



CONSTITUTION

WESTDENE NEIGHBOURHOOD ASSOCIATION

REGISTRATION: 2021/729357/08

1. NAME

The name of the Association is WESTDENE NEIGHBOURHOOD ASSOCIATION (hereafter called the THE ASSOCIATION)

2. OBJECTIVES

The association does not have a political nature and has the following objectives:

- 2.1. Effectively serve, promote, protect and advance our property owners and residents demands in the Westdene, Bloemfontein area.
- 2.2. The Association represent our property owners and resident through effective communication to municipality and other authorities.
- 2.3. The Association identify and address problem areas i.e. security, safety, infrastructure in the best interest of the property owners and residence.
- 2.4. Collaborations with similar Associations.
- 2.5. Implementation of the Association structures to operate legally.

- 2.6. Initiate projects to raise additional funding for the Associations sustainability.
- 2.7. Create advertising and networking opportunities to draw investment opportunities to area.

3. LEGAL PERSONA

- 3.1. The Association has a legal persona and is a separate legal entity although the members may vary on a continuous basis.
- 3.2. The Association will be able to issue summons or to be summoned as well as to litigate in its own name.
- 3.3. All assets of the Association will at all times stay the property of the Association and will be utilised by the management committee for the benefit of the Association.
- 3.4. The Association will have the right to incur liabilities in its own name. Members of the Association will not be personally liable for the liabilities of the Association and the liability of the members will be limited to the payment of membership fees.
- 3.5. The Association therefore has legal capacity and contractual capacity which capacity will be exercised by their management committee on behalf of the Association.

4. MEMBERSHIP

- 4.1. The initial members of the Association are the persons whose names, particulars and signatures appear on Annexure A hereof.
- 4.2. Additional members will be admitted upon lodging a signed application for membership, and fulfillment of conditions determined by the management committee of the Association from time to time.
- 4.3. Membership fees as set-out on Annexure B, as determined at an annual general meeting, are payable annually on or before the date on which an annual general meeting of the Association is held, which amount can be amended on such general meeting of the Association.
- 4.4. Membership of the Association will be terminated by the majority decision of the management committee or by non-payment of the membership fees referred to in this clause.

5. THE MANAGEMENT COMMITTEE

- 5.1. The first management committee of the Association will consist of the signatories of this constitution who will appoint a chairman, vice chairman and secretary from themselves.
- 5.2. This first management committee must convene a general meeting of all members within three (3) months with the purpose to appoint a new management committee consisting of a:
 - a) Chairman
 - b) Vice chairman
 - c) Secretary
 - d) Treasurer
 - e) Five additional members
- 5.3. The committee elected at the meeting referred to in sub-paragraph 5.2 (being the first annual general meeting) will fill their position until the next annual general meeting at which meeting a new management committee will be elected. The existing committee members may be re-elected.
- 5.4. The office of a member of the management committee will be terminated if:
 - a) He / she resigns
 - b) He / she is finally sequestrated
 - c) He / she is disqualified in terms of the Companies Act or similar legislation to act as director of a company
 - d) A decision to that effect is taken unanimously by at least four members of the management committee.
- 5.5. If the membership of a member of the board of management is terminated or evacuated, the management committee will have the authority to co-opt another member in that position. Management may at any time co-opt an additional member or members.
- 5.6. The Association through its management committee or in terms of decisions on a general meeting has all the power and authority which are necessary to give fulfillment to the objectives of the Association.
- 5.7. This power and authority will include but are not limited to the power and authority as set out in Annexure C.

- 5.8. The management committee may delegate any of its powers or authority to one or more of its members or a special sub-committee and may also make use of the professional services of persons and / or legal persons who are not members of the Association.

6. GENERAL MEETINGS

- 6.1. General meetings are held during April of each year and will be convened by the chairperson after not less than 14 days notice have been given to each member who is entitled to attend the meeting.
- 6.2. The notice will indicate the time, date and place of the meeting as well as a summary of the matters which will receive attention.
- 6.3. The agenda of the annual general meeting will include:
- a) The proposal and acceptance of the annual report of the chairperson;
 - b) The consideration and acceptance of the annual financial statements;
 - c) The election of management committee members;
 - d) The appointment of an accountant or other qualified person to draw up the financial statements;
 - e) Consideration of any written proposal;
 - f) Any other matter that may be of interest.
- 6.4. A quorum at the annual general meeting will be 20 members or one quarter of the number of members, whichever is less.
- 6.5. Should a quorum not be present at the annual general meeting, such a meeting will be adjourned until a date at least seven (7) days after the appointed date. Notice of such postponement will be given to all the members not less than five (5) days before such date of postponement. The number of members present at the postponed meeting will be considered as a quorum.
- 6.6. A decision regarding a proposal or motion at the meeting will be determined by a majority of votes. Each member will have only one vote.
- 6.7. Voting will take place by the raising of hands but it will take place by ballot-paper if the chairperson requires it or if it is requested by at least one third of the members present.
- 6.8. A member may also be represented if he / she duly authorised some-one in writing.

6.9. Minutes must be taken at each annual general meeting and a list of attending members must be made and kept.

6.10. The minutes will be signed by the chairperson and will be available for inspection by members after three (3) days notice has been given to the secretary.

7. FURTHER MEETINGS

7.1. Further meetings can at any stage be convened by the chairperson and must be convened by him on request of at least 4 members.

7.2. If the chairperson neglects to convene a meeting within a reasonable time after he has been requested thereto, the persons who made the request, has the right to convene the meeting.

7.3. Clause 6 of this constitution is applicable mutatis mutandis on any meeting held in terms of this clause.

8. MANAGEMENT COMMITTEE MEETINGS

8.1. The chairperson of the Association will convene a meeting of the management committee at least once every four months and must also convene a meeting on request of at least two members of the management committee.

8.2. The quorum at a meeting of the management committee will be four (4) members or a majority of the management committee if the management committee not fully attended.

8.3. The proceedings at management committee meetings shall be determined by the chairman, which could include telephone conferences.

8.4. In the absence of the chairman the vice chairman will take over his duties. If the vice-chairman is also absent, the remaining members will elect a chairman for that meeting.

8.5. Decisions will be taken by a majority of votes. The chairman will have an ordinary vote. The terms of clause 6.9 will be applicable mutatis mutandis on management committee meetings.

8.6. A decision signed by a majority of the management committee will be valid as if it was taken on a meeting of the management committee.

9. FINANCES

- 9.1. The management committee will open a bank account in the name of the Association at a recognised financial institution. The management committee can open more than one account (a current account, savings account or a fixed deposit) as they deem fit.
- 9.2. The management committee must make sure that all amounts received on behalf of the association are deposited as soon as possible in an account as aforementioned.
- 9.3. The financial period will extend from the date of acceptance of this constitution last day of February of each following year.
- 9.4. The management committee must see to it that the financial books and records are being kept properly to reflect the business of the management committee.
- 9.5. The treasurer must see to it that financial statements are prepared according to recognised accounting principles, which statements must include a statement of income and expenditure as well as a balance sheet.
- 9.6. Within two months after the end of the Association's financial year, the accountant must peruse the financial statements and certify it as correct and in accordance with recognised accounting principles. Such accountant is appointed on an annual general meeting and can be a member of the Association or another person. If such official is not appointed on the annual general meeting the management committee will be entitled to make the appointment.
- 9.7. The chairman must prepare an annual report for submission to the annual meeting. The annual report must give a summary of the activities of the past year as well as the proposed activities for the coming year.

10. AMENDMENT OF THE CONSTITUTION

- 10.1. This constitution can be amended by a decision of the association on an annual general meeting or on a meeting which was specifically convened for this purpose.
- 10.2. Notice of the proposed amendment must be in writing and signed by at least three (3) members.

10.3. Notice of the proposed amendment together with the notice of the meeting must be supplied to all members of the association.

10.4. The members that made the proposal for the amendment, must be present at the meeting failing which the proposal lapses.

10.5. The constitution can only be amended if the motion to amend is accepted by a two-third majority of the members present at the meeting.

11. NOTICES

11.1. Notices which must be sent to a member in terms of the constitution, will be done by means of e-mail or text to the address, cell-number of the member as it appears on his application of membership.

11.2. A member may make alternative arrangements with the secretary for the service of the notice at his / her own cost.

12. DISSOLUTION

12.1. The Association may be dissolved in terms of a decision on an annual general meeting provided that proper notice of such a motion has been given.

12.2. On dissolution of the Association the assets of the Association will not be divided between the members, but it will be carried forward by means of a donation to an association with similar objectives as the management committee may decide.

This Constitution was adopted at an information meeting, which was held on 10 MARCH 2020.

ANNEXURE "A"

ANNEXURE "A"

DATE: 10 MARCH 2020

WESTDENE NEIGHBOURHOOD ASSOCIATION

MINUTES OF A MEMBERS MEETING HELD ON 10 MARCH 2020 @ 09H00 AT THE REGISTERED ADDRESS OF THE WESTDENE NEIGHBOURHOOD ASSOCIATION

PRESENT MARGARET CHRISTINE WHITFIELD
SOPHOCLES KLEOVOULOU

CHAIRPERSON SOPHOCLES KLEOVOULOU

RESOLVED

1. The members resolved to establish a Neighbourhood Association to be called the Westdene Neighbourhood Association.
2. The members resolved to establish a Constitution.
3. The members further resolved to open a banking account for the association.

There being no further business to discuss, the meeting was adjourned

READ AND SIGNED AS A CORRECT RECORD

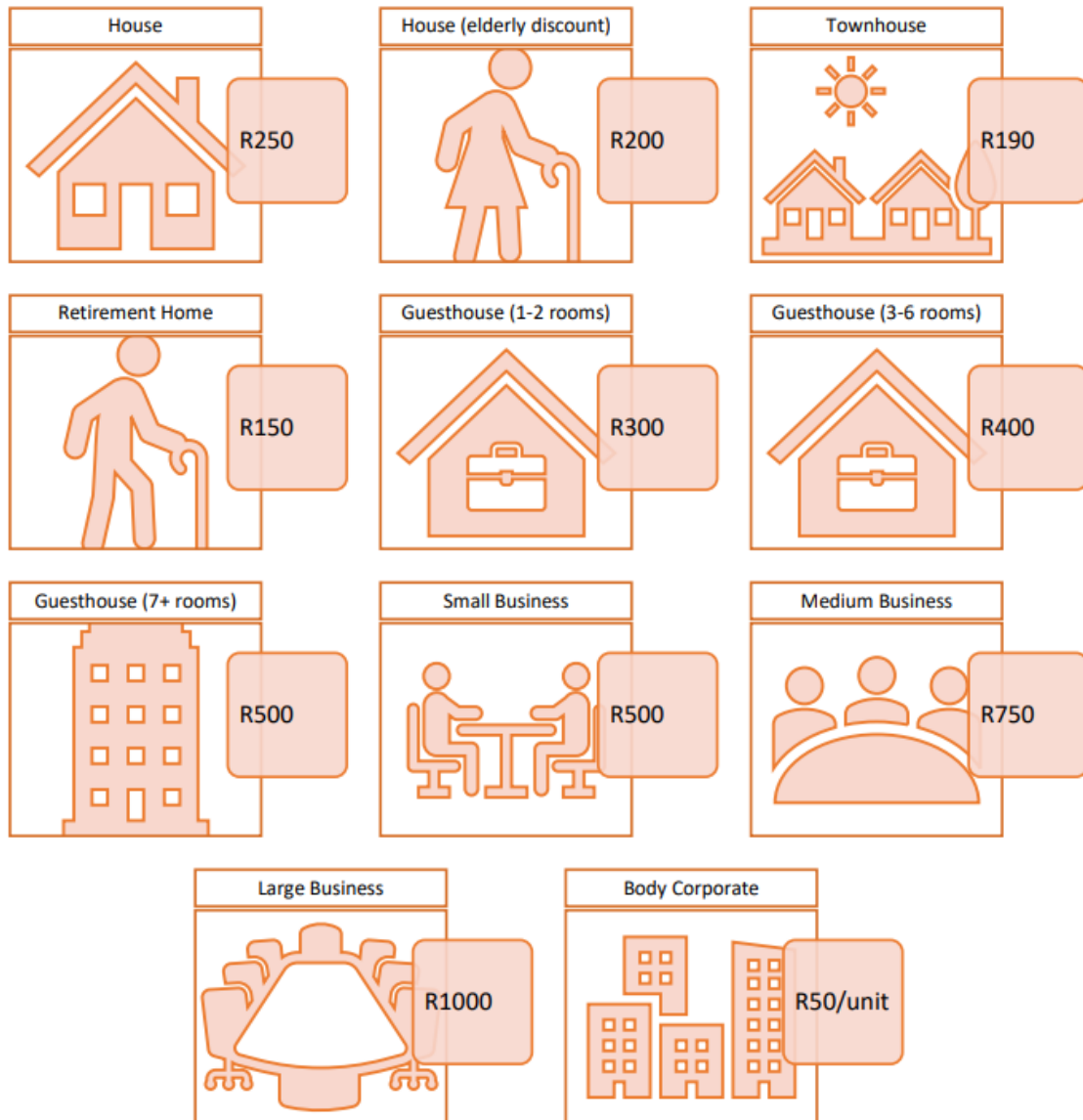


SOPHOCLES KLEOVOULOU



MARGARET CHRISTINE WHITFIELD

ANNEXURE "B"



“ANNEXURE C”

THE POWERS AND AUTHORITY OF THE FICHARDT PARK NEIGHBOURHOOD ASSOCIATION AS REFERRED TO IN CLAUSE 5.7 OF THE CONSTITUTION ARE AS FOLLOWS:

To make use of professional and other services and even to appoint staff members for the association.

To institute or defend legal proceedings and to be generally involved in litigation, to appeal against any ruling, to settle any matter by way of arbitration or otherwise.

To open bank accounts at an approved financial institution and to operate thereon.

To invest or re-invest funds at an approved financial institution.

To accept grants to the association and to keep it as it was received or to realise it with the right to use or invest the proceeds.

To acquire movable and immovable assets by purchasing them or by other means and to sell, dispose of or to encumber such assets.

To take up loans against surety or otherwise.

To work with other institutions with similar objectives and / or to amalgamate, merge or affiliate with such institutions.

To exercise all normal management and executive duties as is usually exercised by the management of a company.