

Minutes of an OCA Special General Meeting held on 3rd September 2019

Present: see attendance list. Naren Sewpaul was present from the Civic Action for Public Participation to ensure an external presence for vote counting.

Chair: Leslie London

Venue: Observatory Community Centre

The meeting started at 6.15pm after confirmation of attendees' membership. It was noted that the meeting had in excess of 15 members present (minimum for a SGM quorum) meaning the meeting was quorate. There were 21 members present and 5 proxy votes recorded, giving a total of 26 eligible voters.

Background. The chair explained the background to the meeting. Following the 'capture' of the OCA at its October 2017 AGM as a result of fraudulent membership transacted at the Oct 2017 AGM, the subsequent SGM (Nov 2017) and AGM (Jan 2018) confirmed the need to revise our OCA Constitution to avoid such capture recurring in future. A Constitution Task Team was set up in 2018 to work on developing a new Constitution. It handed over its work to a Workgroup of the OCA Management Committee in April 2019. The redrafted constitution was finalised by this workgroup which held three consultation meetings in June, July and August to get member feedback. The documents tabled represented the final draft with 8 issues outstanding over which consensus had not been reached and for which members needed to vote.

These 8 issues, along with the redrafted constitution and supporting documents (annexures) were circulated to members in a mailchimp on 20th August, two weeks before the meeting.

The Chair went through the various documents that were available to attendees. These included:

1. The proposed constitution
2. A file setting out the Voting options for the 8 issues
3. The Standard Operating Procedure for financial expenditure (an annex to the constitution)
4. The Management Charter (an annex to the Constitution)
5. A page explaining the difference between the current (old) constitution and the version presented in May.
6. A two-pager explaining subsequent changes after the public meeting in May.

It was explained that the procedure would be as follows:

- Each issue on which to vote would be explained
- A short discussion of different viewpoints and questions would be entertained
- We would vote on the issue with a simple majority deciding which option to adopt
- Once we had been through a vote on all of the issues, we would then vote on adopting the entire constitution, with inclusion of the options which were preferred at each vote.

The Chair then gave an overview of the voting options, explaining each of the 8 in turn. He pointed out that subsequent to circulating the Constitution and related documents, two relative minor and uncontroversial further changes had been received. One related to the process for removing a Management Committee member and was an addition of a new clause 12.4. The other was a rewrite of clause 14.1 to create two clause which provide a balanced process for dealing with absent Management Committee members. (see 'Additional text 6a' and 'Additional text 6b' in the attached file.) The meeting agreed these were uncontroversial and accepted these text would be added to the constitution.

The meeting then proceeded to vote on each item.

Vote 1: (5.8.1)	
• Option 1 received 17 votes	

• Option 2 received 8 votes	Option 1 was adopted for the constitution
Vote 2: (6)	
• Option 1 received 15 votes	
• Option 2 received 10 votes	Option 1 was adopted for the constitution
Vote 3: (7.6)	
• Option 1 received 22 votes	
• Option 2 received 4 votes	Option 1 was adopted for the constitution
Vote 4: (8.6)	
In discussion on this vote (clause 8.6), it was pointed out that the condition of eligibility which required proof of address had been lost in the latest version of the Constitution. The meeting agreed to reinsert at the end of 8.1 the text "Eligibility for membership must be confirmed by proof of address consistent with clauses 2.1 and 6.1."	
The discussion on Vote 4 conflated the issue of waiving the requirement to show proof of address for existing members with the ability to sign up at the AGM, which has its own implications. The meeting decided to remove the words "at the AGM" from the Option 1. It therefore read "8.6 Renewal of existing membership can take place on payment of the appropriate fee without requirement for proof of residence." Option 2 remained the choice of deleting 8.6 entirely.	
• Option 1 received 19 votes	
• Option 2 received 3 votes	Option 1 was adopted for the constitution
Vote 5: (11.7)	
• Option 1 received 1 vote	
• Option 2 received 24 votes	Option 2 was adopted for the constitution
Vote 6: (12.2)	
• Option 1 received 2 votes	
• Option 2 received 21 votes	Option 2 was adopted for the constitution
On the amended text 6b, it was pointed out that the procedure did not provide for the same two-third majority as stated in 12.4. The meeting therefore agreed to change this text to reflect the need for a two-thirds majority to take action against a Committee member absent without leave. The text therefore read "14.1 A Committee member may be removed in terms of a resolution approved by two-thirds of the Management Committee, after being absent at two [2] consecutive Management Committee meetings without an apology..."	
Vote 7: (18)	
• Option 1 received 10 votes	
• Option 2 received 5 votes	
• Option 3 received 5 votes	Option 1 was adopted for the constitution
Vote 8: (20.3)	
• Option 1 received 18 votes	
• Option 2 received 5 votes	Option 1 was adopted for the constitution

The meeting then voted on the overall constitution, having accepted the 8 votes above, and the changes agreed without voting as indicated above for clauses 8.1, 12.4 and 14.1.

The meeting unanimously agreed to adopt the Constitution with all 22 members present (proxies included) voting in support of this amended constitution and no objections or abstentions. By this stage, 4 members had excused themselves and had left the meeting.

The meeting then closed at 7.45pm. The Constitution Task Team, the Man Committee working group, Leslie London in particular were thanked for their hard work in bringing the new constitution to fruition. The meeting also thanked Neran Sewpaul for assisting the OCA with the process.