



Annexure 1

Amended constitution for approval at the LCA AGM 1 April 2009

CONSTITUTION OF THE LLANDUDNO CIVIC ASSOCIATION

1.0 NAME, LEGAL IDENTITY and PERSONA

The name of the Association will be "The Llandudno Civic Association"

The Association is an "universitas personarum" , an independent legal persona or entity, distinct from the individuals who compose it, having capacity of acquiring rights of property, of incurring obligations and of suing or being sued in its own name and having perpetual succession and neither members nor the Executive Committee shall be answerable for the debts or engagements of the Association.

2.0 POSTAL ADDRESS

The postal address of the Association shall be the residence of the Chairperson, Secretary or any other address that the Executive Committee (EC) may designate from time to time.

3.0 OBJECTIVES

The objectives of the Association shall be:

- 3.1 To uphold the Constitution of South Africa.
- 3.2 To promote and safeguard the interests of the ratepayers and residents of Llandudno.
- 3.3 To preserve the natural and built environment of Llandudno.
- 3.4 To take all necessary steps to implement the wishes of the community within the parameters of this constitution.
- 3.5 To serve as a forum through which the members and Local/other authorities can communicate with a view to co-operative governance including partnership agreements between the members and the Authorities.
- 3.6 To facilitate provision for tourists and visitors in recognition of the Status of Llandudno as place of destination and especially to enhance the beach facilities.
- 3.7 To take all reasonable steps to protect the safety of the persons and property of residents and visitors
- 3.8 To promote and ensure interaction with the greater community of the metropole and especially of all sectors of the community within the Ward arising out of macro socio economic and environmental issues and to facilitate this objective by seeking corporate membership of other organisations with common objectives and interests including the management of the Cape Peninsula National park.

3.9 The Association is strictly non-political and its elected or co-opted management and /officers are bound to adhere to this credo at all times

4.0 MEMBERSHIP

4.1 Membership of the Association shall be open to all registered property owners and/or the permanent resident /full-time tenant of such property in Llandudno.

4.2 A registered property owner is defined as the registered ratepayer or his/her nominee duly authorised in writing by means of a power of attorney.

4.3 Each member shall have an equal vote.

5.0 EXECUTIVE COMMITTEE AND PROCEDURE

5.1 The Executive Committee

5.1.1 The business affairs of the Association shall be managed by an Executive Committee (EC) which shall be constituted as follows:

5.1.2 Elected members: The Committee shall be made up of 10 members who shall be elected at the Annual General Meeting. Members shall be nominated on a prescribed nomination form which must be received by the secretary at least 14 days prior to the AGM.

5.1.3 Nominations forms must be circulated with the agenda.

5.1.4 The election shall be by show of hands or by secret ballot if supported by a majority of the members in the meeting.

5.1.5 Each member of the Association may vote for any number of candidates for the EC up to a maximum of ten (10).

5.1.6 The EC shall be non-political.

5.2 Executive Committee (EC) Meetings

5.2.1 The quorum for an EC meeting shall be four (4).

5.2.2 The first meeting of any newly elected EC shall take place as soon as conveniently possible after the AGM but within five weeks thereof.

5.2.3 At the first meeting the EC will elect a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer. Notwithstanding the EC may appoint an Honorary Secretary and an Honorary Treasurer who may or may not be a member of the Association and who will not have a vote on the EC.

5.2.4 The EC shall have the power to co-opt additional members for their expertise in certain matters.

5.2.5 Special meetings may be called by the Chairperson or in his/her absence by the Vice-Chairperson or by requisition of four (4) members of the EC.

5.2.6 Any member of the EC failing to attend 3 consecutive meetings without leave of absence shall forfeit his/her office.

5.2.7 Resolutions shall, when necessary, be carried by a simple majority of members present at a Committee meeting.

5.3 Executive Committee - Duties and Responsibilities

5.3.1 All members of the EC shall actively sponsor the objectives of the Association.

5.3.2 No member of the EC shall commit the Association to any statement or action without the consent of the EC.

5.3.3 Any member having any financial or business interest in a matter under discussion must declare such interest and excuse him/herself from such discussion and any vote thereon.

5.3.4 Minutes of all meetings of the EC and general meetings shall be distributed to members of the EC and made available to members of the Association.

5.4 Duties of the Chairperson

5.4.1 The Chairperson shall preside over meetings of the EC and General Meetings of the Association. The Vice-Chairperson shall preside in his/her absence and during the absence of the Chairperson from Llandudno and shall have all the powers of the Chairperson on such occasions..

5.4.2 The Chairperson's decisions on points of order shall be final.

5.4.3 The Chairperson shall have a deliberative and a casting vote.

5.4.4 The Chairperson shall be responsible for the efficient functioning of the EC and shall allocate duties to the members of the EC.

5.5 Duties of the Treasurer

5.5.1 To collect all voluntary subscriptions for the Association.

5.5.2 To pay all accounts.

5.5.3 To keep financial records showing the current income and expenditure of the Association.

5.5.4 To present the Financial Report and Balance Sheet at the AGM, and at any such other time as may be considered necessary by the EC.

5.6 Control of Funds

The EC shall:

5.6.1 Maintain a banking and any appropriate investment accounts which will be operated jointly by the Treasurer and the Chairperson or his/her nominee.

5.6.2 Use the funds only for the official affairs of the Association to further its objectives.

5.6.3 Assets and income are not distributable to office bearers or members except as reasonable compensation for approved direct expenses incurred on behalf of the Association.

5.6.4 Office bearers and members have no rights to assets or income of the Association.

5.6.5 The financial year shall be from 1 March to end of February the following year.

6.0 ANNUAL GENERAL / SPECIAL MEETINGS

6.1 Calling of Meetings

6.1.1 An AGM shall be called by the EC to take place as soon as possible after the Financial Year end (February), but by May at the latest, each year.

6.1.2 A Special General Meeting may be called by the EC whenever necessary, or in the event of 20 contributory members of the Association making a written request. The request is to be signed by these members who must state the purpose for which the Special General Meeting is required. Full particulars of any Motion to be tabled with the names and signatures of the Proposer and Seconder shall be included.

6.1.3 Twenty-one days (21) notice shall be given of the AGM or Special General Meetings and the agenda of Annual or Special meetings shall be posted, hand **delivered or electronically communicated** by the Chairperson or Secretary to all members, not less than 10 days before the date of the meeting. The notice shall state the place, time and date of the meeting.

6.2 Procedure of Annual General/Special meetings

6.2.1 The Financial Report, Balance Sheet and Chairperson's Report shall be presented at the AGM.

6.2.2 Any Motion for a General Meeting shall be adequately motivated and submitted in writing to the EC not less than 14 days before such a meeting.

6.2.3 All members and other persons, subject to the discretion of the Chairperson, shall be entitled to speak on any valid matter raised at the meeting.

6.2.4 Voting shall be by show of hands, except where a secret ballot is necessary, to elect the members of the EC if supported by the majority of members in the meeting. Any member unable to attend a meeting may vote by proxy. Written notification of a proxy vote must reach the Secretary not later than 3 days before the date of the meeting.

6.2.5 In the event that both the owner and the tenant are present at the meeting, there shall be only one vote between them with preference being given to the owner.

6.2.6 Motions shall be carried by a simple majority.

6.2.7 A quorum at the Annual General Meeting / Special Meetings shall be twenty (20) members and the meeting shall stand adjourned if a quorum is not present, until such time and place as the EC determines.

7.0 AMENDMENTS TO THE CONSTITUTION

7.1 Any alterations, additions or amendments to the Constitution must be passed by a two-thirds majority of the members present at a General Meeting of the Association.

7.2 Fourteen (14) days notice of any proposed alteration, addition or amendment to the Constitution, unless introduced by the EC, must be given in writing to the Secretary signed by the Proposer and Seconder and not less than four (4) supporting members.

8.0 INTERPRETATION OF THE CONSTITUTION AND RULES

8.1.1 The Chairperson's interpretation of the meaning of any item in the Constitution and Rules shall be final and binding.

9.0 DISSOLUTION

9.1.1 The Association will be dissolved when a quorum has not been present at five successive EC meetings held in terms of paragraph 5.2 or when a quorum has not been present at three successive General meetings called by the EC as defined in paragraph 6.

10.0 TRANSFER OF ASSETS

10.1.1 On dissolution as in paragraph 9. the Association must transfer its assets to:

- a) any similar public benefit organisation which has been approved in terms of section 30 of the Income Tax Act ;
or
- b) any institution, board or body which is exempt from tax under the provisions of section 10(1)(cA)(i) of the Income Tax Act, which has as its sole or principal object the carrying on of any public benefit activity.

11.0 FUNDING

- 11.1 The association, through the EC shall be empowered to raise funds from members by way of **voluntary contributions** and /or other methods so approved in order to conduct the affairs of the Association on a competent and sound financial basis.
- 11.2 **Voluntary contributions** shall be determined by the EC from time to time and may vary according to the Class of membership. Different classes or categories of membership with or without full membership rights may be established by the Association in general meeting . The purpose being to accommodate persons entitled to membership but who may be financially constrained, or persons upon whom the Association might wish to bestow honorary membership. Such persons might include someone who is not a registered owner of immovable property.

12.0 LIABILITIES

Office bearers and members are not liable for **the** financial obligations **of the Association** nor for any loss suffered by any person as a result of acts or omissions **committed** by the Association in good faith.