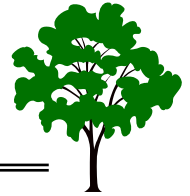
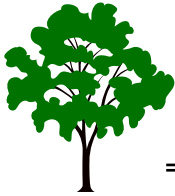


THE DULLSTROOM RATEPAYERS ASSOCIATION



CONSTITUTION

(as approved by members on 25 October 2003 and amended at the AGM on 27 October 2007)

1. Name

The name of the Association shall be 'The Dullstroom Ratepayers Association'.

2. Objects

2.1 To preserve the Village of Dullstroom as a special residential area in conformity with the accepted style of the area and with the conditions appearing in the title deeds of individual properties.

2.2 To work for a revitalized town planning scheme for Dullstroom as a whole such that it becomes a special residential area and such that the long term growth of the Village is secured.

2.3 To co-ordinate the efforts of members in making representations to the authorities and to work with those authorities, ideally in a non-confrontational manner, in the common interest.

2.4 To stimulate awareness amongst the public of the cultural history, and the aesthetic and recreational value of Dullstroom in order that the character of the Village is preserved through proper marketing and development planning.

2.5 To use the resources of the Association, both as members and collectively, to assist and advise the local authority with the management of Dullstroom.

2.6 To liaise with all other interested organizations of whatever political persuasion or racial denomination which may have an interest in the common good of Dullstroom.

3. Membership

3.1 There shall be three categories of membership, namely, Ordinary Members, Honorary Members and Associate Members. The details of such categories are as follows :

(a) Ordinary Members shall consist of natural persons who are not less than eighteen years of age, who are ratepayers of Dullstroom and who have subscribed to the above Objects ; and companies, associations, syndicates or partnerships who likewise are ratepayers of Dullstroom and who have subscribed to the above Objects, all of whose subscriptions must be fully paid up.

(b) Honorary Members shall be those who, at the discretion of the Committee, are elected as such by it and confirmed at the next Annual General Meeting.

(c) Associate Members shall consist of companies, associations, syndicates, partnerships or individuals who, though not ratepayers of Dullstroom, are admitted to Associate Membership by the Committee, because the Committee in its discretion has decided that it is in the interests of the Dullstroom Ratepayers Association that they be so admitted.

3.2 Ordinary Members who are not individuals shall appoint one representative to attend, speak and vote on its behalf at General meetings of the Association.

3.3 Ordinary Members shall have one vote at any General meeting of the Association regardless of the number of properties they own or persons residing therein. Should a member wish to use a proxy for a particular General meeting, that proxy shall be appointed in writing by the Member specifically for that meeting, and the proxy form shall be presented to the Chairman prior to commencement of that meeting.

3.4 Any Associate Member shall be entitled to appoint one representative to attend and speak on its behalf at any General meeting of the Association, but neither representative acting as such, nor the Associate Member itself shall have the power to vote at any such meeting, nor be entitled to a seat on the Committee or to be numbered among members required to constitute a quorum or any majority provided for herein.

3.5 All applications for any form of membership shall be made in writing to and be dealt with by the Committee or its duly authorized representative and it shall not be obligatory for any reasons to be given to any person for any decision in that regard.

4. Management

- 4.1 The management of the Association shall be vested in a Committee of not less than five and not more than ten members.
- 4.2 The first meeting of a newly elected Committee shall be convened by the Chairperson not later than six weeks following its election.
- 4.3 At the first meeting of the newly elected Committee, the members present shall elect a Vice Chairperson, Honorary Secretary and Honorary Treasurer; all of whom shall hold office until the next Annual General Meeting.
- 4.4 Committee members shall be given not less than seven days notice of Committee meetings.
- 4.5 Four members of the Committee shall constitute a quorum and no business shall be transacted at any meeting of the Committee unless a quorum is present.
- 4.6 In the absence of both the Chairperson and Vice Chairperson from any meeting, the members present shall elect a Chairperson for that meeting.
- 4.7 The Chairperson shall have a casting vote as well as a deliberative vote at all meetings.
- 4.8 Any elected or co-opted member absenting himself or herself from three consecutive meetings of the Committee without leave of absence shall ipso facto cease to be a member of the Committee.
- 4.9 The Committee shall have the power to fill any vacancy arising on the Committee or to co-opt additional members. Any person so appointed shall hold office until the next Annual General Meeting and shall have the right to vote in Committee.
- 4.10 The Committee shall meet not less than quarterly.

5. Powers of the Committee

- 5.1 Management of the funds and assets of the Association shall be vested in the Committee
- 5.2 All funds of the Association shall be held in a bank account in the name of the Association and, wherever practicable, all payments made by the Association shall be in the form of a cheque, drawn on that account
- 5.3 All cheques shall be signed by either the Honorary Treasurer or Chairperson plus one other member of the Committee
- 5.4 The Committee shall be empowered to act on behalf of the Association
- 5.5 The Committee may at any time call a Special General Meeting of the Association, for which at least twenty days notice shall be given to members.

General Meetings

- 6.1 An Annual General Meeting shall be held at least annually.
- 6.2 Notice of ordinary General Meetings shall be given in writing to all members at least ten days prior to the date of the meeting in writing to the last known postal address of all members
- 6.3 Accidental omission to give notice of a meeting to any member or non receipt of notice of a meeting by any member shall not invalidate the proceedings of such a meeting.
- 6.4 A quorum at a General Meeting shall be twenty-five (25) paid-up members, including proxies as held by paid-up a member and presented to the Chairman in accordance with Clause 3.3. Should a quorum not be present, the meeting shall be adjourned for 30 minutes following which time the meeting shall proceed irrespective of whether or not these requirements for a quorum have been met.
- 6.5 No business shall be transacted at a General Meeting unless a quorum is present.
- 6.6 An Extraordinary General Meeting shall be held on receipt by the Honorary Secretary of a requisition signed by not fewer than twenty paid up members, stating the reason for requiring such Extraordinary Meeting. Such Meeting shall be held within sixty days of receipt of such requisition by the Honorary Secretary who shall give at least twenty days notice to members. The quorum at such meetings shall be twenty-five (25) paid up members in person or by means of a proxy. Should a quorum not be present, the same rules as for the quorum at general meetings shall apply. The business of such meeting shall be restricted to that defined in the requisition or directly arising therefrom.
- 6.7 Where possible, communications and/or notices of meetings etc. shall be sent via electronic communication such as email or facsimile copy. Should a member prefer use of SA postal services for such communication their preference shall be observed.

7. Election of Chairperson and Committee

- 7.1 The Chairperson of the Association shall be proposed and seconded by any two members and shall be elected by a simple majority of the members present at each Annual General Meeting. He

or she shall hold office until the next Annual General Meeting and may stand for re-election for an additional term of office.

7.2 The remaining Committee members shall be elected by members of the Association at each Annual General Meeting and shall hold office until the next Annual General Meeting.

7.3 Members of the outgoing Committee may stand for re-election.

7.4 New candidates shall be proposed and seconded by members of the Association.

8. General

8.1 Copies of the Constitution shall be available to all members on request.

8.2 Notice of a motion for any change of the Constitution must be submitted in writing to the Honorary Secretary at least twenty one days before any general meeting. The proposed change(s) to the Constitution shall appear on the notice convening the meeting. Alterations to the Constitution can be carried only by a two-thirds majority of members present at the meeting.

8.3 The amount of annual subscriptions shall be determined by a majority of members at a General meeting. The membership fee for Associate Members shall be not less than that of Ordinary Members. Should the subscription of any member remain unpaid sixty days after date of subscription statement, such membership will cease without further notice.

8.4 The Association shall be dissolved if there are fewer than ten members present at three consecutive general meetings. All monies held by the Association shall be handed to a registered charity at the discretion of the Committee.

8.5 The financial year of the Association shall run from 1st day of August until the 31st day of July the following year.

Changes made to the Constitution

(this section does not form part of the Constitution itself but serves as an historical record of changes made since January 2003) There is no record of changes made to the original 1993 version of the Constitution which document formed the basis of the 2003 version

October 6, 2012 :

1. Revising Clauses 2.1 and 2.2 – from “special residential area” to “preferred residential area”
2. Clause 2.5 – eliminating superfluous words “both as members and collectively” and adding “in accordance with the principles of good governance”
3. Clarifying in Clause 3.1 (a) that ratepayers may be “individuals or families”
4. Clarifying in Clause 3.1 (b) that Honorary Members “have no obligation to pay subscriptions” and “elected as such by the Committee”
5. Revising Clause 5.2 to remove the words “wherever practical” and permitting payments to be made “in the form of an electronic transfer”.
6. Revising Clause 5.3 to include “documents supporting electronic payments” and clarifying that payments “shall be signed by both the Honorary Treasurer and the Chairman or by
7. Adding a new Clause 5.6 limiting the liabilities of Committee members as follows: “The Committee members for the time being, their heirs, executors and administrators shall be indemnified and held harmless out of the funds and properties of the Association from and against all actions, costs and charges, losses, damages and expenses which they or any of them shall or may incur or sustain by reason of any act done, concurred to or omitted in the execution of their duties, or supposed duty, except through their own willful act or omission.”
8. Revising Clause 6.2 to increase notice of ordinary General Meeting from ten to thirty days and allowing notice “via e-mail”.
9. Revising Clause 6.4 to allow a quorum to “include proxies held by the Chairman according to Clause 3.3” and increasing the maximum adjournment period from ten to thirty days.
10. Revising Clause 7.2 to clarify that “Office bearers will be appointed by the Committee at the first meeting following the Annual General Meeting (in accordance with clause 4.3)”
11. Adding a new Clause 7.5 specifying that “All office bearers and committee members shall be members of the Association”

27 October 2007 :

1. Modification of Clause 4.1 to allow up to TEN Committee members (previously 7)
2. Modification of Clause 7.1 to remove the restriction that the Chairman may only serve two consecutive terms of office
3. New Clause 8.5 added defining the Association's fiscal year.

12 September 2015

1. Modification of Clauses 6.4 and 6.5 to reduce the requirement for a quorum at Annual and Special General Meetings to 25 paid-up members in person or by proxy.