

OBSERVATORY CIVIC ASSOCIATION CONSTITUTION

1. NAME

The name of the Association shall be: OBSERVATORY CIVIC ASSOCIATION, abbreviated name: OCA. Hereinafter referred to as '**the Association**'.

2. LEGAL STATUS OF THE ASSOCIATION

2.1 The area covered by the Association shall be:

- Northern Boundary – Browning Rd, Rochester Road and Malta Road
- Southern Boundary – Settlers Way
- Western Boundary – Devil's Peak
- Eastern Boundary – Alexandra Road.

(Hereinafter referred to as "THE AREA")

2.2 The Association is a body distinct from its members or office-bearers liable only for its own debts and any assistance granted to any person or body, whether corporate or unincorporated, shall not render it liable for the debts of such person or body.

2.3 The Association may continue to exist even with changes in its membership or Committee members.

2.4 The Association may sue or be sued in its own name, on the basis that it does not have the authority to bind a specific member in its individual capacity.

2.5 Members or Committee Members of the Association shall have no rights to or over any assets or property owned by the Association.

2.6 The Committee Members shall not be personally liable for any loss suffered.

2.7 The income and property of the Association shall be used solely for the promotion of its stated objectives and shall not be paid or distributed directly or indirectly to any person, or to any member of the Association or office-bearers, except as reasonable compensation for services actually rendered to the Association or reimbursement of actual costs or expenses reasonably incurred on behalf of the Association

3. OBJECTIVES

The objectives of the ASSOCIATION are to:

3.1 provide a public forum for concerns and opinions about the full range of civic issues that affect Observatory

- 3.2 identify, express and address the concerns of the community within the boundaries of the Association including but not limited to provision of poverty relief (such as food and other support for homeless persons), supporting community-based projects to empower, train and build skills in the community, the advancement of arts and culture, the promotion and protection of the heritage and history of the area, and the conservation and protection of the environment as it affects our community;
- 3.3 represent the interests of the community in civic matters
- 3.4 enhance the skills and capacity of our community to address the challenges faced by our community
- 3.5 promote an active interest in, and to consider the policies and affairs of the City of Cape Town and of the sub-council of which Observatory is part, including but not limited to the promotion of advocacy of Human Rights and democracy (such as enhancing public participation in municipal governance).

4. POWERS

The Association has the powers to

- 4.1 partner with other Civic Associations, NGOs and stakeholders and co-operate with Organizations on matters that will likely further the Association's objectives
- 4.2 work with our Local Authority to promote and safeguard civic interests.
- 4.3 appoint one or more members as representatives to the relevant Forums, Councils or any legislated or representative body that warrants representation on behalf of the Association;
- 4.4 initiate or defend legal actions if authorized by a Special General Meeting of the Association;
- 4.5 generate funds in order to meet its objectives;
- 4.6 To take any appropriate action deemed necessary to further the interests of members of the Association.
- 4.7 In exercising its powers, the Association shall endeavor to
 - exemplify democratic principles as espoused in the South African Constitution
 - promote the ethos, identity, history and heritage of Observatory
 - respect the values of the Bill of Rights in the South African constitution
 - strive to represent the interests and concerns of the Observatory Community without being party political

5. FINANCES

5.1 The financial year of the Association is 1 April to 31 March.

5.2 The Association through the Management Committee shall be empowered to raise funds from members by way of annual subscriptions, donations, appeals or other fundraising methods; in order to conduct the affairs of the Association on a competent and sound financial basis. All funds raised in this manner shall be deposited to the credit of the Association in a bank account in the name of the Association.

5.3 There shall be three signatories for the Associations bank account, one of whom must be the Treasurer and the other two are Management Committee members.

5.4 Any financial transaction shall require authorisation by two of the three authorized signatories, one of whom must be the Treasurer. Authorisation can be effected by email communication.

5.5 The Association shall adopt and amend, from time to time, clear procurement and financial procedures, which are regularly reviewed.

5.5.1 The procedures will identify expenditures which are minor and those which are major, based on the size of the payment and will put in place levels of oversight proportional to whether the payment is minor or major.

5.5.2 Any minor expenditures must be signed off by at least two of the designated signatories, one of whom must be the treasurer or the Chairperson, consistent with clause 5.4.

5.5.3 Any major expenditures exceeding a monetary limit defined in the Association's financial procedures, must be approved in conformity with the Association's financial procedures and signed off by at least two of the designated signatories, one of whom must be the treasurer

5.5.4 The procedures will provide for emergency expenditure for urgent need. Any such urgent expenditure must be recorded in the Association minutes circulated to members and the circumstances of such expenditure open for discussion at any Association meeting.

5.5.5 Should the treasurer be away for any period of time, the treasurer will designate in writing a temporary signatory in his/her place for this purpose.

5.6 Monthly income and expenditure statements will be presented at Management Committee meetings for discussion and clarification.

5.7 Any member, including Management Committee members, may be reimbursed for direct costs incurred in carrying out an activity agreed by the Association. Reimbursement should be made in terms of the financial procedures adopted by the Association.

5.8 Management Committee Members may not be remunerated for activities undertaken in fulfilling their elected duties and responsibilities.

5.8.1 In exceptional circumstances, Management Committee Members may be remunerated for activities undertaken outside of their elected duties and responsibilities (as defined the Management Charter in 12.1), where they are deemed the most appropriate person to do so. In such circumstance, the Management Committee must first approve such an agreement based on a cogent motivation and report such agreement and the reasons for this decision to the members of the Association at the next Management Committee meeting and at the next AGM when financial statements are presented.

5.9 The City Manager of the Municipality of the City of Cape Town may inspect the books of account of the Association and if necessary may require the Association to have its books audited if requested by 15 or more members of the Association.

5.10 The Association shall within six months after the end of its financial year, draw up an annual financial statement according to applicable financial reporting standards.

5.11 Within two months after drawing up its financial statements, the Association must arrange for an accounting officer to compile a written report stating whether the financial statements are consistent with its accounting records; the accounting policies are appropriate and have been consistently applied; and that the Association has complied with the provisions of the Non-Profit Organization's Act and of its Constitution.

6. MEMBERSHIP

6.1 The membership shall be open to all persons 18 years and older in the following categories:

- a) A resident within the Area as defined under clause 2.1.
- b) A business within the Area as defined under clause 2.1.
- c) A Nonprofit organisation as defined in terms of the Nonprofit Organisations Act operating within the Area as defined under clause 2.1.

6.2 Members in categories (b) and (c) constituted as legal persons must nominate a natural person, being either the owner, director, manager, or employee, as it deems fit to act as its authorised representative; such authorised representative shall be entitled to attend, speak and, with reference to members in good standing, vote at any Special or Annual General Meeting.

6.3 Where the authorised representative identified above in terms of clause 6.2 (business owner/representative or Nonprofit organisation representative) is also a resident of Observatory, the representative may also exercise their rights as an individual member in terms of clause 6.4 provided they are in good standing with the Association.

6.4. Members Rights.

6.4.1 Only fully paid-up members shall be entitled to:

- (i) Vote at meetings outlined in sections 18, 21 and 22.
- (ii) Be eligible for membership of the Management Committee.
- (iii) Nominate or second candidates for the Management Committee.
- (iv) Vote for members of the Management Committee.
- (v) Serve on sub-groups

6.4.2 Members are entitled to privacy protections in terms of the Protection of Personal Information Act of 2013, as amended. Specifically, the identity and contacts of members is not to be divulged to third parties without the member's permission.

7. MEMBERSHIP FEES

7.1 Members shall pay a subscription per member per annum. Membership fees shall be determined to according to the following categories and sub-categories: (a) resident: general; (b) resident: student; (c) resident: pensioner; (d) Nonprofit organisation; (e) business.

7.2 The annual subscription fee for each category will be determined and may be amended at an Annual General Meeting of the Association by a majority of members present.

7.3 Subscription fees shall be due and payable by a member on joining the Association. Thereafter subscriptions for the next year shall become payable at or before the AGM.

7.4 Membership fees allow members to participate in the Association and limit their legal liability to the value of their prepaid annual membership fee

7.5 Payment can be made by cash or by any other reasonable electronic means of payment. The Management Committee will determine the procedure for electronic payments.

7.6 Residents may apply to have their membership fee waived or reduced by the Association. The Management Committee may at their discretion agree to a waiver or reduction in fees if a resident is unable to afford the membership fee. Such a decision should be minuted in a duly constituted Management Committee meeting.

8. ACCEPTANCE OF MEMBERS

8.1 An application for membership shall be made to the Secretary of the Association in writing on a prescribed form. Eligibility for membership must be confirmed by proof of address consistent with 2.1 and 6.1.

8.2 The Management Committee shall review the application for membership based on the membership criteria noted in 6.1 within 30 days.

8.2.1 If the Management Committee agrees the application meets the criteria for membership as outlined in 6.1 to 6.3, the Secretary shall enter the member's name in the register of members and send the member written confirmation their membership application has been accepted within 7 days of the Management Committee's decision.

8.2.2 If the Management Committee rejects the application, the Secretary shall inform the applicant and provide written reason for refusal. The rejected applicant will have the right of review by motivating why the rejected applicant should be granted membership. The Management Committee must, in good faith, re-consider its decision, with any new information at hand.

8.2.3 Should the Management Committee confirm the decision to refuse membership, this decision must be confirmed by resolution of two-thirds of the members present at the next General Meeting, otherwise it will lapse.

8.3 Should an application for membership be rejected, the applicant will have any membership fees paid to him or her refunded,

8.4 The Management Committee may designate the Secretary or a sub-group of the Management Committee to screen new applications. The recommendations of such screening must be presented to the Management Committee members for ratification by a majority of Management Committee members. The procedure for approval may be in a meeting or via email.

8.5 A member shall be entitled to exercise their rights as soon as their membership has been approved by the Management Committee.

8.6 Renewal of existing membership can take place on payment of the appropriate fee without requirement for proof of residence.

9. MEMBERSHIP

9.1 Membership automatically terminates upon the receipt by the Association of a notification of the death of a natural member or dissolution of an organisational member, and written resignation.

9.2 Membership terminates if a member is removed by a resolution of the Management Committee for one or more of the following reasons:

9.2.1. Pursuant to a decision by the Management Committee or a disciplinary committee appointed by the Management Committee for any serious misconduct as set out in the Association's code of conduct. Provided that the member has been given an opportunity to make written or verbal representations to the Management Committee or, where applicable, the disciplinary committee pertaining to the proposed termination, and the decision to terminate membership was confirmed by resolution of two-thirds of the members present at the next General Meeting, otherwise it will lapse; or

9.2.2. If the member is no longer eligible for membership pursuant to sub-clause 6.1;

9.3. If the Management Committee has commenced proceedings for the termination of membership, it may suspend that member's membership until the next General Meeting.

10. MANAGEMENT

10.1 The affairs of the Association shall be administered by a MANAGEMENT COMMITTEE (Hereinafter referred to as '**the management Committee**').

10.1.1 The Management Committee is made up of members elected at the AGM to portfolios that include at least Chair, Deputy Chair, Secretary and Treasurer and head of any sub-group that may be identified from time to time by the Association at its AGM, any SGM or at any Management Committee meetings.

10.2 Powers of the management committee

The Management Committee powers include such powers as are necessary to accomplish the objectives of the Association. Such powers shall include but are not be limited to the following

10.2.1 the operation of banking accounts with all powers required by such operations;

10.2.2. the investment and re-investment of monies of the Association not immediately required, in such a manner as may from time to time be determined by the Association;

10.2.3. the making of, entering into and carrying out of contracts or agreements for any of the purposes of the Association;

10.2.4 the employment and compensation of service providers

10.2.5 the right to initiate or defend legal actions in the name of the Association and to appoint legal representatives for this purpose if authorized by a Special General Meeting of the Association

10.2.6 the appointment of any sub-group with at least one or more members drawn from Management Committee, and granting such powers to it as may be considered necessary.

10.3 Any member of the Management Committee who has any financial, political, personal or business interest in any matter under discussion that may affect their partiality, must declare such interest and recuse him/herself from such discussions and any vote thereon.

10.4 No person holding political office shall be eligible to be a voting member on the Management Committee but may attend meetings in an advisory capacity and may participate in discussion at such meetings.

10.5 The executive committee

10.5.1 Out of the Management committee, the Chairperson, Deputy Chairperson, Secretary and Treasurer shall constitute the Executive Committee (EC).

10.5.2 The EC shall have such powers as delegated to it by the Management Committee from time to time. Powers delegated to the EC must be confirmed in minutes of the Management Committee. Such powers are intended to include the ability to make decisions to facilitate the day to day running of the Association (decisions which cannot wait to a Management Committee meeting and which do not require Management Committee approval in terms of the financial and other procedures of the Association).

10.5.3 The EC shall have the power to co-opt other members should it be deemed necessary by the EC.

10.6 All members of the Association are permitted to attend and to speak at Management Committee Meetings. However, only management committee members may vote in Management Committee meetings.

10.7 Any member of the Association who represents the Association on the Ward Sub-Council and who is not already a member of the Management Committee shall be deemed an ex officio member of the Management Committee of the Association.

10.8 The following persons shall not be eligible to stand as Management committee members:

- Anyone whose membership has been terminated in the past 2 years
- Anyone who has been found in terms of clause 11 to have brought the Association into disrepute in the past 5 years
- Anyone who is an unrehabilitated' insolvent in terms of the Companies Act.

10.9 The Management Committee will oversee the financial matters of the Association.

10.10 The Management Committee through the Secretary shall ensure that minutes are kept of all meetings. These minutes shall record the date and place of the meeting, summary of proceedings as well as details of any decisions taken by the Committee.

10.11 Management committee members or Association members (in terms of section 4.3) who are elected as representatives to other organizations and who do not act in the interest of the Association or in accordance with the mandate granted to them may, after review, be subject to a recall process and required to stand down from the elected position. Such a recall process will be subject to mediation procedures adopted by the Association. If a member is recalled from a representative role, a new member shall be nominated or elected to represent the Association.

10.12 Urgent legal action

10.12.1 The Management Committee may initiate or defend legal actions if authorized by a Special General Meeting of the Association.

10.12.2 If so authorised by a SGM, the Management Committee may instruct the Chairperson, one or more members of the management committee or the legal representatives of the Association to commence with legal proceedings and depose to an affidavit on behalf of the Association.

10.12.3 Urgent legal action by the Management Committee may only be initiated in order to safeguard the interests of the Association and/or the interests of members of the Association and/or the interests of residents and/or businesses in Observatory if a) the affected interests will be prejudiced by delaying legal procedures until the Chairman or a member of the management committee or the legal

representatives of the Association are duly authorised by a properly constituted Special General Meeting; and b) at least three-quarters of the Management Committee have approved the legal action; and (c) All Association members are informed of the decision within 5 days and given an opportunity to express any concerns about the action.

11. SUB-GROUPS

11.1 The Association will implement its activities through standing sub-groups and through time-limited task teams. The sub-groups and task teams will be identified at an AGM, SGM or Management Committee meetings based on a motivation to establish a Task Team or Sub-Group, bearing in mind that a Sub-group is a standing structure of the Association and a Task Team is a time-limited activity of limited duration and with a specific objective.

11.2 Agreement to establish a Task Team or Sub-Group will be recorded in writing in the minutes of the meeting where such decision was made along with the Terms of Reference and composition of the sub-group and / or task team.

11.3 The convener of a Sub-Group shall be elected at an AGM to serve on the Management Committee and to lead the Sub-Group. Where a Sub-Group does not have a convener elected at an AGM, the sub-group shall meet after the AGM to identify its convener and nominee to the Management Committee.

11.4 The convener of a Task Team shall be identified at an AGM, SGM or Management Committee where the need for a Task Team is identified and agreed upon. While a Task Team convener participates in the Management Committee discussions, the convener does not have any voting powers.

11.5 The Sub Group convener shall organize regular Sub Group meetings, report to Management Committee Meetings, ensure good communication between Sub-Group members and the Association Management Committee and encourage the participation of Sub-Group members in activities of the Association, including identifying and mentoring a possible successor. Within the mandate of the sub-group, the sub-group may make decisions to implement actions within its Terms of Reference but will consult the Management Committee on matters affecting the Association more broadly. The Convener will consult with the Exco in the event the convener is not sure a Sub-Group decision requires broader Management Committee approval.

11.6 The Task Team convener shall ensure regular reporting to the Management Committee and good communication between Task Team members and the Management Committee. Within the mandate of the Task Team, the Task Team may make decisions to implement actions within its Terms of Reference but will consult the Management Committee on matters affecting the Association more broadly. The Convener will consult with the Exco in the event the convener is not sure a Task Team decision requires broader Management Committee approval.

11.7 The Observatory Neighbourhood Watch, the Observatory Improvement District and the Observatory Business Forum shall be entitled to nominate one member from their organisations to the Management Committee. Other portfolios for Sub-Groups shall be determined by the Association from time to time.

11.8 The convener of each Sub-Group of the Association (or his or her nominee) shall be represented on the Management Committee and shall hold one vote each. Where the convener is unable to attend, the convener may nominate a member of the sub-group to attend the Management Committee with voting powers.

11.9 No specific quorum is required for meetings of the Sub Groups.

11.10 Individual Sub Group reports are to reach the Secretary five (5) days prior to Committee Meetings.

11.11 The Management Committee and, where applicable, the EC, will assist in resolving issues raised by Sub Groups

12. DUTIES OF COMMITTEE MEMBERS -

12.1 The duties of the different portfolio holders on the Management Committee will be defined in a Management Charter adopted by the Association.

12.2 The Management Committee may co-opt other members onto the Committee, to fulfil a specific role, as may be deemed necessary by the Committee. Such co-opted members will have equal voting powers on the committee to elected members.

12.3 Where a Management Committee member fails to fulfill their tasks, he or she will be subject to review by the rest of the Management Committee, following procedures outlined in a Management Committee Performance Policy to be adopted by the Association. The policy will, in the first instance, aim to remediate any difficulties in performance and, if this fails, provide a process for disciplinary action, which may result in removal of the said member from the Management Committee.

12.4 A Management Committee member may be removed by a two-third resolution at a duly convened meeting of the Management Committee, provided that the said Management Committee member must be given notice of the proposed resolution and the Management Committee member must be afforded a reasonable opportunity to make a presentation.

13. VACANCIES ON THE COMMITTEE

13.1 In the event of the death, resignation or incapacity of the Chairperson, the Deputy Chairperson shall become the Acting Chairperson and the office of Deputy Chairperson shall be taken over by one of the other Committee Members.

13.2 In the event that both the Chairperson and Deputy Chairperson are absent, the members present shall elect a Chairperson from among the Committee for that meeting.

13.3 The Committee may temporarily fill an absent portfolio by co-opting a delegated member to that Committee position, if required. In doing so, the Committee will, in the first instance as the relevant sub-group to identify a nominee, but if not sub-group is functioning, the Committee can decide how the portfolio will be filled in the interim until elections at the next AGM.

14. COMMITTEE MEMBERS ABSENT WITHOUT LEAVE

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.

14.2 if a Committee member is absent for more than two consecutive Management Committee meetings, the Management Committee can ask the Committee member to provide reasons for his or her absence. If the Management Committee considers the reasons to be unreasonable, then it will inform the Committee member of its decision. The Committee member will be given an opportunity to provide additional reasons for his or her absence. If the Management Committee still considers the reasons to be unreasonable, then the Management Committee may decide to remove the Committee member. The decision to remove the Committee member must be communicated to all members at the following Annual General Meeting.

14.3 The Committee may grant a member leave of absence from more than two consecutive Committee Meetings and may consult to temporarily co-opt an appointed replacement for the period that the member is away.

15. NOTICE OF MEETINGS

15.1 Notice of the day, hour and venue of the Annual General Meeting shall be advertised to Association members and other community members using email and, as appropriate, all other public platforms, and newsletters, not less than 14 days prior to the meeting.

15.2 The committee may at any time call a Special General Meeting of members by giving not less than seven days' notice, specifying for what purpose the meeting is being called.

15.3 A minimum of seven days' notice is required for all other meetings. In the case of Committee and Special Committee Meetings, notice may be shortened, if there is written consent from at least half of the members of the Committee.

15.4 The non-receipt of a validly distributed notice by any member shall not invalidate the proceedings at any meeting.

16. MEETINGS

To pursue the objectives as outlined in Clause 3, the following meetings shall be scheduled:

16.1 Annual General Meetings: must be held at a venue in Observatory at least once in the calendar year. The date of the AGM must be, at the earliest, 10 months, and, at the latest, 14 months after the preceding AGM.

16.2 Special General Meetings: A SGM must be convened if at least $\frac{2}{3}$ of committee members or at least 10% of ordinary members request such a meeting. The request must be made in writing to the secretary and must indicate the reason for the meeting.

16.3 Management Committee Meetings: At least 8 meetings are to be held per year and at least one meeting is to be held per quarter.

16.4 EXCO Meetings: to be convened by the Exco at a frequency required for the day-to-day running of the Association; or, when any member of the EXCO considers such a meeting necessary or desirable. The management committee may also instruct the EXCO to convene to address any matter. A summary of Exco activities will be provided at the next Management Committee meeting and included in public minutes.

16.5 All meetings shall be open to community members, save for EXCO meetings and any special Management Committee meetings designated by the Management Committee to deal with matters in committee.

16.6 At the discretion of the Committee, no business other than that specified in the meeting agenda, or related resolutions submitted, shall be transacted at such a meeting. Where exceptional circumstances prevail or an emergency has supervened the Management Committee has the discretion to amend the business of a General Meeting by adding such items as may be urgent to the agenda.

16.7 All meetings shall be conducted in accordance with the rules of the Constitution.

17. QUORUM AT MEETINGS

17.1 At Annual General Meetings or Special General Meetings, the quorum shall be THIRTY members or $\frac{1}{3}$ of members, whichever is the lowest.

17.2 The quorum at Management Committee Meetings shall be 50% PLUS 1 of the number on the Committee.

17.3 The quorum for EXCO meetings shall be three of the four office bearers.

17.4 When there is no quorum at any meeting (excepting Special Committee Meetings), that meeting shall be adjourned for a maximum of 14 days so that a quorate meeting can be called.

18. ELIGIBILITY OF COMMITTEE MEMBERS FOR RE-ELECTION

At every Annual General Meeting, all the Committee Members shall retire from office, but shall be eligible for re-election.

19. BUSINESS OF ANNUAL GENERAL MEETINGS

19.1 The business to be transacted at the Annual General Meeting shall be:

- I. the presentation and adoption of the Annual Report of the Chairperson;
- II. the consideration and adoption of the Annual Financial Statements;
- III. the election of members to serve on the Management Committee for the following year;
- IV. the appointment of the accounting officer for the Association for the coming year
- V. review and adjustment of the membership fee, where deemed necessary
- VI. Identification of sub-groups, where needed
- VII. other matters as may be considered appropriate such as any resolution to be proposed at the Annual General Meeting.

19.2 Notice of any resolution to be proposed at the Annual General Meeting shall be lodged with the Secretary at the latest ten (10) days before the date set for such meeting.

19.3 Documents in support of the AGM as indicated in clause 19.1 above must be circulated to members at least five days prior to the AGM including, but not limited to

- a) The Chairperson's report
- b) The financial statements
- c) A list of nominees for the Management Committee and any supporting biographical information in terms of the Association's policy on electing committee members, as indicated in paragraph 19.4.
- d) Any resolutions submitted for discussion at the AGM within the time period identified in 19.2 above.
- e) Failure to circulate these documents within the time period indicated above invalidates the AGM

19.4 Rules for nomination of members for election to the management committee:

- a) In conjunction with the announcement of the meeting date, the roles and responsibilities of the different positions on the Management Committee will be ~~clarified~~ circulated in writing and nominations for these positions invited.
- b) Nominations must be made by two members in good standing and accompanied by (i) confirmation of acceptance from the nominee who must be a member of the OCA in good standing; (ii) a brief motivation outlining the candidate's skills and expertise; and (ii) confirmation that they have attended at least one OCA meeting in the previous year. Nominations should be submitted to the secretary in writing no later than 7 days before the meeting.
- c) Candidates must accept nominations before their candidature is shared with the voting members.

d) Candidates who are not present at the AGM may still be nominated and voted for as long as they meet the requirements of eligibility for the Management Committee

19.5 The process for election of members to the management committee:

a) Candidates' motivation for election will be circulated to members at least 5 days before the AGM

b) Opportunities for raising concerns and questions will be provided to voting members prior to the election of each position. No candidate will be disqualified from standing based on any ~~objection~~ concern raised from the floor. The only grounds for disqualification will be if they are not members in good standing or if they are disqualified in terms of clauses 6 and 9.3.

c) Each candidate will be offered equal opportunity for response prior to the start of voting procedures. Absent candidates will not be given an opportunity for response.

20. VOTING PROCEDURE AT MEETINGS

20.1 At Special General meetings and Annual General meetings, all OCA members in good standing can vote. The Association may institute checks at the start of meetings to confirm that members in good standing are identified for purpose of voting during the meeting.

20.2 At Management Committee meetings, OCA members may participate in discussions but do not have voting rights.

20.3 To be eligible to vote at an SGM, members must be either (a) existing members in good standing, or (b) if new members, their membership application must have been received at least 7 days before the meeting and their membership approved by the Management Committee. To be eligible to vote at an AGM, members must have submitted their membership application or renewal at least 7 days before the meeting and their membership approved by the Management Committee.

20.4 The existing Management Committee will stand down for the elections at an AGM and these elections will be managed by an Independent Electoral Officer appointed before the AGM. The Independent Electoral Officer will explain the rules for the elections to the meeting before the election commences. After conclusion of the election, the Independent Electoral Officer will hand over the chairing of the meeting to the newly elected Chair.

20.5 A nominee will be considered elected if he or she secures more than 50% of the eligible votes amongst those present at the meeting.

20.6 In the event of an election involving 2 or more candidates resulting in an outcome where no candidate achieves more than 50% of the votes amongst those present at the meeting, the election will be re-run including only the two candidates who achieved the highest poll of votes in the first round. If neither candidate achieves more than 50% of the vote, the position shall be deemed to be unfilled. There will only be one re-run of the election.

20.7 Other than in elections for the Management Committee, the Chairperson shall have a casting vote when the number of votes cast for and against are equal.

20.8 Property owners who are members may only be allowed one vote, irrespective of the number of properties they own, subject to Clause 7.3.

21. CODE OF CONDUCT

The Code of Conduct shall be binding on the Association's members and its Committees and sub-Groups. The following rules of conduct shall be observed:

21.1 Members shall at all times conduct themselves at meetings in a dignified and orderly manner. Any member who persists in conducting himself / herself inappropriately shall leave the meeting immediately when so ordered by the Chairperson or Deputy Chair.

21.2 All members and / or Committee Members shall comply with the aims and objectives and the Constitution of the Association.

21.3 No member and / or Committee Members of the Association shall conduct himself / herself in such a way as to bring the Association into disrepute.

21.4 No member and or / Committee Members shall influence or attempt to influence the Association in its consideration of a decision on any matter before it so as to gain some direct or indirect benefit, whether in money or otherwise for himself or herself or any other person or body with whom or which he or she is associated.

21.5 No member of the Association may use his/her position on any committee or sub-group to promote his/her financial and/or business interests or to use for such purposes confidential information obtained through his/her position.

21.6 No member and or Committee Members of the Association shall directly or indirectly accept any gift, reward or favour whether in money or otherwise as a consideration for voting in a particular manner on any matter before the Association or taking a position on any issue in an OCA meeting.

21.7 No member or Committee Members shall use office facilities and or equipment of the Association for his or her personal use.

21.8 No member or Committee Members shall be allowed to act violently, to have or display firearms or weapons at any meeting.

21.9 Breach of the Code of Conduct may be grounds for disciplinary action.

22. ALTERATION OF CONSTITUTION

22.1 Any alterations, additions or amendments to the Constitution shall be passed at a Special General Meeting or Annual General Meeting by a two thirds majority of eligible members present at that meeting as defined in Clause 20.1.

22.2 Notice on any proposed alteration, addition or amendment must be given in writing to members ~~fourteen (14)~~ at least seven (7) days prior to the Special General Meeting or 14 days, in the case of an Annual General Meeting. The notice must include indication of the changes proposed to the Constitution on which voting will occur.

22.3 Any member may propose amendments to the Constitution by submission to the Secretary. The Management Committee must decide on the validity of the proposal within 30 days of the submission and inform the member of its decision.

22.4 If the Management Committee decides not to put the amendments to members at a SGM or AGM, the member is allowed to bring the matter as an agenda item at the next SGM or AGM.

23. RECOGNITION OF THE ASSOCIATION BY THE CITY OF CAPE TOWN, THE DEPARTMENT OF SOCIAL DEVELOPMENT OR ANY OTHER AUTHORITY

23.1 The information required for recognition of the Association by the Municipality of the City of Cape Town shall be submitted to the Municipality by the Secretary ~~by no later than November of~~ within four weeks of a new Management Committee being elected at the AGM each year.

23.2 The information required for recognition of the Association by the Department of Social Development (DSD) shall be submitted to the DSD within four weeks of a new Management Committee being elected at the AGM each year.

20.3 Should the OCA be required to update its details with any other authority, it should endeavour to do so according to a similar timetable.

24. AMALGAMATION AND DISSOLUTION

24.1 The Association may enter into partnership or amalgamate with any entity or Association with the same or similar objectives. The movable property of the Association may be sold and the Association wound up, or reconstructed by the resolution of the majority of not less than two-thirds of the votes of the members present in person at a Special General Meeting.

24.2 The above however, holds, provided that not less than thirty (30) days special notice of the meeting to consider such question of partnership, amalgamation, winding up or reconstruction shall be given and that such notice clearly sets forth the objectives of the meeting and provides further that not less than 50% + 1 of members eligible to vote shall be present at any such meeting.

24.3 If at any meeting properly called as aforesaid, the required number of members shall fail to attend, then the meeting shall stand adjourned to the same time and place in seven days' time.

24.4 Special notice of the adjourned meeting shall be given by the Secretary to members and at such adjourned meeting any member or members present shall be deemed to be a quorum and have full power to act.

24.5 Upon dissolution, the Association has to pay off all remaining debts. Should there remain any assets whatsoever after the settlement of all its debts, liabilities and obligations such assets shall not be paid to or distributed among its members, but shall be given in some way to a similar properly constituted Non Profit Public Organization operating in the area, that has similar objectives.

24.6 The Association's General Meeting can decide what organization that should be.

Leslie London

3/10/2023

Minutes of the Special General Meeting, NA Room Observatory Community Centre, October 3rd 2023.

The SGM was called to discuss two matters: (a) feedback to OCA members regarding the settlement in the court case opposing the River Club amendment; and (b) amendments proposed to the Constitution of the Observatory Civic Association. The amendments were circulated to members 14 days prior to the meeting consistent with the OCA Constitution (Section 22.2). The meeting was a hybrid meeting with members attending both in the room and on Zoom. See attendance list at the end as Annex 1 – there were 14 members present in the room and 17 members on line.

The meeting noted as quorate by the time we started. We had 31 members in attendance in total.

1. The update on the River Club court case indicated that the litigation had exhausted our funds. We had two very bad court decisions against, awarding costs against us. The campaign was also derailed because of conflict within the Liesbeek Action Campaign that limited our capacity to raise funds further. Despite efforts to arrange mediation between the OCA and the Goringhaicona Khoi Khoen Indigenous Traditional Council, the mediation failed to restore the campaign. The advice of our legal team was a settlement was the best option for us. We reached the settlement on the basis we would withdraw from the legal case if the parties waived their claims to costs. All the respondents, save the City of Cape Town, agreed to the terms, and only the City of Cape Town insisted on some payment, which was set at a figure of R 30000, based on a very early commitment by the OCA in 2021. The settlement binds the OCA and its Management Committee members not to pursue any legal action related to the River Club development. It does not preclude us campaigning on the issue, nor issuing public statements, nor does it preclude us from pursuing legal action on related matters such as the heritage grading of the Two Rivers Urban Park or any development applications in the Park. There were no questions from the floor.
2. The Management Committee of the Observatory Civic Association proposed a set of amendments to the Constitution of the OCA (see annex 2). Each amendment was discussed. Where there was no dispute or discussion about the content, the amendment was accepted. The amendments where there was disagreement (numbers 3 and 5 in the table) were either deferred for further discussion (amendment number 3) or accepted with a proviso for definition (amendment 5).
 - a. The amendment that established of a window of 5 weeks to 1 week before the AGM for membership renewal (para 9.1) was raised by some members as potentially exclusionary. Initially, it agreed by the OCA member who raised that concern that if clause 19.4 (about no nominations for Man Comm positions from the floor) was deferred, they would waive their objection to clause 9.1. However, after clause 19.4 was adopted, some members objected based on what was agreed earlier. The meeting then went to a vote on the amendment to 9.1. There were 19 votes in favour, 5 votes against and 7 people who did not vote. The sentiment of the meeting was that the SGM was in favour of the changes. However, in the spirit of inclusion, the chair put it to the meeting that we pend the decision on 9.1 so that we can proceed with the adoption of the other changes.
 - b. One member expressed concern that the meeting had taken a vote and could not be held ransom to views of one or two people. Despite this view, the chair requested the meeting to accept that this clause be pended so that the rest of the changes could be adopted. There were no dissenting views to this position.

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- c. The amendment that added personal interests to the recusal process for Man Comm was disputed by some members as too broad but it was accepted on the basis that clear definitions be provided consistent with best practice. An OCA member, Thabita Paine, offered to find IEC or other definitions to explain what was meant.
- d. There was also substantial discussion on the amendment to do away with AGM nominations for the Man Comm from the floor. There was some discussion about making sure that the Man Comm did not exclude people who wanted to be involved. It was agreed as important that the OCA Management Committee should do more to reach out to members and potential members to invite them to participate in the Man Comm through sharing information, meetings, tables and other routes. Also, it was confirmed that if a position was vacant, the Man Comm can co-opt after the AGM to fill that position.
- e. There was also an appeal that the references to 'he' or 'she' be made gender neutral throughout the constitution and this was agreed. Specifically, this refers to clauses 6.3, 8.2.2, 11.4, 11.5, 11.6, 11.8 12.3, 20.5 and 21.4, which will all be amended to gender neutral terms.
- f. In summary,
 - i. We accepted all changes save the changes in point 3.
 - ii. We agreed that the changes in point 5 requires clear definitions
 - iii. We agreed that OCA should be active in recruiting for the Man Comm in an inclusive way.
 - iv. We changed gender references to be gender-neutral.

The meeting ended at 7.40pm

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Annexure 1: Changes proposed and outcome of discussion.

Numb		Original Text as adopted in Sept 2019 and amended in 2021	Proposed amendment	Outcome
1	Paragraph 4.3 (power) TEXTUAL CHANGE	The Association has the powers to ... 4.4. appoint one or more members as representatives to the relevant Forums, Councils or any legislated or representative body that warrants representation.	The Association has the powers to ... 4.4. appoint one or more members as representatives to the relevant Forums, Councils or any legislated or representative body that warrants representation <u>on behalf of the Association.</u>	Accepted
2	Paragraph 5.2 (finances) TEXTUAL CHANGE	The Association through the Management Committee shall be empowered to raise funds from members by way of subscriptions and/or other methods so approved, in order to conduct the affairs of the Association on a competent and sound financial basis. All funds raised in this manner shall be deposited to the credit of the Association in a bank account in the name of the Association with a registered deposit receiving instruction.	The Association through the Management Committee shall be empowered to raise funds from members by way of <u>annual</u> subscriptions and/or, donations, appeals or other fundraising methods so approved, in order to conduct the affairs of the Association on a competent and sound financial basis. All funds raised in this manner shall be deposited to the credit of the Association in a bank account in the name of the Association with a registered deposit receiving instruction.	Accepted
3	Paragraph 9 (Membership)	Addition of new clause 9.1 and change in numbering of existing clauses 9.1, 9.2. 9.2.1, 9.2.2 and 9.3 to accommodate the new clause	<u>9.1 All memberships lapse with the AGM and must be renewed each year. Membership renewal will be opened 5 weeks before the AGM. To be eligible to vote at an AGM, members must have submitted their membership at least 7 days before the AGM.</u>	See discussion
4	Para 10.2.6	10.2.6 the appointment of any sub-group with one or more members drawn from Management Committee, and granting such	10.2.6 the appointment of any sub-group with <u>at least</u> one or more members drawn from Management Committee, and granting	Accepted

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	(Powers of the Management Committee)	powers to it as may be considered necessary	such powers to it as may be considered necessary	
5	Para 10.3 (Powers of the Management Committee)	10.3 Any member of the Management Committee who has any financial, political or business interest in any matter under discussion, must declare such interest and recuse him/herself from such discussions and any vote thereon	10.3 Any member of the Management Committee who has any financial, political, <u>personal</u> or business interest in any matter under discussion <u>that may affect their partiality</u> , must declare such interest and recuse him/herself from such discussions and any vote thereon	Accepted with the proviso we secure best practice definitions of these conflicts of interest.
6	Para 19.1 (ii) (Business of the AGM) TEXTUAL CHANGE	19.1(ii) the consideration of the Annual Financial Statements	19.1(ii) the consideration <u>and adoption</u> of the Annual Financial Statements	Accepted
7	Para 19.1 (v) (Business of the AGM) TEXTUAL CHANGE	19.1 (v) adjustment of the membership fee, where deemed necessary	19.1 (v) <u>review and</u> adjustment of the membership fee, where deemed necessary	Accepted
8	Para 19.3 (documents for the AGM)	19.3 Except for members nominated from the floor, a list of nominees for the Management Committee and any supporting biographical information in terms of the Association's policy on electing committee members, as indicated in paragraph 19.4.	19.3 Except for members nominated from the floor, a list of nominees for the Management Committee and any supporting biographical information in terms of the Association's policy on electing committee members, as indicated in paragraph 19.4.	Accepted
9	Para 19.4(a) (nominations for the Management Committee)	19.4(a) In conjunction with the announcement of the meeting date, the roles and responsibilities of the different positions on	19.4(a) In conjunction with the announcement of the meeting date, the roles and responsibilities of the different positions on	Accepted

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	TEXTUAL CHANGE	the Management Committee will be clarified in writing and nominations for these positions invited.	the Management Committee will be clarified <u>circulated</u> in writing and nominations for these positions invited.	
10	Para 19.4(b) (nominations for the Management Committee)	19.4(b) Nominations must be made by two members in good standing and accompanied by confirmation of acceptance from the nominee and a brief motivation outlining the candidate's skills and expertise and confirmation that they have attended at least one OCA meeting in the previous year. Nominations should be submitted to the secretary in writing no later than 7 days before the meeting	19.4(b) Nominations must be made by two members in good standing and accompanied by <u>(i)</u> confirmation of acceptance from the nominee <u>who must be a member of the OCA in good standing</u> ; <u>(b)</u> a brief motivation outlining the candidate's skills and expertise; <u>(c)</u> confirmation that they have attended at least one OCA meeting in the previous year. Nominations should be submitted to the secretary in writing no later than 7 days before the meeting	Accepted
11	Para 19.4(c) (nominations for the Management Committee)	c) However, nominations may also be made from the floor on the day of the elections subject to the same conditions – nomination by two members in good standing and confirmation of acceptance by the candidate.	c) However, nominations may also be made from the floor on the day of the elections subject to the same conditions – nomination by two members in good standing and confirmation of acceptance by the candidate. Also followed by renumbering of paragraphs 19.4(d) and (e) to 19.4 (c) and (d).	Accepted
12	Para 19.5 (a) Election process for Management Committee	a) Candidates who are nominated for a particular position must outline in brief their skills and expertise relevant to the position as motivation. For candidates whose nominations are received at least 7 days prior to the meeting, their motivations will be made available on the Association's website. The	a) Candidates who are nominated for a particular position must outline in brief their skills and expertise relevant to the position as motivation. For candidates whose nominations are received at least 7 days prior to the meeting, their motivations will be made available on the Association's website. The	Accepted

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		motivations for all candidates, whether submitted prior to, or nominated at the AGM, will be shared with voting members prior to the initiation of voting. Should the candidate not be present at the AGM, the motivation can be presented by a proxy or a written motivation circulated by the secretary to the meeting.	motivations for all candidates, whether submitted prior to, or nominated at the AGM, will be shared with voting members prior to the initiation of voting. Should the candidate not be present at the AGM, the motivation can be presented by a proxy or a written motivation circulated by the secretary to the meeting. <u>a) Candidates' motivation for election will be circulated to members at least 5 days before the AGM</u>	
13	Para 19.5 (b) Election process for Management Committee	b) After the presentation by candidates, opportunities for raising concerns and questions will be provided to voting members prior to the election of each position. No candidate will be disqualified from standing based on any objection. The only grounds for disqualification will be if they are not members in good standing or if they are disqualified in terms of clauses 7 and 9.3	b) After the presentation by candidates, opportunities for raising concerns and questions will be provided to voting members prior to the election of each position. No candidate will be disqualified from standing based on any <u>concern raised from the floor</u> objection. The only grounds for disqualification will be if they are not members in good standing or if they are disqualified in terms of clauses 7 <u>6</u> and 9.3	Accepted
14	Para 19.5 c) TEXTUAL CHANGE	c) Each candidate will be offered equal opportunity for rebuttal prior to the start of voting procedures. Absent candidates will not be given an opportunity for rebuttal	c) Each candidate will be offered equal opportunity for rebuttal <u>response</u> prior to the start of voting procedures. Absent candidates will not be given an opportunity for rebuttal <u>response</u> .	Accepted
15	Para 19.5(d)	d) In the case that a position is not filled during the election, this position may be re-opened	d) In the case that a position is not filled during the election, this position may be re-opened	Accepted

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		for election at the end of the election process should candidates be available	for election at the end of the election process should candidates be available	
16	Para 20 (Voting procedure)	New clause 20.3 after 20.2	<u>20.3 To be eligible to vote at an SGM, members must be either (a) existing members in good standing, or (b) if new members, their membership application must have been received at least 7 days before the meeting and their membership approved by the Management Committee. To be eligible to vote at an AGM, members must have submitted their membership application or renewal at least 7 days before the meeting and their membership approved by the Management Committee.</u>	Accepted
17	Para 20 (Voting procedure)	New clause 20.4 after new clause 20.3	<u>20.4 The existing Management Committee will stand down for the elections at an AGM and these elections will be managed by an Independent Electoral Officer appointed before the AGM. The Independent Electoral Officer will explain the rules for the elections to the meeting before the election commences. After conclusion of the election, the Independent Electoral Officer will hand over the chairing of the meeting to the newly elected Chair.</u>	Accepted
18	Para 20 (Voting procedure)	20.3 Members have to be present in person to vote unless a proxy process has been completed and accepted prior to the meeting. 20.4 Proxy Process:	20.3 Members have to be present in person to vote unless a proxy process has been completed and accepted prior to the meeting. 20.4 Proxy Process:	Accepted

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		<p>20.4.1 If a member is unable to attend an SGM or AGM, he or she may nominate another member to be their proxy. In nominating a proxy, the member accepts that he or she is giving the proxy a general proxy which enables the proxy to vote however he or she sees fit on any matter at the meeting.</p> <p>20.4.2 A proxy appointment must be in writing, include the name and signature of the member, of a witness and of the proxy.</p> <p>20.4.3 The completed proxy must be delivered to the Secretary not less than twenty-four (24) hours prior to the scheduled meeting.</p> <p>20.4.4 The secretary must verify the proxy as valid before voting begins and should inform the meeting of how many proxies have been received.</p> <p>20.4.5 A proxy may be used to establish a quorum.</p> <p>20.5 Every question submitted to a meeting shall be decided by a show of hands, except where a majority of members call for a secret ballot. The determination of a secret ballot may not be cast by proxy vote.</p> <p>20.5.1 Where voting includes approved proxies, voting cards or their equivalents can be issued to the proxy indicating the number of votes the proxy holds.</p>	<p>20.4.1 If a member is unable to attend an SGM or AGM, he or she may nominate another member to be their proxy. In nominating a proxy, the member accepts that he or she is giving the proxy a general proxy which enables the proxy to vote however he or she sees fit on any matter at the meeting.</p> <p>20.4.2 A proxy appointment must be in writing, include the name and signature of the member, of a witness and of the proxy.</p> <p>20.4.3 The completed proxy must be delivered to the Secretary not less than twenty four (24) hours prior to the scheduled meeting.</p> <p>20.4.4 The secretary must verify the proxy as valid before voting begins and should inform the meeting of how many proxies have been received.</p> <p>20.4.5 A proxy may be used to establish a quorum.</p> <p>20.5 Every question submitted to a meeting shall be decided by a show of hands, except where a majority of members call for a secret ballot. The determination of a secret ballot may not be cast by proxy vote.</p> <p>20.5.1 Where voting includes approved proxies, voting cards or their equivalents can be issued to the proxy indicating the number of votes the proxy holds.</p>	
19	Para 20 (Voting procedure)	Insertion of new paragraph 20.5	<p><u>20.5 A nominee will be considered elected if the nominee secures more than 50% of the eligible votes amongst those present at the meeting.</u></p>	Accepted
20	Para 20 (Voting procedure)	Insertion of new paragraph 20.6	<p><u>20.6 In the event of an election involving 2 or more candidates resulting in an outcome</u></p>	Accepted

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			where no candidate achieves more than 50% of the votes amongst those present at the meeting, the election will be re-run including only the two candidates who achieved the highest poll of votes in the first round. If neither candidate achieves more than 50% of the vote, the position shall be deemed to be unfilled. There will only be one re-run of the election.	
21	Para 20 (Voting procedure)	20.6 The Chairperson shall have a second or casting vote when the number of votes cast for and against are equal.	20. 6 7 Other than in elections for the Management Committee, the Chairperson shall have a second or casting vote when the number of votes cast for and against are equal	Accepted
22	Para 20 (Voting procedure)	20.7 Property owners who are members may only be allowed one vote, irrespective of the number of properties they own, subject to Clause 7.3.	20. 7 8 Property owners who are members may only be allowed one vote, irrespective of the number of properties they own, subject to Clause 7.3.	Accepted
23	Para 22.2	22.2 Notice on any proposed alteration, addition or amendment must be given in writing to members fourteen (14) days prior to the Special General Meeting or Annual General Meeting. The notice must include indication of the changes proposed to the Constitution on which voting will occur.	22.2 Notice on any proposed alteration, addition or amendment must be given in writing to members fourteen (14) at least <u>seven (7)</u> days prior to the Special General Meeting or <u>14 days, in the case of an</u> Annual General Meeting. The notice must include indication of the changes proposed to the Constitution on which voting will occur.	Accepted

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24	Para 23 (recognition by the City)	<p>23. RECOGNITION OF THE ASSOCIATION BY THE CITY OF CAPE TOWN</p> <p>The information required for recognition of the Association by the Municipality of the City of Cape Town shall be submitted to the Municipality by the Secretary by no later than November of each year.</p>	<p>RECOGNITION OF THE ASSOCIATION BY THE CITY OF CAPE TOWN, <u>THE DEPARTMENT OF SOCIAL DEVELOPMENT OR ANY OTHER AUTHORITY</u></p> <p><u>23.1</u>-The information required for recognition of the Association by the Municipality of the City of Cape Town shall be submitted to the Municipality by the Secretary by no later than November of each year <u>within four weeks of a new Management Committee being elected at the AGM</u> each year.</p> <p><u>23.2</u> The information required for recognition of the Association by the Department of Social Development (DSD) shall be submitted to the DSD within four weeks of a new Management Committee being elected at the AGM each year.</p> <p><u>20.3</u> Should the OCA be required to update its details with any other authority, it should endeavour to do so according to a similar timetable.</p>	
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Additional changes for removing gender insensitive terms as agreed at the meeting:

The meeting identified that the use of “he or she” is a gender-insensitive usage which should be made more open. This arose from a discussion of the proposed edited change to clause 20.5 in which instead of using “he or she” we would use “the nominee” rather. The same principle will mean that other points at which “he or she” is used (paragraphs 6.3, 8.2.2, 11.4, 11.5, 11.6, 11.8 12.3, 20.5 and 21.4) will need amending as follows:

Numb		Original Text as adopted in Sept 2019 and amended in 2021	Proposed amendment
1	Paragraph 6.3 (membership) TEXTUAL CHANGE	Where the authorised representative identified above in terms of clause 6.2 (business owner/representative or Nonprofit organisation representative) is also a resident of Observatory, he or she may also exercise their rights as an individual member	Where the authorised representative identified above in terms of clause 6.2 (business owner/representative or Nonprofit organisation representative) is also a resident of Observatory, <u>the representative</u> may also exercise their rights as an individual member
2	Paragraph 8.2.2 (membership rejection)	The rejected applicant will have the right of review by motivating why he or she should be granted membership	The rejected applicant will have the right of review by motivating why <u>the rejected applicant</u> should be granted membership
3	Paragraph 11.4 (task teams)	While a Task Team convener participates in the Management Committee discussions, he or she does not have any voting powers	While a Task Team convener participates in the Management Committee discussions, <u>the convener</u> does not have any voting powers
4	11.5 (sub-group ToRs)	The Convener will consult with the Exco in the event he or she is not sure a Sub-Group decision requires broader Management Committee approval	The Convener will consult with the Exco in the event <u>the convener</u> not sure a Sub-Group decision requires broader Management Committee approval
5	11.6 (Task Team ToR)	The Convener will consult with the Exco in the event he or she is not sure a Sub-Group decision requires broader Management Committee approval	The Convener will consult with the Exco in the event <u>the convener</u> not sure a Sub-Group decision requires broader Management Committee approval
6	11.8 (voting on the Man Comm)	Where the convener is unable to attend, he or she may nominate a member of the sub-group to attend the Management Committee with voting powers.	Where the convener is unable to attend, <u>the convener</u> may nominate a member of the sub-group to attend the Management Committee with voting powers.

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7	12.3 (failure to perform duties of committee members)	Where a Management Committee member fails to fulfill their tasks, he or she will be subject to review by the rest of the Management Committee...	Where a Management Committee member fails to fulfill their tasks, <u>the member</u> will be subject to review by the rest of the Management Committee ...
8	20.5 NEW CLAUSE on voting procedure for Man Comm at AGM	A nominee will be considered elected if he or she secures more than 50% of the eligible votes amongst those present at the meeting	A nominee will be considered elected if the nominee secures more than 50% of the eligible votes amongst those present at the meeting
9	21.4 Code of Conduct	No member and or / Committee Members shall influence or attempt to influence the Association ... whether in money or otherwise for himself or herself or any other person or body with whom or which he or she is associated	No member and or / Committee Members shall influence or attempt to influence the Association ... whether in money or otherwise <u>for themselves</u> or any other person or body with whom or which <u>the member</u> is associated

Annexure 2: Attendance list

Attendance in person	Attendance online
Nodi Murphy	
Mark Neville	
Devos Rabie	
Joy Robinson	
Ann Roese	
David Aicheson	
Edwin Angless	
John Greene	
Biddy Greene	
Anthony Hodgson	

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Commented [LL1]: Need the Zoom screenshots or lists here

Tauriq Jenkins	
Ghyll Kincaid-Smith	
Leslie London	
Cara Morris	

LL

Leslie London

15/10/2023

Alphabetical memberskepe

75	30 N	Retha	Ferguson	
2	15 C	Jonny	Gevisser	
18	24 C	John	Greene	* <i>John</i>
22	27 C	Biddy	Greene	* <i>F-B. Greene</i>
	###	Nontsikeleo Mercia	Guilherme	
24	31 C	Tema	Gyuse	
9	2022	Charles	Hart	
50	2022	Colleen	Hart	
45	24 N	Anthony	Hodgson	<i>Anthony</i>
7	2022	Daniel	Isherwood	
68	###	Arnold	Jacobs	
97	###	Tauriq	Jenkins	<i>Tauriq</i>
	###	Sinazo	Jordan	
91	###	Jill	Joubert	
54	2022	Robert	Ketteringham	
40	20 N	Ghyll	Kincaid Smith	x <i>Ghyll</i>
99	###	Jacqui	Klarenbeek	
77	1 De	Andrea	Kohler	
58	###	Adi	kumar	
78	1 De	Indianna	Lawrie	
65	###	Hildegarde	le Roux	
60	###	Trevor	Lea	
47	25 N	Marine	Leblond	
19	25 C	Simone	LeFevre	
93	###	Gareth	Leyman	
3	15 C	Leslie	London	<i>Leslie</i>
42	22 N	Margot	Lynn	
44	23 NN	Kululeko	Mabandla	
83	2 De	Britt	MacLaughlin	
		Joy	MacNab	
	03/1	Pamela	Martins	
	03/1	Zimkita	Mfundisi	

Alphabetical memberskepe

66	###	Zuleiga	Adams	
80	1 De	David	Aitchison	x <i>D. Aitchison</i>
27	###	Melanie	Alperstein	
37	###	Liesl	Anderson	
6	2022	Edwin	Angless	<i>eg</i>
59	###	Mia	Arderne	
	###	Justin	Ashley	
15	2022	Nasima	Badsha	
	03/1	Khululekile	Banzi	
23	28 C	Kea	Barnes	
101	###	Sheila	Barsel	
13	2022	Lucinda	Bate	
70	29 N	Farzaneh	Behroozi	
64	###	Thabang	Bhili	
31	###	GILL	BOND	
63	###	Emma	Botha	
35	###	Andrew	Bowden	
11	2022	Pam	Britt	
30	###	Steven	Burnett	
43	22 N	Jessica	Byren	
56	###	Rebecca	Campbell	
88	2022	Jackie	Chambers	
103	###	Jenny	Cole-Rous	
57	###	Vaun	comell	
33	###	Carol	Cragg	
55	2022	Janet	Cronje	
96	###	Mogamat	Dewajee	
74	30 N	Arona	Dison	
41	21 N	Anthony	Drake	
8	2022	Sarah	Driver-Jowitt	
34	###	Lenita	Du Plessis	
32	###	Claire	Everatt	

Alphabetical memberskepe

10	2022	Kevin	Minkoff	
		Lihikhaga	Mnyasane	
69	29 N	Penny	Morrell	
51	2022	Fairuz	Mullagee	
87	###	Nodi	Murphy	✓ <i>[Signature]</i>
104	###	Celeste	Naidoo	
17	24 C	Nadine	Nannan	
21	25 C	Louise	Naude	
29	###	Mark	Neville	✗ <i>MAGIL</i>
67	###	Carolyn	Neville	
71	29 N	Vik	Norval	
	03/1	Monwabisi	Nqokotho	
	03/1	Khumbulani	Ntanjana	
62	###	Roseline	Nyman	
95	###	Ilse	Oberholzer	
92	###	Phyllis	Orner	
20	25 C	Tabitha	Paine	
36	###	Alison	Paulin	
49	2022	Lalou	Peltzer	
12	2022	Devos	Rabie	✗ <i>[Signature]</i>
52	2022	Nicole	Rasmussen	
90	2022	Sam	Renda	
1	###	Howard	Richman	
39	20 N	Joy	Robinson	✗ <i>[Signature]</i>
79	1	DeAnn	Roese	✗ <i>[Signature]</i>
89	2022	Naomi	Roux	
102	###	Trish	Saunderson-Smith	
61	###	Monique	Schiess	
53	2022	Frank	Schuitmaker	
	03/1	Andiswa	Skeyi	
16	2022	Charmaine	Smith	
85	Will	Aimee-Claire	Smith	