

# THE CONSTITUTION OF THE CAPE TOURIST GUIDES ASSOCIATION (CTGA)

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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.

## **CONSTITUTION OF THE CAPE TOURIST GUIDES ASSOCIATION**

The provisions herein contained shall be known as the CONSTITUTION of the ASSOCIATION which provisions may be altered by a two-third majority of the votes cast at a general meeting save:-

that the precise terms of any proposed amendments to the CONSTITUTION shall be set out in the notices convening the meeting;  
that 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 vote be cast in written proxy.

### **1. NAME**

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

### **2. MISSION**

The CTGA strives for professionalism, representation, upliftment of the knowledge base and integrity within the Tourist Guide sector and through this it is committed to the growth and recognition thereof for the benefit of all legally registered Tourist Guides.

### **3. OBJECTIVES OF THE ASSOCIATION**

In striving to achieve its mission the objectives of the ASSOCIATION are:

- 3.1 To promote and encourage the use of legally registered GUIDES;
- 3.2 To ensure the adherence to the National Guides Code of Conduct and the World Federation of Tourist Guides' Associations (WFTGA) International Code of Conduct;
- 3.3 To promote cultural and environmental awareness and the conservation of all forms of South Africa's heritage, as well as the preservation of related skills and knowledge;
- 3.4 To create and sustain an organisation that is recognised by the private sector as well as government and its agencies, which is competent to represent MEMBERS and all GUIDES in dealings with all tourism stakeholders;
- 3.5 To encourage and facilitate interaction between associations representing the

interest of guides throughout South Africa and all types and categories of GUIDES within South Africa, and elsewhere, by means of newsletters, magazines, workshops, educational outings, electronic media and any other facilities available;

- 3.7 To assist MEMBERS in accessing mentorship and upliftment programs;
- 3.8 To create or facilitate opportunities for GUIDES to improve, transfer and maintain knowledge and skills ;
- 3.9 To take any other appropriate steps to enhance and promote the services, aims and objectives of the ASSOCIATION for the betterment of tourism.

## **2. LEGAL NATURE OF THE ASSOCIATION**

This voluntary ASSOCIATION shall:

- 4.1 be a body corporate under common law;
- 4.2 be a legal persona distinct from its MEMBERS;
- 4.3 have perpetual succession;
- 4.4 establish a headquarters convenient to the membership;
- 4.5 The organisation will keep a record of everything it owns.

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

- 4.6 be empowered to conduct legal proceedings in its own name;
- 4.7 not pursue the object of profit or gain either for itself or it's MEMBERS;
- 4.8 shall be recognised and follow the requirements of the NPO Act. 1997.

## **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:

- 6.1 incorporating one gender shall be deemed to include the other gender;
- 6.2 in the singular shall include the plural and vice versa;
- 6.3 defined herein shall have the meanings set out against each and cognate

expressions shall be similarly construed:

6.3.1 ASSOCIATION means the Cape Tourist Guides Association (CTGA) and the legal relationship arising from this agreement;

6.3.2 GUIDE means a member who is legally registered as a Tourist Guide in terms of prevailing legislation and accompanying Regulation;

6.3.3 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 provision of clause 12;

**6.3.3.1 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;

**6.3.3.2 SUB-COMMITTEE**

Means group or person accepting accountability for tasks from a PORTFOLIO which has been assigned and be stated in the minutes as such by the COMMITTEE in an executive meeting;

6.3.4 REGION means a collection of AREAS of representivity as defined by NDT (National Department of Tourism) and allocated to a Regional Registrar;

6.3.4.1 AREA means a logical geographically convenient area of tourism activity and significance which is established in order to best represent the interests of all MEMBERS in such an area;

6.3.5 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;

6.3.6 C.E.O. means the CHIEF EXECUTIVE OFFICER who is responsible for the operational aspects of the ASSOCIATION. The CEO can also fulfil the role of the GENERAL SECRETARY managing the macro tasks and responsibilities of the ASSOCIATION. The CEO can be the employee of the ASSOCIATION appointed under the provisions of clause 14;

6.3.7 SECRETARY means the person who is an employee of the ASSOCIATION

appointed under the provisions of clause 15 and is responsible for the daily and routine as laid out in the SECRETARY job description;

6.3.8 ADMINISTRATIVE ASSISTANT means the person who is an employee of the ASSOCIATION appointed to fulfil specific tasks deduced from the SECRETARY and CEO PORTFOLIOS as is deemed necessary by the COMMITTEE and defined in an administrative assistant job contract;

6.3.9 TREASURER means the person who is appointed by the COMMITTEE of the ASSOCIATION under the provisions of clause 16;

6.3.10 MEMBERS means the individuals who are current paid up members in good standing;

6.3.11 ASSOCIATE MEMBERS means bodies or individuals such as corporations, firms and such organisations who subscribe to or support the objectives of the ASSOCIATION under the provisions of clause 8;

6.3.12 RULES mean any additional rules made by the Committee from time to time in terms of clause 7.10 of this constitution;

6.3.13 CONSTITUTION means this document.

6.4.14 PORTFOLIO means an area of responsibility as defined by the COMMITTEE.

6.4.15 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:

7.1 consider and decide applications for membership;

7.2 raise money by subscription fees from its MEMBERS subject to the provisions of clause 8.7;

7.3 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;

7.4 sell, mortgage, or lease any property;

7.5 insure and maintain the insurance of its assets against loss or damage;

7.6 open, operate and close banking accounts;

7.7 execute agreements for the attainment of any of its objectives;

- 7.8 compound, give time in respect of, settle or abandon any proceedings brought by or against it;
- 7.9 affiliate with or contribute cash to any body of persons having similar objectives to its own;
- 7.10 make RULES as it may deem necessary for the proper conduct of the ASSOCIATION'S activities and its MEMBERS;
- 7.11 employ, dismiss and settle the terms of employment of the C.E.O., employees, Professional persons, experts, agents and others;
- 7.12 establish and/or contribute to retirement benefit funds and medical aid schemes providing benefits for its employees;
- 7.13 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;
- 7.14 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;
- 7.15 refer any disputes to arbitration subject to the provision of clause 18;
- 7.16 invite the patronage of and grant honorary membership to any persons it considers desirable;
- 7.17 conduct legal proceedings in the name of the ASSOCIATION;
- 7.18 appoint a COMMITTEE and/or SUB-COMMITTEE to assist with and oversee over the day to day management of the ASSOCIATION, or sections thereof;
- 7.19 delegate any of its powers to the COMMITTEE and/or SUB-COMMITTEES;
- 7.20 represent the ASSOCIATION on any relevant body or committee that the ASSOCIATION may deem necessary;
- 7.21 adopt and commission a suitable logo or logos for the ASSOCIATION;
- 7.22 require the books of the ASSOCIATION to be audited at the end of each financial year by the auditors appointed for this purpose;

7.23 the COMMITTEE is entitled to act in such a manner that a board of directors of the company is entitled to act;

7.24.1 if it is deemed necessary to appoint a Board of Trustees that will act in an oversight capacity.

7.25 determine the procedure for carrying out disciplinary inquiries for purposes deemed necessary by the committee as stipulated in clause

## **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 Secretariat shall keep a register reflecting the name, address and category of MEMBERSHIP of each MEMBER and shall, upon the approval of application of a person to the MEMBERSHIP, inscribe such person's name, address, and category of MEMBERSHIP therein and in addition shall forward to such person via electronic copy the CONSTITUTION.

8.5 The COMMITTEE, at its' discretion, may appoint honorary MEMBERS/patrons where deemed appropriate.

8.6 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.

8.7 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 date as the COMMITTEE may decide.

8.8 On an application for MEMBERSHIP being accepted, and all administration requirements being completed and due fees paid up, the applicant shall;

8.8.1 immediately become entitled to the benefits and privileges of the ASSOCIATION;

8.8.2 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.

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

8.10 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, and, if the sum is not paid within 60 days of such notification, the MEMBER shall, at the discretion of the COMMITTEE, cease to be a member of the ASSOCIATION.

8.11 MEMBERSHIP shall cease in the instance of:-

8.11.1 Death of an individual member;

8.11.2 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;

8.11.3 Failure to pay the subscription, or any other fees due to the ASSOCIATION, within sixty (60) days after the posting to that MEMBER of a notice, requesting such payment.

8.11.4 Being guilty of conduct which, in the sole opinion of the COMMITTEE, is prejudicial to the interests of the ASSOCIATION, then, subject to the provisions of clauses 8.11.2, 8.11.3 and 18 herein, 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 a 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;

8.11.5 A MEMBER, so expelled as in clause 8.11.4, may appeal to a general meeting, after which clause 18 will apply.

8.12 Re-instatement of MEMBERSHIP: -

8.12.1 In respect of 8.11.2; 8.11.3 and 8.11.4 above, should the MEMBER request renewed MEMBERSHIP, or to be re-instated, and the COMMITTEE is in agreement there upon 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**

9.1. An association member 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 he/she is prepared for each tour when the itinerary is furnished in advance.

9.2. A member of the Association follows the policies of the company for whom the guide works. An Association member 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.

9.3. 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.

9.4. 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 declare to customers any relevant personal commercial interests, including commissions and agree to not engage in forced visitor purchases or soliciting of tips.

9.5. A member of the Association should not abuse complimentary meal privileges offered by food establishments and does not solicit 6. A member of the Association cooperates with other tour groups and maintains ethical and professional conduct at all times, cultivating a positive relationship with all colleagues.

9.6. A member of the Association respects the research and intellectual property, copyrighted or otherwise, of other guides by not recording, quoting without permission, plagiarizing, or taking as one's own, another guide's commentary or individual presentation technique.

9.7. 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.

9.8. A member of the Association is responsible for reporting on time and for meeting appointments and schedules within the guide's control and is sensitive to the interests and values of the tour group and 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 Associate 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, and ensuring that a clear distinction is made between stories, legends, traditions and opinions.

9.9. A member of the Association is knowledgeable about the routes for all tours. This includes familiarity with the 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.

9.10. A member of the Association maintains good personal hygiene and uses proper judgment in dressing appropriately for all tours.

9.11 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 at all times for the safety of the tourist.

9.12 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.

9.13 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

9.14. An Association member shall regularly update and upgrade their guiding skills and knowledge through training, professional development and networking activities and to try and attend all relevant meetings of the association in order to gather information and to provide input to the Association.

9.15 if a trainer, that all trainers of courses are fully qualified and accredited to conduct the relevant training and coursework.

## **10. MEETINGS OF THE ASSOCIATION : SPECIAL MEETINGS AND ANNUAL GENERAL MEETINGS AND MEETINGS TO CHANGE THE TERMS OF THE CONSTITUTION**

10.1 An Annual General Meeting of the MEMBERS shall be held at a venue convenient to the MEMBERS at such time that may be determined by the COMMITTEE, subject to Twenty one (21) days written notice being given for such a meeting, this meeting will not be held later than within 3 months of the end of that financial year.

10.2 The COMMITTEE may at any time convene a Special general meeting of MEMBERS giving Twenty one (21) days notice of such meeting, or when requested to call such a meeting by a written requisition stating the objectives of such a meeting and signed by no less than twenty (20) MEMBERS, subject to Twenty one (21) days notice thereof.

10.3 The Chairperson of the COMMITTEE, or in his absence a delegated committee member, shall preside over all general meetings.

10.4 Both Annual General Meetings and Special general meetings shall have the power to raise, discuss and decide any matters whatsoever, provided that any resolutions which purport to effect amendments to this CONSTITUTION shall be circularised to MEMBERS together with the notice of the meeting.

10.5 A quorum for any Special General Meeting shall be deemed to be those MEMBERS present, provided that two thirds of such MEMBERS [unanimously] agree to continue with the meeting. Should such an agreement not be reached within thirty (30) minutes, the CHAIRPERSON may adjourn the meeting. At any meeting so adjourned, the number of votes represented by MEMBERS present or by proxy in writing shall constitute a quorum, provided that no business shall be considered at such adjourned meeting which could not have been transacted at the original meeting.

10.6 All matters shall be decided on a show of hands, provided that decisions shall be by ballot on a motion to that effect by a member, duly seconded.

## **11. VOTING PROCEDURES FOR PASSING RESOLUTIONS AND CHANGING TERMS OF THE CONSTITUTION**

11.1 Each fully paid up MEMBER shall have one vote.

11.2 At any general meeting a resolution put to the vote shall be decided on 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.

11.3 A MEMBER shall be entitled to appoint any other paid up MEMBER of the ASSOCIATION to represent him at any general meeting and to vote on his 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.

11.4 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.

11.5 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 resolutions 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.

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

## **12. APPOINTMENT OF THE COMMITTEES**

12.1 The affairs of the ASSOCIATION shall be managed by a COMMITTEE consisting of a maximum of ten (10) and a minimum of four (4) MEMBERS.

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

12.3 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 an agreement of a two thirds majority of the COMMITTEE.

12.4 At each Annual General Meeting of the ASSOCIATION a majority vote will determine the re-instatement of existing COMMITTEE MEMBERS. At least one nominated member of the existing Committee will stay on in the Committee.

12.5 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.

12.6 The COMMITTEE shall be entitled to co-opt additional MEMBERS to the COMMITTEE for a specific task or to fill a vacancy. A co-opted MEMBER shall cease to be such at the next Annual General Meeting of the ASSOCIATION after he was co-opted.

12.7 The Chairperson of the COMMITTEE, and in his absence an elected COMMITTEE MEMBER, shall preside at all meetings of the COMMITTEE. At the meetings of the COMMITTEE each MEMBER shall have one deliberate vote and the Chairperson presiding shall, in addition, have a casting vote. A simple majority of votes cast by MEMBERS present, being not less than a quorum, shall be required to pass a resolution there at.

12.8 Nominees for election to the COMMITTEE must be MEMBERS in good standing and the nomination shall be in writing to the Secretariat at least 24 hours prior to the Annual General Meeting each year, and such nominations must be signed by the nominee and a proposer who must be a MEMBER in good standing.

12.9 A quorum for a meeting of the COMMITTEE shall be not less than four (4) or two thirds; whichever is less, of the MEMBERS elected to such committee.

12.10 The COMMITTEE shall meet at least eight (8) times per year, providing that each COMMITTEE MEMBER be given at least seven (7) days' notice of such meeting and the purpose thereof.

12.11 A MEMBER of the COMMITTEE:

12.11.1 who absents himself from three (3) consecutive meetings of the COMMITTEE without a reason acceptable to the COMMITTEE, shall cease to be a MEMBER of the COMMITTEE

12.11.2 may be removed from office by a resolution of the MEMBERS of the ASSOCIATION at a general meeting

12.12 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.

12.13 Minutes of meetings of the COMMITTEE shall be kept on record.

12.14 The CHAIRPERSON of the COMMITTEE shall be the duly authorised representative of the ASSOCIATION in any legal proceedings brought by or against the ASSOCIATION.

### **13. POWERS AND DUTIES OF THE COMMITTEE**

13.1 The COMMITTEE's duties 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.

13.2 All property and funds of the ASSOCIATION shall vest in the EXECUTIVE COMMITTEE who shall hold such property and funds in trust on behalf of the ASSOCIATION as a corporate body

13.3 The powers delegated by the ASSOCIATION to the COMMITTEE are the powers granted in clauses 7.1 to 7.24.

13.4 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.

13.5 The COMMITTEE shall have the right to appoint a C.E.O. to administer the ASSOCIATION as laid down in clause 14 and to appoint a SECRETARY as laid down in clause 15.

13.6 The COMMITTEE shall appoint standing portfolio sub-committees where necessary for the purposes of undertaking or delegating certain duties. The CHAIRPERSON and C.E.O. shall be ex-officio members of all such standing portfolio committees.

#### **14. THE CHIEF EXECUTIVE OFFICER – C.E.O.**

14.1 An executive official of the COMMITTEE called the CHIEF EXECUTIVE OFFICER (C.E.O.) may be appointed by the COMMITTEE. Such C.E.O. need not be a member of the Association.

14.2 The C.E.O. 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 capacity as a MEMBER and not at COMMITTEE meetings. Should the CEO also be an Individual MEMBER then a full voting right on the COMMITTEE will apply.

14.3 The C.E.O. shall perform such functions and carry out such duties as shall be set out in his service contract. The COMMITTEE may remunerate the C.E.O. in such a manner as they determine.

14.4 The C.E.O. may represent the ASSOCIATION at all levels and may carry out any function as may be delegated to him by the COMMITTEE

14.5 The C.E.O. is responsible for the day to day management of the ASSOCIATION.

## **15. SECRETARY**

15.1 An employee of the COMMITTEE called the SECRETARY can be appointed by the COMMITTEE.

15.2 The SECRETARY appointed, if a fully paid up member, 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 capacity as a MEMBER and not at COMMITTEE meetings. Should the SECRETARY also be an Individual MEMBER then a full voting right on the COMMITTEE will apply.

15.3 The SECRETARY shall perform such functions and carry out such duties as shall be set out in his service contract. The COMMITTEE may remunerate the SECRETARY in such a manner as they determine.

15.4 The SECRETARY may represent the ASSOCIATION at all levels and may carry out any function as may be delegated to him by the C.E.O. if appointed by the C.E.O. or by the CHAIRPERSON.

15.5 The CEO can at the discretion of the COMMITTEE fulfil part of the duties as a GENERAL SECRETARY and employ the support of Administration Assistants as and when the need arises to efficiently conduct the business of the ASSOCIATION

## **16. TREASURER**

16.1 An executive official of the COMMITTEE called the TREASURER shall be appointed by the COMMITTEE.

16.1.1 In the absence of a TREASURER and elected COMMITTEE MEMBER and the CHAIRPERSON shall take an oversight responsibility to ensure financial governance.

16.2 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 capacity as a MEMBER and not at COMMITTEE meetings unless an elected MEMBER already.

16.3 The TREASURER shall perform such functions and carry out such duties as shall be set out in his service contract. The COMMITTEE may remunerate the TREASURER or an appointed financial administrator in such a manner as they determine.

16.4 The TREASURER may represent the ASSOCIATION at all levels and may carry out any function as may be delegated to him by the C.E.O. if appointed by the C.E.O. 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 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 The COMMITTEE or members of the organisation do not have rights over things that belong to the ASSOCIATION. The treasurer of the ASSOCIATION will ensure that money or property of the ASSOCIATION does not go to its members or office bearers. The only time it can do this is when it pays for work that a member or office bearer has done for the ASSOCIATION. The payment must be market related costs for the work that has been done, for the service rendered, or goods supplied.

## **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: Cheques and other documents requiring signature on behalf of the ASSOCIATION shall be signed by at least two persons authorised by the Board. Whenever funds are taken out of the bank account, the chairperson and at least two other members of the organisation must sign the withdrawal or cheque.

18.3 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.

18.4 Financial Report: The COMMITTEE must ensure that proper records and books of account 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 that remain, according to the accounting practices of the ASSOCIATION, making sure that the money of the organisation is safe and accounted for and shall be open for inspection at any reasonable time upon application by any MEMBER of the ASSOCIATION. 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. and within six months of its financial year a report is compiled by an independent registered Accounting Officer stating whether or not the financial statements of the organisation are consistent with its accounting policies and practices of the organisation.

18.5 The Treasurer is responsible for making sure that the money of the ASSOCIATION is safe and is accounted for.

18.6 The Treasurer must also make regular reports to the COMMITTEE on the finances of the ASSOCIATION, which should include all incomes, expenditures and balances that remain according to accounting practices of the ASSOCIATION.

18.7 If the ASSOCIATION has funds that can be invested, the funds may only be invested with registered financial institutions. These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984, or as shall be amended. Or the ASSOCIATION can get securities that are listed on a licensed stock exchange as set out in the Stock Exchange Control Act, 1985 (as amended). The ASSOCIATION can go to different banks to seek advice on the best way to look after its funds.

18.8 Service contracts of remuneration of any paid employees shall be made available to any member on request.

18.9 In the event of the absence of a treasurer these responsibilities will revert to the Chairperson and the appointed financial administrator.

## **19. DISPUTES**

19.1 A dispute arising from an alleged infringement of the provisions of this CONSTITUTION as per clause 8.11, which remains unresolved after appeal to a general meeting of MEMBERS, shall be referred for resolution to a single arbitrator, mutually acceptable to both parties. CONSTITUTION as per clause 8.11, which remains unresolved after appeal to a general meeting of MEMBERS, shall be referred for resolution to a single arbitrator, mutually acceptable to both parties.

19.2 If a complaint is received about a MEMBER then the COMMITTEE may hold a hearing at which the MEMBER concerned shall be given the opportunity to state his/her case. The complaint may be dismissed with or without a caution.

19.2.1 However, if the COMMITTEE at such a hearing decides by simple majority that the member has behaved in a manner prejudicial to the objectives of the ASSOCIATION, whether by omission or commission, then such member may either be given a warning or membership may be terminated. This shall be confirmed in writing to the member within 30 (thirty) days.

19.2.2 Moreover if termination of membership is decided, then a two thirds majority of the COMMITTEE is required. This decision must then be formally notified to the Provincial Registrar.

19.2.3 All matters concerning such complaints shall be strictly confidential.

**20. DURATION AND DISSOLUTION**

20.1 The ASSOCIATION shall have perpetual succession.

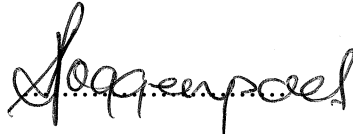
20.2 Dissolution/Winding-up. The ASSOCIATION may close down if at least two-thirds of the members present and voting at a meeting convened for the purpose of considering such matter, are in favour of closing down. When the organisation closes down it has to pay of all its debts. After doing this, if there is property or money left over it should not be paid or given to members of the organisation, but to an organisation that has similar objectives. The organisation's general meeting can decide what organisation this should be.

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

AT SPECIAL MEETING HELD ON 5<sup>N</sup> September .....2018



.....  
**CHAIRPERSON**



.....  
**SECRETARY**



.....  
**TREASURER**