

Constitution of the Kilner Park Ratepayers Association

1. NAME

- 1.1 The name of the Association is the “Kilner Park Ratepayers Association”. The shortened name is “KPRA”.
- 1.2 In this Constitution, “Kilner Park” is defined as the area between Stormvoël Road to the North, and the Colbyn Wetland in the South, between Slater and Cornelius streets in the East and Abilia and Walton Streets in the West.
- 1.3 The area is delineated on the map attached as **Appendix 1**.

2. STATUS

- 2.1 The Association is an independent, legal body with legal personality separate from its members.
- 2.2 Members are not liable for the debts or obligations of the Association.

3. OBJECTIVES

- 3.1 The objectives of the Association are generally to protect the local government rights and interests of its members in Kilner Park and without derogating from the generality of this objective, the objectives of the Association include:
 - (a) promoting the protection and preservation of the built and natural environment of the area;
 - (b) promoting the provision of efficient and affordable municipal services to the area;
 - (c) participating in public affairs for the better government of the area.

4. MEMBERSHIP

- 4.1 All registered owners of property in Kilner Park can become members of the Association. (Refer to **Appendix 2A** and to **Appendix 2B**.) There will only be one vote per registered property.
- 4.2 Where land is owned in the name of a corporate entity such as a company or a close corporation or in the name of a trust, the corporate entity or trust must appoint in writing a nominee to represent the entity or trust (refer to **Appendix 2B**). Only the nominated person shall be entitled to vote on behalf of the entity.
- 4.3 Applications for membership must be made on the forms prescribed in **Appendix 2A** or **Appendix 2B** and must be accompanied by payment of the membership subscription once such subscription has been approved by the first Annual General Meeting of the Association.
- 4.4 The monthly subscription for membership shall be determined by members at the first Annual General Meeting of the Association and thereafter at successive Annual General Meetings of the Association.
- 4.5 The Association will fund itself through membership subscriptions, fundraising and donations.

- 4.6 Members may resign membership by written notice to the Executive Committee. In this event any subscriptions paid will not be refundable.
- 4.7 The Executive Committee may terminate the membership of a member:
 - 4.7.1 who is no longer qualified to be a member; or
 - 4.7.2 whose subscription is more than three (3) months in arrears; or
 - 4.7.3 who has acted in serious breach of the Association's objectives, in which case the member shall first be given an opportunity to make representations justifying his/her/its conduct.

5. GENERAL MEETINGS

- 5.1 The Association's Annual General Meeting shall be held within four (4) months of the end of the Association's financial year, at a time and place determined by the Executive Committee.
- 5.2 Issues for discussion at the Annual General Meeting shall be submitted, via email, to the Association's Communications Officer fourteen (14) days prior to the Meeting.
- 5.3 The Annual General Meeting shall:
 - 5.3.1 elect the members of the Executive Committee;
 - 5.3.2 determine the monthly subscriptions;
 - 5.3.3 receive the Chairperson's annual report;
 - 5.3.4 receive the Treasurer's annual report;
 - 5.3.5 vote on amendments and additions to the Constitution, if any.
- 5.4 The Association may hold a Special General Meeting for the purpose of considering a specific Agenda. The Executive Committee may call a Special General Meeting at any time, provided that it shall give notice as provided for in clause 5.7 below and which notice shall clearly state the specific Agenda.
- 5.5 On the written request of at least ten percent (10%) of members, the Executive Committee must call a Special General Meeting of the Association in which case, the notice given to members, as per the provisions of clause 5.7 below, shall clearly state the specific Agenda.
- 5.6 The business to be transacted at any Special General Meeting shall be the business set out in the Agenda and nothing else.
- 5.7 At least twenty-one (21) calendar days' notice shall be given to members of all Meetings. The notice shall deal in sufficient detail with the purpose of the Meeting. Notice shall be given by email and on the Association's web page.
- 5.8 At least ten percent (10%) of members present in person shall constitute a quorum for a Meeting.
- 5.9 If a quorum is not present, the Meeting shall be adjourned for the same place and time seven business days later, in which case no quorum shall be required.
- 5.10 Voting, whether for members of the Executive Committee or otherwise, shall be by ballot.

- 5.11 Ballots will be issued to voting members when they sign the attendance register before the Annual General Meeting or before a Special General Meeting.
- 5.12 A voting member who is unable to attend an Annual General Meeting or a Special General Meeting may vote via ballot, up to 48 hours before the meeting.
 - 5.12.1 There will only be one vote per registered property.
 - 5.12.2 This ballot paper shall contain all the issues being voted on at the meeting.
 - 5.12.3 The Executive Committee shall make this ballot paper available 7 days before the meeting.
 - 5.12.4 The counting of these ballots shall be transparent.
- 5.13 Decisions shall be arrived at by a simple majority except in cases of changes to the Constitution as provided for in clause 11.1 below.

6. EXECUTIVE COMMITTEE

- 6.1 The business of the Association shall be managed by an Executive Committee consisting of six (7) members who have voting rights.
 - 6.1.1 These members shall be elected by ballot at the Annual General Meeting to fill the following positions:
 - a) Chairperson (non-voting except in deadlocked situations);
 - b) Treasurer;
 - c) Communications Officer (includes secretarial functions);
 - d) Planning /Land Use;
 - e) Civic Issues;
 - f) Two (2) General, non-portfolio specific.
- 6.2 Nominations of candidates for election to the Executive Committee must be received by the Association's Communications Officer at least seven (7) calendar days before the Annual General Meeting. Nomination forms must be signed by a nominator and a seconder, who shall both be members with voting rights, as well as by the candidate signifying his/her acceptance of the nomination.
- 6.3 Serving local government councillors may attend meetings in an ex officio capacity, unless they have been elected to office in terms of Clause 6.1 above.

7. FUNCTIONING OF THE EXECUTIVE COMMITTEE

- 7.1 The Executive Committee shall hold regular (at least ten per annum) meetings convened by the Chairperson and Minutes shall be kept of proceedings.
- 7.2 Half (1/2) of Executive Committee members present shall constitute a quorum. Proxies are not permitted.
- 7.3 If members are not able to reach consensus, the Chairperson can call for a vote on a proposal, to be taken by a show of hands. If there is an equality of votes, the Chairperson has a casting vote.

The Executive Committee has the power to constitute sub-Committees, which may have a mandate of a standing nature, or of an ad hoc nature. Voting and non-voting members of the Association may volunteer for sub-Committees.

If a matter arises which requires immediate attention and there is insufficient time to call a Meeting of the Executive Committee, the Chairperson may take action on

his/her own, after consulting and receiving feedback in writing from all those members of the Executive Committee that may be available.

8. PRINCIPLES OF GOVERNANCE

- 8.1 The Executive Committee must manage the Association's business in a way that promotes, and is consistent with, the Association's objectives.
- 8.2 Good faith must be shown at all times.
- 8.3 Conflicts of interest must be declared and the Executive Committee member concerned shall not participate in discussion or voting where such a conflict exists.
- 8.4 Personal interests in any matter before the Executive Committee must be disclosed by Committee members to the others.
- 8.5 An Executive Committee member must not influence, nor attempt to influence, the Executive Committee to come to a decision on any matter before it in exchange for any benefit, either direct or indirect.
- 8.6 The Association shall not take a political or religious stance on any matter.
- 8.7 Each meeting of the Executive Committee shall be minuted. The Minutes shall be signed by the Chairperson and made available for inspection to any member upon written request within two (2) calendar weeks after the Meeting.
- 8.8 Public and/or media statements on behalf of the Association shall only be made by the Chairperson, or a person appointed by the Chairperson. Comments shall be in writing. Any other Executive Committee member who wishes to make a public statement is entitled to do so in his/her own capacity, provided that he/she makes it clear that the statement is being made in his/her own capacity and not on behalf of the Association.

9. THE ASSOCIATION'S POWERS

- 9.1 The Association shall have the power to:
 - 9.1.1 open and operate bank accounts;
 - 9.1.2 do such other things as may be necessary for the Association to give effect to its objectives.
- 9.2 Members of the Association shall be aware that, despite decisions made by the Association, either by vote at an Annual General Meeting or at a Special General Meeting or by its Executive Committee, all Kilner Park property owners are entitled in their own capacity to make their views known.
- 9.3 However, no member of the Association has the right to make statements on behalf of the Association or its Executive Committee without a written mandate from the Executive Committee.

10. FINANCIAL MATTERS

- 10.1 The Association shall keep proper accounting records and maintain banking accounts, the operation of which shall be under the supervision of the Treasurer and in accordance with standard accounting procedures.
- 10.2 The Treasurer's report shall be presented to the Annual General Meeting.

11. AMENDMENTS

- 11.1 Any amendments to this Constitution must be passed by a majority of at least two-thirds (2/3) of members with voting rights present at a General Meeting of the Association.

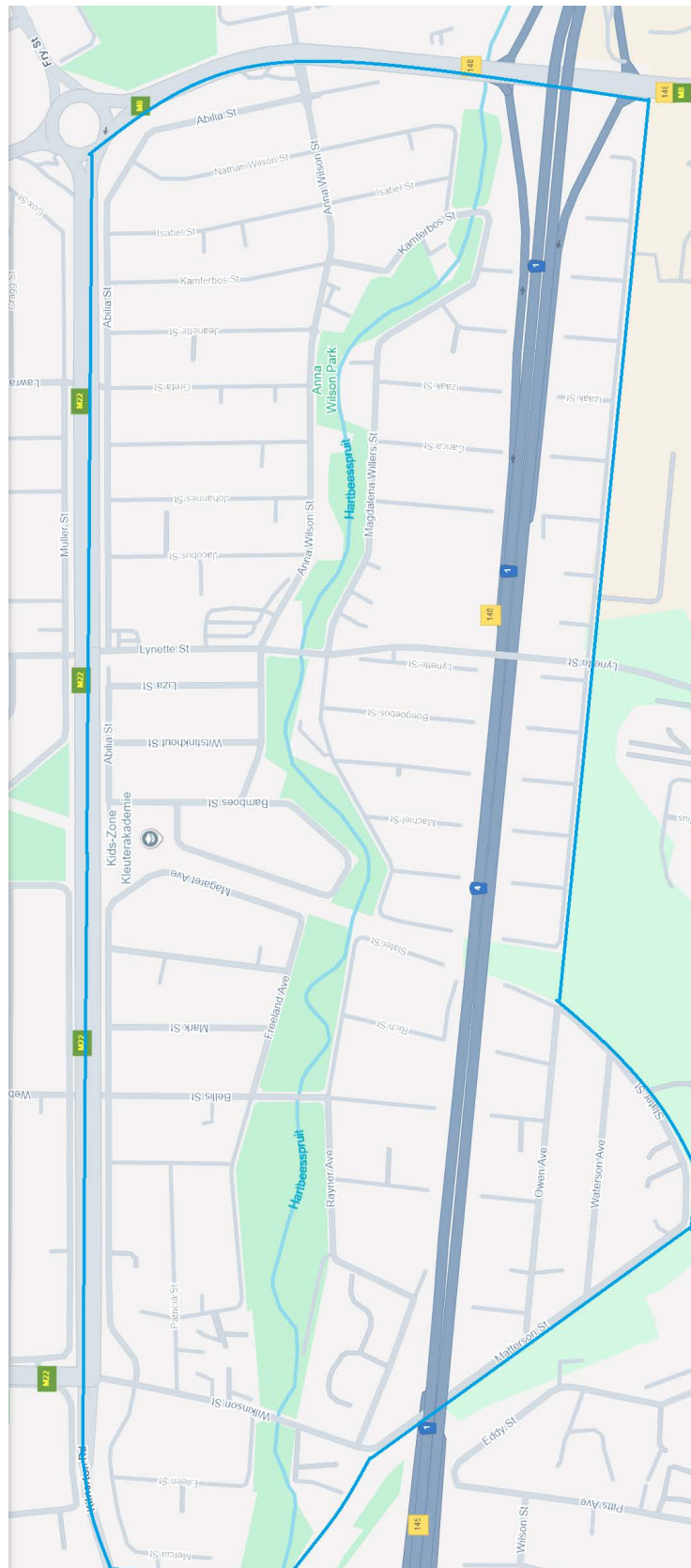
12. TERMINATION OF THE ASSOCIATION

- 12.1 The Association may be dissolved upon the passing of a resolution to that effect adopted by a majority of at least two-thirds (2/3) of members.
- 12.2 If the Association is dissolved, its surplus assets must be transferred to a body, or bodies, having similar objectives to those of the Association.

APPENDICES

1. Demarcation of the area of the Kilner Park Ratepayers Association
2. Membership Forms A and B

APPENDIX 1: DEMARCATED AREA OF THE KILNER PARK RATEPAYERS ASSOCIATION



The blue line indicates the boundary of the Kilner Park Ratepayers Association.

