

CONSTITUTION OF THE PORT ALFRED RATEPAYERS' AND RESIDENTS' ASSOCIATION

(PARRA)

1. NAME

The name of the Association shall be the Port Alfred Ratepayers' and Residents' Association hereinafter referred to as "PARRA".

2. ADDRESS

The address of PARRA to which all communications shall be sent is P.O. BOX 29, PORT ALFRED, 6170, or alternatively to the address of the Secretary.

3. DEFINITIONS

The "Area" constitutes the area within the urban edges of the Ndlambe Municipality, and may, at the sole discretion of the Executive Committee of PARRA, include any other Wards of the Ndlambe Municipality, with whom PARRA establishes formal co-operative alliances.

"Associate Member" is a person who joined in terms of clause 5.2

"Ballot" shall mean a vote by paid-up Members of PARRA

The "Executive Committee" is the committee referred to in Clause 6

"Financial year" is the financial year of PARRA ending 31 August

"Honorary Member": is a person, or entity, given Non-voting Membership Status of PARRA by resolution of the Executive Committee, without payment of a Membership subscription.

"Member" is a person whose name is recorded in the register of Members referred to in clause 5.6

"Membership subscription" shall be the annual fee payable in respect the various categories of membership as approved by an Annual General Meeting.

"Ordinary Member" is a person who joined in terms of clause 5.1

"Poll" shall mean a vote by paid-up Members of PARRA

"In writing" shall include emailed and faxed documentation and a notice in the local press

"Year" a calendar year

4. OBJECTIVES

The objectives of PARRA shall be:

- 4.1 to interact with authorities at all levels, with like-minded associations and with the community at large to transform Port Alfred into a benchmark for civic and community co-operation;
- 4.2 to participate in long-term planning to ensure the sustainability of economic and infrastructural development;
- 4.3 to monitor compliance with the national constitution, relevant legislation, policies and procedures, and decisions of the Provincial Authorities and the Ndlambe Council;
- 4.4 to monitor the integrity of the financial management of the Ndlambe Council, in order to ensure ratepayers of value for money within the context of transformation;
- 4.5 to promote civic pride through community involvement;
- 4.6 to promote the development of amenities for residents and visitors;
- 4.7 to support business development that will provide residents and visitors with quality goods and services at competitive prices;
- 4.8 to act to preserve those features of the natural environment which make Port Alfred a destination of choice for residents and visitors alike.

5. MEMBERSHIP

5.1 Any person of eighteen years of age or over, who is an owner or occupier of residential land or buildings, or a non-resident ratepayer of residential property in the Area, shall be entitled to become an Ordinary Member of PARRA by:

- 5.1.1 making application,
- 5.1.2 furnishing details of properties owned and/or occupied,
- 5.1.3 paying the applicable Membership subscription fee.

5.2 Any Ordinary Member of PARRA shall be entitled to register all permanent occupants, eighteen years or older, of a registered residential property owned by him as individual Associate Members of PARRA by:

- 5.2.1 making application;
- 5.2.2 furnishing his/her/their full name/s and address.
- 5.2.3 paying an Associate Membership subscription with respect to each person so registered.
- 5.2.4 getting the consent of each person so registered.

5.3 A member shall be entitled to registration as a Member of PARRA on written application containing the full name and address of the prospective Member/s, accompanied by payment of the relevant annual Membership subscription as determined in terms of clause 5.5;

PARRA Constitution amended (Section 11.3) 12 Jul 2006; Amended (section3 – the area; added 5.9) 11 July 2007; Amended (section 3 – financial year ending 31 August) 17 Sept 2018

5.4 A person or body registered as a Member shall be a Member of PARRA for so long as they pay the annual subscription referred to in 5.5.

5.5 The annual subscription to secure Membership of PARRA for any year shall be such amount as may be determined from time to time by the Executive Committee and ratified at an AGM or Special General meeting for each category of Membership, provided that the annual subscription payable by Members over the age of sixty years, or who are formally registered with the Municipality as being indigent, shall be in such lesser amount as the Executive Committee may from time to time determine;

5.6 PARRA shall maintain a register of Members in which there will be recorded the names and addresses of all persons and entities referred to in 5.1 and 5.2 above.

5.7 Annual Membership shall be payable in advance on or before the last day of the financial year. A Member whose annual subscription is not received by PARRA on that day shall ipso facto cease to be a Member, but will automatically be reinstated as a Member with effect from the date of receipt of the annual subscription by PARRA.

5.8 Membership subscription paid to PARRA on, or before the last day of the financial year shall be in payment for Membership during that financial year only.

5.9 A person whose rates or services account with the Ndlambe Municipality is more than one month in arrears shall not be eligible for membership of PARRA. Members and prospective members are required to declare their good standing on their membership application and renewal form

5.10 The Executive Committee shall be entitled to confer Honorary Life Membership on any Member or past Member or to any other member of the community who has rendered loyal and valuable service to PARRA, notwithstanding that the said Member or former Member may no longer occupy land or buildings zoned for residential use in the Area.

6. EXECUTIVE COMMITTEE

6.1 PARRA shall be administered by an Executive Committee which shall consist of not more than fifteen and not fewer than eight Members, elected at the annual general meeting.

6.2 The first meeting of the Executive Committee must take place within two weeks after the annual general meeting. At this meeting, the Executive Committee shall elect from its number a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer, who shall hold office as such until the following annual general meeting.

6.3 The Members of the Executive Committee shall have power at any time to appoint a new Member to the Executive Committee, provided that the number of members of the Executive Committee shall not at any time exceed fifteen. Any person appointed to fill a casual vacancy as a Member of the Executive Committee shall retain office only until the next following annual general meeting and shall then retire, but will be eligible for re-election.

6.4 The Members of the Executive Committee may appoint committees from among their number and may delegate any of their powers or authorities to any such committee and may make rules for regulating the proceedings thereof. The Chairperson shall be an Ex Officio Member of all committees appointed in terms of this clause. Any such committee shall be entitled to co-opt as it may think fit from among Members of PARRA.

PARRA Constitution amended (Section 11.3) 12 Jul 2006; Amended (section3 – the area; added 5.9) 11 July 2007; Amended (section 3 – financial year ending 31 August) 17 Sept 2018

6.5 Nominations for Membership of the Executive Committee shall be submitted on the PARRA nomination form to the Secretary at least one week prior to the annual general meeting, with the proviso that the Chairperson of such annual general meeting shall be entitled, in the event that insufficient written nominations are received, to accept nominations from the floor.

6.6 Each nomination for Membership of the Executive Committee shall be proposed and seconded by Members in good standing and accompanied by written consent of the nominee.

6.7 If more written nominations are received than there are vacancies to be filled, an election by ballot will take place at which each Member shall be entitled to only one vote for each vacancy to be filled. In the event of a tie in the voting, a further ballot shall be held. Any further tie shall be decided by lot.

6.8 If the number of persons nominated for Membership does not exceed the number of vacancies, the Chairperson of the annual general meeting shall declare such nominees duly elected to the Executive Committee.

6.9 No Member of the Executive Committee shall hold the office of Chairperson for a term exceeding 3 (three) consecutive years. He or she shall be eligible for re-election only if he or she has vacated office for a period of 1 (one) year.

6.10 No serving councillor/parliamentarian qualifies for election to the Executive Committee of PARRA.

6.11 A quorum at an Executive Committee meeting shall consist of not less than five members.

7. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

7.1 The management and control of PARRA shall be vested in the Members of the Executive Committee who shall be entitled to act on behalf of PARRA in all matters pertaining to the implementation of its objects: provided that the exercise of such management and control shall not be carried out in a manner inconsistent with or contrary to any resolution passed at any general meeting of PARRA. No resolution passed in a general meeting shall invalidate any prior act by Members of the Executive Committee which would have been valid before such meeting.

7.2 The Members of the Executive Committee shall cause to be kept proper and adequate books of account relative to the business and affairs of PARRA, minutes wherein shall be recorded, inter alia, the names of all Members of the Executive Committee present at each meeting thereof or of any committee appointed in terms of 7.4 and all resolutions of general meetings of PARRA.

7.3 Any minute of any meeting of Members of the Executive Committee, or of any sub-committee thereof, or of any general meeting, if signed by the Chairperson of the meeting or by the Chairperson of the next succeeding meeting of Members of the Executive Committee or general meeting of Members, as the case may be, and any extract from such minutes, if signed by the Chairperson or any Member of the Executive Committee and the Secretary, shall be receivable as evidence of matters stated in such minute or extract.

7.4 The Chairperson of the Executive Committee shall formally report on the activities of the Executive Committee during the preceding year to the annual general meeting.

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8. STATEMENTS AND PROJECTS

8.1 Statements to the press or to any third party in respect of the business and affairs of PARRA may only be made by a Member of the Executive Committee duly authorised thereto by such committee.

8.2 No Member, other than a Member of the Executive Committee, duly authorised as aforesaid, shall have power or authority to bind PARRA in any way whatsoever or to undertake any project on its behalf.

9. PROCEEDINGS OF THE EXECUTIVE COMMITTEE

9.1 The Members of the Executive Committee may meet for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The quorum necessary to transact business at any meeting shall be five.

9.2 Meetings of the Executive Committee shall be convened by the Secretary, at the request of the Chairperson to do so by giving to each Member of the Executive Committee not less than seven clear days' notice of such meeting.

9.3 Decisions made at a meeting of the Members of the Executive Committee shall be decided by a majority of votes. Each Member shall have a vote and the Chairperson shall have both a deliberative vote and a casting vote. If at any duly convened meeting of the Executive Committee the Chairperson is not present within five minutes of the commencement thereof, the Vice-Chairperson shall act as Chairperson. If both the Chairperson and Vice-Chairperson are not present five minutes after the commencement of the meeting, the Members present shall elect a Chairperson from amongst their number.

9.4 In the event that any matter under discussion indicates a vested interest of a specific member or members of the Executive Committee, such member/s shall offer their recusal for the duration of such discussion.

10. DISQUALIFICATION OF MEMBERS OF THE EXECUTIVE COMMITTEE

A Member of the Executive Committee shall cease to hold office as such:

10.1 if he fails, without due reason, to carry out any duty allotted to him by the Executive Committee;

10.2 if he is absent from three consecutive meetings of the Executive Committee without leave of the Executive Committee.

10.3 if he conducts himself in a manner detrimental to the interests of PARRA; and the Members of the Executive Committee resolve that he be disqualified from continuing in office.

11. GENERAL MEETINGS

11.1 An annual general meeting shall be held not later than two months after the end of each financial year and not more than thirteen months shall elapse between the date of one annual general meeting and the next.

11.2 A special general meeting shall be called, subject to clause 11.4 by giving not less than fourteen (14) clear days' notice in writing dispatched to all Members in good standing at the time,

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or by notice in the local press, provided that a meeting of PARRA shall, notwithstanding the fact that it is called at shorter notice than that specified herein, be deemed to have been duly called if it is so agreed by a majority in number of the Members present. The period of notice shall be reckoned exclusively as being from the day upon which it is dispatched or appears in the local press up to and including the day upon which the meeting is to be held, and shall specify the business of the meeting the place, the day and the hour of the meeting.

11.3 The business of an annual general meeting shall be:

11.3.1 to receive and consider the certified financial statements for the completed financial year;

11.3.2 to elect Members of the Executive Committee; and

11.3.3 to consider any other matter of which due notice has been given in the notice convening the meeting.

In addition, any motion or question concerning the objects of PARRA or its administration by the Executive Committee, duly proposed and seconded, shall also be considered.

11.4 Upon a request addressed to the Chairperson of the Executive Committee and signed by not less than ten Members in good standing, the Executive Committee shall call a Special General Meeting to be held not later than two months from the date of receipt of the requisition.

11.5 The Chairperson of the Executive Committee shall also have the right, on receipt of a requisition from other Executive Committee Members, or for any reason as deemed fit, to call a Special General Meeting of the Executive Committee, provided that 24 hours' notice, in writing, and telephonically, of such intended meeting is conveyed to all Executive Committee Members. The notice of such meeting shall specify the nature of the business to be conducted at that specific meeting and no other business shall be considered at such meeting. If the Secretary shall fail to call the meeting within the period aforesaid, then the Members who signed the requisition may themselves do so by giving to all Members the same required notice in writing.

11.6 The quorum for an annual general meeting shall be thirty Members and for a special general meeting forty Members.

11.7 The Chairperson, or in his absence the Vice-Chairperson of the Executive Committee shall take the chair at every annual general meeting or special general meeting. If the Chairperson or Vice-Chairperson are not present at the time appointed for the holding of the meeting,, the Members present shall choose another Member of the Executive Committee as Chairperson: If no Member of the Executive Committee is prepared to take the chair, the Members present shall choose one of their number to be Chairperson.

11.8 All questions, motions at general meetings shall be decided by a majority of the votes of members present, subject to Clause 11.13, and shall, in the first instance, be decided by a show of hands. When votes are equal, the Chairperson shall have the casting vote, in addition to the vote to which he is entitled as a Member.

11.9 At any general meeting, unless a poll is demanded:

11.9.1 by the Chairperson; or

11.9.2 by not less than ten Members;

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a declaration by the Chairperson that the resolution has been carried or carried by a majority or lost or not carried by a particular majority shall be final and an entry to that effect in the minute book of PARRA shall be conclusive evidence of the fact without proof of the number of votes recorded in favour of or against such resolution.

11.10 If a poll is demanded, it shall be taken forthwith in such manner as the Chairperson of the meeting directs. Scrutineers shall be elected to count the votes and to declare the result of the poll. Their declaration, which shall be announced by the Chairperson of the meeting, shall be deemed to be the resolution of the meeting on the question in respect of which the poll was demanded. In the case of any dispute as to the admission or rejection of a vote, the Chairperson of the meeting shall determine the same and such determination shall be final and conclusive.

11.11 The Chairperson of an annual general meeting or special general meeting may, with the consent of the meeting, adjourn the same from time to time and from place to place but no business shall be transacted at any such adjournment other than the business left unfinished at the time when the meeting was adjourned.

11.12 If at any annual general meeting or special general meeting there is no quorum present at the time appointed for the meeting, the meeting shall stand adjourned to the same day, time and place fourteen days later when the Members present shall constitute a quorum and shall transact the business for which the meeting was convened.

11.13 All voting Members of PARRA may appoint a nominated proxy to cast their respective votes at an annual or special general meeting provided that such appointment was declared on an official PARRA proxy appointment form which is available from the Secretary. The member making such appointment must inform the Secretary in writing thereof at least seven days prior to the said meeting.

12. FINANCE

12.1 All funds accruing to PARRA shall be used for the implementation of its objects.

12.2 All Membership subscriptions and all other funds received by PARRA from whatsoever source shall be the property of PARRA and shall be under the control of the Executive Committee who shall cause the same to be deposited in an interest bearing account in the name of PARRA with a registered financial institution.

12.3 All bills of exchange, cheques, promissory notes and other instruments evidencing the financial commitment or obligation of PARRA shall be signed on its behalf with due authorization from the Executive Committee by any two together of the Chairperson, Vice-Chairperson, Secretary and Treasurer.

12.4 The Executive Committee may make any lawful investments or payments as they may deem necessary and within the objects of PARRA.

12.5 The Executive Committee shall be allocate an initial amount to the PARRA Professional Services Fund to meet the cost of professional services, including legal expenses, that may be incurred by PARRA, or by a duly authorized member of the Executive Committee, in pursuit of the objects of PARRA. This fund shall be maintained and/or increased by further allocations of a percentage of the membership fees collected each year, as shall be decided by the Executive Committee from time to time.

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13. LEGAL STATUS

13.1 PARRA is a legal entity which can enter into contracts and agreements and sue or be sued in its own name.

13.2 PARRA shall not align itself to any political party.

13.3 A member of the Executive Committee who accepts nomination to political office shall be deemed to have resigned from the Executive Committee with immediate effect.

14. PERSONAL LIABILITY

14.1 Neither the Members of PARRA nor the Members of the Executive Committee or of any sub-committee thereof shall be personally liable for any obligation of PARRA properly undertaken or incurred on PARRA's behalf by the Members of the Executive Committee or such sub-committee in the honest and reasonable exercise of their powers and duties.

14.2 Members of the Executive Committee shall be entitled to apply to the Executive Committee for access to the legal fund of PARRA described in Clause 12.5 for the payment of legal expenses duly incurred in the execution of PARRA business.

15. DISSOLUTION

15.1 PARRA may be dissolved upon a resolution to that effect being passed by a majority of not less than three-quarters of the Members present at a special general meeting, duly convened by notice stating its purpose as being the dissolution of PARRA and the disposal of its assets. At such meeting a financial statement to date shall be presented.

15.2 Any assets which remain after the satisfaction of PARRA's debts and liabilities shall be remitted to a registered welfare or charitable organisation within Ward 7 chosen by a majority of the Members present.

16. AMENDMENTS TO THE CONSTITUTION

Any amendments to this Constitution shall require the approval of a majority of two thirds of the Members present at a properly constituted annual general meeting or special general meeting, providing that the Member proposing such amendment or alteration must submit in writing such proposed alteration or amendment to the Secretary at least fourteen days before such meeting.

17. REPEAL OF PREVIOUS CONSTITUTION

The approval of this constitution repeals the previously approved PARRA constitution.

Approved unanimously by the Annual General Meeting held on 17 September 2018



D le R van Wyk 17 September 2018 (Chairperson).

PARRA Constitution amended (Section 11.3) 12 Jul 2006; Amended (section3 – the area; added 5.9) 11 July 2007; Amended (section 3 – financial year ending 31 August) 17 Sept 2018

Approved by a special general meeting on 14 December 2004

Amended (Section 11.3) at the Annual General Meeting on 12 July 2006

Amended (Added Section 5.9) 11 July 2007

Amended (Definitions: First Paragraph Section 3) 11 July 2007

Deleted Ward 7 wherever it appeared 11 July 2007

Amended (Definitions: Financial year of PARRA ending 31 August) 17 September 2018