

GLEN AUSTIN RESIDENTS' ASSOCIATION

DRAFT CONSTITUTION(V10)

1. NAME AND ADDRESS

1.1. The Association shall be called the Glen Austin Residents' Association.

1.2. The abbreviation of the name shall be "GARA".

1.3. The address of the association is:

GARA

PO Box 4267

Halfway House

1685

1.4. The e-mail address of the Association is:

info@glenaustin.co.za

Tel: 071 054 6362

2. STATUS

2.1. The Association is apolitical and non-denominational. No discussions of a party political or religious nature will be allowed at any formal meetings.

2.2. The Association acknowledges English as the official language.

3. BOUNDARY

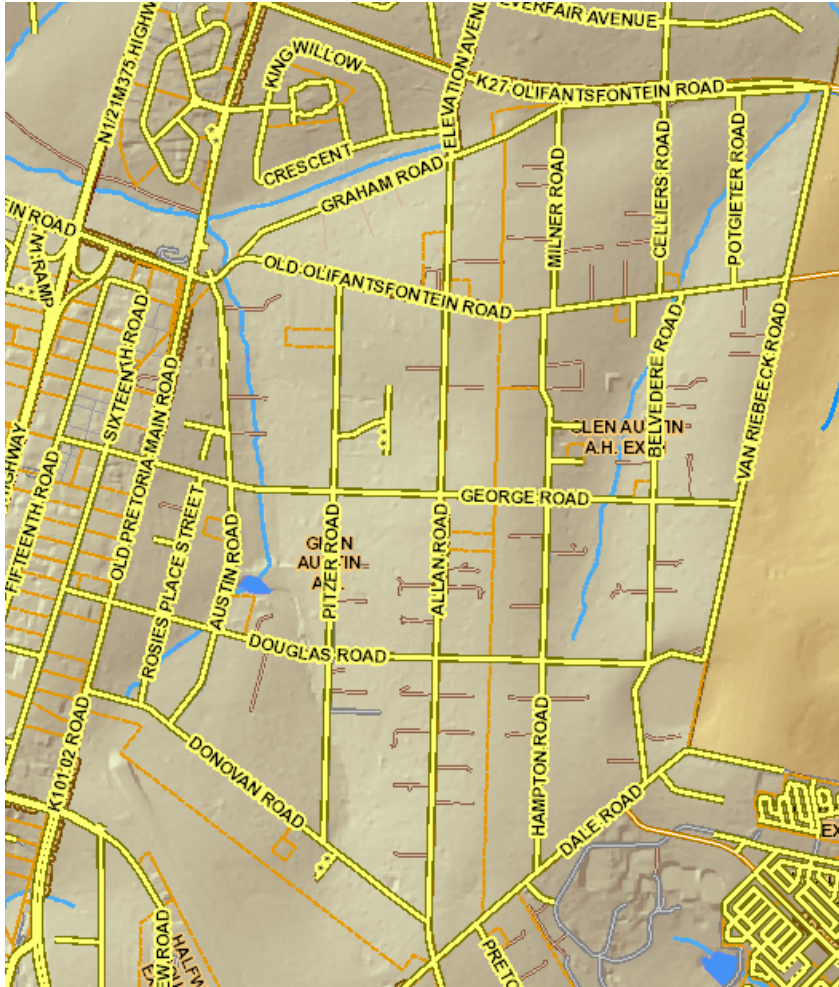
3.1. The boundary of the Association shall be the existing municipal boundaries of Glen Austin Proper and Glen Austin Extension One as defined by the official City of Johannesburg map delineating the area:-

3.2. Southern border: The northern border of Grand Central Airport and Dale Road

3.3. Northern border: Olifantsfontein Road K27 and Graham Road.

3.4. Western border: The Gautrain rail line bordering the K101.

3.5. Eastern border: Van Riebeeck Road.



4. LOGO

Salus Populi Supreme Lex

The welfare of the community is the highest law.

5. EMBLEM

The Bull Frog shall be the emblem of the Association.



6. MEMBERSHIP AND SUBSCRIPTION

- 6.1. Membership shall be open to any ratepaying owner of a property, or multiple properties referred to in paragraph 3.
- 6.2. Membership shall be open to 1 (one) resident or tenant who is legally residing in a property referred to in paragraph 3.
- 6.3. The annual (monthly) subscription for the following year shall be presented and accepted at the Annual General Meeting.
- 6.4. The Executive Committee is responsible for the collection of membership fees.

7. VISION

GARA's vision is to attract at least 65% of the owners and residents residing in the area referred to in paragraph 3 to become members of the Association.

8. PURPOSE

To establish a platform that unites the members of the Glen Austin community and empowers them to collectively address and advocate for issues that affect the community, engaging with city and other authorities.

9. MANAGEMENT OF THE ASSOCIATION

- 9.1. The day to day management of the affairs of the Association shall be vested in the Executive Committee.
- 9.2. The Executive Committee shall consist of a Chairman, Vice-Chairman, Treasurer, Secretary and four (4) additional members. At each meeting of the Executive Committee each member shall have one vote.
- 9.3. Members of the Executive Committee shall accept fiduciary responsibility of the Association and at all times act as a collective decision making body for the Association.
- 9.4. Four(4) Executive Committee members shall form a quorum at an Executive Committee meeting.
- 9.5. Any Executive committee member failing to attend three successive Executive Committee meetings shall be disqualified from being a member of the Executive Committee.
- 9.6. Sub-Committees can be established by the Executive Committee to guide and implement specific fields of interest. An Executive Committee member shall be designated to be responsible for the oversight of each specific Sub-Committee. Each Sub-Committee shall elect a chairman.
- 9.7. The chairman of a Sub-Committee may be invited to participate, but not vote, in

Executive Committee meetings.

9.8. The chairman of a Sub-Committee shall be responsible for the functioning of that specific Sub-Committee. However, the Chairman of the Executive Committee, or the Executive Committee member designated with the responsibility of oversight for the particular Sub-Committee, shall be the ex-officio chairman of any Sub-Committee if he so wishes.

9.9. At all times the Sub-Committees shall be directly responsible to the Executive.

9.10. Every communication emanating from the Association and Executive Committee members shall be strictly in terms of agreed protocols.

GARA Committee members are jointly and severally accountable for the management and image of GARA. Communication by GARA with outside parties needs to:

- Have a clear rationale vis-à-vis GARA's purpose
- Be clear and concise
- Be courteous at all times
- Not compromise GARA as an organization in any way
- Be properly recorded in the GARA database

10. THE EXECUTIVE

FUNCTIONING

10.1. The Executive Committee shall convene a meeting once per month.

10.2. The Chairman shall preside at all meetings. Should the chair be vacant, the Vice Chairman shall preside as Chairman for that meeting. Should the Chair still be vacant the meeting shall elect the Chairman for that meeting from among the other committee members.

10.3. The Secretary shall keep minutes of each Executive Committee meeting in an agreed and traceable format. Minutes shall record the date and place of the meeting, names of those present and details of any decisions taken by the Executive Committee. The Chairman shall sign-off the meeting minutes at the next scheduled Executive Committee meeting.

POWERS

10.4. The Executive Committee shall deal with all matters relating to the day to day running of the Association.

10.5. When an issue of greater importance than the day to day running of the Association arises then the Executive Committee shall call a meeting where the various Sub-Committee chairmen are present. If the issue cannot be resolved the Executive Committee shall call an Extraordinary General Meeting to address the

particular issue(s).

- 10.6. The Chairman may represent the Association at meetings, functions and organisations strictly in agreement with Executive Committee decisions and guidelines. Should the Chairman not be able to attend, the Executive Committee shall nominate a person or persons, preferably from the Executive Committee or Sub-Committees, to represent the Association. A summary of all discussions, decisions and outcomes shall be recorded in the GARA database.
- 10.7. The Executive Committee shall appoint a spokesman to address matters with public media, as required . The spokesman shall, where there is no consensus on an issue, mention the descending vote.
- 10.8. The Executive Committee shall have the power to appoint and manage various Sub-Committees and shall be empowered to co-opt or employ any persons to serve on a Sub-Committee or as Block Representative, as may be needed. The office term for the existence of a Sub-Committee shall be decided by the Executive Committee.
- 10.9. Interim vacancies on the Executive Committee and various Sub-Committees, between General Meetings, may be filled by the Executive Committee by a majority vote.
- 10.10. Voting at Executive Committee or Sub-Committee meetings shall be determined by the respective chairman. Each committee member shall enjoy one vote and the Chairman shall, in addition, enjoy a casting vote.
- 10.11. The Executive Committee shall be entitled to collect membership fees, raise funds, make investments, open and operate bank accounts and make disbursements as required and to do all such matters as may be incidental thereto. Loans of any nature will require a two third majority vote of Members present, including proxy votes, at an Annual General Meeting or an Extraordinary General meeting.
- 10.12. The Executive Committee shall arrange for the proper control of all funds of the Association and to apply all income solely to the Purpose of the Association.
- 10.13. The Executive Committee shall not incur expenses in excess of funds available and may furthermore not incur expenditure which exceeds 50 per cent of the income of the Association calculated on the preceding year's income, without the prior approval of the Members at an Annual General Meeting or Special General Meeting.
- 10.14. The quorum for the transaction of business shall be four(4) Executive committee members.
- 10.15. The Chairman, Treasurer and one other Executive Committee member shall have signing powers. Any two of these shall be authorised to act as

signatories in all financial transactions.

- 10.16. Proper books of account shall be kept by the Treasurer.
- 10.17. The Association accounts shall reflect detailed statements of each of the Sub-Committees.
- 10.18. No member of the Executive shall be entitled to any remuneration for services rendered to the Association.
- 10.19. Where the Association provides financial or administrative support to outside organisations or groups, for example a conservancy, security or the like, such organisations shall provide audited financial statements to the Treasurer at least 6 weeks prior to the scheduled Association's Annual General Meeting.
- 10.20. Where the Association contributes more than 15% of an outside organisation's annual budget the Association will have the right to participate in the particular outside organisation's management or executive meetings and Annual General Meeting and shall have voting rights equivalent to the percentage of the Association's financial contribution to such an outside organisation.
- 10.21. Any financial or administrative support of an outside organisation by the Association shall be approved by the Members at every Annual General Meeting or at an Extraordinary General Meeting.
- 10.22. The books of the Association shall be audited by an Auditor appointed at the Annual General Meeting.
- 10.23. Financial statements shall be tabled quarterly at the Executive meeting and at the Annual General Meeting.
- 10.24. Annual fees, as determined by the General Meeting, shall be payable in advance.
- 10.25. The financial year of the Association shall begin on the 1 March to 28 February annually.

11.ANNUAL GENERAL MEETING

FUNCTIONING

- 11.1. The Annual General Meeting shall be held annually within two months after the financial year end of the Association.
- 11.2. The Annual General Meeting shall be open to any paid up Member of the Association in good standing.
- 11.3. Fourteen days' notice shall be given in writing to Members of the Association of the Annual General Meeting; such written notification shall include the

day, time and venue.

- 11.4. The Chairman of the Executive Committee shall chair the Annual General Meeting, and in his absence one of the Executive Committee members.
- 11.5. Minutes of the Annual General Meeting shall be taken by the Secretary or his/her representative.
- 11.6. At the Annual General Meeting speech from the floor shall be governed by the following rules:
 - 11.6.1. Any Member of the Association may speak to propose a motion or to state his or her views on a motion which is before the Meeting.
 - 11.6.2. Any Member who has proposed a motion may speak on the motion before it is put to debate and shall also have the right to reply to the debate before the motion is put to the vote
 - 11.6.3. If an amendment is proposed to a motion, which is before the meeting, that amendment shall be debated and put to vote before any further debate on the principal motion, and the Member who proposed that amendment shall have the right to speak on his amendment, and also the right to reply to the debate before the amendment is put to the vote.
 - 11.6.4. Any Member other than the Member who proposed the motion may speak once only on each motion and once only on each amendment.
 - 11.6.5. Speech from the floor shall be permitted to propose a motion or an amendment, to speak on a motion or an amendment which is before the meeting, to put questions concerning any report of any officer or Executive or Sub-Committee member which is before the meeting or on a point of order.
 - 11.6.6. Any Member who persists in behaving inappropriately must leave the meeting when so ordered by the chairman.

VOTING PROCEDURES

- 11.7. Voting rights shall be restricted to paid up Members of the Association only.
- 11.8. Each Member shall have one vote and shall do so in person or proxy on a duly completed and signed form issued by the Association.
- 11.9. The Chairman shall have a casting vote in all matters excepting constitutional amendments.
- 11.10. Decisions of a constitutional nature will be decided by a two-third majority of

Members present and in good standing including proxy votes.

- 11.11. Any resolution shall be decided on a show of hands unless a secret ballot is demanded by the Chairman or the majority of the Members present. In the case of equality of votes the Chairman shall have a second or casting vote.
- 11.12. The Annual General Meeting shall vote the members of the Executive Committee.
- 11.13. At least 75% of the Executive Committee members and Chairmen of the Sub-Committees must be Members of the Association.
- 11.14. The quorum at the General Meeting shall be a minimum of 20 per cent of the Association's Members. If within a half-an-hour of the fixed time of the meeting a quorum is not present, the meeting shall stand adjourned to the same time on the same day of the following week and if at the adjourned meeting a quorum is not present, the Members present shall be a quorum.

12.EXTRAORDINARY GENERAL MEETINGS

- 12.1. The Executive Committee may convene an Extraordinary General Meeting whenever it thinks fit, or if required by requisition signed by 25 Members in good standing.
- 12.2. Fourteen days' notice of the meeting shall be given in writing to all Members, such written notification to include the day, time, venue of the meeting and the objective(s) of the meeting.
- 12.3. At such Extraordinary General Meeting merely those matters of which notification have been given shall be discussed.
- 12.4. The Meeting shall be chaired by the Chairman of the Executive and the procedures set down as for an Annual General Meeting shall adhered to.

13.ELECTION

- 13.1. The office term for the Executive Committee is three years. Two members of the Executive Committee will resign each year , but shall be eligible for re-election to the Executive Committee. The order for retirement shall be that the longest serving member since the last election shall retire first.

14.MEMBERSHIP

FORMALITIES

- 14.1. Any rate paying owner or one (1) resident residing in a property referred to in paragraph 3, who subscribes to the Constitution of the Association may apply in writing for membership.

- 14.2. Any person not being a rate paying owner or resident residing in a property referred to in paragraph 3, who subscribes to the Constitution of the Association may apply in writing for membership. The Executive Committee may, at its absolute discretion, grant membership to such a person.
- 14.3. New membership will only become valid on payment of the prescribed fee.
- 14.4. Membership may be terminated by the Member when he/she resigns in writing or ceases to pay the annual prescribed membership fees
- 14.5. Membership shall be terminated at the discretion of the Executive Committee if:
 - 14.5.1 The membership fees have not been paid.
 - 14.5.2 The member has brought the Association into disrepute.
 - 14.5.3 The member has intentionally contravened the Constitution of the Association.
- 14.6. The Association at a General Meeting may remove any Executive Committee member before expiry of the term of office, provided that:
 - 14.6.1. The intention to propose the removal of an Executive Committee member is notified in writing and delivered to the said member of the Executive Committee not less than 28 days before the date of the General Meeting at which the proposal is to be made.
 - 14.6.2. The intention to propose such removal is placed in the Notice convening the meeting.
 - 14.6.3. The resolution is approved by a majority of the valid votes given for or against the motion.

15. LIABILITY OF MEMBERS

The liability of Members shall be limited to the unpaid portion of their annual subscription

16. CHANGES IN CONSTITUTION

Changes in the Constitution may be effected by a two-thirds majority at a General Meeting, provided that written notice of any proposed changes to the Constitution are lodged with the Secretary 20 days before date and circulated to members 14 days before the selected date of the General Meeting.

17. DISSOLUTION OF THE ASSOCIATION

The Association shall be dissolved if so decided by a General Meeting by two-thirds majority of Members in good standing. In such an event, any revenue secured by the Association shall be donated to a suitable charity.