



CONSTITUTION OF THE PAARL RATEPAYERS' ASSOCIATION

(The Constitution) – 26 January 2012 / Revised 22 March 2016

CLAUSE 1: NAME

The name of the Association is the **PAARL RATEPAYERS' ASSOCIATION**, hereafter referred to as the Association.

CLAUSE 2: OBJECTIVES

The Association is a non-political non-profit organisation with the following objectives, to:

- 2.1 Protect and advance the interests of all the ratepayers and residents;
- 2.2 Act as a mouthpiece for members' views to the relevant authority;
- 2.3 Identify problem areas and focal points and to address these in the interests of its members;
- 2.4 Interact with the Drakenstein Municipality and other local authorities in order to share information and to act in the interests of its members and to address representations (on behalf of its members) about the basis, range and justification of tariffs of property taxation, service fees, water, electricity and other municipal services;
- 2.5 Communicate, co-ordinate and/or affiliate with the National Ratepayers' Union;
- 2.6 Create the necessary structures in order to act legally;
- 2.7 Promote the creation of similar associations country-wide; and
- 2.8 Acquire funds in the interest of the Association for the execution of the aforementioned objectives.

CLAUSE 3: LEGAL PERSONA

- 3.1 The Association comes into being on the date on which the persons present at the First Founding Meeting sign the constitution.
- 3.2 The Association is a legal *persona* operating in its own name, which can litigate and against whom can be litigated in its own name and which can continue to exist, regardless of changes in its membership and its Management Committee.
- 3.3 Members are not responsible for the liabilities of the Association and liability of members is restricted to payment of membership fees.
- 3.4 Thus the Association has juristic capacity and contractual competence, which competence is exercised by the Management Committee on behalf of the Association. (see clause 5)
- 3.5 All assets owned by the Association, which include funds, minute-books, furniture and other

moveable property remain the property of the Association at all times and shall be used by the Management Committee for the benefit of the Association.

CLAUSE 4: MEMBERSHIP

- 4.1 The initial members of the Association are the persons whose names, particulars and signatures appear on ANNEXURE A, after payment of membership fees.
- 4.2 Additional members are admitted after signing a membership application, paying a joining fee and complying with the requirements of the Constitution and with the requirements determined from time to time by the Management Committee. (Institutional members like complexes have one vote. Members of complexes can join individually to have the right to vote.)
- 4.3 The **joining fee** amounts to **R50,00 (fifty rand)** and is payable with application for membership. This amount may be amended at an annual general meeting.
- 4.4 Membership of the Association is subject to the condition that the Management Committee may request proof that the applicant is a ratepayer, accompanied by an Identification Document or any other form of identity as required by the Committee.
- 4.5 Membership may be terminated by a majority decision of the Management Committee, or by resignation.

CLAUSE 5: MANAGEMENT

- 5.1 The first Management Committee consists of the signatories of this Constitution who shall select a Chairman, Vice Chairman and a Secretary from their ranks.
- 5.2 This Management Committee must convene an Annual General Meeting of all members before 31 March 2012 with the purpose of selecting a new Management Committee consisting of:
 - a) Chairman
 - b) Vice Chairman
 - c) Secretary
 - d) Treasurer and
 - e) Three (3) additional members.
- 5.3 The officials elected at the meeting referred to in the above-mentioned Clause 5.2, (called the first Annual General Meeting) will fill their positions until the following Annual General Meeting (AGM), when a new Management Committee will be chosen, on the understanding that the existing officials may be re-elected.
- 5.4 The term of office of a member of the Management Committee lapses or expires if;
 - a) he/she resigns;
 - b) he/she is sequestrated or declared insolvent;
 - c) he/she would be disqualified to function as a Director of a Company, in terms of relevant and applicable legislation;
 - d) a decision to this effect taken by at least five (5) members of the Committee.

- 5.5 Should the office of a member of the Committee be terminated or vacated, the Committee will have the authority to co-opt another member in that position. The Committee may also co-opt an additional member at any time.
- 5.6 The Association has by its Management Committee, or by means of a decision at an AGM, the power and the competence required to execute the aims of the Constitution.
- 5.7 Such power and competence will include, but not be confined to the power and competence as set out in ANNEXURE B.
- 5.8 The Committee may delegate any of its powers or competences to one or more of its members, or to a special sub-committee appointed by the Management Committee and May also use the Professional services of persons and/or legal entities who are not members of the Association.
- 5.9 On the recommendation of the Committee, members may decide at members' meetings to create various committees or chambers in order to examine the problems or requirements of specific interest groups and to report back to the Committee and to members' meetings.

CLAUSE 6: ANNUAL GENERAL MEETING (AGM)

- 6.1 The AGM shall be held, no later than 31 March of each year and shall be convened by the Chairman after no fewer than seven (7) day notice has been given to each member who is entitled to attend the meeting.
- 6.2 The notice will indicate the date, time and place of the AGM, together with an Agenda for the meeting.
- 6.3 Business transacted at the AGM will include:
 - a) the Annual Report by the Chairman shall be submitted for acceptance;
 - b) submission and acceptance of Annual Financial Statements;
 - c) the election of the Management Committee;
 - d) the auditors/accounting officials for the ensuing financial year will be appointed;
 - e) consideration of any written suggestions;
 - f) any other matter which, according to the judgement of the Chairman or the members present, may be of importance.
- 6.4 A quorum at an AGM shall consist of 10 members or a quarter of the number of members, whichever is the lowest number.
- 6.5 Should a quorum not be present at an AGM, such a meeting shall be adjourned until a date at least seven (7) days after the scheduled date. Notice of such a postponement shall be given to all members, no fewer than five (5) days prior to such a postponed date. The number of members present at the postponed meeting shall be considered a legal quorum.
- 6.6 A decision in connection with a proposal or a motion at a meeting shall be determined by a majority of votes. Each member shall have one vote, while the Chairman shall also have a casting vote.

- 6.7 Voting shall take place by means of a show of hands, whereas it shall be by means of a ballot-paper should the Chairman thus decide or should it be requested by at least one third (1/3) of the members present.
- 6.8 A member may also be represented by a ratepayer, provided such a person has his/her written consent.
- 6.9 Correct minutes shall be kept at each AGM and a register shall be kept of all members present. The minutes shall be signed by the Chairman and shall be available for inspection by members after three (3) days' notice to the Secretary.
- 6.10 Nominations for members of the Management Committee as mentioned in clauses 5.2 and 6.3 (c) (with the necessary seconders) shall be in writing and shall be handed to the Chairman six (6) days before the AGM.

CLAUSE 7: SPECIAL MEETINGS

- 7.1 The Chairman may convene other meetings with members at any time and such a meeting must be convened at the request of at least ten (10) members.
- 7.2 Should the Chairman fail to convene a meeting within a reasonable time after such a request, the persons who requested the meeting shall be entitled to convene the meeting.
- 7.3 The stipulations of Clause 6 of the Constitution also apply to any meeting held under this clause.

CLAUSE 8: MEETINGS OF MANAGEMENT COMMITTEE

- 8.1 The Chairman shall convene a meeting of the Management Committee at least once every four (4) months and must also convene a meeting if requested by at least two (2) members of the Management Committee.
- 8.2 The quorum for a meeting of the Management Committee shall be five (5) members.
- 8.3 The procedure at Management Committee meetings shall be determined by the Chairman. Meetings may also take the form of telephone conferences.
- 8.4 In the absence of the Chairman his duties shall be assumed by the Vice Chairman. Should the latter also be absent, the remaining members shall choose a Chairman.
- 8.5 Decisions shall be taken by majority vote. The Chairman has an ordinary as well as a casting vote.
- 8.6 The stipulations of Clause 6.9 shall also apply to meetings of the Management Committee.
- 8.7 A decision signed by the majority of the Management Committee shall be as valid as one taken at a Committee meeting.

CLAUSE 9: FINANCES

- 9.1 The Management Committee shall open a bank account in the name of the Association at a recognised financial institution. At the discretion of the Management Committee more than one account may be opened, whether a current account, a savings account or a fixed deposit account.
- 9.2 The Management Committee must ensure that all monies received by the Association must be deposited as soon as possible in one of the above-mentioned accounts.
- 9.3 All cheques, promissory notes or other documents to be signed by the Association, must be signed by two of the following officials: the Chairman, Vice Chairman, Secretary or Treasurer.
- 9.4 The first financial period shall extend from the signing of the Constitution, according to Clause 3.1 until 31 December 2012. Thereafter the financial year of the Association shall extend until the 31st day of December of every following year.
- 9.5 The Management Committee must ensure correct bookkeeping in order to reflect the business of the Association.
- 9.6 The Treasurer must see to it that financial statements are completed every year, according to recognized accounting principles. These statements shall include a statement of income and expenditure as well as a balance-sheet.
- 9.7 Within three (3) months of the end of the Association's financial year the financial statements must be examined by an accountant and certified as correct and in accordance with recognized accounting principles. Such a person shall be appointed at an AGM and may be a member of the Association or another person. Should such an official not be appointed at the AGM, the Management Committee shall be entitled to make the appointment.
- 9.8 The Chairman shall draw up an annual report to be presented at the AGM. The annual report must describe the activities of the past year as well as the prospects for the ensuing year.

CLAUSE 10: AMENDMENTS TO THE CONSTITUTION

- 10.1 The Constitution may be amended by a decision taken at the AGM or at a meeting convened specifically for this purpose.
- 10.2 Notification of the proposed amendment must be submitted in writing and signed by at least three members.
- 10.3 Notification of the proposed amendment as well as notification of the relevant meeting must be given to the members of the Association.
- 10.4 The members who submitted this notification must be present at the relevant meeting. Should these members not be present, the proposal shall fall away.
- 10.5 The Constitution may be amended only if the proposal of an amendment is accepted by a two-thirds (2/3) majority of the members present at the meeting.

CLAUSE 11: NOTIFICATIONS

- 11.1 Notifications to be sent to a member, according to the Constitution, shall be sent by SMS, ordinary mail, fax, e-mail and/or announcement in a local newspaper. Notifications by fax and/or SMS shall be for the account of the member.
- 11.2 A member may arrange alternative procedure of receipt of notification with the Secretary, at his/her own cost.

CLAUSE 12: DISSOLUTION

- 12.1 The Association may be dissolved by means of a decision at the AGM, provided that proper notification of such a decision is given. If such a meeting cannot be convened, the Management Committee may dissolve the Association by means of a decision.
- 12.2 At the dissolution of the Association the assets of the Association shall not be divided amongst the members, but shall be transferred by means of a donation to an Association with similar objectives, as decided by the Management Committee.

CLAUSE 13: PAARL RATEPAYER

- 13.1 The word “ratepayer” means a person (natural person, legal entity, trust or partnership) who pays property tax to the Drakenstein Municipality.
- 13.2 The word “Paarl” includes areas known as Paarl-East (Eastern Paarl) and Paarl-West (Western Paarl), as well as other areas that have applied in writing to fall under the jurisdiction of the Association. Such an area must be approved at a meeting of members.

ANNEXURE A

NAME	SIGNATURE	DATE
DR C VAN WYK		
MR JF PHILLIPS		
MRS A KRUGER		
MR R BARNARD		
MR P SWANEPOEL		
MR A ELS		
MR R BRAND		

ANNEXURE B

The powers and competencies of the Association as referred to in Clause 5.7 of the Constitution are as follows:

1. To appoint personnel and to make use of professional and/or other services.
2. To institute or to defend legal procedures and to be generally involved in legal action, to appeal against any decision, to settle any case by means of arbitration or otherwise.
3. To open and manage accounts with registered banks.
4. To invest or re-invest funds at financial institutions.
5. To accept and keep donations in the form in which they are received or to convert them into cash with the right to use or to invest the proceeds.
6. To acquire moveable or fixed property by means of purchase or otherwise, and to sell, dispose of or to mortgage the same.
7. To contract loans against security or otherwise.
8. To co-operate with other institutions with similar objectives and /or to amalgamate, merge or affiliate with such institutions.
9. To exercise all Management and Executive duties as normally exercised by the Management of a company.



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Paarl Rate Payers' Association**