

# CONSTITUTION OF THE THORNTON RATEPAYERS & RESIDENTS ASSOCIATION (ID 13882)

September 2017 – August 2019

## 1. TITLE

The name of the Association shall be the Thornton Ratepayers and Residents Association (hereinafter referred to as “the ASSOCIATION”)

## 2. LEGAL STATUS OF THE ASSOCIATION

- 2.1 The ASSOCIATION is liable only for its own debts and any assistance granted to any person or body, whether corporate or un-incorporated, shall not render it liable for the debts of such person or body.
- 2.2 The ASSOCIATION may sue or be sued in the name of its chairperson for the time being in a court of law, notices and the like shall be regarded as sufficiently served on the ASSOCIATION if served on the Chairperson personally.
- 2.3 The Chairperson shall not be personally liable for any loss suffered.
- 2.4 The Area of operation of the Association shall be the area of Thornton (As per attached map) (hereinafter referred to as “the Area”).
- 2.5 The Association is an “universitas personarum”, an independent legal persona or entity, distinct from the individuals who compose it, having capacity of acquiring rights of property, of incurring obligations and of suing or being sued in its own name and having perpetual succession.
- 2.6 Neither members nor the Management Committee nor any sub-committee of the Association shall be answerable for the debts, engagements, liabilities or obligations of the Association

## 3. AIMS AND OBJECTIVES

The aims and objectives of the Association are as follows:

- 3.1 The Aims and Objectives of the ASSOCIATION is to create an open channel of communication with Local Government, in order to represent all the residents of this area and give informed assistance to them regarding any Municipal matter.
- 3.2 To promote and safeguard the interests of the Community of the Area.
- 3.3 To represent the interest of the community in its relationship with the local authority.
- 3.4 To co-operate with other organisations on matters which are likely to further the objectives set out above.

#### **4. MEMBERSHIP**

- 4.1 Membership of the ASSOCIATION shall be open to every Ratepayer and Resident within the Thornton Area (as per map) over the age of 18 years and membership is limited to one vote, per Sectional Title / household.
- 4.2 Registration for membership shall only be valid when an ID and Proof of Address is presented.
- 4.3 Members have the right to raise concerns, give input and vote at General meetings.
- 4.4 Membership will terminate when you are no longer a resident or a ratepayer and is not transferrable and not refundable.
- 4.5 We are bound by protection of Personal Information Act not to divulge the personal information of members
- 4.6 An application for membership shall be made to the Secretary of the Association in writing on a prescribed form.
- 4.7 The Committee shall have the sole discretion to approve or reject an application for membership. If rejected the unsuccessful Applicant will have the right to request written reasons for refusal.
- 4.8 Immediately after a member's application is approved the secretary shall enter the name in the register of members.

#### **5 MEMBERSHIP FEES**

- 5.1 Members shall pay a subscription fee decided upon by the committee annually.
- 5.2 Subscription Fees shall be due and payable by a member on joining the ASSOCIATION. Thereafter subscriptions shall be paid annually in advance of the Annual General Meeting.
- 5.3 The annual subscription fee may be amended at an Annual General Meeting of the ASSOCIATION by a majority of members present.
- 5.4 No member shall be entitled to take part in or vote at any meeting including the Annual General Meeting or propose or second any resolution or propose or second any candidate for membership whilst in arrears with his or her subscription or any other liability to the ASSOCIATION.

#### **6 LIABILITY OF MEMBERS**

The liability of each member shall be limited to his/her subscription and to any other debt owing by such a member to the ASSOCIATION. The joint and several liability of each member of the Association shall be limited to R1.00 (One Rand). This constitution specifically prohibits any member of the Association, or member of the committee or the steering committee or annual general meeting, or special general meeting of this Association from incurring any debt or liability of whatsoever nature on behalf of the members of the Association save when authorised in writing by three quarters of the members of the Association at any annual general meeting and/or special general meeting called for that purpose. In that case, the committee shall advise any creditors of the Association of whatever nature, of the limitation of the liability of each member of the Association, and obtain that creditor's agreement to the limitation of liability set out herein.

## **7 WARNING, SUSPENSION AND EXPULSION**

- 7.1 Any Committee member who breaches the Code of Conduct, or refuses or neglects to carry out any resolution duly passed by the Committee or who in the opinion of the Committee gives the ASSOCIATION a bad name, may be subjected to a hearing.
- 7.2 The disciplinary committee will investigate and dependent on their findings, a written warning can be issued. Alternatively, the disciplinary committee may find the member innocent of any alleged wrongdoing.
- 7.3 Any further offences as stipulated in 7.1 that occurs after the written warning will result in either suspension by the Committee for such period as it may determine, or may be expelled from the ASSOCIATION.
- 7.4 Written notice of suspension or expulsion shall be given to the Committee member. In the notice of suspension or expulsion, it shall state which provision of this Constitution has been contravened by the member.
- 7.5 Any Committee member suspended or expelled by the ASSOCIATION shall have the right to 'APPEAL' at the next General meeting.
- 7.6 14 Days notice must be given in writing to the Committee.

## **8 VOTING**

Members shall be allowed to vote at any properly constituted general meeting by displaying their voting slip which will be provided at the meeting.

Members have to be present in person to vote or by written proxy.

Every question submitted to a meeting by paid members only shall be decided by a show of hands, except where a majority of paid members call for a ballot. The Chairperson shall have a second or casting vote when the number of votes cast for and against are equal.

## **9 RESIGNATION OF MEMBERSHIP**

A member may resign from the ASSOCIATION at any time. Notice of resignation must be given in writing.

## **10 MANAGEMENT**

10.1 The ASSOCIATION shall be administered by a Management Committee (referred to as "Committee"), consisting of at least:

- 10.1 The Chairperson
- 10.2 Deputy Chairperson
- 10.3 Secretary
- 10.4 Treasurer
- 10.5 The Civic Ward Member
- 10.6 Communications Officer
- 10.7 Additional members not exceeding a total of 10 committee members

(herein after referred to as the "Office Bearers"), who are members elected at the Annual General Meeting.

- 10.2 The Committee shall have the power and authority to act on behalf of the ASSOCIATION.
- 10.3 The Committee shall hold at least 6 meetings per year.
- 10.4 No person shall serve as an Office Bearer on any other Ratepayers & Residents Association nor be an office bearer on any other Association within Thornton which has been recognised by the Municipality of The City of Cape Town. 10.5 The Committee may appoint sub-committees from time to time, and may delegate to such sub-committees authority to perform such duties as it may think fit. On each sub-committee there shall be at least 1 (one) member of the COMMITTEE who shall be the Chairman of the Sub-Committee and who shall preside at its meetings.
- 10.6 Direct family members may not serve as an Office Bearer during the same period.

## **11 DUTIES OF THE OFFICE BEARERS**

### **11.1 The Chairperson**

The Chairperson, leader of the ASSOCIATION, chairs all the ASSOCIATION'S meetings. The Chairperson must follow up with the Councillor for the area on outstanding issues that were raised by the Association.

### **11.2 Deputy Chairperson**

The Deputy Chairperson takes over the Chairperson's tasks and duties when the Chairperson is not available.

### **11.3 Treasurer**

The Treasurer must keep a record of all the money that comes into the ASSOCIATION as well as what money is spent by the ASSOCIATION. The Treasurer must also keep an inventory of the assets. The Treasurer must ensure that all monies of the ASSOCIATION be timeously deposited into a Bank Account of the ASSOCIATION.

### **11.4 Secretary**

The Secretary is responsible for making sure that the Association's administration runs smoothly. The Secretary must keep records and minutes of all meetings as well as give notice of all meetings of the ASSOCIATION. The Secretary must ensure that the Councillor(s) for the Area is/are provided with a copy of the minutes of all the meetings held by the ASSOCIATION as well as given timeous notice of all meetings.

### **11.5 Civic Ward Member**

11.5.1 The Civic Ward Member must be mandated by the Committee to represent the Association at Council meetings.

11.5.2 To ensure the complete minutes and agendas of upcoming Council meetings as supplied by Council must be timeously distributed to members.

### **11.6 Communications Officer**

The Communications Officer compiles publications such as flyers / leaflets and newsletters and maintains the social media platforms.

## **12 ELIGIBILITY OF OFFICE BEARERS FOR RE-ELECTION**

After a period of 24 months, at an Annual General Meeting, the Management shall retire from office, but shall be eligible for re-election.

## **13 VACANCIES ON THE COMMITTEE**

- 13.1 In the event of the death or incapacity of the Chairperson, the Deputy Chairperson shall become the Acting Chairperson
- 13.2 The Office of Deputy Chairperson shall be taken over by one of the other Office Bearers. Any other vacancies on the Management Committee shall be filled by co-option

## **14. COMMITTEE MEMBERS ABSENT WITHOUT LEAVE**

Any member of the Committee who is absent from more than two consecutive ordinary meetings of the Committee without prior notification shall cease to be a member; provided that the Committee may grant a member leave of absence from not more than three consecutive ordinary meetings of the Committee.

## **15. REGULATION OF QUORUM AT COMMITTEE MEETINGS**

The Committee may meet together for the despatch of business, adjourn or otherwise regulate its meetings. A quorum shall be 50% plus 1(one) members of the total membership of the Committee.

## **16. MINUTES OF MEETINGS**

- 16.1 The Committee shall ensure that minutes are kept of all meetings. These minutes must record the date and place of the meeting as well as details of any decisions which were taken by the Committee
- 16.2 Minutes of Annual General Meetings and Special General Meetings that has been signed as accurate by the committee, will be available on request.

## **17. ANNUAL GENERAL MEETINGS**

At least twice (2) each year general meetings of the members shall be held within the Area. One of these meetings must be constituted as the Annual General Meeting. Copies of all the accounts and reports of the ASSOCIATION must be available for inspection by the members and interested parties at the Annual General Meeting. Notice of any resolution to be proposed at the Annual General Meeting other than ordinary business must be lodged with the Secretary at least (7) days before the date fixed for such meeting.

## **18. SPECIAL GENERAL MEETINGS**

The Committee may at any time call a Special General Meeting of members by giving not less than seven (7) days' notice, specifying for what purpose the meeting is called. The Committee shall in like manner call a Special General Meeting upon receipt of a requisition signed by fifteen (15) members of the ASSOCIATION specifying the purpose for which such meeting is to be called. Subject to the powers of the Committee, no business other than that specified shall be transacted at such meeting, but any resolution strictly relating to such business may be submitted to such meeting. In the case of a Special General Meeting, called by requisition of members, if no quorum is present, it shall be definitely dissolved.

## **19. QUORUM AT MEETINGS**

A quorum for an Annual General Meeting and a Special General Meeting called by the Committee shall be twenty (20) paid up members. If there is no quorum within fifteen (15) minutes after the time fixed for the meeting, it will be postponed to that same day and hour of the following week and at such adjourned meeting the members shall be deemed to be a quorum for the transaction of all business of the meeting.

## **20 FINANCES**

- 20.1 The ASSOCIATION must ensure that all funds are timeously deposited within 7 (seven) working days into a bank account in the name of the ASSOCIATION.
- 20.2 All financial transactions must be approved by the committee meeting.
- 20.3 The financial year will be from 01 September to end of August.
- 20.4 Any financial transaction shall require two of the 4 (four) authorised signatories, one of whom must be either the Chairperson, Vice Chairperson or the Treasurer.
- 20.5 The City Manager of the Municipality of the City of Cape Town reserves the right to inspect the books of account of the ASSOCIATION and if necessary may require the ASSOCIATION to have their books audited.
- 20.6 Within three (3) months of the end of the Association's financial year the financial statements must be examined by a third party and certified as correct and in accordance with recognized accounting principles. The financials will be available to be audited.
- 20.7 A financial report will be presented at the Annual General meeting.

## **21. CODE OF CONDUCT**

21.1 The Code of Conduct shall be binding on all members and office bearers of the ASSOCIATION.

21.2 The following Rules of Conduct shall be observed:

- i. Members must at all times conduct themselves at meetings in a dignified and orderly manner. However, any member who persistently conducts himself/herself in a disruptive manner must leave the meeting immediately when so ordered by the Chairperson.
- ii All Members and/or Office Bearers shall comply with the aims and objectives and the Constitution of the ASSOCIATION.
- iii No member and/or office bearer of the ASSOCIATION shall conduct himself/herself in such a way as to bring the ASSOCIATION into disrepute.

- iv No member and/or Office Bearer shall influence or attempt to influence the ASSOCIATION in its consideration of a decision on any matter before it so as to gain some direct or indirect benefit, whether in money or otherwise for himself or herself or any other person body with whom or which he or she is associated.
- v No member and/or office bearer of the ASSOCIATION shall be directly or indirectly accept any gift, reward or favour whether in money or otherwise as a consideration for voting in a particular manner on any matter before the ASSOCIATION.
- vi No member and/or office bearer shall use the office facilities and/or equipment of the ASSOCIATION for his or her personal use.
- vii No member and/or office bearer of the ASSOCIATION will be allowed to carry or display firearms or weapons at any meeting.

## **22. ALTERATION OF CONSTITUTION AND CODE OF CONDUCT**

- 22.1 This constitution may be amended by a resolution of MEMBERS approved by twenty (20) MEMBERS attending an Annual General Meeting and 50% plus 1 (one) member for a Special Meeting called for that purpose.
- 22.2 Any proposed amendment of the constitution shall be in writing, signed respectively by the proposer and seconder Thereof, and delivered to the Secretary of the COMMITTEE at least 30 (thirty) days before the meeting at which it is intended to be discussed and it shall be circulated to members by post at least 14 (fourteen) days before the meeting with the notice convening the meeting.

## **23. AUTHORITY IN CASES OF URGENCY**

Should a matter arise requiring the immediate action by Committee and there is insufficient time available to call a meeting of the Committee, the Chairperson shall, after consulting at least three other Office Bearers, take such action as may be determined upon by him or her.

The Chairperson may appoint the Vice-chairperson to undertake this function if he/she is unable to do so.

## **24. PUBLIC STATEMENTS**

Public statements on behalf of the Thornton Ratepayers' and Residents' Association may be made only by the Chairperson, the Vice-Chairperson or by a duly nominated person who has been so authorised by the Committee.

## **25. CORRESPONDENCE**

Correspondence issued on behalf of the Association shall be on the Association's letterhead and shall be signed by the Chairperson or the Vice-Chairperson or a member of the Committee who has been authorised to do so. Correspondence shall contain no reference to personal interests.

Letters written in connection with or in anticipation of litigation shall be signed by the Chairman or the Vice-Chairman and one other member of the Committee.

## **26. RECOGNITION OF ASSOCIATION BY THE CITY OF CAPE TOWN**

The information required for recognition of the ASSOCIATION by the Municipality of the City of Cape Town shall be submitted to the Municipality by no later than November of each year.

## **27. AMALGAMATED AND DISSOLUTION**

- 27.1 The ASSOCIATION may enter into partnership or amalgamate with any entity or ASSOCIATION with the same or similar objects. The movable property of the ASSOCIATION may be sold and the ASSOCIATION wound up, or reconstructed, by the resolution of the majority of not less than two-thirds of the votes of the members present in person at a Special General Meeting; provided, however, that not less than thirty (30) days special notice of the meeting to consider such question, of partnership, amalgamation, winding up or reconstruction shall be given and that such notice clearly sets forth the objectives of the meeting and provides further that not less than 20% of members eligible to vote shall be present at any such meeting. If at any meeting properly called, as aforesaid, the requisite number of members shall fail to attend, then the meeting shall stand adjourned to the same time and place in the next following week. Special notice of the adjourned meeting shall be given by the Secretary and at such adjourned meeting any member or members present shall be deemed to be a quorum and shall have the full power to act.
- 27.2 The dissolution of the Association occurs when the minimum requirements of six committee meetings per year and an AGM are not met.
- 27.3 If upon dissolution of the ASSOCIATION, there remain any assets whatsoever after the satisfaction of all its debts, liabilities and obligations, such assets shall not be paid to or distributed among its members. All assets should be handed to the relevant Ward Councillor for safe keeping.



