

The Southeast Midrand Suburban Alliance

Constitution

1. Constitution

1.1.1 The Association, formerly the President Park Residents Association, shall be known as the Southeast Midrand Suburban Alliance or SEMSA

1.1.2 The Association covers the suburbs of President Park, Austin View and Glen Austin Ext 3 in Ward 110, Region A, the City of Johannesburg

1.2 With effect from the time of its approval by members at the general meeting on 6 April 2024, the Constitution as amended from time to time is the sole and only Constitution of the Southeast Midrand Suburban Alliance.

1.3 The Southeast Midrand Suburban Alliance is hereinafter referred to as “the Association” or "the Organization."

1.4 The organization shall:

1.4.1 Exist in its own right separate from its members

1.4.2 Be able to sue and be sued in its own name

1.4.3 Be able to own property and other possessions

1.4.4 Be able to purchase, sell, hire, lease, mortgage, pledge or in any other way acquire, alienate or deal with movable property

1.4.5 Be able to perform all legal activities authorized by this Constitution as well as legal activities normally associated with a residents, home owner’s or rate payers association.

1.5 All processes of law, notices and the like shall be regarded as sufficiently served on the association if served on the chairperson personally. The chairperson shall not be personally liable for any loss suffered.

2. Objectives

The Association shall be non-political, and its objectives shall be:

2.1 To promote and support the wellbeing of the residents in the President Park, Glen Austin

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Ext 3 and Austin View areas;

2.2 To encourage the formation of similar non-political associations of residents in other suburbs;

2.3 To determine by free discussion and deliberation, the views of the majority of the residents within the suburb and provide a platform (online and also between residents) to share information, discuss differences and agree common approaches to solving problems in the community.

2.4 To engage in activity of an occasional nature with a view to advance the objectives of the Association;

2.5 To endeavour to improve the safety and security measures to make the area a desired destination, for members as well as the general public;

2.6 To promote the preservation and maintenance of areas and buildings of historical or cultural interest, including any heritage value;

2.7 To promote environmental awareness, greening, clean-up, and sustainable development projects;

2.8 To raise funds for the purpose of achieving the objectives of the Association;

2.9 To co-operate, consult and collaborate with its representative member/s of the City Council to ensure the voice of public opinion is being heard and given due consideration in the management of the city;

2.10 To liaise with, encourage and cooperate with the relevant law enforcement agencies, and where necessary insist on adequate enforcement of the law within the area; and

2.11 To support the principle of direct representation of the electorate upon the City Council, and to oppose any movement which tends to impede the freedom of action of its elected representatives upon the City Council.

3. Membership

3.1 Membership of the ASSOCIATION shall be open to anyone who legally resides, owns or rents property or operates a business within the Area.

3.2 The annual subscription of the member shall be an amount determined by the Committee from time to time.

4. General Meetings

4.1 The Annual General Meeting (AGM) of the Association shall be held within a period of six months from the end of each financial year.

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4.2 The reviewed accounts of the Association shall be tabled at that meeting.

4.3 Notice of the AGM shall be communicated to members at least ten days prior to the date thereof and shall specify the purpose thereof.

4.4 A Special General Meeting may be called at any time, either by the Committee or by the secretary upon receipt by him or her of written demand therefor signed by at least 10 members in good standing and setting out in full the reasons for said demand.

4.5 Notice of a Special General Meeting shall be communicated to members at least ten days prior to the date thereof and shall specify the purpose thereof.

4.6 Twenty-five members in good standing shall form a quorum at an AGM or at a Special General Meeting. If a quorum is not present within 30 minutes of the time set for the commencement of any such meeting, that meeting shall stand adjourned. It shall thereafter be reconvened, notice of the new date and venue communicated to members at least five days prior to the date thereof and the members then present shall be deemed to form a quorum.

4.7 Voting shall be by show of hands of voting members.

4.8 Every voting member shall be entitled to vote at a general meeting, and it may be in person or by proxy (appointed in writing). A proxy shall be a member of the association. If two or more persons are jointly voting members, only one may vote.

4.9 A Private Member who holds or represents a Business Membership shall be entitled to vote in respect of either of the memberships.

5. Management by Executive Committee (committee)

5.1 The affairs of the Association shall be conducted and managed by a committee consisting of not more than 12 members who shall be elected annually at the AGM or co-opted in terms of Clause 5.10 hereof.

5.2 The management committee may take on the power and authority that it believes it needs to be able to achieve the objectives of the organisation

5.3 Committee members offer, and are appointed to render, community service for the benefit of the community and committee members shall not be remunerated by the Association for services rendered as committee members but may be reimbursed for legitimate disbursements made on behalf of the Association and authorized by the committee.

5.4 A simple majority of committee members present at any committee meeting shall be enough to carry a resolution. In the event of a deadlock, a re-vote shall take place later in the

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same meeting, and if the deadlock remains, then the chairperson shall have a casting vote. All members of the committee shall abide by any lawful decision of the committee.

5.5 Any committee member with any financial or other personal or business interest in any matter being discussed or subjected to a vote shall disclose such interest to the committee (preferably in writing) and recuse himself or herself from any debate on and the vote on the matter. A committee member shall further also disclose any other interest to avoid the perception of or an actual conflict of interest.

5.6 The committee shall, at its first meeting, which shall be held not more than a month after the AGM, elect from among its members the following officers:

- Chairperson;
- Honorary Secretary, and
- Honorary Treasurer.

5.7 The names of these shall be advised to members within one month of their election.

5.8 No committee member shall be chairperson for more than three years unless there is majority agreement on the matter.

5.9 The following person shall be disqualified from being committee members of the Association:

- Anyone who is or becomes a city councilor;
- Anyone failing to attend three successive committee meetings; without submission of an apology acceptable to the committee;
- Anyone who votes or has voted on any matter and who failed to disclose any interest therein, as stipulated in clause 5.4 above
- Anyone with a criminal record

5.10 The committee shall have the power, by majority vote, to co-opt members eligible in terms of this Constitution to be members of the committee to fill vacancies.

5.11 The committee shall have the power to constitute sub-committees for special purposes. Such sub-committees may include persons who are not themselves members of the committee or of the Association, if the committee regards this as in the interests of the Association. The chairperson of any such sub-committee shall, however, always be a member of the committee.

5.12 The committee shall have authority to act in concert with bodies like the Association on matters of common interest and to pay subscriptions for such memberships of any association of such bodies.

6. Rights in the property or other assets of the organization

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Members or office bearers of the organisation do not have rights over things that belong to the organisation.

7. Committee meetings

7.1 The committee shall meet as often as necessary to ensure a good level of activity in the interest of the Association. Committee meetings shall be convened:

- At least once a quarter;
- At dates set by the committee in meeting;
- At the request of the chairperson;
- At the request of the secretary;
- At the request of the treasurer; or
- Upon written demand of at least three committee members.

7.2 Notice of any committee meeting, including the agenda thereof, shall be communicated to committee members at least three days prior to the date thereof, in a place easily accessible to all members of the committee.

7.3 Records of meetings

7.3.1 Proper minutes and attendance records must be kept for all meetings of the organisation.

7.3.2 The secretary or acting secretary of the committee at any committee meeting shall within two weeks of such meetings issue and display minutes of the meeting.

7.3.3 The minutes shall be confirmed as a true record of proceedings by the next meeting of the Board, or of general members as the case may be, and shall thereafter be signed by the chairperson.

7.3.4 Minutes shall thereafter be kept safely and always be on hand for members to consult.

7.4 Five committee members shall form a quorum of a meeting of the committee. If a quorum is not present within 40 minutes of the time set for the commencement of any committee meeting, that meeting shall continue without any formal votes, and non-attending members shall be advised in writing of the issues discussed at such meeting.

7.5 Whenever possible and practical, voting shall take place at committee meetings. When same is either not possible or impractical, voting may take place via email, WhatsApp or SMS on the same basis of majority vote.

8. Finances

8.1 All funds of the Association shall be deposited with a recognized banking institution and all monies received or collected by or on behalf of the association shall be paid into such account and payments therefrom shall require approval by the committee as determined in 6

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above, either at a formal meeting or round robin decision. Signatories to the account will be the number as required by the relevant bank and members authorized thereto from time to time by the committee.

8.2 The committee shall cause proper accounts to be kept; which shall be reviewed independently by a duly qualified and registered accounting officer, at the end of each financial year.

8.3 The financial year of the Association shall end on the last day of December.

8.4 The organisation may not give any of its money or property to its members or office bearers. The only time it can do this is when it pays for work that a member or office bearer has done for the organisation. The payment must be a reasonable amount for the work that has been done.

9. Notices

Notices shall be circulated by email to the last known email address of a member.

10. Indemnity

10.1 Subject to legislation, any member or member of the executive committee, and any other office bearer shall be indemnified by the Association for all authorized acts reasonably done by them in good faith on its behalf. It shall be the duty of the Association to pay all costs and expenses that any such person incurs or becomes liable for because of any contract entered, or act done by him or her, in his or her capacity so acting on behalf of the Association.

10.2 Subject to legislation, no member or member of the executive committee, and any other office bearer shall be held liable for the acts, receipts, neglects or defaults of any other member or office bearer, or for any loss, damage or expense suffered by the Association, which occurs in the execution of an authorized duty on behalf of the Association, unless this arises as result of his or her dishonesty, or failure to exercise the required standard of care, diligence and skill.

11. Amendment of Constitution

Amendment of this constitution shall be affected only at an AGM or at a Special General Meeting convened for that purpose. The full text of any proposed amendment shall be published in the Notice of the Meeting. To pass such an amendment, a favorable vote of two-thirds of the members present at such meeting shall be necessary and the chairperson of the meeting shall not be empowered to exercise his or her casting vote for that purpose.

12 Continued Existence

Continue to exist even when its membership changes and there are different office bearers.

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13. Dissolution of Association

Upon a resolution carried by the votes of two thirds of the members attending a Special General Meeting held for the purpose, the Association may be dissolved. In the event of such dissolution the funds of the Association and any other assets it may still have after all liabilities have been discharged shall be disposed of either to another body with similar aims and objects or to a charitable purpose, as the meeting may determine by a simple majority vote. In no circumstances whatsoever shall any assets of the Association be divided among its members or paid over to any of them.

This constitution was approved and accepted by members of the Southeast Midrand Suburban Alliance at a special general meeting held on the 6th April 2024



Chairperson

Secretary