



since 1975

**DE WATERKANT CIVIC ASSOCIATION**  
**PO Box 821 Green Point 8051**

# CONSTITUTION

## 1. DEFINITIONS

In this Constitution, all words or expressions importing the masculine gender shall include the feminine; words signifying the singular shall include the plural and vice versa; and unless the context otherwise expresses, the following expressions shall have the meanings indicated:

- “Association” shall mean the De Waterkant Civic Association (DWCA)
  - “Council” shall mean the City of Cape Town Council or the Good Hope Subcouncil or other such authority.
  - “Member” shall mean fully paid-up member of the DWCA.
  - “Chairman” shall mean chair or chairperson of the DWCA.
  - “MC” shall mean the Management Committee
- \* The “Area” is defined in 4 below.

## 2. NAME.

The name of the Association shall be DE WATERKANT CIVIC ASSOCIATION, hereinafter referred to as DWCA.

## 3. LEGAL STATUS OF THE ASSOCIATION & MEMBERS

- a) The DWCA is 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.
- b) The Association is a “*universitas personarum*”, an independent legal persona or entity, distinct from individuals who comprise it, having the capacity of acquiring rights of property, or incurring obligations and of suing or being sued in its own name and having perpetual succession, and neither members nor the Executive Committee shall be answerable for the debts or engagements of The Association
- c) The Chair shall not be personally liable for any loss suffered.
- d) The liability of each member shall be limited to his/her subscription and to any other debt owing by such member to the DWCA.

#### 4. AREA OF OPERATION.

Without limiting consideration of matters affecting the City of Cape Town as a whole, the activities of the DWCA shall be bounded by the area of De Waterkant "village" which is bounded within Somerset Road to the north; within Strand Street to the south; within Hudson Street to the east; and within Boundary Road to the west. The accompanying map issued by the Council defines this area. This is referred to herein as "the Area".

#### 5. OBJECTIVES

The objects of the DWCA shall be:

- a) To continue to strive for the preservation and upgrading of the area, and to maintain the historic nature of the conservation area referred to as De Waterkant and to work towards having the area classified as a heritage site.
- b) To increase public awareness of the historical value and the significance of the area in the Cape Town area.
- c) To oppose any matter deemed detrimental to the area, and areas adjacent to it
- d) To work closely with the civic associations of adjacent areas in matters affecting our common interests.
- e) To keep itself acquainted with the affairs of the Council, and particularly with matters which affect ratepayers and/or residents
- f) To advance and safeguard the interests of owners and occupiers of properties within the area, having regard to its proximity to the City of Cape Town and to work for the preservation of the character of the area;
- g) To work for the establishment of a responsible, civic-minded and law-abiding community, and its subsequent maintenance in the area.
- h) To stimulate public interest in local government bodies, and to create civic pride.
- i) To assist actively in securing the efficient and progressive administration of the City Of Cape Town.
- j) To encourage members of the DWCA to take a keen interest in all local government matters with a view to suitable persons being nominated for election as members of the City Council and of other local governing bodies.
- k) To actively pursue fund-raising opportunities and to seek sponsorships wherever possible to facilitate the achievement of the above objectives.

#### 6. URGENT LEGAL ACTION

The Chairman may commence with legal proceedings and depose to an affidavit on behalf of the DWCA, or may authorise a member of the management committee or the legal representatives of the DWCA to depose such an affidavit, in order to advance and safeguard the interests of owners and occupiers within the area, if;

- a) the interests of the owners and occupiers will be prejudiced by delaying legal procedures until the Chairman or a member of the management committee or the legal representatives of the DWCA are duly authorised by a properly constituted meeting;
- b) three committee members have authorised the Chairman, or a member of the management committee or the legal representatives of the DWCA in writing (including e-mail) to commence with legal proceedings and to depose an affidavit.

#### 7. MEMBERSHIP

Membership shall be open to any person, including any juristic person, who is resident in the Area or a ratepayer of the Area or who owns or leases property which is situated in the Area; and shall become effective on payment of subscription.

## 8. SUBSCRIPTIONS

- a) The annual subscriptions shall be determined by the management committee and shall be payable in advance of the Annual General Meeting in March.
- b) The membership fee may be amended from time to time by the MC.

## 9. TERMINATION OF MEMBERSHIP

Membership of the DWCA may terminate:

- a) At any time upon the submission of a written resignation addressed to the Secretary. There will be no refund of subscriptions.
- b) When any subscription is in arrears for more than 30 days.
- c) Any member who breaches the Code of Conduct or refuses or neglects to carry out any resolution duly passed by the MC or who in the opinion of the MC gives the DWCA a bad name may either be suspended by the MC for such period as it may determine, or may be expelled from the DWCA,
- d) Written notice of suspension or expulsion shall be given to the member concerned.

## 10. GOVERNING AUTHORITY

The governing body of the DWCA shall be the members assembled at a general or special general meeting and shall be referred to as the governing authority.

## 11. MANAGEMENT COMMITTEE

- a) At each AGM, a Management Committee (MC) of six to 10 members shall be elected.
- b) The election shall take place by a show of hands or by ballot if so demanded by a majority of those present.
- c) The MC shall elect from their own body a Chair, Secretary and Treasurer.
- d) The MC shall have the power to fill a vacancy, providing the candidate is proposed and seconded by two non-MC members. The appointed member may then seek a mandate from the DWCA at its next general meeting, or that meeting may elect a member of its own choice. The chair shall be empowered to co-opt a further two members to be known as CHAIRMAN'S APPOINTEES, but since these additional members would not be elected by the Governing Authority, they may not have MC vote. Co-option by this method may be for one meeting or for as many meetings as the Chair considers to be expedient and may continue to the next AGM when all Offices and Appointments automatically become vacant.
- e) The MC shall have the power to elect sub-committees from its members to deal with such matters as it may delegate in terms of the Constitution. The Chairman of the MC shall, ex officio, be a member of all sub-committees. The convenor of any sub-committee shall be appointed by the MC, unless the power to make such appointments is delegated to the sub-committee.
- f) The MC shall meet regularly with a minimum of ten meetings a year. A quorum of such meetings shall be 50% plus 1 of MC members.
- g) Any member of the MC who fails to attend three consecutive meetings without leave of absence shall forfeit office at the discretion of the committee. The vacancy shall then be filled by the MC.
- h) Any member of the MC may at any time convene a special meeting of the MC.
- i) The MC may make rules governing the procedure for conducting the affairs of the DWCA.
- j) The DWCA shall not actively promote the interests of any political party.

## 12. DUTIES AND POWERS OF OFFICERS

No member of the Association shall exercise a vote unless they are in good standing.

- a) The Chair shall be responsible for the observance of the Constitution governing the DWCA and shall conduct all meetings within its framework under the general rules of debate. He/she shall have a casting vote.
- b) The Secretary shall be responsible for keeping a record of all business conducted at both MC and General meetings, shall receive all correspondence on behalf of the DWCA and shall send such letters in reply as the MC may deem necessary. He/she shall also manage the sending out notice of all meetings of the Association; and ensure that the head and local representatives of the CID and Councillor(s) for the area is/are provided with a copy of the minutes of all the meetings held by the DWCA, as well as given timeous notice of all General meetings.
- c) The Treasurer shall be responsible for keeping such books and records of the financial affairs of the DWCA as the MC may direct. In addition, he/she shall collect all subscriptions due by members. He/she shall bank all monies in a financial institution nominated by the MC. He/she shall present financial statements at every MC meeting.

## 13. GENERAL MEETINGS

- a) The AGM of the DWCA should be held in the month of March; and General meetings at such times as the MC may deem necessary.
- b) The quorum at all General meetings shall be 10 members. In the event of there not being a quorum at a duly convened General meeting, the meeting shall be adjourned for not more than one month. Members shall again be given notice of such a meeting and at such subsequent meeting, the members present that are entitled to vote shall constitute a quorum.
- c) Special General meetings shall be called by the Secretary or Communications Officer on receipt of a written request from the Chairman or on receipt of a requisition signed by no less than 10 members.
- d) Members shall be advised by e-mail at least 10 clear days prior to the date of all general meetings, and an agenda of the business to be transacted shall appended at the same time.
- e) All General meetings shall be open to the public and the Press except when decided otherwise by the MC or the governing authority.
- f) The Chair, or a nominated substitute, shall preside at all general meetings and shall have a casting vote as well.
- g) The AGM of members of the DWCA shall deal with the following matters:
  - i. To confirm the minutes of the previous AGM and all special general meetings held since;
  - ii. To consider the annual report of the Chairman
  - iii. To consider the annual financial statement
  - iv. To elect the Management Committee
  - v. To appoint an auditor for the ensuing year
  - vi. To consider any business of which due notice has been given
  - vii. General

14. MEMBERS' VOTING POWERS

- a) Subject to the provisions below of this clause, members shall be entitled to one vote per Erf in the Area, providing the membership is fully paid-up and where there are multiple tenants in an Erf (for example, sectional titles) a tenants' representative shall be entitled to vote on all matters of the DWCA.
- b) No member shall be allowed to vote if s/he is not in good standing.
- c) Representatives of juristic persons may vote at General meetings only if they are authorised in writing to do so.
- d) A written proxy will be accepted as well as a general power of attorney drawn in the name of a paid-up member of the DWCA.

15. FINANCIALS

- a) The financial year-end of the DWCA shall be the last day of February.
- b) All funds drawn against the account of the DWCA shall be authorised by the Chairman and/or Treasurer together with any MC member.
- c) A balance sheet and a revenue and expenditure account for the preceding financial year shall be submitted to the AGM.

16. AMENDMENT OF CONSTITUTION

- 1. a) Alterations or additions to this Constitution may only be made by a vote of two-thirds of the members present at a General or Special General meeting of the DWCA.
- 2. b) Not less than 10 days' written notice of all proposed alterations or additions shall be given to members
- 3. c) Notice of any proposed alterations or additions to this Constitution by a member must be given in writing addressed to the Secretary/Treasurer at least 30 days before any general meeting, and the MC shall submit its recommendations thereon to such general meeting.

17. CODE OF CONDUCT

The code of conduct shall be binding on all members and office bearers of the DWCA. The following Rules of Conduct shall be observed:

- a) Members must at all times conduct themselves at meetings in a dignified and orderly manner. Any member who persists in conducting himself/herself inappropriately must leave the meeting immediately when so ordered by the Chair.
- b) All members and/or Office Bearers shall comply with the aims and objectives and the Constitution of the Association.
- c) No member and/or Office Bearer shall influence or attempt to influence the DWCA 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.
- d) No member and/or Office Bearer of the DWCA 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 DWCA.

18. AMALGAMATION AND DISSOLUTION

- a) The DWCA may enter into partnership or amalgamate with any entity or association with the same or similar objectives. The movable property of the DWCA may be sold and the DWCA wound up, or reconstructed, by the resolution of the majority of not less than 66% of the votes of the members present in person at a Special General Meeting; provided, however, that there is not less than thirty (30) days' special notice of the meeting to consider such question, of partnership, amalgamation, winding up or reconstruction, and that such notice clearly sets forth the objectives of the meeting and provides further that not less than 20% of members eligible to vote shall be present at any such meeting.
- b) If at any meeting properly called, as aforesaid, the requisite number of members shall fail to attend, then the meeting shall stand adjourned to the same time and place in the next week. Special notice of the adjourned meeting shall be given by the Secretary and at such adjourned meeting any member or members present shall be deemed a quorum and shall have full power to act.
- c) If upon dissolution of the DWCA there remain any assets whatsoever after the satisfaction of all debts, liabilities, and obligations, such assets shall not be paid to or distributed among its members, but shall be given to a similar public organisation operating in the area or to such body/bodies as may be decided by the MC.