

# **CONSTITUTION OF THE SEDIBENG REGIONAL TOURISM FORUM**

1.

## **LEGAL ENTITY**

- 1.1 The subscribing founding members, by appending their signatures hereto, create a voluntary association not for gain subject to the terms hereof.
- 1.2 The association shall be known as THE SEDIBENG REGIONAL TOURISM FORUM or any other name that the members may decide upon.
- 1.3 The association may institute or defend legal proceedings in its own name and is a separate legal persona.
- 1.4 The members of the association shall not be personally liable for the debts of the association.
- 1.5 Any income or assets of the association must be received and registered in the name of the association.
- 1.6 The association shall be governed by its members in terms of this constitution.
- 1.7 This constitution may only be amended by a two-third majority of the votes of members, taken during a special general meeting.

2.

## **MEMBERS**

- 2.1 Membership of the association is open to all stakeholders in the tourism industry with a direct or indirect interest in the promotion of tourism within the geographical area of the Sedibeng District Municipality.
- 2.2 The founding members shall be the first members of the association.
- 2.3 Additional members of the association shall be those members who apply for membership, subscribe to the objectives of the association and are accepted by the founding members and other members of the association.

- 2.4 Membership will be open to individuals, partnerships, companies, trusts, voluntary associations, non-governmental organizations and organs of state.
- 2.5 The association will be non-political.
- 2.6 Membership of the association shall cease upon:
  - 2.6.1 the resignation of a member;
  - 2.6.2 the death or insolvency of a member;
  - 2.6.3 a majority decision of the members, taken at a general meeting of members of which at least 14 (fourteen) calendar days written notice has been given.
- 2.7 Notwithstanding anything to the contrary herein, the association shall dissolve when:
  - 2.7.1 the objectives specified *infra* have been fulfilled or waived or
  - 2.7.2 on the resignation or withdrawal of the Sedibeng District Municipality as member of the association.

### 3.

## OBJECTIVES

The objectives of the association shall be:

- 3.1 To create an enabling and facilitating environment for the tourism industry in the Sedibeng area, in alignment with national and provincial legislation, and in particular:
  - To assist the Sedibeng District Municipality to implement the Gauteng Tourism Institutional Framework;
  - To provide a platform for all stakeholders in the tourism industry to provide their inputs regarding their needs and expectations;
  - To collate views and information in order to assist the Sedibeng District Municipality to make informed decisions regarding the effective and optimal governance and management of the tourism industry in its area;
  - To encourage stakeholders to organize themselves and elect representatives of any particular sector within the industry;

- To promote active participation of all stakeholders in the structures and systems that may be developed.
- To serve as an *interim* Regional Tourism Organisation until a final municipal entity is established.

#### 4.

### GOVERNANCE

- 4.1 The association shall be governed by its members in terms hereof.
- 4.2 The members shall at its first meeting elect an Executive Committee consisting of a chairperson, vice-chairperson, secretary, treasurer and such additional members holding portfolios as determined by the Executive Committee from time to time, provided that the chairperson shall be a person appointed by the Sedibeng District Municipality.

- 4.3 The duties of the office bearers are as follows:

#### 4.3.1 CHAIRPERSON

- acts as chairperson of all meetings of the Association and Executive Committee;
- determines the procedure to be followed at meetings;
- determines the agenda and frequency, in conjunction with the secretary, of all meetings;
- has a casting vote where a deadlock in voting occurs at any meeting;
- liaises with the Executive Mayors and Municipal Managers or designated officials of the Municipalities within the Sedibeng District Municipality's area;
- will guide and encourage the members of the association to achieve the goals set out in clause 3 supra;
- will attempt to obtain decisions of the association based on consensus of all members.

#### 4.3.2 VICE-CHAIRPERSON

- acts as chairperson in the absence of the chairperson;
- assumes the duties of the chairperson when acting as such;
- assists the chairperson when requested by the latter;

#### 4.3.3 SECRETARY

- is responsible for compiling the agenda in conjunction with the chairperson and the distribution of same;
- is responsible for the keeping of minutes of all meetings;
- is the custodian of all documents of the association;
- handles correspondence to and from the association in conjunction with the chairperson.

#### 4.3.4 TREASURER

- is responsible for all financial matters of the association;
- is the custodian of all financial records, if any, of the association;
- presents audited financial reports and statements to meetings, if applicable.

#### 4.3.5 ADDITIONAL MEMBERS

- such duties as allocated to them by the Executive Committee from time to time.

### 4.4 MEETINGS

#### 4.4.1 EXECUTIVE COMMITTEE

The frequency of such meetings shall be determined by the chairperson as stated in clause 4.3.1 above, but shall be at least monthly. Notice of meetings and the agenda's shall be in writing and sent to each member by e-mail, telefax or delivered by hand, at least 7 calendar days before the meeting, unless the Executive Committee decided upon the date of their next meeting during a meeting and such date is recorded in the minutes.

#### 4.4.2 GENERAL MEMBER MEETINGS

General meetings are held at such frequency as determined in terms of clause 4.3.1 above. Notice of meetings and the agenda's shall be in writing and sent to each member by e-mail, telefax or delivered by hand, at least 14 calendar days before the meeting, unless the date is decided upon at a general meeting and recorded as such in the minutes.

#### 4.4.3 SPECIAL GENERAL MEETINGS

Any member of the association who represents a sector or group of members not less than 5, may request the secretary in writing to convene a special meeting in which event the secretary, in conjunction with the chairperson, shall convene a special meeting of members with 10 days written notice as above during which meeting only the aspects specifically mentioned in the said request may be discussed and decided upon.

#### 4.4.4 QUORUM

A quorum for all types of meetings shall be those members who are present, provided that at least the chairperson (or vice-chairperson in his/her stead), secretary and two other members of the Executive Committee are present.

4.4.5 Although the members present at any meeting will attempt to reach decisions by consensus, each member so present at any meeting shall have the number of votes he/she/it represents, provided that in the event of a deadlock, the chairperson (or vice-chairman in his stead) shall have a casting vote and further provided that the chairperson (or vice-chairperson in his stead) shall have a right to veto any decision.

## FINANCES

- 5.1 The association shall not distribute any assets or income to any of its members or office-bearers and shall have no employees.
- 5.2 Members will not be required to pay membership fees.
- 5.3 Administrative costs shall be borne by the Sedibeng District Municipality, the amount which shall be in its sole discretion.
- 5.4 Each member shall be responsible for his/her/its own costs of attending meetings.
- 5.5 Should any sponsorship, donations or other income be received by the association, it shall be properly recorded and used only for the benefit of the association to reach the objectives mentioned *supra*.
- 5.6 The association shall have no budget but may operate a banking account at a South African Bank, if the need arises and the Executive Committee decides to open a banking account. The authorized signatories to such a bank account will be the persons designated by the Executive Committee, but shall include at least the treasurer together with one other Exco Member.
- 5.7 Proper records of all financial transactions shall be recorded and audited by the Sedibeng District Municipality or its designate.
- 5.8 The financial year of the association shall coincide with that of the Sedibeng District Municipality .

SIGNED at VEREENIGING on the 22<sup>nd</sup> day of OCTOBER 2010 by the undersigned founding members.

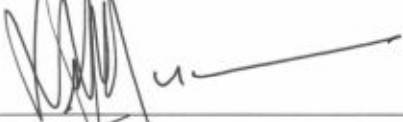
TL MKAZA 

For SEDIBENG DISTRICT MUNICIPALITY



H. J. Kiese.

For EMFULENI LOCAL MUNICIPALITY



H. Human.

For MIDVAAL LOCAL MUNICIPALITY

For LESEDI LOCAL MUNICIPALITY



M. Kona

For GAUTENG TOURISM AUTHORITY