CONSTITUTION

FOR

GEORGE RATEPAYERS ASSOCIATION

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1 NAME

1.1 The name of the Association is THE GEORGE RATEPAYERS ASSOCIATION, hereinafter referred to as THE ASSOCIATION.
1.2 The shortened name is GRPA.

2 STATUS

2.1 The Association is a non-political, non-profit, special interest Association operating within the framework of this Constitution and relevant and applicable legislation to promote the best interests of its members and the residents of George;

2.2 The Association will achieve its objectives by devoting itself to the enhancement and preservation of the unique character and natural beauty of the city;
2.3 The GRPA is a voluntary Association of persons, established in terms of the objectives with the powers and authority described herein;
2.4 The Association is a "universitas", an independent legal persona or entity separate from its individual members and office bearers and which continues to exist even if its members or officers change; having capacity of acquiring rights of property, of incurring obligations and of suing or being sued in its own name.
2.5 No member of The Association shall be liable for any debts or obligations of GRPA.

3 OBJECTIVES

3.1 To promote a high standard of municipal service delivery through consideration and evaluation of policies and general activities in respect of the George municipality and, if necessary, to advise in this regard and make representations to the local authority and/or the applicable department of provincial local government of the Western Cape;
3.2 To be recognised as a non-profit interest group representing the best interests of the George residents with no party political goals or association.
3.3 To devote itself to the enhancement and preservation of the untouched and unique character and natural beauty of George and its environment;
3.4 To bring to the attention of the local authority the needs and ideas of the land owners and others as well as any lack of services;
3.5 To do all such things which, in the opinion of THE ASSOCIATION, ought to be done to protect and further the interests of George and its inhabitants;
3.6 To encourage and actively pursue collaboration and co-operation between THE ASSOCIATION and other likeminded organisations in George and elsewhere.
3.7 To, through our actions and professionalism, be acknowledged at local and government levels as a reliable, trustworthy and authoritative source of information and recommendations with regard to the wellbeing of the George community.

4 POWERS OF ASSOCIATION

In order to achieve its objectives THE ASSOCIATION shall:
4.1 Engage the elected as well as appointed officers of the Local Authority as well as other parties to develop the necessary working relationship to pursue its objectives and to promote transparency;
4.2 Identify key points and areas that warrant investigation to determine the issues impacting on the inhabitants of George;
4.3 Participate in discussions of its stated objectives;
4.4 Solicit funds to achieve its objectives;
4.5 Register as a NGO;
4.6 Exercise all the management and executive powers ordinarily vested in the Board of Directors of a Company;
4.7 Carry out all the powers and authority of THE ASSOCIATION in South Africa and any other part of the world;
4.8 Prudently invest funds of THE ASSOCIATION;
4.9 Do everything necessary to achieve the objectives of THE ASSOCIATION.

5 MEMBERSHIP

5.1 Membership of THE ASSOCIATION is voluntary and open to any landowner of the George Municipal area irrespective of race, religion or political orientation, who subscribe to the objectives of THE ASSOCIATION and is legally liable for payment of assessment rates, service charges, and are in good standing with regard to municipal accounts;
5.2 Prospective members shall apply in writing on the official application form which must be submitted to the administration office of THE ASSOCIATION;
5.3 A Register of the names and addresses of all members shall be kept by THE ASSOCIATION;
5.4 Membership may be terminated in writing to THE ASSOCIATION;

5.5 The Governing Body of THE ASSOCIATION may terminate the membership of any member by giving written notice of its intention to do so to the member in question and providing the member the opportunity to make verbal or written representations at a meeting of the Governing Body pertaining to the proposed termination of membership, and the Board's decision after confirmation of the resolution by a majority of at least two thirds of members present at the next Annual General Meeting of THE ASSOCIATION.
5.6 Membership fees shall be determined by the Annual General Meeting of THE ASSOCIATION and shall be reviewed on a regular basis as determined by the AGM.
5.7 It shall be the duty of every Member to further the objects of THE ASSOCIATION at all times.

6 STRUCTURE OF THE ASSOCIATION

6.1 THE EXECUTIVE COMMITTEE

6.1.1 The Association's day to day operations shall be governed through an EXECUTIVE COMMITTEE (EXCO) elected at the Annual General Meeting, which is the highest authority of the Association, and which governs the policies and guidelines of THE ASSOCIATION;
6.1.2 The EXCO shall comprise of:
a. Chairperson,
b. Vice Chairperson,
c. Treasurer,
d. Secretary,
e. Additional Members x 2
6.1.3 The EXCO shall have the authority to co-opt any other specialist members to the Committee without voting power and which appointment(s) is to be ratified at the next Annual General Meeting;
6.1.4 The EXCO shall meet at least monthly to conduct the business of THE ASSOCIATION, but may meet more regularly as deemed necessary;
6.1.5 EXCO members shall vacate their positions annually before the next AGM but are eligible for re-election;
6.1.6 A temporary vacancy in the EXCO shall be filled until the next AGM by a member co-opted by the EXCO;
6.1.7 Four EXCO members shall form a quorum at EXCO meetings;
6.1.8 Issues at EXCO meetings shall be decided by majority vote with the Chairman having a casting vote in the event of an equal number of votes;
6.1.9 The EXCO acts on behalf of THE ASSOCIATION and exercises its powers within the framework of this Constitution as authorised at a General Meeting of THE ASSOCIATION and shall report back to the Annual General Meeting for ratification and policy guidance for the next year;
6.1.10 The EXCO shall open a banking account in the name of THE ASSOCIATION in which all monies received shall be deposited ensuring that books of account are kept and all transactions correctly recorded;
6.1.11 The financial year of THE ASSOCIATION shall run from 1st March to the last day of February the following year, both dates included.

6.2 ANNUAL GENERAL MEETING

6.2.1 The Annual General Meeting (AGM) of THE ASSOCIATION is the highest decision-making structure of GRPA. The AGM shall be held at least once a calendar year within 6 months of THE ASSOCIATION's financial year end;
6.2.2 At least twenty-one days' written notice must be given to all registered members stating the date, time, place and business of the AGM, which business must include:
a. Consideration, discussion and approval of the previous AGM minutes, the Annual Financial Statements, and the report of the Chairperson about the activities of THE ASSOCIATION;
b. The election of office bearers as well as the election of a Chairperson and a Vice-Chairperson;
c. The appointment of Registered Accountants; and
d. Any other matters listed on the agenda.

7 MEETINGS

7.1 ANNUAL GENERAL MEETINGS

7.1.1 The members in a properly convened General Meeting of THE ASSOCIATION is the highest decision-making structure of THE ASSOCIATION as set out in this Constitution and determines policy and guidelines for the activities of THE ASSOCIATION;
7.1.2 The members in General Meeting may review, approve or amend any decision taken by the Executive Committee but no such resolution of the AGM shall nullify any earlier resolution taken by the EXCO in accordance with the provisions of the Constitution;
7.1.3 The Annual General Meeting shall be held on a date, time and place determined by the EXCO;

7.2 SPECIAL GENERAL MEETINGS

7.2.1 The Executive Committee or not less than one-third of the members may call a Special General Meeting (SGM) to discuss a specific issue.
7.2.2 At least fourteen Days (14) written notice must be given to all members stating the date, time, place and specific business of the SGM.
7.2.3 If the EXCO fails to give notice within seven days (7) of the request of one-third of the members to hold such SGM, the members shall be entitled, themselves, to give notice of and to convene said meeting;
7.2.4 At the Special General Meeting only the business on the agenda for which the meeting has been convened, shall be discussed.

7.3 PROCEDURES AT GENERAL MEETINGS

7.3.1 The Chairperson shall chair all Meetings;
7.3.2 If the Chairperson is not present within fifteen minutes of the appointed time, the Vice-Chairperson shall chair the Meeting. In both their absence, the members present at the Meeting shall elect a Chairperson for the Meeting in question;
7.3.3 The quorum for General Meetings of THE ASSOCIATION shall be one quarter of the members of THE ASSOCIATION;
7.3.4 If a quorum is not present within fifteen minutes of the appointed time of the Meeting, the meeting must be adjourned to another date, within fourteen days thereafter. Notice as provided for under the Constitution must be given to all members of THE ASSOCIATION of such adjournment;

7.3.5 If no quorum is present at the reconvened Meeting within fifteen minutes of the appointed time, the members present or represented by proxy shall be deemed to constitute a quorum for that Meeting;
7.3.6 A resolution put to the vote shall be decided by a show of hands or by ballot. A vote by ballot can be demanded by not less than one third of the members present, or represented by proxy;
7.3.7 Each member present or represented by proxy shall be entitled to one (1) vote;
7.3.8 Except where this Constitution requires a higher threshold, questions arising shall be decided by a majority vote. Should there be an equality of votes, the Chairperson shall have a casting or second vote;
7.3.9 Proper minutes and attendance records must be kept of all General Meetings as well as other Meetings. The Chairperson must sign the minutes which shall be available at all times for inspection or copying by any member of THE ASSOCIATION on two days' notice to the Secretary.
7.3.10 Meetings of THE ASSOCIATION may be conducted face-to-face or electronically which would allow members to be present and participate through electronic means.

7.4 NOTICE OF MEETINGS

7.4.1 All notices in terms of this Constitution shall be given to members in writing (personally, post or electronically communication) to the address provided by members, within the prescribed times;
7.4.2 The accidental omission to address notices to any member shall not nullify the proceedings of any Meeting;
7.4.3 A member present in person at any Meeting shall be deemed to have received notice of such Meeting;
7.4.4 Posted notices shall be deemed to have been received seven days after posting.

7.5 PROCEDURES AT EXECUTIVE COMMITTEE MEETINGS and other Sub Meetings

7.5.1 The Chairperson shall chair all meetings of the EXCO.
7.5.2 Meetings of the EXCO may be conducted face-to-face or electronically which would allow EXCO members to be present and participate through electronic means;
7.5.3 If the Chairperson is not present within fifteen minutes of the appointed time of the meeting, the Vice-Chairperson shall chair the meeting. Should both be absent from the meeting, the EXCO members present shall elect a Chairperson for that meeting;

7.5.4 The Chairperson shall convene a meeting of the Executive Committee at least bi-monthly or at the written request of at least two members of the EXCO;
7.5.5 The quorum for a meeting of the EXCO shall be two-thirds of the serving Committee members, either in person or via accepted electronic means;
7.5.6 Should a quorum not be present, the Executive Committee may not make any decisions and another meeting shall be scheduled within 7 days;
7.5.7 Each EXCO member present at a meeting or represented through written proxy shall have one (1) vote;
7.5.8 Questions arising at a meeting shall be decided by a majority of vote. Should there be an equality of votes the Chairperson shall have a casting or second vote;
7.5.9 Proper minutes must be kept of all meetings of the EXCO. Minutes must be circulated to all EXCO members prior to the next meeting at which the minutes shall be tabled for approval. The Chair of the meeting shall sign the approved copy of the minutes for safekeeping and which shall be available for inspection or copying by any member of THE ASSOCIATION on two days' notice to the Secretary;
7.5.10 A resolution signed by all members of the Executive Committee shall be as valid as if passed at a duly convened meeting of the Executive Committee;
7.5.11 Any other meeting convened and/ or conducted by THE ASSOCIATION shall be in accordance with all the guidelines contained in this Constitution.

7.6 RESIGNATION, DISQUALIFICATION AND REMOVAL

7.6.1 Members of THE ASSOCIATION may resign from the ASSOCIATION in writing;
7.6.2 Membership shall automatically cease should a member's annual levies remain unpaid following a reminder in writing stipulating such from the Treasurer;
7.6.3 The membership of EXCO members who become political office bearers and/or are elected to the George Municipal Council shall cease with immediate effect;
7.6.4 EXCO members who are convicted of any criminal offence shall cease to hold office;
7.6.5 EXCO Members becoming incapable by reason of mental illness;
7.6.6 A member can be removed from office through a two-thirds resolution of the remaining EXCO members, consisting of not less than four.

7.7 DELEGATION OF POWERS

The Executive Committee may delegate any of its powers or functions to a Committee or member(s) of THE ASSOCIATION provided that such delegation and conditions are reflected in the minutes for that meeting, at least one EXCO member serve on said Committee, the EXCO in advance approves all expenditure incurred, and the EXCO may revoke the delegation or amend the conditions. However, the Executive Committee can never abdicate responsibility for actions or resolutions by the Committee and/or Member(s).

8 INCOME AND PROPERTY OF THE ASSOCIATION

8.1 Members and office-bearers have no rights in the property or other assets of THE ASSOCIATION solely or by virtue of their being members or office-bearers;
8.2 The income and property of THE ASSOCIATION shall be used solely for the promotion of its stated objectives and shall not be paid or distributed directly or indirectly to any person, or to any member of THE ASSOCIATION or office-bearers, except as reasonable compensation for services actually rendered to THE ASSOCIATION or reimbursement of actual costs or expenses reasonably incurred on behalf of THE ASSOCIATION.

9 TAXATION OF ASSOCIATION

THE ASSOCIATION may apply to the Commissioner for the South African Revenue Service for approval as a Public Benefit Organisation in terms of Section 30 of the Income Tax Act. Upon approval the provisions set out in Schedule B, attached hereto, shall bind the Association.

10 FINANCES AND REPORTS

10.1 A bank account shall be opened with a registered bank in the name of THE ASSOCIATION;
10.2 Cheques and other documents requiring signature on behalf of THE ASSOCIATION shall be signed by at least two persons authorised by the Executive Committee;
10.3 The financial year-end of the Association shall be the end of February of each year;
10.4 The EXCO shall ensure that proper records and books of account are kept which fairly reflect the affairs of THE ASSOCIATION are kept and within six months of its financial year-end a report is compiled by an independent practicing accounting professional stating whether or not the financial statements of THE ASSOCIATION are consistent with its accounting records, the accounting policies are appropriate and have been applied in preparing the financial statements, and THE ASSOCIATION has complied with the financial provisions of the Constitution.
10.5 The Financial report and statements shall be submitted to the AGM for consideration and approval.

11 AMENDMENTS

11.1 This Constitution may be amended, the name of THE ASSOCIATION may be changed and THE ASSOCIATION may be dissolved by a resolution of two-thirds of the members present at a General Meeting;
11.2 At least twenty-one (21) days' notice of such intended meeting stating the nature of the resolution shall be given to all members of THE ASSOCIATION.

12 DISSOLUTION OF THE ASSOCIATION

12.1 Subject to the provisions of paragraph 11 above, the Meeting can resolve that THE ASSOCIATION be dissolved;
12.2 Upon the dissolution of THE ASSOCIATION, after all debts and commitments have been paid, any remaining assets shall not be paid out to or distributed amongst members, but shall be transferred, in accordance with a resolution by the same General Meeting referred to in paragraph 11, by donation to some other non-profit organisation deemed appropriate and which has objectives the same or similar to the objectives of THE ASSOCIATION.

13 INDEMNITY

13.1 Subject to the provisions of any relevant law, members, office-bearers or appointed delegates of THE ASSOCIATION shall be indemnified by THE ASSOCIATION for all acts done by them in good faith on its behalf;

13.2 Subject to the provisions of any relevant law, no member of THE ASSOCIATION or appointed delegates shall be liable for the acts, receipts, neglects or defaults of any other member or office-bearer, or for any loss, damage or expense suffered by THE ASSOCIATION, which occurs in the execution of the duties of his or her office, unless it arises as a result of his or her dishonesty, or failure to exercise the degree of care, diligence and skill required by law.
This Constitution became effective on the 9th of March 2023 at the first Annual Meeting of the George Rate Payers Association.

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