



Constitution of the Rooiels Ratepayers Association (RERA)

Adopted at the 2024 AGM on 28 December 2024

1 Vision and Mission of the Association

- 1.1 The name of the Association shall be “Rooiels Ratepayers Associations” (RERA).
- 1.2 The vision of the Association is to nurture Rooiels as a caring community located in the UNESCO Kogelberg Biosphere Reserve, with as little as possible impact on the indigenous fauna, flora and landscape in which we live.
- 1.3 The mission of the Association is to work with Ratepayers and residents, local government and other authorities to help ensure that policies, regulations, strategies and the delivery of services serve the interest of ratepayers, the community, biodiversity and the natural character of Rooiels.
- 1.4 Definitions
 - a) “Ratepayer(s)” shall mean the registered ratepayer of property in the Rooiels village or surrounding smallholdings.
 - b) “Tenant (s)” shall mean all individuals who rent property in Rooiels for more than 6 months.
 - c) “Member (s)” shall mean all Ordinary Members and Associate Members of the Association.
 - d) “Community” shall mean all individuals owning property or residing in Rooiels, including their adult family members.

2 “Objectives and Legal Status

- 2.1 The objectives of the Association shall be as follows:
 - a) To protect the rights and promote the interests of the Ratepayers of Rooiels and surrounding smallholdings in matters relating to the Mission of the Association.
 - b) To promote and take action to implement the Rooiels Vision.
 - c) To represent the views of Ratepayers and the Community to relevant bodies, public authorities and other organizations and persons.
 - d) To encourage Ratepayers and residents to protect the fauna and flora and sea life within Rooiels and the surrounding area.
 - e) To cooperate with and support other Rooiels associations, groups and initiatives whose objectives and activities are compatible with RERA’s objectives.
 - f) Generally, to consider matters affecting the welfare of its Members and the Community.
- 2.2 The Association is and shall continue to be a distinct and separate legal entity and body corporate.

- 2.3 All actions or suits, proceedings at law or any arbitration shall be brought by or against the Association in the name of the Association. The Executive Committee may authorize any person to act on behalf of the Association.
- 2.4 The Association is not formed and does not exist for the purpose of carrying on any business that has for its object the acquisition of gain by the Association or its individual Members.
- 2.5 The Association may not give any of its money or property to its Members or office bearers, except for reimbursing direct costs associated with work done for the Association.

3 Membership

3.1 Membership categories and rights:

- a) Ordinary membership shall be open to all Ratepayers or their authorised representatives, within the area covered by this association, which shall include the Rooiels village and surrounding smallholdings. Ordinary Members pay a nominal membership fee and have full voting rights.
- b) Associate membership shall be open to individuals other than ratepayers who have an interest in community matters and welfare. Associate Members may include adult family members of Ratepayers, as well as Tenants. Associate Members shall pay a reduced membership fee, may propose agenda items, and contribute to consultative processes, but may not participate in formal voting.
- c) Application for membership shall be made in writing to the Secretary.
- d) The Executive Committee shall process applications for membership and enroll them as Members.
- e) A Member shall be bound by the Constitution and any rules of the Association.
- f) Nominations for honorary membership, whereby no fees are payable, but a vote is retained by the honorary member, may be motivated in writing by any member and approved by the Executive Committee at least 30 days prior to the AGM. Any such nomination shall be ratified by a majority of those present at the AGM.

3.2 Other membership matters

- a) The annual subscription for Members shall be such a sum as the Executive Committee may from time to time determine, and which amount has been ratified by the Annual General Meeting. Subscriptions shall be paid by 30 June of a given year to avoid risking termination of membership and voting rights.
- b) If a Member wishes to pay membership subscriptions for more than one property, he/she is entitled to do so and may cast a vote for each property.
- c) Joint owners of a property may enroll individually as an Ordinary Member but shall choose who will exercise the vote. Only one vote may be exercised per property.
- d) A Member may resign by notifying the Secretary in writing.
- e) The Executive Committee may terminate the membership of a Member in writing upon failure to pay membership fees, misconduct, or breach of the Constitution or rules-
- f) Any Member whose membership is terminated remains liable for all outstanding membership fees. The liability of Members is limited to the amount of unpaid subscriptions or other moneys owing by them to the Association.

4 The Executive Committee

4.1 General matters

- a) The affairs of the Association shall be managed by an Executive Committee, which shall consist of at least 4 persons. The members of the Executive Committee shall be elected at the Annual General Meeting.
- b) The Executive Committee has the authority to make any decisions concerning the affairs of the Association, other than those requiring ratification at a General Meeting of Members or subject to consultation and decision-processes specified in section 4.3.
- c) The Executive Committee may prepare rules to govern specific aspects of the Association, subject to ratification at the Annual General Meeting or a Special General Meeting.
- d) The Chair shall have a vote in all matters, and in case of any equality of votes shall also have a casting vote.
- g) The Executive Committee shall appoint a Chair, Vice-Chair, Secretary, and Treasurer.
- h) Three members of the Executive Committee shall form a quorum for Executive Committee meetings.
- i) Should any vacancy occur among the office bearers and committee members, the Executive Committee may fill it until the next following Annual General Meeting. It shall also have power to co-opt members for the unexpired period of any year.

4.2 Meetings and procedures of the Executive Committee

- a) The Executive Committee shall meet at least once every quarter, and/or as often as deemed necessary.
- b) Any member of the Executive Committee failing to attend three consecutive meetings without leave of absence of the Committee shall forthwith forfeit his/her office and the vacancy so caused may be filled by the Committee. The Executive Committee may, however, condone such absence on a satisfactory reason being advanced.
- c) At meetings of the Executive Committee, procedures to be followed should include: to adopt the minutes of the previous meeting; to discuss portfolio matters (matters of concern to ratepayers i.e. municipal affairs - roads, sanitation, waste management, security and safety, zoning plans, and general affairs).
- d) Representatives of the governing authorities and/or other organisations may be invited to the Executive Committee meetings. They shall, however, have no right to vote.
- e) Members are welcome to attend and address the Executive Committee meetings for specific agenda items but have no vote.
- f) Draft minutes of meetings should be disseminated to Members no later than three weeks after the meeting and be kept safely for Members to consult.

4.3 Consultations with ratepayers and the community

- a) The Executive Committee shall inform and consult with Members, Ratepayers and the Community in the following matters prior to making decisions:
 - i. Decisions about property-rights-related land use changes, such as rezoning, consent or land use departures within Rooiels and surrounding areas where affecting Rooiels
 - ii. Decisions to initiate, or engage the association in legal action
 - iii. Decisions affecting the physical, natural, and public environment in Rooiels
 - iv. Decisions appropriating more than 25% of the expected annual income of the Association

- b) Concerning applications for building line departures, height departures, or title deed restrictions, the Executive Committee may consider more focused consultations involving concerned parties.
- c) For all consultations, the Executive Committee may choose an appropriate approach of engagement, which shall include ad hoc electronic polls.
- d) Where significant divergence of opinions remains, the Executive Committee shall strive to foster a constructive dialogue to find common ground. In cases agreement cannot be reached, a vote of Ordinary Members shall take place.
- e) Submissions (e.g. to Overstrand Municipality) should be balanced and refer to results of the consultations.

4.4 Information and communication

- a) The Executive Committee shall share with Members the dates and agendas of Executive Committee meetings at least two weeks in advance, undertake regular maintaining of the website, and communicate important matters by email to its Members.
- b) All land use applications received by RERA should be posted electronically and physically for anyone to access.
- c) Members may request access to formal communications received or sent by the Executive Committee on behalf of the Association.

5 General Meetings

- 5.1 The Annual General Meeting shall be held once a year but not later than fifteen months after the previous meeting. Other General Meetings shall be held as may be considered necessary by the Executive Committee or Members. At least three weeks written notice of any such meetings shall be given.
- 5.2 The business to be done at an Annual General Meeting shall be as follows:
 - a) to confirm the minutes of the previous General Annual Meeting
 - b) to receive and consider a report of the Executive Committee and Financial Statement for the preceding financial year
 - c) to elect the members of the Executive Committee
 - d) to consider and put to the vote any resolutions concerning the affairs of the Association, of which at least 7 days prior written notice is given to the Secretary or such urgent matters as the Chair may allow in his/her sole discretion.
- 5.3 A General Meeting shall be called by the Executive Committee on the petition of at least ten Members of the Association to the Executive Committee stating the necessity for the meeting.
- 5.4 No Member shall be allowed to vote at any meeting of the Association unless his/her subscription for the current year has been paid in accordance with clause 3.2 a). Exceptions are made for new Members whose subscription should be paid as least two weeks in advance of any such meeting.
- 5.5 The quorum for a General Meeting shall be 15 Ordinary Members excluding the members of the Executive Committee. Should there be no quorum at a duly convened meeting, the meeting shall stand adjourned automatically for three weeks, and at the subsequent meeting, those Ordinary Members present shall constitute a quorum

- 5.6 All Members may participate online. Ordinary Members may vote by ballot no later than two days before the meeting.
- 5.7 Each Ordinary Member may have proxy votes for up to two Members not able to participate. Proxy votes must focus on specific issues, such as voting on motions, or election of the Executive Committee.
- 5.8 The Chair shall have a vote, and in case of any equality of votes shall also have a casting vote.
- 5.9 The chair at all General Meetings shall be taken by the Chair or, in his/her absence, by the Vice-Chair-
- 5.10 Should both be absent, the Ordinary Members present shall elect a chairperson for that meeting among the members of the Executive Committee present, if any, or, failing their presence, a chair shall be elected from among those Ordinary Members present.

6 Other matters

6.1 Financial Transactions

- a) The Association's financial transactions should be conducted by means of a bank account and report to the General Meeting. This report should comply with general accounting practices but does not have to be formally audited.
- b) The end of the Association's financial year is 30 December.
- c) The Executive Committee cannot bind the Association for any debt occurred or bank credit facilities.

6.2 Alterations to the Constitution

- a) Alterations to this Constitution may be made only by two thirds of the Ordinary Members at the Annual General Meeting or a General Meeting of the Association.
- b) At least thirty days' notice of such proposed alterations shall be given in writing to the Chair or Secretary and circulated to Members.
- c) Not less than three weeks' notice in writing shall be given to Members of any meeting at which such alterations are considered.
- d) Alterations proposed by the Executive Committee shall be subject to three weeks' notice prior to convening the meeting.

6.3 Winding-up the Association

- e) The Association shall continue to exist even when its membership changes and there are different office bearers.
- f) The Association may be dissolved by a resolution passed at a General Meeting specifically called for that purpose, provided that such resolution is passed by a two-thirds majority of the Ordinary Members at such meeting.
- g) Such meeting shall also have the power to pass resolutions by a majority vote for the appointment of a liquidator and the disposal of the surplus funds and assets of the Association after winding-up and the payment of all the debts and obligations of the Association.

- h) When the Association closes down it has to pay off all its debt. After doing this, if there is money over, it cannot be paid or given to Members of the Association. After winding up, any assets should be transferred to another non-profit organisation having similar objectives. The majority of the Ordinary Members present at a General Meeting must decide what organisation this should be.

7 Signatures of office bearers

Chair

Vice-Chair

Secretary

Treasurer

Other