

SOCIETIES (AMENDMENT) ACT, 2025

No. 5



of 2025

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An Act to amend the Societies Act.

Date of Assent: 24.01.2025

Date of Commencement: 24.01.2025

ENACTED by the Parliament of Botswana.

1. This Act may be cited as the Societies (Amendment) Act, 2025, and shall come into operation on such date as the Minister may, by Order published in the *Gazette*, appoint.

Short title and commencement

2. The Societies Act (hereinafter referred to as “the Act”) is amended in section 2 by inserting in their correct alphabetical order, the following new definitions —

Amendment of section 2 of Cap. 18:01

“day” means any day other than a Saturday, Sunday or any day which is a public holiday under the Public Holidays Act;

“competent authority” has the same meaning assigned to it under the Financial Intelligence Act;

Cap. 08:07

“formation” means first meeting of the proposed society for the drafting of the constitution after name reservation;

	<p>“premises” means a place of operation and or an administrative office of the society;</p> <p>“proposed society” means any club, company, partnership, political party or association of 20 or more persons, whatever its nature or objects, or any association of 20 or more persons, for a religious society who have submitted their intentions to register a society;</p>
Cap. 08:08	<p>“terrorism” has the same meaning assigned to it under the Counter-Terrorism Act;</p> <p>“terrorism financing” has the same meaning assigned to it under the Counter-Terrorism Act;</p> <p>“society” means —</p>
Cap. 42:01	<p>(a) any club, company, partnership or association of 20 or more persons, whatever its nature or objects, or any association of 20 or more persons, for a religious society, but does not include —</p> <p>(i) any company as defined by the Companies Act, or any company to which Part VII of that Act applies which has complied with the requirements of section 285 of that Act;</p> <p>(ii) any company or association constituted under any written law for the time being in force in Botswana;</p>
Cap. 48:01	<p>(iii) any trade union, federation of trade unions or employers’ organisation registered under the Trade Unions and Employers’ Organisations Act,</p> <p>(iv) any company, association or partnership consisting of not more than 20 persons, formed for the sole purpose of carrying on any lawful business,</p>
Cap. 42:04	<p>(v) any co-operative society, registered under the Co-operative Societies Act,</p>
Cap. 58:01	<p>(vi) any board of governors, local education authority, school committee or similar organization established under Education Act,</p>
Cap. 42:03	<p>(vii) any building society registered under the Building Societies Act; or</p> <p>(viii) any society or class of society which may be declared not to be a society for the purposes of this Act; or</p>
	<p>(b) a political party of 20 or more persons listed in the Schedule.</p> <p>(2) Where a body of persons, whether corporate or unincorporated is a member of an association, all members of such body shall be deemed to be members of such association.”.</p>
Amendment of section 3 of the Act	<p>3. The Act is amended in section 3 by inserting immediately after subsection (2) the following new subsection —</p> <p>“(3) The Minister shall appoint an officer to be a point of contact to respond to an international request for information.”.</p>
Amendment of section 4 of the Act	<p>4. The Act is amended by substituting for section 4, the following new section —</p>
“Establishment of Society	<p>4. (1) A society shall be considered to be established in Botswana if —</p>

(a) it has its headquarters or premises in Botswana; and

(b) two thirds of the office bearers reside in Botswana and hold critical roles relating to the day to day running of the society.

(2) When establishing a society, in accordance with the provisions of subsection (1), the Registrar shall verify the identity of a person who controls or directs the activities of the society, including a senior office bearer and board member.

(3) The Minister may prescribe any further requirements with regard to the establishment of a society.

(4) For purposes of this section, "critical roles" means any office bearer or an officer who is responsible for keeping records, accounts of a registered society or for the collection, receipt, disbursement, custody or control of the finances of the society."

5. The Act is amended by inserting immediately after 4A, the following new section —

"Reservation of name 4B. A proposed society shall, prior to making an application for registration under this Act, make an application in such form as may be prescribed to the Registrar for the reservation of a name under which the proposed society may be registered."

Insertion of section 4B in the Act

6. The Act is amended in section 6 by —

(a) inserting the word "proposed" before the word "society" whenever it appears in the section.

(b) inserting immediately after paragraph (n) in subsection (1) the following paragraph —

"(o) there is a reasonable suspicion that the proposed society's office bearers have committed a terrorism financing offence or linkages to terrorist organisations or individuals declared as terrorist."

(c) deleting paragraphs (c), (e) and (g) thereof in subsection (1)

Amendment of section 6

7. The Act is amended in section 7 by inserting immediately after paragraph (b) the following new paragraph —

"(c) been convicted of offences relating to terrorism financing and proliferation."

Amendment of section 7

8. The Act is amended in section 9 (1) by —

(a) deleting paragraph (f) thereof.

(b) inserting immediately after paragraph (e) the following paragraphs —

"(f) has not adopted its constitution;

(g) is unable to keep proper records of meetings and list of its members;

(h) has reduced in membership by 75%;

(i) contravenes any other written law; and

(c) by deleting subsections (4) and (5) thereof.

Amendment of section 9

Amendment of section 10 of the Act

9. The Act is amended in section 10, by inserting immediately after subsection (1), the following new subsection —

“(1A) Where a society wishes to effect change as per subsection (1), it shall submit a memorandum or articles for amendment of the constitution to the Registrar in such a form as may be prescribed.”.

Amendment of section 13 of the Act

10. The Act is amended in section 13 (1) by inserting immediately after paragraph (d), the following new paragraph —

“(e) a list of donors and the value of donations received within the period of six months immediately preceding the order.”.

Amendment of section 17 of the Act

11. Section 17 (3) of the Act is amended, by substituting the words “charitable organisation” for the words “society in Botswana.”.

Amendment of section 20 of the Act

12. Section 20 of the Act is amended by substituting for subsection (1), the following new chapeau in subsection (1) —

“(1) An authorised officer may at any time enter the society’s premises to —.”.

Amendment of section 29 of the Act

13. Section 29 of the Act is amended by substituting for subsection (1), the following new subsection —

“Accounts and audits 29. (1) A society shall —

- (a) keep and maintain proper accounts and records of accounts in respect of every financial year relating to the assets, liabilities, income and expenditure;
- (b) cause to be prepared in respect of each financial year and not later than three months after the end of financial year, a statement of such accounts; and
- (c) provide any other information in respect of the financial affairs of a society as the Registrar may require.”.

Insertion of section 29B in the Act

14. The Act is amended by inserting, immediately after section 29A, the following section —

“Annual return 29B. (1) Every registered society shall furnish to the Registrar an annual return in the prescribed form, not later than the expiry date of registration of that society.

(2) A registered society that operates with an expired certificate commits an offence.

(3) It shall be the duty of every office-bearer to ensure that such annual return is duly furnished to the Registrar.

(4) A registered society which contravenes this section commits an offence and liable to the penalties provided under section 29C.”.

Insertion of section 29C in the Act

15. The Act is amended by inserting, immediately after section 29B, the following section —

“Penalties 29C. Where a society commits an offence under this Act for which no penalty is expressly provided, the society shall be liable to a fine not exceeding P50 000, and in addition every office-bearer thereof shall be guilty of the same offence and be liable to a similar fine or to imprisonment for a term not exceeding seven years or to both:

Provided that an officer – bearer shall not be convicted of the offence if he or she establishes to the satisfaction of the court that he or she exercised due diligence to prevent its commission and that the offence occurred by reason of matters beyond his or her control.”.

16. The Act is amended by inserting, immediately after section 29C, the following section –

“Accessing information

29D. A competent authority shall have full access to information on the administration and management of a registered society, including financial and programmatic information that may be obtained in the course of investigation.”.

Insertion of section 29D in the Act

PASSED by the National Assembly this 19th day of December, 2024.

DR. GABRIEL GOITSEMODIMO
G. MALEBANG,
Clerk of the National Assembly.