

**MILL HILL RESIDENTS
ASSOCIATION

CONSTITUTION**

MILL HILL RESIDENTS ASSOCIATION (previously Mill Hill Park Association)

CONSTITUTION

1. Name of Association

1.1. The name of the Association shall be “Mill Hill Residents Association”, herein referred to as “the Association”.

2. Voluntary Association

2.1. The Association shall be conducted as a Voluntary Association in the pursuit and furtherance of its stated aims and objectives as set out in Clause 5.

3. Membership

- 3.1. Membership of the Association shall be open to any person who supports the objects of the Association.
- 3.2. Any person desirous of becoming a member of the Association shall sign such application form as may be prescribed from time to time by the Committee. Such application shall be approved or disapproved by the Committee without giving any reason therefore. The applicant shall be informed in writing of the result of his/her application.
- 3.3. A signed application form shall be an acknowledgement on the part of the applicant that he/she has read and understands the provisions of the Constitution and that, upon being made a member, will be bound by such Constitution.
- 3.4. As it is not the purpose of the Association to trade in order to make a profit, no distribution of profit, capital or fund shall ever be made to members, unless made in terms of Clause 14.5.

4. The Committee

- 4.1. Composition of Committee
 - 4.1.1. All members of the Committee shall be members of the Association.
 - 4.1.2. The Committee shall comprise not less than five (5) nor more than fifteen (15) persons, to be known as members of the Committee.
 - 4.1.3. The members of the Committee shall elect from their number:
 - 4.1.3.1. The Chairperson;
 - 4.1.3.2. The Secretary; and
 - 4.1.3.3. The Treasurer.
 - 4.1.4. Members appointed to the Committee in 1997 and each year thereafter, shall hold office for two (2) years and shall be eligible for re-election.

5. Aims and Objectives

- 5.1. The aims and objectives of the Association are to:
 - 5.1.1. Initiate, take and/or promote any lawful measures which may be deemed necessary in order to reduce crime in the suburb of Mill Hill, Bryanston and include *inter alia* to co-operate with the South African Police Services, municipal authorities, regulatory and statutory bodies and other

- stakeholders and interest groups in matters relating to the safety, security and/or wellbeing of the members of the Association and the suburb of Mill Hill, Bryanston;
- 5.1.2. Engaging as either principal in its own name, or as agent for and on behalf of the members of the Association, the services of one or more entities which provide security and all things incidental to such security services to members of the Association and the suburb of Mill Hill, Bryanston;
 - 5.1.3. Initiate and monitor trends, activities, initiatives and any other factors which may influence and/or impact the safety and/or wellbeing of the members of the Association and suburb of Mill Hill, Bryanston;
 - 5.1.4. Ensure that erf 4780 Bryanston Extension 37 (herein referred to as "Mill Hill Park") is at all times zoned insofar as the appropriate Authorities are concerned, as a park for the benefit of local residents;
 - 5.1.5. Procure the upkeep and maintenance of Mill Hill Park and the cleaning of the streets and verges of Mill Hill to a standard acceptable to the members of the Association;
 - 5.1.6. Take appropriate action whenever necessary to care for the welfare of all residents of Mill Hill, Bryanston;
 - 5.1.7. Raise funds for achieving the aims and objectives of the Association; and
 - 5.1.8. Do all such things as may be necessary for and incidental to such objects.

6. Power of the Committee

- 6.1. The management and control of the Association shall be vested in the Committee. More particularly, the Committee shall have the following special powers:
 - 6.1.1. To raise and collect funds necessary to further the aims and objectives of the Associations;
 - 6.1.2. To utilise the funds collected to further the aims and objectives of the Association;
 - 6.1.3. To pay, whether as principal, or as agent on behalf of all or any member(s), for any service and/or agreement required to meet the aims and objectives of the association;
 - 6.1.4. To open an account with a financial institution for the purpose of depositing the Association's funds therein and making payment of the Association's liabilities therefrom;
 - 6.1.5. To hold meetings with the members of the Committee when and where the Chairperson deems this reasonable and necessary;
 - 6.1.6. To acquire by purchase, exchange, lease, donation or in any other manner whatsoever movable property of all kinds and services of all kinds.
 - 6.1.6.1. Provided that any such acquisition for less than R25 000 (twenty-five thousand Rand) for a single purchase/commitment and R50 000 (fifty thousand Rand) for annual contracts shall require the approval of the Committee only; and
 - 6.1.6.2. Provided that any such acquisition (other than a donation) in excess of R25 000 (twenty-five thousand Rand) for a single purchase/commitment and R50 000 (fifty thousand Rand) for annual contracts shall require the approval of the Committee and authorisation of members in General Meeting.
 - 6.1.7. To deal in any manner whatsoever with any property of the Association.
 - 6.1.7.1. Provided that any disposition of property of the Association for less than R25 000 (twenty-five thousand Rand) in value shall require approval of the Committee only; and
 - 6.1.7.2. Provided that any disposition of property of the Association in excess of R25 000 (twenty-five thousand Rand) in value shall require approval of the Committee and authorisation of members in General Meeting;
 - 6.1.8. To appoint sub-committees to assist the Committee in the exercise of its functions and in the discharge of its duties; and
 - 6.1.9. In the case of an emergency arising and requiring immediate action, the Chairperson, Treasurer and one other member of the Committee shall constitute an Executive Committee for the

purpose of dealing with that emergency. Their action in this emergency shall be reported to the next Committee Meeting

7. Register of Members

- 7.1. The Treasurer shall keep an up to date register of the names of the members, their addresses and telephone numbers. It shall be the duty of each member to inform the Treasurer of any change of address or telephone number.

8. Resignation of Members

- 8.1. A member may at any time by giving notice in writing to the Treasurer resign his membership of the Association.

9. Communications, Ethics and Confidentiality

9.1. Communication

- 9.1.1. The Secretary is to ensure effective communication with and between all members;
- 9.1.2. The website will be the main source of communication.
- 9.1.3. The constitution will be available on the Mill Hill Residents Association website (<http://www.millhillra.com>).
- 9.1.4. Any communication by members to the Committee should be done in writing either by email or members social groups. All such communication must be acknowledged within 2 (two) working days clearly stating that the Committee has received such correspondence and whether the Committee or designated sub-committee will be attended to the matter.

9.2. Ethics

- 9.2.1. The members of the Association shall always deal with each other in a respectful and dignified matter and shall not infringe on the lawful rights of others.
- 9.2.2. Members of the Association shall not put the Association into disrepute or conduct themselves in a manner which is not becoming of a member.
- 9.2.3. Should an infringement occur, and notwithstanding the common law, disciplinary action may be taken against the offending party/parties and if needed an independent person or body may be called on to arbitrate between the parties.

9.3. Confidentiality

- 9.3.1. Members information will be treated with the utmost confidentiality.
- 9.3.2. No members information will be distributed for any reason without the explicit permission of the Committee, with full disclosure for the need and/or use of the list.
- 9.3.3. Members information may not be distributed to any third party or sold or used for any marketing purposes other than to further the aims and objectives of the Association.

10. Subscriptions

- 10.1. Members shall be required to pay such subscriptions as may be determined from time to time by the Committee of the Association.
- 10.2. Subscriptions shall become due and payable on days determined by the Committee. Any member who has not paid his/her subscription within 14 (fourteen) days of the due date shall be liable to have their membership terminated at the option of the Committee.
- 10.3. The first subscription of a member shall be payable on the first working day of the month following acceptance of a member by the Association.

11. Liability of Members

- 11.1. In the event of the Association being wound up, there shall be no liability incurred by any member other than in respect of unpaid subscription.

12. Proceedings of the Committee

- 12.1. A quorum for a Committee meeting shall be 4 (four) members.
- 12.2. The Committee and members shall meet at least once a quarter at a General meeting for dispatch of business.
- 12.3. A member of the Committee may resign his/her seat at any time by giving written notice thereof to the Secretary.

13. Secretary

- 13.1. The secretary shall:
 - 13.1.1. Convene all meetings;
 - 13.1.2. Attend to all correspondence and be responsible for the issue of all notices;
 - 13.1.3. Cause minutes to be kept of all meetings of the Committee and Members; and
 - 13.1.4. Distribute minutes of meetings of the Committee to each member of the Committee within 10 (ten) days after the meeting to which the minutes refer via email and the Mill Hill Residents Association website (<http://millhillra.com>)

14. Finance

- 14.1. All funds relating to the Association which from time to time are received by the Association shall be deposited without delay to the account referred to in Clause 6.1.4.
- 14.2. All expenses of the Association shall be paid from the account referred to in Clause 6.1.4.
- 14.3. The Association will apply all its assets and income, however so derived, to advance its stated aims and objectives as set out in Clause 5.
- 14.4. The Treasurer shall keep reasonably detailed records of all receipts and payments relating to the Association and shall report the income and expenditure of the Association since the date of the previous meeting to the Committee and Members at each quarterly meeting.
- 14.5. The Association may not pay any portion of its income or transfer any portion of its assets to a person whom is a member of the Association, except:
 - 14.5.1. As reasonable remuneration for goods delivered or services rendered to the Association;
 - 14.5.2. As reasonable payment of, or reimbursement for, expenses incurred to advance a stated objective of the Association where pre-approved by the Committee;
 - 14.5.3. As part of an amount due and payable by the Association in terms of a *bone fide* Agreement entered into between the Association and that member; and
 - 14.5.4. In respect of any legal obligations binding on the Association.

15. Financial Year

- 15.1. The financial year of the Association will commence on the first day of March in each year and end on the last day of February of the following year.

16. Annual Financial Statements

- 16.1. The annual financial statements of the Association shall be prepared within 2 (two) months of the financial year end.
- 16.2. Such statements, together with a Report from the Chairperson, shall be distributed to all members of the Association within 3 (three) months of the financial year end via email.

17. Procedure to be followed in the election of the Committee

- 17.1. Simultaneously with the distribution of the financial statements (as set out in Clause 16.2 above) the Secretary shall send a notice to each member calling for nominations for the Committee. Such notice shall list the names of the retiring Committee members who are eligible for re-election and also a call for new Committee member nominations.
- 17.2. If the number of nominations received is more than the number of vacancies, the election of the required number of members shall be conducted by means of a vote arranged by the Secretary.

18. General Meetings

- 18.1. Notice shall be given by email to each member of the place, date and time of the General Meeting so called and the business to be transacted there at. The non-receipt by any member of any notice calling a General Meeting shall not invalidate the proceedings of any such meeting.
- 18.2. The quorum for a General Meeting shall be 10 (ten) members.
- 18.3. If there is no quorum within 10 (ten) minutes after the time of the meeting asked for by requisitions, the meeting shall be abandoned.
- 18.4. Except as provided in Clause 18.3 hereof every item of business at a General Meeting shall be decided, in the first instance, by a show of hands. Unless at least 5 (five) members demand that any motion submitted to the meeting be voted by ballot, the Chairperson shall declare the vote by a show of hands.
- 18.5. Whether on a show of hands or on a ballot each member present and entitled to vote shall have 1 (one) vote.

19. Extraordinary General Meeting

- 19.1. The Committee at any time may convene an Extraordinary General Meeting of members of the Association upon giving 14 (fourteen) days notice of such meeting stating the nature of the business to be transacted at the meeting. The Committee shall convene an Extraordinary General Meeting within 21 (twenty-one) days of receipt by the Secretary of a written requisition stating the object of the meeting, asking for such a meeting and signed by not less than 5 (five) members.
- 19.2. The quorum for an Extraordinary General meeting shall be 15 (fifteen) members.
- 19.3. If there is no quorum within 10 (ten) minutes after the time of the meeting asked for by requisitions, the meeting shall be abandoned.
- 19.4. In the event of there being no quorum within 10 (ten) minutes after the time fixed for an Extraordinary General Meeting called by the Committee, the meeting shall stand adjourned for 1 (one) week at the same time, day and place, and at such adjourned meeting those present shall constitute a quorum.

- 19.5. The business of the Extraordinary General Meeting shall be passed if not less than 75% (seventy-five) percent of those numbers present vote in favour of the business transacted.

20. Amendments to this Constitution

- 20.1. The Mill Hill Residents Association Constitution ("Constitution") may be amended, rescinded or altered only at a general meeting or at an extraordinary general meeting and as resolved by simple majority.
- 20.2. Any amendment to the Constitution which is duly approved will take effect immediately after the meeting at which it is accepted, unless otherwise specified.

21. Dissolution of the Association

- 21.1. Should the Association be dissolved or liquidated, the whole of its assets, if any, shall be handed to any other non-profit making body or charity, chosen by the Committee, whose objects include serving the needs of the homeless within Sandton or the larger area of the City of Johannesburg.

22. Interpretation

- 22.1. In the event of any doubt or disagreement regarding the interpretation of any provision(s) of this Constitution, the decision taken thereon by the Committee by majority vote shall be final and binding.

This is the Constitution as amended and adopted on _____.

Chairperson