMSA.

6.8 To approve the financing of business plans of service providers submitted to the Executive Committee.

7. **COMPOSITION AND MEETINGS**

The composition is as follows:

7.1 **Affiliated Members**

7.1.1 Any organization or association that represents the interests of a directly affected group in the livestock industries and wildlife ranching industry, directly affected by predation, qualify by default to become an affiliated member of PMSA.

7.1.2 Only paid-up affiliated members have voting rights.
7.2 **Statutory Members**

7.2.1 Statutory membership is bestowed by PMSA to national government structures, tertiary institutions, research institutions, training providers etc.

7.2.2 Statutory members have no voting rights.

7.2.3 Statutory members do not participate in decisions relating to membership fees.

7.3 **Directly Affected Members**

7.3.1 An association or group of participants in the commercial, communal, and emergent sectors of the production, distribution and processing of red meat products, wildlife products and fibre. (i.e., organized structures in agriculture, wildlife, and predation management; hunting associations, predation management experts, predation equipment specialists / manufacturers, etc.).

7.3.2 Directly affected members have no voting rights.

7.4 The secretariat of PMSA (and, by default, the Executive Committee) resides with the industry organization which the Chairperson represents.

7.5 PMSA shall meet at least once per year at a venue and at a time to be communicated to all members at least 30 days prior to such a meeting.

7.6 All costs incurred in attending to the business of PMSA or the Executive Committee shall be for the account of the represented industry/authority/affected member.

7.7 Expenses incurred by any person to attend special meetings/initiatives on behalf of PMSA and as advised and approved by the Executive Committee will be covered by PMSA.

8. **APPLICATION FOR MEMBERSHIP**

8.1 The members of PMSA are reflected in Annexure 1 to this Constitution. Members should meet the following criteria:

- The national departments / organs of state responsible for biodiversity matters on a national level.
- National departments that contribute towards the wildlife economy.
• National associations / organisations / entities that represent the livestock and wildlife industries and contribute towards the objectives of PMSA; and

• National associations / organisations / entities that have been a member of PMSA since its inception or thereafter, but before adoption of the Constitution for the repositioned PMSA with the criteria referred to in Paragraph (ABOVE), may apply to become a member of PMSA.

• Should there be more than one organization representing a sector / group, the most representative structure on a national level will receive preferential consideration.

8.2 Any national association / organization / entity not included above that wishes to become a member of PMSA, and that complies with the criteria referred to in Paragraph 8.1 may apply to become a member of PMSA.

8.3 Application for membership of PMSA shall be made in writing, in compliance with the criteria set down by the Executive Committee from time to time, to the Secretariat.

8.4 Applicants shall be required to furnish such information as may be required by PMSA.

8.5 Applications for membership of PMSA shall be considered by the Executive Committee.

8.6 Should admission to membership be refused by the Executive Committee, the applicant shall have the right of appeal to the next annual general meeting of PMSA.

8.7 Any member who has resigned or been expelled from membership of PMSA, may be re-admitted to the membership on such terms and conditions as the executive committee may determine. Refer to Paragraph 5.13 relating to the KING IV report.

8.8 Any affiliated member admitted to the PMSA shall be bound by:

8.8.1 the provisions of this Constitution, and any amendments thereof as are affected from time to time.

8.8.2 any resolution passed by the Executive within the terms of this Constitution.

8.8.3 legislation applicable to predation management passed by any Regulatory member; and

8.8.4 any code of ethics applicable to predation management passed by the Executive, any Regulatory member, or any other relevant competent authority.

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8.9 To co-opt a person
PMSA, through its Chairperson, may co-opt any person or representative of an association / organisation / entity as it deems necessary and appropriate, in respect of its objective.

8.10 PMSA respects the right and functions of affiliated, regulatory, and directly affected members.

9. RESIGNATION

9.1 Any member may resign from PMSA by giving three months’ notice, in writing, to the Secretariat.

9.2 Upon resignation, members will remain liable for all outstanding monies due to PMSA and shall not be entitled to have any claim against PMSA.

10. FINANCIAL MATTERS

10.1 Membership fees

10.1.1 Affiliated Members
10.1.1.1 Each affiliated member of PMSA shall pay to PMSA an annual membership fee as determined by PMSA.

10.1.2 Membership fees will be reviewed annually by the Executive Committee at the Annual General meeting.

10.1.3 Only paid-up members of the Executive Committee have voting rights.

10.1.2 Statutory Members
10.1.2.1 Membership fees does not apply to Statutory members.
10.1.2.2 Statutory members do not participate in decisions relating to membership fees.
10.1.2.3 Statutory members have no voting rights.

10.1.3 Directly Affected Group Members
10.1.3.1 Each directly affected member of PMSA shall pay to PMSA an annual membership fee as determined by PMSA.

10.1.3.2 Members from this group have no voting rights.

Predation Management South Africa Constitution
10.1.4 Membership fees will be reviewed annually by the Executive Committee at the Annual General meeting.

10.1.5 Annual membership will not be renewed unless fully paid up.

10.1.6 The Executive Committee may, after consultation, request a special membership upon its members for any specific purpose when needed.

10.1.7 Substantially the whole of the funding of PMSA will be derived from its annual or other long-term members or from an appropriation by the government of the Republic of South Africa in the national, provincial, or local sphere.

10.2 **Administration of Membership fees**

10.2.1 The funds of PMSA shall be applied to the payment of expenses and such other purposes which may be considered and approved by the Executive Committee within the terms of the Constitution.

10.2.2 All monies due to PMSA shall be paid to the Secretariat, who shall deposit it in such financial institution as may be decided upon by the Executive Committee.

10.2.3 An auditor may be appointed by the Executive Committee if they so decide, who shall prepare audited financial statements in respect of each financial year of PMSA. Failing the appointment of an auditor, the Secretariat of PMSA will prepare financial statements. These financial statements shall be tabled for adoption at the Annual General Meeting.

10.2.4 The provisions of paragraphs 10.2.1 and 10.2.2 shall not apply to the statutory members.

10.2.5 PMSA may not economically benefit any of its members or office bearers in any manner and no portion of its assets/property may be distributed in any manner whatsoever to any member or office bearer, with the exception that any member or office bearer who have rendered a service to PMSA may be reasonably remunerated based on the service rendered to PMSA and as approved by the Executive committee.

10.2.6 Remuneration paid in terms of 10.2.5 shall not be excessive, considering the service provided by PMSA member(s), official(s) or other person(s) and the remuneration shall be considered to be reasonable for the industry.
10.2.7 No funds or assets will be directly or indirectly distributed to any person other than while furthering the objectives of PMSA.

10.2.8 Substantially, the whole of the funds of PMSA will be used for the sole or principal object for which it has been established.

10.2.9 Substantially, the whole of the activities of PMSA will be directed to the furtherance of its sole or principal object and not for the specific benefit of an individual member or minority group.

10.2.10 Most of PMSA’s funding will consist of membership fees paid by affiliated & directly affected members to be part of PMSA. Such funds shall be utilized for the promotion of the stated objective set out in Section 6 of this Constitution.

10.2.11 PMSA can receive gifts, donations and/or contributions of any nature and utilize such gifts, donations and/or contributions for the promotion of the stated objectives under Section 6 of this Constitution.

10.3 Statutory & Accounting

10.3.1 PMSA must open a bank account(s) at an approved bank or financial institution and withdrawals from such an account(s) can only be done by way of a cheque/EFT or instrument signed by at least two persons as determined by the Executive committee. PMSA’s financial transactions shall be conducted by means of a banking account.

10.3.2 The financial year of PMSA ends on 30 June each year.

11. ADMINISTRATION OF PMSA

11.1 Executive Committee

11.1.1 The affairs of PMSA shall be vested in an Executive Committee. The executive committee will manage PMSA. The executive committee will be the office bearers of PMSA.

11.1.2 The Executive Committee shall always consist of at least three (3) unconnected members, to be elected as set out in this Constitution.

11.1.3 Only paid-up affiliated members of the Executive Committee have voting rights.

11.1.4 Representatives of the Executive Committee shall be appointed by the affiliated members.
11.1.5 Any representative of an affiliated member or his secundus shall be a member in good standing or paid official of that organization or association.

11.1.6 Each of the affiliated members shall nominate two of their representatives to serve on the Executive Committee of PMSA, of which one shall be the representative and the other his/her secundus.

11.1.7 Representatives of regulatory members may be invited by the Executive Committee to serve on the Executive Committee.

11.1.8 Decisions will be taken by way of majority vote. The Chairperson will have a normal voting right as well as a deciding voting right when appropriate.

11.1.9 Elected members of the Executive Committee shall be independent in relation to one another.

11.1.10 The secretariat of PMSA (and, by default, the Executive Committee) resides with the industry organization which the Chairperson represents.

11.1.11 The Secretariat shall generally carry out the duties and functions pertaining to such office and as instructed to by the Executive Committee from time to time.

11.2 Chairperson

11.2.1 The Executive Committee shall from its affiliated members elect / nominate a Chairperson to serve a two-year term, by mutual consent between the affiliated members of the Executive Committee.

11.2.2 Only affiliated members can participate in the process of electing a Chairperson.

11.2.3 In the event of the Chairperson no longer being eligible for membership of a member organization he represents; he will resign as Chairperson. The Vice-Chairperson will take over the responsibilities of the office in the interim until the next meeting of the Executive Committee.

11.2.4 The elected Chairperson must be serving on the Management of the organization the representative is affiliated to, at the time of his or her election as Chairperson.

11.2.5 A new Chairperson shall be elected at the next meeting of the Executive Committee.
11.3 **Duties of the Chairperson**

11.3.1 The duties of the Chairperson or, in his absence, the Vice Chairperson, shall be to preside at meetings of PMSA and the Executive Committee and to enforce the observance of the Constitution, sign minutes of meetings after confirmation, act as spokesman of PMSA on all matters agreed to by the Executive Committee and generally perform such duties and functions as by usage and custom pertaining to such office.

11.3.2 The Chairperson have decision making power between meetings.

11.3.3 PMSA, through its Chairperson, may co-opt any person or representative of an association / organization / entity as it deems necessary and appropriate, in respect of its objective.

11.4 **Vice-Chairperson**

11.4.1 A Vice-Chairperson shall be elected from the affiliated members of the Executive Committee.

11.4.2 Only affiliated members can participate in the process of electing a Vice-Chairperson.

11.5 **Powers and duties of the Executive Committee**

The Executive Committee shall have the following powers in addition to any other powers mentioned in this Constitution:

11.5.1 To conduct the ordinary business of PMSA and to further and promote all its objects.

11.5.2 To accept fiduciary responsibility for all the activities of PMSA.

11.5.3 To control the funds and property of PMSA and apply the funds in such a manner as may be necessary to carry out its functions.

11.5.4 To open, operate, or close the banking accounts and to control its finances of PMSA.

11.5.5 To approve, or refuse, any application for affiliated membership.

11.5.6 To recover membership fees and any other monies due to PMSA.

*Predation Management South Africa Constitution*
11.5.7 To co-operate with other bodies or persons in furthering livestock and wildlife industry interests regarding predation.

11.5.8 To appoint Sub Committees from its affiliated members and to delegate power to such Sub Committees.

11.5.9 To appoint financial auditors should it be deemed necessary.

11.5.10 To do all other things that it may consider conducive to the interests and efficient administration of PMSA or the promotion of its objects.

11.5.11 To have the capacity to sue and be sued.

11.5.12 Only affiliated members within the Executive Committee have the powers to execute the above activities.

**11.6 Meetings of the Executive Committee**

11.6.1 The Executive Committee of PMSA shall meet as often as necessary for the efficient transaction of the affairs of PMSA, but there shall not be an interval greater than six months between each meeting.

11.6.2 To hold an Executive Committee meeting within three months of the financial year end.

11.6.3 Representatives of the Executive Committee shall be given at least 21 (twenty-one) days’ notice by the Secretariat of the time and place of meeting and shall be furnished with an agenda indicating the nature of the business to be transacted.

11.6.4 Special meetings may be called at shorter notice by the Chairperson and/or the Secretariat at any time when requested to do so in writing by at least three representatives of Executive Committee.

11.6.5 The quorum for any meeting of the Executive Committee shall consist of a representative of at least 50% of the affiliated members.

11.6.6 At all meetings of the Executive Committee, the minutes of the last preceding meeting shall be tabled by the Secretariat and signed by the Chairperson after confirmation.

11.6.7 Presentation of the financial statements of PMSA during the period under review shall be considered and approved by the Executive Committee.
11.6.8 Decisions shall be reached by consensus. In the event of consensus not being reached, the Chairperson shall declare a deadlock whereat a secret ballot will be held to determine the issue. In the case of deadlock, the Chairperson shall have a casting vote.

11.6.9 Minutes of each meeting must be kept. There should be an accurate record of all decisions, outcomes, and actions.

11.7 **Member Dispute Resolution**

The process will follow these steps:

11.7.1 The different members concerned must find consensus.

11.7.2 In the event of no consensus the dispute/matter must be presented by the dissenting member(s) at an Executive Committee meeting and voted on by the remaining member(s) for a final majority Executive Committee decision (with the member(s) bringing the matter/dispute before the executive not entitled to vote thereon).

11.7.3 An aggrieved member can proceed on an alternative route; however, in such circumstances the member must make it clear that its actions are not endorsed / agreed to by PMSA.

11.7.4 An aggrieved member may resign as an executive member. Refer paragraph 9.1

12. **DISSOLUTION**

12.1 PMSA may be dissolved if two-thirds of the affiliated members entitled to vote, so decide by ballot.

12.2 Upon dissolution of PMSA, the funds on hand should, after all liabilities have been met, be paid back to the contributing organizations or if not possible for any reason, be transferred to an organization having similar aims and objectives, provided that the organization previously mentioned:

12.2.1 is a similar public benefit organization, which has been approved in terms of section 30 of the Income Tax Act, or

12.2.2 any institution, board or body which is exempt from tax under the provisions of Section 10(1)(cA), which has as its sole or principal object the carrying on of any public benefit activity, or
12.2.3 any department of state or administration in the national or provincial or local sphere of government of the Republic contemplated in Section 10(1)(a) or 10(1)(b).

12.2.4 The entire net value of the Company must be distributed to one or more non-profit companies, registered external non-profit companies carrying on activities within the Republic, voluntary associations, or non-profit trusts: -

12.2.4.1 Having objects like the main object of the organization; and
12.2.4.2 As determined: -
12.2.4.3 - In terms of this Constitution.
- By its members, at or immediately before the time of its dissolution; or
- By the court if the Constitution or the members fail to make such a determination.

13. ANNUAL GENERAL MEETING

13.1 The annual general meeting of PMSA is held on a date determined by the Executive Committee but within three months after the financial year end of PMSA.

13.2 All members shall receive at least twenty-one (21) days’ notice of the date and venue of the annual general meeting.

13.3 The following business of PMSA will, *inter alia*, be conducted at the annual general meeting:

13.3.1 Presentation of a report on the activities of PMSA during the period under review shall be considered and approved by the Executive Committee.

13.3.2 Presentation of the audited financial statements of PMSA during the period under review shall be considered an approved by the Executive Committee.

13.3.3 Any matter which any member refers to the Secretariat twenty days prior to the annual general meeting for inclusion on the agenda.

13.4 All motions put to the annual general meeting which had been decided by most members present at the meeting, shall be referred to the Executive Committee for consideration and action.

14. OFFICE
14.1 The Head Office of PMSA shall be at a venue decided by the Executive Committee.
15. AMENDMENTS OF CONSTITUTION

15.1 Any of the provisions of this Constitution may be repealed, added to or amended by means of a resolution. The resolution must be agreed upon and passed on by no less than two thirds majority of the affiliated members of PMSA at a properly constituted annual general meeting or a special general meeting, whereby the members must vote at this meeting to change the constitution, provided the Secretariat received thirty days’ notice in writing of the proposed alteration and the Secretariat shall duly notify the affiliated members of the proposed alteration twenty days prior to the general meeting.

15.2 The Executive Committee of PMSA shall provide the Commissioner for the South African Revenue Services with any amendment to the Constitution or written document within 30 days of its amendment.

16. THE COMMISSIONER FOR THE SOUTH AFRICAN REVENUE SERVICES

16.1 PMSA shall comply with such reporting requirements as may be determined by the Commissioner for the South African Revenue Services from time to time.

16.2 PMSA is not knowingly and will not knowingly become a party to and does not knowingly and will not knowingly permit itself to be used as part of, an impermissible avoidance arrangement contemplated in Part IIA of Chapter III, or a transaction, operation or scheme contemplated in Section 103(5) of the Income Tax Act.

Refer to Annexure 2 - Code of Conduct for members.

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