

**PLETTENBERG BAY RATEPAYERS  
AND RESIDENTS ASSOCIATION**

**CONSTITUTION**

**As Approved with Amendments at the  
Annual General Meeting of Members  
held On 13<sup>th</sup> December 2016**

# **CONSTITUTION OF THE PLETTENBERG BAY RATEPAYERS AND RESIDENTS ASSOCIATION**

## **1. DEFINITIONS**

Unless inconsistent with the context, the terms used in this Constitution shall have the following meanings:

- “The Association”    The Plettenberg Bay Ratepayers and Residents Association.
- “Committee”        The Executive Committee.
- “Member”            A fully paid up member of the Association, or one whose subscription is not more than six months in arrears.
- “Area”                The area which constitutes the Municipality of Bitou.
- “Ratepayer”         A person who pays municipal rates to the Bitou Municipality, the spouse of such person and persons who form part of the immediate family of such person and who are over the age of 18 years; or A company or other juristic person which is the registered owner or lessee of immovable property within the Area and all duly authorised representatives of such body.
- “Resident”          A person who is ordinarily resident within the Area.

## **2. NAME**

The name of the Association shall be The Plettenberg Bay Ratepayers and Residents’ Association.

## **3. NON POLITICAL AND NON RACIAL**

The Association shall be non-party political and non-racial.

## **4. OBJECTS**

The objects of the Association shall be:

- a) To protect, promote and further the interests and rights of the Ratepayers and Residents of the Area with special emphasis on Plettenberg Bay.
- b) To stimulate and promote interest in municipal affairs and secure the efficient and progressive administration of the Bitou Municipality with particular reference to Plettenberg Bay.

- c) To represent the Ratepayers and Residents on all aspects of Bitou municipal affairs with particular reference to development, the environment, infrastructure and finance and in negotiations or discussions on matters which may be of concern or interest to them.
- d) To communicate with Members, to keep in touch with the sentiments, opinions and reactions of Members and to inform Members of municipal activities.
- e) To liaise and co-operate with any other association with similar objects.

## **5. MEMBERSHIP**

- a) Membership is open to all Bitou Ratepayers and Residents.
- b) Membership shall be conferred on a Ratepayer or Resident upon acceptance by the Committee of their application form for membership and the payment of their annual membership fee.

## **6. TERMINATION OF MEMBERSHIP**

A Member may terminate their membership at any stage on written resignation delivered either by post or email to the secretary.

## **7. MEMBERSHIP FEE**

- a) The annual membership fee shall be determined by the Committee as it, in its discretion shall deem fit, provided that any annual increase in excess of 30 (thirty) percent shall be subject to ratification by Members at the annual general meeting or a special general meeting called for that purpose.
- b) The subscription shall be payable in advance and thereafter renewal will fall due on the 1<sup>st</sup> of January of each year.

## **8. ELECTION OF EXECUTIVE COMMITTEE AND OFFICE BEARERS**

- a) The affairs of the Association shall be managed by an Executive Committee consisting of a minimum 10 (ten) Members who shall be elected at the annual general meeting each year from those Members who are in good standing.
- b) No person who holds office as a councillor of the Bitou municipality or of any other local or regional authority shall be eligible for election to the Committee. Any Committee member, who subsequent to his election to the Committee, is elected to any such municipal, local or regional authority, shall automatically cease to be a member of the Committee.
- c) Nominations of candidates for membership of the Committee shall be in writing, signed by two Members of the Association, and shall be delivered in writing to the secretary at least 10 (ten) days prior to the annual general meeting together with such candidate's written consent to such nomination. Retiring members of the Committee shall be nominated in the same manner as any other candidate. The election shall be by a show of hands. Any member may demand a ballot.

- d) The Committee shall elect a chairman, vice-chairman and treasurer from its members at its first meeting after the annual general meeting. They shall hold office until the next annual general meeting. The Committee shall appoint a secretary who need not be a member of the Committee.

## **9. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE**

Subject to the provisions of this constitution and to any lawful directions which may be issued at any general meeting of the Association, the Committee shall have the following powers and duties:

- a) To frame, adopt and, when necessary, alter bye-laws for the efficient management of the affairs of the Association, provided that they are “intra vires” this constitution. Additions to or changes to any bye-laws passed by the Committee shall have force and effect until the next annual general meeting when they must be submitted for review and be confirmed or otherwise.
- b) To collect, canvass for and accept subscriptions and to collect levies and donations.
- c) To invest any funds of the Association surplus to its short term requirements in securities nominated by the Committee.
- d) To appoint sub-committees with such powers as it may delegate. Each sub-committee shall elect a chairman from its members.
- e) To engage or dismiss any employees in the furtherance of the aims and objects of the Association and to remunerate such employees as it deems fit.
- f) To remove from its numbers any member of the Committee who has failed to attend three consecutive meetings without reasonable excuse.
- g) To fill any vacancy on the Committee, including an office bearer, occurring as a result of any shortfall in the number of Committee members elected at the annual general meeting or the death, resignation or removal of a Committee member. Such appointment shall be valid until the next annual general meeting of the Association.
- h) To co-opt persons in furthering the aims and objects of the Association. Any sub-committee shall also have the power to co-opt persons to the sub-committee. A person so co-opted need not be a Member and shall not have a vote at any Committee or sub-committee meeting unless such person is a Member and such co-option is made to fill a vacancy on the Committee.
- i) To invite representatives of the Bitou Municipality and/or any local or regional authority and/or any other association or club to attend any Committee or sub-committee meeting when deemed advisable to do so.
- j) Generally to do such acts as may be expedient or necessary to further the interests of the Association and the aims and objects for which it has been formed.

## **10. COMMITTEE MEETINGS**

- a) The Committee shall meet not less than ten times per annum, at such time and place as shall be decided.
- b) Special Committee meetings may be called at any time by the chairman or, in his/her absence the vice-chairman and shall also be called if so requested by at least four members of the Committee.
- c) Four members shall form a quorum at a Committee meeting.
- d) Save in special circumstances as determined by the chairman when short notice may be given, the secretary shall give not less than seven days written notice of meetings to all Committee members specifying the date, time and venue of the meeting and such notice shall be accompanied by an agenda.

## **11. MINUTES, REPORTS AND RECORDS**

- a) Full and proper minutes of all meetings and proceedings of the Association and the Committee shall be kept. The minutes of any general meeting shall be affirmed by the next meeting of the Committee and confirmed at the next annual general meeting.
- b) Minutes of Committee meetings shall be confirmed at the next meeting of the Committee.

## **12. ANNUAL AND GENERAL MEETINGS**

- a) The annual general meeting of the Members of the Association shall be held by not later than 31<sup>st</sup> December of each year for the purpose of:
  - considering and, if in order, approving the annual financial statements for the past financial year.
  - receiving the chairman's report on the Association's activities for the past financial year.
  - electing a Committee for the ensuing year.
  - considering any other matters of which due notice has been given.
- b) The committee may convene a special general meeting at any time. The chairman, or, in his/her absence, the vice-chairman, shall call a special general meeting within 21 days after receipt of a requisition to do so signed by at least twenty (20) members in good standing. Only such business as is stated in the notice convening a special general meeting shall be considered at that meeting unless two thirds of the Members present at that meeting consider it appropriate to consider any additional business.
- c) The secretary shall give not less than 14 days written notice to all Members of any general meeting. The notice shall specify the business to be transacted at such general meeting.
- d) Fifty (50) members personally present and entitled to vote shall constitute a quorum at any general meeting. Should no quorum be present within fifteen minutes of the time fixed for the meeting, the meeting shall stand adjourned to

the same day and time in the following week. At such adjourned meeting the Members present shall be deemed to be a quorum for the transaction of the business for which the meeting was originally called.

- e) No business which, in the opinion of the Committee, is substantially the same as that already considered at a special general meeting may again be proposed by the Members within twelve (12) months of the date of the meeting at which such business was considered.
- f) The failure by any Member to receive notice of a meeting timeously or at all or the failure by the Committee to give notice of a meeting to any Member shall not invalidate that meeting.

### **13. RULES OF PROCEDURE AT GENERAL MEETINGS**

- a) No proposal shall be considered unless submitted in writing to the secretary by Members in good standing, stating the names of the proposer and seconder, at least seven (7) days before the date of the general meeting at which such proposal is to be considered.
- b) A Member who has moved a motion may withdraw such motion only with the consent of the meeting.
- c) Every Member shall have the opportunity of speaking once to a motion. The mover may reply and thereafter the discussion shall, at the discretion of the chairman be closed.
- d) Any Member may have his/her dissent on any question recorded in the minutes.
- e) At all meetings the ordinary rules of debate shall prevail and all votes shall be by show of hands. The majority shall bind the minority. Any Member may demand a ballot.

### **14. CHAIRMAN**

The chairman shall preside at all meetings of Members and of the Committee and in his/her absence the vice-chairman shall preside as chairman and failing both of them the Committee or Members as the case may be shall elect a chairman. The chairman of any meeting shall have a casting as well as a deliberative vote.

### **15. MEMBERS VOTING POWER**

Only Members in good standing shall be entitled to vote at a general meeting.

### **16. FINANCE**

- a) The Association's financial year shall commence on the first (1) day of January in a year and terminate on the thirty first (31) day of December in that year.
- b) The Committee shall keep full and proper financial records.
- c) The Committee shall operate such accounts at such banks or other institutions as may be deemed fit and shall ensure that all monies received by the

Association are deposited therein, and that no withdrawals or payments of account are affected except upon the signatures of any two of four Committee members duly authorized by the Committee. All expenditure shall be confirmed at the following Committee meeting.

- d) The Committee shall not have the power to authorize the expenditure of any sum in excess of the accumulated funds of the Association without the permission of the majority of Members granted at a general meeting.
- e) The annual financial statements shall be available for inspection by Members at the annual general meeting.

## **17. ALTERATIONS OR ADDITIONS TO THE CONSTITUTION**

No alterations or additions to this constitution shall be made except by resolution of at least two-thirds of the Members present at an annual general meeting or a special general meeting convened for the purpose. The notice convening the meeting shall set forth in full the proposed alterations.

## **18. DISSOLUTION**

- a) Upon resolution carried by the vote of two-thirds of the Members attending a special general meeting called for the purpose, the Association may be dissolved and its assets shall be disposed of as the majority of Members present at such special general meeting may decide, provided that the funds realized from the disposal of the assets of the Association shall not be paid out to or distributed among the Members.
- b) Before there can be such disposal, however, the assets of the Association shall be utilised and applied in the first instance in and towards the payment of debts and obligations of the Association, if any, and any costs of liquidation.
- c) Upon dissolution, the assets of the Association remaining after the payment of debts as determined in clause 18(b) shall only be distributed to an entity with similar aims and objects to the Association.

## **19. LEGAL POSITION**

- a) The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this constitution, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to the Members of the Association, provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or servant of the Association or to any Member thereof in return for any services rendered to the Association or the reimbursement of expenditure incurred by any member of the Committee or by any Member on behalf of the Association, which expenditure has been duly authorized by the Committee.
- b) The Association may sue or be sued in the name of its chairman for the time being in any court of law in the Republic of South Africa. All process of law

notices and the like shall be regarded as sufficiently served on the Association if served on the chairman personally.

- c) No member of the Committee or employee of the Association shall be liable for any costs, losses or expenses which such person may incur for any reason, arising out of any contract entered into or any act or deed done by such person on behalf of the Association in the discharge of their duties.
- d) The Association is an entity separate from its Members and no Member of the Association shall be liable for the debts or obligations of the Association.
- e) The Association hereby indemnifies each member of the Committee and holds them harmless against any claims or action taken against them arising directly, or indirectly from any act or omission by them in their capacity as a member of the Committee.