

THE CONSTITUTION OF THE CAPE TOURIST GUIDES ASSOCIATION (CTGA)

As at 21 May 2026

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PREAMBLE

The Constitution must structure the administration and control of the membership of Tourist Guides of the Western Cape, as well as its continued and ongoing professional development.

GENERAL PROVISIONS

The provisions herein contained shall be known as the CONSTITUTION of the ASSOCIATION, for which provisions may be altered by two-thirds of the votes cast at a general meeting.

The precise terms of any proposed amendments to the CONSTITUTION shall be set out in the notices concerning the meeting.

The purpose and objectives of the ASSOCIATION shall not be altered without the consent of two-thirds of the members present and eligible to vote, where need be, such votes be cast in written proxy.

1. NAME

The name of the ASSOCIATION is the CAPE TOURIST GUIDES ASSOCIATION (CTGA).

2. MISSION

The Cape Tourist Guides Association (CTGA) exists to unite, empower and represent professional tourist guides across the Western Cape, championing excellence in guiding, protecting the interests of our members, and promoting South Africa as a world-class destination.

The CTGA shall advance ethical, professional, inclusive, and compliant practices in accordance with the standards required by the tourism industry. These practices include sensitivity to matters of race, culture, religion, and politics, as prescribed by the Tourism Act, and adherence to all relevant national and sectoral regulations governing professional conduct and organisational compliance.

We believe that well-supported, knowledgeable and professional guides are essential to sustainable tourism. To this end, the CTGA is committed to maintaining active engagement with key stakeholders across the tourism industry, including regulatory bodies, tour operators, destination management organisations, and government departments, ensuring that our members remain informed, relevant and represented at every level.

3. OBJECTIVES OF THE ASSOCIATION

To be a leading and representative association with a focus on sustainable tourism, responsible tourism, fair trade, health and safety.

As a Tourist Guides Association, we are committed to upholding:

- Environmental integrity
- Cultural respect
- Professional excellence
- Community benefit
- Safety and inclusivity
- Ethical conduct

Through continuous education, advocacy, and innovation, the Cape Tourist Guides Association (CTGA) strives to advance the professionalism of tourism and tourist guiding. We aim to empower guides to deliver wholesome, authentic experiences to visitors, while remaining a trusted voice in the tourism sector, supporting both tourist guides and the communities they serve by promoting Cape Town, Western Cape and South Africa as world-class destinations.

The Cape Tourist Guides Association (CTGA) is committed to:

- Promoting sustainable, responsible and ethical tourism practices across the Western Cape
- Upholding environmental integrity, cultural respect, community benefit, and safety and inclusivity in all guiding activities
- Advancing the professional standards of tourist guiding through continuous education, training and innovation
- Advocating for fair trade principles and the economic wellbeing of our members
- Supporting guides to deliver authentic, accurate and high-quality experiences to visitors
- Ensuring members remain compliant with all relevant legislation, codes of conduct and industry regulations

4. LEGAL NATURE OF THE ASSOCIATION

This voluntary ASSOCIATION shall:

- be a body corporate under common law
- be a legal persona distinct from its members

- have perpetual succession
- establish headquarters convenient for the members
- keep a record of everything it owns
- be empowered to conduct legal proceedings in its own name
- not pursue the object of profit or gain either for itself or its members
- be recognised and follow the requirements of the NPO Act 1997

The ASSOCIATION 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 the work that a member or office bearer has done for the ASSOCIATION. The payment must be a reasonable amount for the work that has been done. A member of the ASSOCIATION can only get money back from the ASSOCIATION for expenses paid for or on behalf of the ASSOCIATION, provided he/she submits receipts or proof of the work done.

5. LIMITATION OF LIABILITY

A MEMBER shall not be liable for any obligations and debt of the ASSOCIATION either in a collective or individual capacity.

6. DEFINITIONS

In this constitution, words and phrases:

- incorporating one gender shall be deemed to include the other gender
- in the singular should include the plural and vice versa

Defined herein shall have the meanings set out against each, and cognate expressions shall be similarly construed:

- **ASSOCIATION** means the Cape Tourist Guides Association (CTGA) and the legal relationship arising from this agreement.
- **GUIDE** means a member who is legally registered as a Tourist Guide in terms of prevailing legislation and accompanying Regulation.
- **REGIONAL COMMITTEE** means the management body of the ASSOCIATION for the region of the Western Cape, whose powers are determined in Clause 13 and whose members are appointed under the provisions of Clause 12.
- **AREA COMMITTEE** means a group or person who accepts the responsibilities as stated in Clause 13 and represents a specific geographic AREA of the REGION.
- **SUB-COMMITTEE** means a group or person accepting accountability for tasks from a PORTFOLIO which has been assigned and stated in the minutes as such by the COMMITTEE in an executive meeting.
- **REGION** means a collection of AREAS of representation as defined by NDT (National Department of Tourism) and allocated to a Regional Registrar.
- **AREA** means a logical, geographically convenient area of tourism activity and significance which is established to best represent the interests of all MEMBERS in such an area.
- **CHAIRPERSON** means the person who presides over the general meetings of the ASSOCIATION and meetings of the COMMITTEE. The primary function of the CHAIRPERSON is an oversight role of the ASSOCIATION.
- **ADMINISTRATOR** means the person who is an employee of the ASSOCIATION appointed under the provisions of Clause 14 and is responsible for the daily and routine tasks and functions as laid out in the ADMINISTRATOR job description.
- **ADMINISTRATIVE ASSISTANT** means a person who is an employee of the ASSOCIATION appointed to fulfil specific tasks deduced from the ADMINISTRATOR PORTFOLIO as is deemed necessary by the COMMITTEE and defined in an ADMINISTRATIVE ASSISTANT job contract.

- **TREASURER** means the person who is appointed by the COMMITTEE of the ASSOCIATION under the provisions of Clause 15.
- **MEMBERS** means the individuals who are currently paid-up members in good standing.
- **ASSOCIATE MEMBERS** means bodies or individuals such as corporations, firms and such organisations.
- **RULES** means any additional rules made by the Committee from time to time in terms of Clause 7.10 of this constitution.
- **CONSTITUTION** means this document.
- **PORTFOLIO** means an area of responsibility as defined by the COMMITTEE.
- **FUNDRAISER** means a person or an instance which will carry out fundraising.

7. POWERS OF THE ASSOCIATION

The ASSOCIATION shall have all the powers of a corporate body including the powers to:

- Consider and decide on applications for membership.
- Raise money by subscription fees from its MEMBERS subject to the provisions of Clause 8.7.
- Acquire or divest, whether by donation, purchase, exchange or barter, property, both movable and immovable and corporeal and incorporeal, to be held distinct from its MEMBERS.
- Sell, mortgage, or lease any property.
- Insure and maintain the insurance of its assets against loss or damage.
- Open, operate and close banking accounts.
- Execute agreements for the attainment of any of its objectives.
- Compound, give time in respect of, settle or abandon any proceedings brought by or against it.
- Affiliate with or contribute cash to anybody of persons having similar objectives to their own.
- Make RULES as may be necessary for the proper conduct of the ASSOCIATION's activities and its MEMBERS.
- Employ, dismiss and settle the terms of employment of employees, professional persons, experts, agents and others.
- Make RULES for the regulation and conduct of its MEMBERS, provided such RULES are essential for the attainment of its objectives and are in line with the relevant laws.
- Discipline MEMBERS for contravention of the CONSTITUTION and RULES of the ASSOCIATION, the Registrar of Tourist Guides Code of Conduct and the laws of the Republic of South Africa.
- Refer any disputes to arbitration subject to the provisions of Clause 18.

- Invite the patronage of and grant honorary membership to any persons it considers desirable and that has made a positive contribution to the tourism sector.
- Conduct legal proceedings in the name of the ASSOCIATION under the provisions of Clause 8.
- Appoint a COMMITTEE and/or SUB-COMMITTEE to assist with and oversee the day-to-day management of the ASSOCIATION, or sections thereof, and delegate any of its powers to the COMMITTEE and/or SUB-COMMITTEES.
- Represent the ASSOCIATION on any relevant body or committee that the ASSOCIATION may deem necessary.
- Adopt and commission a suitable logo or logos for the ASSOCIATION.
- Require the books of the ASSOCIATION to be audited at the end of each financial year by auditors appointed for this purpose.
- Act in such a manner as a board of directors of a company is entitled to act.
- If deemed necessary, appoint a Board of Trustees to act in an oversight capacity.
- Determine the procedure for carrying out disciplinary inquiries for purposes deemed necessary by the Committee as stipulated in Clause 7.14.

8. MEMBERSHIP OF THE ASSOCIATION

- 8.1** Application for MEMBERSHIP shall be through the completion of a prescribed form, and shall be considered and decided by the COMMITTEE, given such details of the prospective MEMBER as the COMMITTEE shall require.
- 8.2** Membership will be open to any individual who is a qualified Tourist Guide registered with the relevant Tourist Guide Registering Authority in terms of Tourism law.
- 8.3** ASSOCIATE MEMBERSHIP may be granted on the basis that the COMMITTEE finds the individual or body in good standing and shows support for the ideals and objectives of the ASSOCIATION. This annual membership is discretionary.
- 8.4** The ADMINISTRATOR shall keep a register reflecting the name, address and category of MEMBERSHIP of each MEMBER and shall, upon the approval of application, inscribe such person's name, address, and category of MEMBERSHIP therein, and shall forward to such person via electronic copy the CONSTITUTION. The COMMITTEE may, collectively and at its discretion, appoint honorary MEMBERS/patrons where deemed appropriate.
- 8.5** A prospective MEMBER whose application for MEMBERSHIP has been refused shall be entitled to appeal against such refusal to the MEMBERS at the next Annual General Meeting. Upon acceptance as a MEMBER/ASSOCIATE MEMBER, a once-off joining fee and annual subscription fee shall be due and payable immediately. All other payments and fees shall be due on such dates as the COMMITTEE may decide.
- 8.6** On an application for MEMBERSHIP being accepted, and all administration requirements being completed and due fees paid, the applicant shall:
- immediately become entitled to the benefits and privileges of the ASSOCIATION;
 - and

- be bound by this CONSTITUTION, in particular Clause 9 relating to the code of conduct, as well as the Provincial Registrar's Code of Conduct, and shall be presumed to be aware of all the provisions of such CONSTITUTION and RULES and Code of Conduct.

8.7 The joining fee determined from time to time by the COMMITTEE is payable as a once-off fee when joining the ASSOCIATION. Such fees will be charged again should the MEMBER resign or allow their MEMBERSHIP to lapse and subsequently wish to re-join the ASSOCIATION.

8.8 The annual subscription fee is payable on joining the ASSOCIATION according to the category of membership, and at the beginning of each subsequent financial year. Such subscription will be determined by the COMMITTEE and ratified by a two-thirds majority at the Annual General Meeting. If any MEMBER shall fail to pay any sum due and payable within 60 days of such notification, the MEMBER shall, at the discretion of the COMMITTEE, cease to be a member of the ASSOCIATION.

8.9 MEMBERSHIP shall cease in the instance of:

- Death of an individual member.
- The resignation of a MEMBER, provided that such resignation is received on or before 28 February; otherwise, the MEMBER shall remain liable for the subscription of that year.
- Failure to pay the subscription, or any other fees due to the ASSOCIATION, within sixty (60) days after the posting of a notice requesting such payment.
- Being guilty of conduct which, in the sole opinion of the COMMITTEE, is potentially damaging to the interests of the ASSOCIATION. Subject to the provisions of Clauses 8.11.2, 8.11.3 and 18, the COMMITTEE may, by resolution in favour of which not less than two-thirds of those present at the inquiry agree, expel that MEMBER from the ASSOCIATION, or suspend that MEMBER for such period as the COMMITTEE may determine. The effective date of such expulsion or suspension shall be fourteen (14) days from the date of such vote.
- A MEMBER so expelled may appeal to a general meeting, after which Clause 18 will apply.

8.10 Re-instatement of MEMBERSHIP: Should the MEMBER request renewed MEMBERSHIP or re-instatement, and the COMMITTEE agrees, the MEMBER must repay the joining and any other outstanding fees or subscriptions that the COMMITTEE may deem due.

9. DUTIES OF MEMBERS / CODE OF CONDUCT

A member of the ASSOCIATION shall uphold the principles of the South African Constitution and shall be impartial, unbiased, and positive, and represent South Africa objectively. A member of the ASSOCIATION follows the rules and regulations at all sites and in all facilities where he/she takes visitors and is prepared for each tour when the itinerary is furnished in advance.

- 9.1** A member of the ASSOCIATION follows the policies of the company for whom the guide works. A member of the ASSOCIATION does not accept nor solicit jobs from clients of the company that hired him/her without the consent of the company, nor should a guide attempt to divert to another person or company business from the company that hired him/her. All business-related communication with the client should be made through the company. An ASSOCIATION member understands that decisions regarding continued service with a repeat client is the responsibility of the tour company, not the guide.
- 9.2** A member of the ASSOCIATION accepts each tour as a serious commitment and cancels only when he or she is physically unable to perform the work; under such circumstances, he or she shall provide as much advance notice to the client as possible.
- 9.3** A member of the ASSOCIATION should not initiate or encourage patronage of souvenir shops or other retail establishments for the purpose of obtaining commissions for themselves or their coach operators and shall declare to customers any relevant personal commercial interests, including commissions, and agree to not engage in forced visitor purchases or the soliciting of tips.
- 9.4** A member of the ASSOCIATION should not abuse complimentary meal privileges offered by food establishments and does not solicit such. A member of the ASSOCIATION cooperates with other tour groups and maintains ethical and professional conduct, cultivating a positive relationship with all colleagues.
- 9.5** A member of the ASSOCIATION respects the research and intellectual property, copyrighted or otherwise, of other guides by not recording, quoting without permission, plagiarising, or taking as one's own, another guide's commentary or individual presentation technique.
- 9.6** A member of the ASSOCIATION provides a skilled presentation of knowledge, interprets and highlights surroundings, informs, and maintains objectivity and enthusiasm in an engaging manner. A member of the ASSOCIATION is responsible for reporting on time for meeting appointments and schedules within the guide's control and is sensitive to the interests and values of the tour group. A member does not share his/her personal views on controversial subjects such as lifestyle, religion, and politics. An ASSOCIATION MEMBER maintains a wide range of knowledge of South Africa, including its history, architecture, cultural and political life, and local folklore. An ASSOCIATION MEMBER keeps current on new exhibits, seasonal events, and other changes throughout the country. An ASSOCIATION MEMBER does not give commentary using unsupported facts and shall make every effort to present true and accurate facts, ensuring that a clear distinction is made between stories, legends, traditions and opinions.
- 9.7** A member of the ASSOCIATION is knowledgeable about the routes for all tours, including familiarity with traffic laws. An ASSOCIATION MEMBER works in harmony with coach

operators and, when requested, informs the operator of the route in a calm, polite, and timely fashion.

- 9.8** A member of the ASSOCIATION maintains good personal hygiene and uses proper judgement in dressing appropriately for all tours.
- 9.9** An ASSOCIATION MEMBER shall at no time be under the influence of alcohol or a narcotic substance while on duty and shall refrain from administering any medication to a client without proper medical consultation and shall be concerned for the safety of the tourist.
- 9.10** An ASSOCIATION MEMBER shall wear the appropriate tourist guide badge and will carry his/her registration card and shall abide by all national and provincial laws governing the operation and conduct of tours, tour operators and tour guides.
- 9.11** An ASSOCIATION MEMBER shall in no way discriminate in rendering service to any tourist on any basis such as colour, gender, ethnicity, nationality, physical challenge, age, etc.
- 9.12** An ASSOCIATION MEMBER shall regularly update and upgrade their guiding skills and knowledge through training, professional development and networking activities, and try to attend all relevant meetings of the ASSOCIATION to gather information and to provide input.
- 9.13** If a trainer, all trainers of courses are fully qualified and accredited to conduct the relevant training and coursework.

10. MEETINGS OF THE ASSOCIATION

Special Meetings, Annual General Meetings and Meetings to Change the Terms of the Constitution.

- 10.1** An Annual General Meeting (AGM) of the Members shall be held at a venue convenient for the Members, at a time determined by the Committee. A minimum of twenty-one (21) days' written notice must be provided. The AGM must take place no later than three (3) months after the end of the financial year.
- 10.2** The Committee may convene a Special General Meeting of the Members at any time, provided that at least twenty-one (21) days' written notice is given. Additionally, if at least twenty (20) Members submit a written request stating the objectives of the meeting, the Committee must call a meeting within the same notice period.
- 10.3** The Chairperson of the Committee, or a designated committee member in the Chairperson's absence, shall preside over all general meetings.
- 10.4** Both Annual General Meetings and Special General Meetings have the authority to raise, discuss, and decide on any matters. However, any resolutions intended to amend the Constitution must be circulated to Members together with the official notice of the meeting.
- 10.5** The Committee shall present any proposed amendments to the Constitution to the Members of the ASSOCIATION for their approval.
- 10.6** Each fully paid-up Member shall be entitled to one vote.

- 10.7** At any general meeting, a resolution shall be decided by a show of hands unless a poll is requested by the Chairperson or any other Member prior to the vote being taken.
- 10.8** A Member may appoint another fully paid-up Member of the ASSOCIATION as a proxy to vote on their behalf at any general meeting. The proxy appointment must be in writing and lodged with the Committee before the meeting. If not submitted in advance, the Committee reserves the right to disregard the proxy.
- 10.9** In the event of a tie, the Chairperson shall have both an ordinary and a casting (deciding) vote, whether the vote is taken by a show of hands or by poll.
- 10.10** No resolution shall be made unless a majority of Members present in person or by proxy vote in favour. However, any resolution to amend or add to the Constitution, the RULES, or the Code of Conduct shall require a two-thirds majority of Members present in person or by proxy vote in favour.
- 10.11** A quorum for any Special General Meeting shall consist of the Members present, provided that at least two-thirds of those present unanimously agree to proceed. If no such agreement is reached within thirty (30) minutes, the Chairperson may adjourn the meeting. When reconvened, the number of votes represented by Members present or by proxy shall apply.
- 10.12** Associate Members, who are not also Individual Members, are not entitled to vote.

11. VOTING PROCEDURE FOR COMMITTEE ELECTIONS

11.1 Election Announcement

- The election date, positions available, and nomination process shall be announced to all members at least 30 days in advance.
- Members shall receive a clear timeline for nominations, campaigning, and voting.

11.2 Nomination Process

- Nomination forms presenting the open portfolios shall be sent to members in order to show their interest in being nominated.
- Any eligible member can nominate themselves.
- A nomination form must be submitted, including a brief candidate statement outlining their vision, goals and the portfolio they are interested in.
- Nominations close two (2) weeks before the election date.

11.3 Criteria for Entering the Nominations Process

- Nominees must have been active members of the ASSOCIATION for a minimum of one year.
- Nominees must demonstrate a clear understanding of the commitment required to participate in events and represent the ASSOCIATION.

- Nominees should possess strong teamwork and collaboration skills.
- Nominees must have basic administrative and organisational skills.
- Any member who resigns from the committee before completing their term, or is asked to step down due to non-performance in their portfolio, shall not be eligible to return to the committee.

11.4 Candidate Presentation

Candidates will be given an opportunity to introduce themselves to members through:

- A written statement shared with members.
- A live or online Q&A session.
- Campaigning via association communication channels.

11.5 Voting Method

Voting can be done via:

- Secret ballot (in-person voting) during a general meeting.
- Online voting through a secure platform (for members unable to attend in person).
- Proxy voting for those unable to vote personally. Proxy votes are only valid if a signed proxy form is presented before the voting process commences.

11.6 Counting and Results

- An independent election officer or neutral committee (non-candidates) will oversee the voting process.
- Votes are counted transparently, and results are announced immediately after verification.
- If there is a tie, a runoff vote may be held for that position.

11.7 Transition Process

- Newly elected members will have an official handover period to ensure a smooth transition.
- Outgoing members will assist in on-boarding the new committee before formally stepping down.

11.8 Final Confirmation

- Election results are officially recorded, and the new committee takes over responsibilities from the agreed-upon date.

11.9 Term of Appointment

The term of appointment of committee members of the ASSOCIATION shall not exceed four (4) years, unless an extension is approved by a majority vote of members present at a Special Meeting or Annual General Meeting (AGM).

12. VOTING PROCEDURES FOR PASSING RESOLUTIONS AND CHANGING TERMS OF THE CONSTITUTION

12.1 Each fully paid-up MEMBER shall have one vote.

12.2 At any general meeting a resolution put to the vote shall be decided on by a show of hands. A poll may be demanded by the CHAIRPERSON or any other MEMBER prior to the taking of a vote by a show of hands.

12.3 A MEMBER shall be entitled to appoint any other paid-up MEMBER of the ASSOCIATION to represent him/her at any general meeting and to vote on his/her behalf. Such a proxy shall be in writing and must be lodged with the COMMITTEE before the time of the meeting, and if not so lodged the COMMITTEE shall be entitled to ignore it.

12.4 The CHAIRPERSON shall have an ordinary and a deliberate vote in case of equality of votes, whether on a show of hands or on a poll.

12.5 No resolution shall be passed unless a majority of such MEMBERS as are present in person or by proxy have voted in favour of it, provided that no resolution having the effect of altering or adding to this CONSTITUTION and/or the RULES or CODE OF CONDUCT shall be passed unless two-thirds of such persons who are present in person or by proxy have voted in favour of it.

12.6 ASSOCIATE MEMBERS, who are not also Individual MEMBERS, are not entitled to a vote.

13. APPOINTMENT OF THE COMMITTEE

The affairs of the ASSOCIATION shall be managed by a COMMITTEE consisting of a maximum of seven (7) and a minimum of four (4) MEMBERS; an uneven number is necessary when deciding matters.

13.1 The outgoing Chairperson and/or Vice Chairperson, if not elected, may remain on the COMMITTEE for a period not exceeding three months as ex-officio members, with a view to ensuring continuity is provided to the incoming COMMITTEE.

13.2 The COMMITTEE shall at its first meeting elect from their number a CHAIRPERSON, VICE-CHAIRPERSON and TREASURER, who if not an elected member of the COMMITTEE shall become an ex-officio member of the COMMITTEE. Should any of the posts not have a suitable candidate, the PORTFOLIO and its responsibilities can be absorbed into the other PORTFOLIOS on agreement of a two-thirds majority of the COMMITTEE.

- 13.3** At each Annual General Meeting of the ASSOCIATION, a majority vote will determine the re-instatement of existing COMMITTEE MEMBERS.
- 13.4** At least one nominated member of the existing Committee will stay on the Committee.
- 13.5** The nominated committee members should be willing to serve as committee members for a period of no less than 24 months (2 years) to ensure continuity of projects. Should they not agree or opt not to, then Clause 13.6 must apply.
- 13.6** Any COMMITTEE MEMBER is expected to hand in a formal resignation to the CHAIRPERSON thirty (30) days before termination, during which time a handover of all duties and responsibilities to the next COMMITTEE MEMBER should take place. In such a case of resignation, the committee member shall not be nominated nor re-appointed to be part of the committee for the next 24-month period.
- 13.7** Members of the COMMITTEE who are absent from three (3) consecutive meetings of the COMMITTEE without a reason acceptable to the COMMITTEE shall cease to be a MEMBER of the COMMITTEE and may be removed from office by decision of the Chairperson, or by a resolution of the MEMBERS of the ASSOCIATION at a general meeting.
- 13.8** The written resolution of the COMMITTEE outside of a COMMITTEE meeting shall be effective and valid as if it had been passed at a meeting of the COMMITTEE, only if signed by all COMMITTEE MEMBERS.
- 13.9** Minutes of meetings of the COMMITTEE shall be kept on record.
- 13.10** The CHAIRPERSON of the COMMITTEE shall be the duly authorised representative of the ASSOCIATION in any legal proceedings brought by or against the ASSOCIATION.

14. POWERS AND DUTIES OF THE COMMITTEE

- 14.1** The duties of the COMMITTEE shall be to carry out the OBJECTIVES of the ASSOCIATION, to uphold the RULES and CODE OF CONDUCT and to preside over the day-to-day running of the ASSOCIATION.
- 14.2** All property and funds of the ASSOCIATION shall vest in the COMMITTEE who shall hold such property and funds in trust on behalf of the ASSOCIATION as a corporate body.
- 14.3** The powers delegated by the ASSOCIATION to the COMMITTEE are the powers granted in Clauses 7.1 to 7.24.
- 14.4** The COMMITTEE shall have the right to waive subscriptions and/or fees of certain MEMBERS should it be deemed to be in the interest of the ASSOCIATION.
- 14.5** The COMMITTEE shall have the right to appoint an ADMINISTRATOR to administer the ASSOCIATION as laid down in Clauses 15 and 16.
- 14.6** The COMMITTEE shall appoint standing portfolio sub-committees where necessary for the purposes of undertaking or delegating certain duties. The CHAIRPERSON shall be an ex-officio member of all such standing portfolio committees.

15. ADMINISTRATOR

- 15.1** An employee of the COMMITTEE called the ADMINISTRATOR may be appointed by the COMMITTEE.
- 15.2** The ADMINISTRATOR appointed, if a fully paid-up member, shall be an ex-officio MEMBER of the COMMITTEE and shall be entitled to deliberate at all the general meetings of the ASSOCIATION and all the meetings of the COMMITTEE, but shall only have the right to vote at general meetings in his/her capacity as a MEMBER and not at COMMITTEE meetings. Should the ADMINISTRATOR also be an Individual MEMBER, then a full voting right on the COMMITTEE will apply.
- 15.3** The ADMINISTRATOR shall perform such functions and carry out such duties as shall be set out in his/her service contract. The COMMITTEE may remunerate the ADMINISTRATOR in such a manner as they determine.
- 15.4** The ADMINISTRATOR may represent the ASSOCIATION at all levels and may carry out any function as may be delegated to him/her by the CHAIRPERSON and/or the COMMITTEE.

16. TREASURER

- 16.1** An executive official of the COMMITTEE called the TREASURER shall be appointed by the COMMITTEE.
- 16.2** In the absence of a TREASURER, the elected COMMITTEE MEMBER and the CHAIRPERSON shall take oversight responsibility to ensure financial governance.
- 16.3** The TREASURER so appointed, if not already a MEMBER of the COMMITTEE, shall be an ex-officio MEMBER of the COMMITTEE and shall be entitled to deliberate at all of the general meetings of the ASSOCIATION and all of the meetings of the COMMITTEE, but shall only have the right to vote at general meetings in his/her capacity as a MEMBER and not at COMMITTEE meetings unless already an elected MEMBER.
- 16.4** The TREASURER shall perform such functions and carry out such duties as shall be set out in his/her service contract. The COMMITTEE may remunerate an appointed financial administrator in such a manner as they determine.
- 16.5** The TREASURER may represent the ASSOCIATION at all levels and may carry out any function as may be delegated to him/her by the Chairperson or by the COMMITTEE.

17. FINANCIAL RULES / INCOME AND PROPERTY

- 17.1** The ASSOCIATION will keep a record of everything it owns.
- 17.2** The ASSOCIATION may not give any of its money or property to its members or the COMMITTEE. The only time it can do this is when it pays for the work that an Office Bearer or member has done for the ASSOCIATION. The payment must be a reasonable amount for the work that has been done or service rendered.
- 17.3** Members of the COMMITTEE have no personal rights to the money or property of the ASSOCIATION.
- 17.4** The TREASURER shall ensure that all funds and property of the ASSOCIATION are used only for lawful organisational purposes.
- 17.5** Payments to members or office bearers may only be made for work performed, services rendered, or goods supplied, and must be reasonable and market related.

18. FINANCES AND REPORTS

- 18.1** Bank Account: The COMMITTEE must open a bank account, in the name of the ASSOCIATION, with a registered Bank.
- 18.2** Signing: A minimum of three (3) authorised signatories shall be designated for the ASSOCIATION's bank account.
- 18.3** Any two (2) authorised signatories shall be sufficient to approve, sign, authorise, pay from or withdraw funds from the ASSOCIATION's bank account.
- 18.4** All financial transactions shall be carried out in accordance with this Constitution and resolutions passed by the COMMITTEE.
- 18.5** Change of Signatories: Should there be any change to the authorised signatories of the ASSOCIATION:
- Incoming and outgoing signatories shall not be required to be present at the bank at the same time.
 - Changes may be processed at different times, as circumstances reasonably require.
 - The COMMITTEE shall provide the bank with the required resolutions and supporting documentation to give effect to such change.
- 18.6** Financial Year-end: The financial year of the ASSOCIATION shall commence on the first day of March of every year and terminate on the last day of February the following year.
- 18.7** Financial Report: The COMMITTEE must ensure that proper records and books of accounts which reflect the affairs of the organisation are kept. The accounts of the ASSOCIATION shall be kept by the TREASURER, who shall make regular reports to the COMMITTEE on the finances of the ASSOCIATION, which should include all

incomes, expenditures and balances, making sure that the money of the organisation is safe and accounted for. Such accounts shall be open for inspection at any reasonable time upon application by any MEMBER.

18.8 As soon as possible after the close of each financial year, the balance sheet and revenue and expenditure account shall be prepared and having been duly audited and certified by an independent registered accounting officer, shall be submitted to the MEMBERS at the Annual General Meeting. Within six months of its financial year end, a report shall be compiled by an independent registered Accounting Officer stating whether or not the financial statements of the organisation are consistent with the accounting policies and practices of the organisation.

18.9 The COMMITTEE shall ensure that proper accounting and financial records are maintained. The TREASURER shall:

- Keep custody of the financial records.
- Ensure that the funds of the ASSOCIATION are safeguarded.
- Make regular financial reports to the COMMITTEE, including income, expenditure and balances.
- Make records available for inspection at any reasonable time upon request by any MEMBER.

19. DISPUTES AND DISCIPLINARY PROCEDURES

19.1 Disputes Arising from this Constitution

Any dispute arising from the interpretation or application of this Constitution, including matters referred to in Clause 8.9.4, which remains unresolved after consideration by a General Meeting, shall be referred to a single independent arbitrator mutually acceptable to the parties. Should the parties fail to agree, the arbitrator shall be appointed by an appropriate independent authority.

19.2 Lodging of Complaints

Any complaint against a member must:

- be submitted in writing to the Committee; and
- be lodged within 7 (seven) days of the incident or issue giving rise to the complaint, unless the Committee, at its discretion, accepts reasonable grounds for delay.

19.3 Internal Resolution of Member Disputes

Where a matter involves a dispute between Members only, and does not involve any member of the Committee, the matter may be addressed by the Committee with the aim of resolving the issue confidentially and amicably, without proceeding to a formal disciplinary inquiry.

19.4 Disputes Involving Committee Members

Where a complaint involves one or more members of the Committee, the matter shall require the appointment of an independent mediator or facilitator to ensure an impartial and fair process.

19.5 Disciplinary Inquiry

The Committee may convene a disciplinary inquiry where required. The member concerned shall:

- be given reasonable written notice;
- be provided with details of the complaint; and
- be afforded an opportunity to be heard and to present their case.

19.6 Outcomes of Disciplinary Inquiry

Following the inquiry, the Committee may determine whether the Member has engaged in conduct which is potentially damaging to the interests of the ASSOCIATION, whether by omission or commission. The Committee may, by majority decision:

- dismiss the complaint;
- issue a written warning;
- impose corrective or remedial measures;
- suspend the Member; or
- recommend termination of membership.

19.7 Suspension or Termination

Any decision to suspend or expel (terminate) a Member shall:

- require a resolution supported by not less than two-thirds of the Committee members present;
- take effect fourteen (14) days from the date of the decision;
- be confirmed in writing to the Member within thirty (30) days, including reasons; and
- be reported to the Provincial Registrar where required.

19.8 Right of Appeal

A member who has been suspended or expelled shall have the right to appeal the decision to a General Meeting of Members, after which the provisions of Clause 8 and this Clause shall apply.

19.9 Confidentiality

All complaints, inquiries, and outcomes shall be treated as strictly confidential, subject to any legal or regulatory obligations.

20. DURATION AND DISSOLUTION

The ASSOCIATION shall have perpetual succession.

20.1 The ASSOCIATION may close if at least two-thirds of the members present and voting at a meeting convened for the purpose of considering such matters are in favour of the closing down.

20.2 When the organisation closes it must pay off its debts. After doing this, if there is property or money left over it shall not be paid or given to members of the organisation, but to an organisation that has similar objectives. The organisation's general meeting shall decide what organisation this should be.

THIS CONSTITUTION WAS APPROVED AND ACCEPTED BY MEMBERS OF THE CAPE TOURIST GUIDES ASSOCIATION

Amendments approved at an Annual General Meeting held on 1st July 2026



.....
CHAIRPERSON



.....
SECRETARY