

SFB RATEPAYERS ASSOCIATION

Schedule of changes to the Constitution

CLAUSE	ORIGINAL CONSTITUTION	AS ADDED/DELETED/AMENDED
Heading		Remove phrase "and residents".
Clause 1		Remove phrase "and residents".
3	The objective of the Association shall be:	The objective of the Association shall be, within the ambit of the Constitution of the Republic of South Africa, to:-
3.1	To represent the Sea Point, Three Anchor Bay, Fresnaye and Bantry Bay Ratepayers and Residents within the area of operation...	To represent the Sea Point, Three Anchor Bay, Fresnaye and Bantry Bay Ratepayers within the area of operation...
3.2	To advance and safeguard the interests of owners and of properties...	To advance and safeguard the interests of Ratepayers and of properties...
3.3	To foster and maintain an interest in municipal affairs;	To foster and maintain an interest in municipal affairs with members in the area of operation;
3.4	To promote and secure efficient municipal administration, and to foster protect and promote the interests of members with regard to amenities, services and other municipal matters;	To promote and lobby for efficient municipal administration and to foster, protect and promote the interests of Members within the area of operation with regard to amenities, services and other municipal matters;
3.6	To stimulate, foster and maintain members' interest in Local Government bodies, and to create pride of citizenship;	To stimulate, foster and maintain Ratepayers' interest in Local Government bodies;
Number shift	3.7	3.8
New 3.7		To create pride of ownership;
3.8 & 3.9	Removed	
New 3.9		Create and promote a safe environment in the area of operation;
4.1	Ordinary member-recruited from ratepayers and adult residents who reside or own property in the membership area in Clause 2.	ORDINARY MEMBER – is a Ratepayer within the area of operation, Sectional Titles Bodies Corporate and businesses operating within the area of operation.
4.2	Honorary Life Member- a person...	HONORARY LIFE MEMBER- A natural person...
4.3	The Association shall continue to exist even when its Membership or Directorship changes.	The Association shall continue to exist even when the composition of its Membership or the Executive Committee changes.
4.4		A Member in good standing is a Member who has been a Member of the Association for at least

		three (3) months and whose subscription or subscriptions are fully paid up.
5.	Removed	
New 5.1		All Ordinary Members shall be required to pay an Annual Subscription determined from time to time by the Executive Committee and duly ratified at the Annual General Meeting and the Annual Subscription so determined shall be payable on enrolment and shall cover the period of the financial year (January–December); and subsequent years and must be paid by no later than 31st March of the relevant year Members will be invoiced annually at the start of the financial year, January.
New 5.2		In addition, all Members who participate in the cleaning and safety initiative, shall pay a monthly membership for which they will be invoiced on a monthly basis.
6.1	Upon the submission of a written resignation addressed to the Secretary.	Upon the submission of a written resignation addressed to the Coordinator.
6.2	When any subscription is in arrears for six months or longer.	When any subscription is in arrears for three months or longer.
New 6.3		In the case of an honorary life Member, on his or her death.
New 6.4		If the Executive Committee revokes a Member's membership for acting in a manner that, in the sole discretion of the Executive Committee, constitutes and displays bad faith towards the Association
7.1	Removed	
8.1	The affairs of the Association shall be managed by an Executive Committee of nine (9) members elected at an Annual General Meeting.	The affairs of the Association shall be managed by an Executive Committee of not less than four (4) and not more than nine (9) members elected at an Annual General Meeting.
8.2	Nominations for membership of the Executive Committee must be submitted, in writing, to the Secretary at least 7 days before an Annual General Meeting. Each nomination must be signed by a proposer and seconder and shall contain information as to the name and address of the candidate, as well as his/her occupation.	Nominations for membership of the Executive Committee must be submitted, in writing, to the Coordinator at least 7 days before an Annual General Meeting. Each nomination must be signed by a proposer and seconder and shall contain information as to the name and address of the candidate, as well as his/her occupation.

	Furthermore, the candidate must signify, in writing, his/her acceptance of such nomination.	Furthermore, the candidate must signify, in writing, his/her acceptance of such nomination. The proposer, seconder and candidate must all be members in good standing and the nominated candidate must provide a valid proof of address in the area of operation, no older than three months.
8.3	The Executive Committee may also appoint a paid administrator to provide supporting services to the Association as appropriate.	The Executive Committee shall, at its first meeting, elect its own Chairperson and Vice-Chairperson.
8.4	<p>The Executive Committee shall, at its first meeting, elect its own Chairperson, Vice-Chairperson, Secretary and Treasurer.</p> <p>8.4.1 The Secretary/Secretaries shall -</p> <ul style="list-style-type: none"> ▪ Draw up the agenda for all meetings and give timeous notice of such meetings; ▪ Ensure that minutes are kept of all Exco meetings; ▪ Ensure that a Minute Book is kept and that all Minutes and Resolutions are recorded therein; ▪ Present to the Exco minutes, notices, letters and other documents as may be relevant to meetings. 	<p>The Executive Committee may also appoint a paid Coordinator to perform the Executive Committee's secretarial and administrative functions, which functions will include, but not be limited to:-</p> <ul style="list-style-type: none"> ▪ Preparing the agenda for all meetings and giving timeous notice of such meetings; ▪ Ensuring that minutes are kept of all Exco and Members' meetings; ▪ Ensure that a Minute Book is kept and that all Minutes and Resolutions are recorded therein; ▪ Ensure that all relevant information and documents are made available to the Executive Committee for its meetings; ▪ Perform such functions as may from time to time be delegated to the Coordinator by the Executive Committee.
8.5	Should any vacancy occur on the Executive Committee during a year, the Executive Committee shall ensure that such vacancy is filled and may co-opt additional committee members to fill vacancies.	Should any vacancy occur on the Executive Committee during a year, the Executive Committee may fill such vacancy and co-opt additional committee members to fill vacancies until the next election of Executive Committee members by the general Meeting. Co-opted Executive Committee Members must similarly be in good standing and provide a valid proof of address no older than three months.
8.6	The quorum at any meeting of the Executive Committee shall be five members.	The quorum at any meeting of the Executive Committee shall be four members.
8.7	The Executive Committee shall have the power to appoint any sub-committee.	The Executive Committee shall have the power to appoint any sub-committee and to delegate to

		such sub-committee such functions and authority as they consider necessary and appropriate.
8.8 - 8.14	Removed	
New 8.8		The quorum at any meetings of a sub-committee shall be one-third of its sub-committee members, with a minimum of two Members.
New 8.9		The Executive Committee shall meet at least once every two months at such a place as it shall from time to time decide.
New 8.10		The Chairperson, or in his/her absence the Vice-Chairperson, may at any time convene a special meeting of the Executive Committee when so requested in writing by any member of the Executive Committee.
New 8.11		Any member of the Executive Committee who fails to attend three consecutive ordinary Executive meetings, of which due notice has been given, without having obtained leave of absence shall be notified, in writing, that he/she forfeits his/her seat on the Executive Committee.
New 8.12		No City Councillor or salaried official or person drawing a salary from the City or any linked partnership shall be eligible for election to the Executive Committee.
New 8.13		All the outgoing members of the Executive Committee are eligible for re-election and shall automatically be re-elected if no nominations to fill the Executive Committee are received, otherwise an election of office bearers must be held.
New 8.14		The Association is pledged to be non-political and non-commercial, thus any member of the Executive Committee or of any sub-committee, having any financial, political or business interest in any matter under discussion, must declare such interest and recuse himself or herself from such discussions by the Executive Committee or such sub-committee and any vote thereon
New 8.15		No member of the Executive Committee or any sub-committee shall be entitled to use his or her position on such committees to promote his or her

		financial and/or business interests, or to use for such purposes confidential information obtained through his or her position.
9.1	All AGM's may be attended only by paid up members in good standing	All AGM's may be attended only by members in good standing
9.1 – 9.3	Removed	
New 9.1		The Annual General Meeting of Members of the Association shall be held no later than 30 th April each year. Notice of at least 14 days shall be given to all members of the date on which the AGM shall be held. All AGM's may be attended only by members in good standing and the media may at the discretion of the Executive Committee be invited to attend.
New 9.2		The quorum at all AGM's shall be 25 members.
New 9.3		In the event of there not being a quorum at a duly convened meeting, the meeting shall be adjourned for one week. Members shall again be given notice in writing of such a meeting and at such subsequent meeting the members present and entitled to vote shall constitute a quorum.
New 9.4		The Chairperson or, in his/her absence, the Vice-Chairperson of the Executive Committee, shall, subject to the provisions of 9.5., preside at all AGM's. In the event that the Chairman or Vice Chairman is unavailable or unwilling to act as the Chair of the meeting, the remaining Members of the Executive Committee shall appoint a Chairman from amongst their numbers.
New 9.5		The Executive Committee is authorized to appoint an outside Chairperson (with or without remuneration) for the AGM or part of the AGM with the appropriate qualification to chair the said AGM should the Executive Committee in its sole discretion deem it necessary.
10.3	To consider the Annual Financial Statements.	To consider the Annual Report of the Treasurer.
10.4	To elect members of the Executive Committee in terms of Clauses 8.2 and 8.4.	To consider and adopt the Annual Financial Statements.
10.6	To consider any business of which due notice has been given.	To elect members of the Executive Committee in terms of Clauses 8.2.

10.7	For matters of a general nature.	To consider Feedback from the Ward Councillor.
New 10.8		To consider for appointment any person nominated as an Honorary Life Member.
New 10.9		To consider any business of which due notice of seven days has been given in writing to the coordinator.
11.1	20 members	At least 25 members
11.2	Notice of 21 days	Notice of at least 14 days
11.4		Added: All SGM's may be attended only by members in good standing and the media may at the discretion of the Executive Committee be invited to attend.
11.6	The Chairperson or, in his/her absence, the Vice-Chairperson, shall preside at all SGM's.	Subject to the provisions of 9.5. above, The Chairperson or, in his/her absence, the Vice-Chairperson, shall preside at all SGM's.
12	Removed	
New 12.1		Only members in good standing shall be entitled to vote at Annual or Special General Meetings.
New 12.2		Voting at all AGM's and SGM's shall be by way of voting cards.
New 12.3		Members shall only be allowed to vote by proxy if the duly completed proxy form was received by the Coordinator at least 48 hours before the time specified for the general meeting to commence. No proxies will be accepted at the meeting.
New 12.4		Resolutions put to the vote of Members shall be passed by a simple majority of Members present and voting in person or by proxy, except for the amendment of the Constitution, which Resolution needs to be passed by two thirds of the Members present in person or by proxy.
New 12.5		No member may hold more than 10 proxies.
New 12.6		No new membership applications will be accepted within a period of up to 48hrs prior to the AGM.
New 12.7		Ordinary Members shall have the following number of votes: -
New 12.7.1		each ratepayer shall have one (1) vote;
New 12.7.2		each Sectional Title Body Corporate Member shall have _____ votes;
New 12.7.3		each business shall have _____ votes.

New 12.8		All voting at General Meetings will be counted and verified by the Association's Auditors.
13.6		Added: and may not be used for speculative transactions.
13.8	Deleted	The Executive Committee shall determine the levels of authority that will apply when making payments on behalf of the Association.
13.11	Consented to by the board	Consented to by the Executive Committee.
13.12	Deleted	Members and Members of the Executive Committee have no rights in the property or other assets of the organisation solely by virtue of their being Members or Members of the Executive Committee.
14	Second sentence replaced	No Member of the Association nor any members of the Executive Committee or any sub-committee shall be liable for the debts, liabilities or obligations of the Association.
15	Deleted	
New 15.1		Subject to the provisions of any relevant statute and clause 15.3. below, each member of the Executive Committee and all other office bearers shall be indemnified by the Association for all acts done by them in good faith on its behalf.
New 15.2		Subject to the provisions of any relevant statute, no member of the Executive Committee or other office bearer of the Association shall be liable for the acts or omissions of any other member or office bearer, or for the insufficiency or deficiency of any security in or on which the monies of the Association may be invested or for any loss or damage arising from bankruptcy, insolvency or delictual act of any person with whom any monies, securities or effects are deposited or for any loss or damage caused in any other way, which occurs in the execution of the duties of his or her office or in relation thereto, unless it arises in consequence of his or her dishonesty, or failure to exercise the degree of care, diligence or skill required by law.

New 15.3		Neither the members of the Executive Committee nor the Members of the Association shall be held liable (whether jointly or severally or otherwise) for any debt of the Association.
New 15.4		No Member of the Association nor any Member of the Executive Committee or any appointed official of the Association may incur any debt or liability on the Association's behalf unless such action is duly authorised by the Executive Committee.
16	Deleted	
17		Replaced with 16
16.1		Added: present in person or by proxy
16.2	Secretary	Coordinator
18		Replaced with 17
New 17.3		In the event that the Association's membership falls below 100, the Executive Committee shall be obliged to meet and institute a membership drive to recruit new members. Should they fail to increase the membership to more than 100 in the period of three months from the date of the meeting, the Association shall automatically be dissolved. The Executive Committee shall give written notice of such dissolution to all known Members at that time and take all the necessary steps to attend to the disbanding of the Association.
19		Replaced with 18
18	13 th April 2016	11 March 2019
	Jacques Eliazer Van Embden (Secretary)	Victor Morris (SFB Secetary)
	David Polovin (Vice-Chair)	Lizaan Loedolff (Coordinator)
		Proxy Form
		Nomination Form