



Wilderness Residents & Ratepayers Association

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(Established 1971)

CONSTITUTION

(as amended 15 February 2017)

1. NAME

The name of the Association shall be the Wilderness Ratepayers and Residents Association.

2. AIMS AND OBJECTIVES

2.1 To protect and further the interests of the Ratepayers and Residents of Wilderness.

2.2 The business of the Association shall be confined to the public affairs within the geographical area of Wilderness, Wilderness Heights, Wilderness East, Hoekwil, Kleinkrantz, Rondevlei, Die Vleie, Langvlei and Langvlei Dunes.

2.3 The Association shall have a legal persona, with the right to own property and the right to sue, and be sued.

3. MEMBERSHIP

3.1 Membership shall be open to all ratepayers and residents of Wilderness, Wilderness Heights, Wilderness East, Hoekwil, Kleinkrantz, Rondevlei, Die Vleie, Langvlei and Langvlei Dunes.

3.2 The Committee shall be empowered to enroll as a Special Member any person who does not qualify for normal membership, but whose services could be of benefit to the Association. Such membership shall be reviewed annually.

3.3 Honorary Life Membership shall be awarded by a two thirds majority at a General Meeting to anyone who has rendered outstanding services to The Association. The notice convening such a meeting shall contain details of the proposal. Honorary Life Members pay no annual subscriptions.

4. SUBSCRIPTIONS

4.1 The annual subscription for the financial year – 1st January to 31st December shall be determined by the committee and ratified at the annual general meeting by a simple majority.

4.2 Subscriptions are due on 1st January each year.

4.3 No person whose subscription is in arrears shall be entitled to vote at a meeting of the Association.

4.4 The liability of members is limited to the amount of the annual subscription.

5. ANNUAL GENERAL MEETING

5.1 The Annual General Meeting shall be held in the month of February, for the following business, not less than twenty-one (21) days written notice having been given to all members of the Association.

5.2 Agenda

- a) **Welcome & Apologies**
- b) **Adoption of the minutes of the previous Annual General Meeting, and matters arising therefrom.**
- c) **Adoption of the minutes of any previous General Meetings, if any, and matters arising therefrom.**
- d) **Chairman's Report**
- e) **Treasurer's Report and adoption of the Audited Accounts.**
- f) **Ratification of Annual Subscription**
- g) **Election of Executive Committee**
- h) **Any other business of which due notice has been given**
- i) **General**

Due notice shall be that given to the Chairman in the form of a formal motion not less than sixty (60) days prior to the date of the meeting.

5.3 Chairman at General Meetings:

- a) **The Chairman, or in his absence the Vice-Chairman, shall act as Chairman at all meetings of the Association. In the Absence of both the Chairman and Vice-Chairman, the meeting shall elect a Chairman for the duration of the meeting concerned.**
- b) **The Chairman of any meeting of the Association shall have a deliberative as well as a casting vote.**

6. QUORUM AT GENERAL MEETINGS

No business shall be transacted at:

- a) **Any General Meeting unless there be twenty-five (25) paid-up members present, or more.**
- b) **In the event of the absence of a quorum within one half-hour of the appointed time for a properly convened meeting, it will stand adjourned to the same day in the week following, at the same time and place, at which meeting those members present shall constitute a quorum.**

7. VOTING

All members entering the venue of the meeting shall first report to a member of the Executive Committee stationed at the entrance, who will check and ensure:

- a) That the member's current subscription has been paid
- b) On the above condition being complied with, the member will be given a voting card to be used in voting procedures.
- c) When voting is required on any issue, only members who are in possession of a voting card will be eligible to vote.
- d) Except where otherwise specified, matters shall be decided by a simple majority. Each and every member shall have one vote.
- e) Voting will be by secret ballot if requested by at least ten (10) members qualified to vote.
- f) Written proxy may be given to a paid-up member and will be accepted if received by the Secretary forty-eight (48) hours prior to the start of any general meeting.

8. MINUTES

- a) Minutes of all meetings of the Association shall be kept in a special Minute Book and shall be submitted at the next similarly constituted meetings for approval and signature by the Chairman.
- b) Minutes of the previous Annual General Meeting and subsequent General Meetings, if any, shall be sent out with the Notice convening the next Annual General Meeting.

9. SPECIAL GENERAL MEETINGS

The Secretary shall within fourteen (14) days of the request of the Executive Committee, or a request in writing by not less than twelve (12) members of the Association, call a Special General Meeting. At least twenty-one (21) days' notice of such a meeting shall be given to members.

10. URGENT GENERAL MEETINGS

On occasions of urgency at the sole discretion of the Chairman, or in his absence, the Vice-Chairman, General Meetings may be at fourteen (14) days' notice. Notice of such meetings shall be given by circular to all members in writing. The notice convening the meeting shall specify the agenda for the meeting and show cause why the business is considered urgent.

11. EXECUTIVE COMMITTEE

- a) **The Association shall be managed by an Executive Committee consisting of twelve (12) fully paid-up members elected at an Annual General Meeting. If after satisfying the meeting that there are no further nominations and those received total twelve (12) or less, the Chairman will declare them duly elected. If more, then election will proceed by ballot.**
- b) **The Chairman, Vice-Chairman, Secretary and Treasurer shall be elected by the Executive Committee from its members at its first meeting, which shall be held as soon as possible after the Annual General Meeting.**
- c) **The Executive Committee Members' term of office shall be for a period of two (2) years. Retiring members shall be entitled to hold themselves eligible for re-election.**
- d) **In the event of a vacancy on the Executive Committee for any reason, such a vacancy shall be filled by the Executive Committee for the remaining term of office of the member concerned, until such vacancy is filled by the election at the Annual General Meeting.**
- e) **No member of the Municipal Council shall be eligible to serve on the Executive Committee, but may attend meetings thereof.**
- f) **The Executive Committee shall be entitled to co-opt any member, person or representative of any other Local Organisation to a maximum of four (4) additional members to serve on the Committee. Such appointment to be for a predetermined period or reviewed on annual basis. No business shall be transacted at an Executive Committee Meeting unless at least five (5) members are present.**
- g) **In the event of an absence of a quorum within one half-hour of the appointed time for a properly convened meeting, it will stand adjourned to the same day in the week following, at the same time and place.**

12. CHAIRMAN

The Chairman, or in his absence, the Vice-Chairman, shall act as Chairman at all meetings of the Executive Committee. In the absence of both the Chairman and the Vice-Chairman, the meeting shall elect a Chairman for the duration of the meeting concerned. The Chairman of any meeting of the executive committee shall have a deliberative as well as a casting vote.

13. POWERS OF THE EXECUTIVE COMMITTEE

In furthering the objectives of the Association, set forth in Clause 2, the Committee may:

- a) **Delegate any of its powers to Work groups or Committees with at least one nominated Executive Committee member to serve on any such Group or Committee. The Chairman, or in his absence an Executive Committee member nominated by him, shall serve on any such group of committee and shall be convener thereof.**

- b) **Open a bank and/or building society account in the name of the Association, and draw, accept, endorse cheques, Bills of Exchange, Promissory Notes in connection with the business of the Association. All such negotiable instruments shall be signed by any two of the following: the Chairman, Vice-Chairman, Secretary and Treasurer.**
- c) **Appoint an auditor.**

14. DUTIES OF THE EXECUTIVE COMMITTEE

The Executive Committee shall meet at least once per month.

Any member of the Executive Committee absent from three (3) consecutive meetings without prior leave from the Chairman or Secretary shall forfeit his / her seat thereon.

15. MINUTES

Minutes of all meetings of the Executive Committee shall be kept in a special Minute Book and shall be submitted to the next similarly constituted meeting for approval and signature by the Chairman.

16. BOOKS OF ACCOUNT

Proper books of account shall at all times be kept by the Treasurer. The Treasurer shall ensure that the said books are audited and that the Financial Statements prepared in time for circulation with Notice of the Annual General Meeting.

17. ALTERATION TO THE CONSTITUTION

- a) **No alteration, amendment or addition to any of these clauses may be made unless approved by at least two-thirds majority of the members present at an Annual General Meeting or at a Special General Meeting convened for that purpose.**
- b) **Twenty-one (21) days' notice of any proposed alterations, amendments or additions shall be given to the Secretary in writing, and at least twenty-one (21) days' notice of such meeting shall be given to all members. The notice shall state the proposed alteration, amendments and/or additions.**

18. TERMINATION OF MEMBERSHIP

Any member failing to qualify in terms of Clause 3 of the Constitution shall automatically cease to be a member of the Association.

19. DISSOLUTION OF THE ASSOCIATION

- a) **Should the Executive Committee deem it advisable, a postal ballot of members shall be taken to decide whether the Association should be dissolved. A two-thirds majority of the ballot received shall be required, to be in favour of any proposal to dissolve the Association.**
- b) **On dissolution of the Association, the Executive Committee shall:**

- i. **Ensure that the assets are distributed in accordance with the laws of the land.**
- ii. **In the event of residual assets being available, these will be deposited with organizations that benefit Wilderness.**