



**TO: CTAA MEMBERS**

**FROM: CAPE TOWN ATTORNEYS ASSOCIATION (CTAA)**

**DATE: 15 AUGUST 2020**

**RE: AGM INFORMATION PACK**

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Dear Members

**RE: ANNUAL GENERAL MEETING**

The CTAA will be having its Annual General Meeting on 8 September 2020. The following notices and information will guide members in preparation of our AGM:

1. Notice of AGM and Agenda;
2. Minutes of 2019 AGM;
3. CTAA Constitution;
4. Motion on Membership Contributions;
5. Motion on the establishment of a CTAA Candidate Legal Practitioner Chapter.
6. Nomination Form

Kind regards,

A handwritten signature in black ink, appearing to be 'Clive Hendricks', with a long horizontal stroke extending to the left.

**Clive Hendricks**

**Cape Town Attorneys Association**

[info@ctaa.capetown](mailto:info@ctaa.capetown)



## **AGM NOTICE**

Notice is hereby given that the ANNUAL GENERAL MEETING of the  
**CAPE TOWN ATTORNEYS' ASSOCIATION** will be held on the **Microsoft Teams**  
virtual platform on:

**Date:** Tuesday, 8 September 2020

**Time:** 13:00 until 14:00

### **AGENDA:**

1. Welcome
  - 1.1 Apologies
  - 1.2 Condonation
  - 1.3 Quorum
2. Consideration and approval of the minutes of the Annual General Meeting of the Association held on 25 April 2019
3. Consideration and adoption of Chairperson's report
4. Consideration and adoption of the Financial Statements
5. Motions and proposed adoption of amendments to the Constitution:
  - 5.1 Membership contributions;
  - 5.2 The establishment of a CTAA Candidate Legal Practitioner Chapter.
6. Election of the Executive Committee for 2020/2021
7. AOB

**Clive Hendricks**

**Cape Town Attorneys Association**

[info@ctaa.capetown](mailto:info@ctaa.capetown)



**MINUTES OF THE CAPE TOWN ATTORNEYS' ASSOCIATION AGM  
HELD AT INVESTEC, CAPE TOWN ON 25 APRIL 2019 AT 18H00**

**1. WELCOME**

The Chairman, Daniel Fyfer, welcomed all present.

**2. QUORUM**

The Constitution provides for 15 members to be present at general meetings. There was in excess of 15 members present and the meeting was duly declared quorate.

**3. APOLOGIES**

Apologies received were duly noted.

**5. GUEST SPEAKER**

Investec gave a short welcome and thereafter Mr Nic Borain spoke.

**6. CONSIDERATION AND ADOPTION OF MINUTES OF 2018 AGM HELD.**

There were no matters arising. The 2018 AGM minutes were duly adopted.

**7. CONSIDERING AND ADOPTION OF CHAIRMAN'S REPORT**

There were no matters arising. The Chairman's report incorporating the various portfolio reports was duly adopted.



**8. CONSIDERATION AND ADOPTION OF THE ANNUAL FINANCIAL STATEMENTS FOR YEAR END 31 DECEMBER 2018**

The annual financial statements for the year end 31 December 2018, were adopted.

**9. CONSTITUTION**

The various amendment to the Constitution, as proposed and circulated, in accordance with the provisions of the Constitution were approved.

**10. ELECTION OF COMMITTEE MEMBERS**

The following members were elected to the 2019/2020 committee: Clive Hendricks, Daniel Fyfer, Sulani Jooste, Amanda Catto, Elana Hannington, Nic Barnaschone and Tatenda Nhemachena.

**11. CLOSURE**

There being no other business, everyone was thanked for attending and the formal meeting closed.



## THE CAPE TOWN ATTORNEYS' ASSOCIATION

### CONSTITUTION

#### **PREAMBLE**

WHEREAS there is a need for an association of attorneys to promote, maintain and to enhance the standards, prestige, image and general interests of the profession of attorneys as well as further related objectives in Cape Town, Western Cape and also on a national basis having regard, at all times to the broader interest of the public, whom the profession serve.

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#### **1. NAME**

The name of the association is "The Cape Town Attorneys' Association" and shall be referred herein to the "CTAA" and "Association" shall have a corresponding meaning.

## 2. NATURE OF THE ASSOCIATION

The CTAA is a body corporate under the common law of the Republic of South Africa know, and:

- 2.1 shall have perpetual succession;
- 2.2 Continues as an entity notwithstanding changes in and of its membership;
- 2.3 holds its assets in its own name and distinct from its members;
- 2.4 no member has any right, title, claim or interest in or to the assets of the CTAA by reason of his or her membership;
- 2.5 no member may directly or indirectly have any personal or private interest in the CTAA;
- 2.6 no member of the Committee, or any sub-committee thereof, shall be liable for anything done or omitted to be done by him in carrying out his office/portfolio or related directly or indirectly to that office, provided that nothing herein shall exclude any person from liability for his wilful or fraudulent act;
- 2.7 the CTAA and not its members is responsible for its debts and any legal obligations;
- 2.8 may sue and be sued in its own name;
- 2.9 shall not carry on any business that has for its object acquisition of gain.

### 3. OBJECTS

The objects of the CTAA are:

- 3.1 to promote the common interests of persons practising as attorneys within the jurisdiction of the Cape Town Magistrates court;
- 3.2 to co-operate with other legal practitioner associations as well as with other professional structures;
- 3.3 to make representations on behalf of its members to government departments, professional structures in the legal profession and other bodies or persons with whom its members interact in their practice as attorney;
- 3.4 to establish close relations and association between members of the legal profession whether professionally, socially or otherwise to assist, where possible in the amicable settlement of professional disputes and to mediate between members and settle differences between them wherever called upon by such members;
- 3.5 on behalf of its members, to make representations to, consult with and generally act as a link with the Legal Practice Council in terms of the Legal Practice Act, number 28 of 2014,

- 3.6 to consider and deal with legislation and to make representations in the interests of its members in connection therewith;
- 3.7 to promote gender and racial transformation in the legal profession;
- 3.8 to promote gender balanced participation in all aspects of the legal system, including the judiciary;
- 3.9 to create an opportunity for the expression of the views of its members on matters affecting the legal profession;
- 3.10 to promote continuing legal education of its members;
- 3.11 to keep members informed of matters affecting the legal profession and its members generally and to circulate information of interest to its members; and
- 3.12 to do all such things as are incidental or conducive to the attainment of these objects.

#### 4. **LANGUAGE**

- 4.1 For expediency sake, all correspondence to CTAA members shall be in English;
- 4.2 This does not preclude the CTAA from exploring the use of other official languages in its official correspondence.



## 5. **MEMBERSHIP**

5.1 The CTAA shall consist of such persons practising, whether as principals or otherwise, as attorneys within the jurisdiction of the Cape Town Magistrates' Court and shall be members in good standing with the Legal Practice Council.

5.2 Membership of the Association shall be subject to such additional conditions as may be imposed in regulations made in terms of this Constitution from time to time.

## 6. **CESSATION OF MEMBERSHIP**

A member shall cease to be a member of the CTAA under any of the following circumstances:

6.1 Death of the member;

6.2 The member's name is removed from the roll of attorneys or he/she is interdicted from practising as an attorney;

6.3 The member tenders his/her resignation, in writing.

## 7. **SUBSCRIPTION**

7.1 The annual subscription payable by members shall be determined each year by the Committee for that year at any of its meetings after the

Annual General Meeting of the CTAA with due consideration to the rate of inflation and subject to any directions which may be given to the Committee by the Annual General Meeting with regard to the determination of the annual subscription.

7.2 A subscription shall be payable by the members within 30 days of the date of the invoice addressed to such member by the Committee's Treasurer in respect of the member's annual subscription.

7.3 Any member whose subscription remains unpaid after expiry of the aforesaid period and thereafter for a period of 14 days after receipt by that member of a request payment made by or on behalf of the Treasurer shall, if the Committee so decides, be suspended as a member but shall remain liable for the arrear subscription/s and such suspension shall be uplifted after payment of the arrears.

## **8. MANAGEMENT**

8.1 The affairs of the CTAA shall be managed by a Committee of 12 members in total, consisting of a President, a Vice-President, Treasurer, Secretary, and up to 8 additional members, all of whom may be elected as committee members at an Annual General Meeting of the CTAA, or at any other meeting of the CTAA especially called for such purposes.

- 8.2 The work of the CTAA shall be divided into such number of portfolios as required by the Committee to ensure that its mandate is fulfilled.
- 8.3 A member shall not be eligible to be nominated or elected as a member of the Committee if such member:-
- 8.3.1 has outstanding subscriptions, fines, costs and levies or any other financial obligations due to the Legal Practice Council;
  - 8.3.2 has a pending application to strike his or her name from the roll of attorneys or to interdict/suspend him or her from practice;
  - 8.3.3 is not in possession of a current Fidelity Fund Certificate, where applicable; or
  - 8.3.4 has been found guilty of unprofessional or dishonourable or unworthy conduct during the preceding three years in respect of which a fine of R50 000.00 or more has, or fines of R50 000.00 or more in the aggregate have been imposed.
- 8.4 All nominations for the Committee shall be in writing and shall be forwarded, with the nominee's acceptance, to the Secretary of the CTAA not less than 7 (seven) days before the date of the Annual General Meeting and the names of the persons nominated shall be communicated to members prior to the date of the Annual General Meeting.

- 8.5 The members of the Committee shall be elected by ballot or show of hands at the meetings, provided that no member shall be eligible for election unless he has been duly proposed and seconded in writing by members and such written proposal endorsed by the candidate has been handed to the Secretary not later than 7 days preceding the meeting.
- 8.6 No member shall be allowed to take part in elections as a Committee member if such a member is doing so directly or indirectly in the of the political party, trade union, pressure group or cultural or religious organization. If a member shall be removed as a Committee member at the next monthly meeting of the CTAA.
- 8.7 Committee members shall cease to hold office at the Annual General Meeting, but shall be eligible for re-election. The office of the President shall not be held by the same person for more than two consecutive years.
- 8.8 Casual vacancies in the Committee may be filled by the remaining members of the Committee subject to confirmation at the next general meeting.
- 8.9 Not more than two members from any one firm may be Committee members at any point in time.

8.10 The duly elected members of the CTAA shall hold office until the following Annual General Meeting of the CTAA.

8.11 If a Committee member is found guilty of an offence by a court of law, without the option of a fine, or is engaged in unbecoming conduct, or conduct which, in the opinion of the remaining Committee members has brought the profession or the CTAA into disrepute, then, upon a vote of 75% of the remaining members of the Committee, after such member is afforded the opportunity to respond to the allegations, such member shall no longer be a Committee member.

## 9. **REMUNERATION**

Committee members shall not be entitled to any remuneration for their services as officers, but each Committee member shall be entitled to receive, from the Association reimbursement for any reasonable expenses actually incurred in performing services for the Association, as approved by the Committee.

## 10. **MEETINGS**

10.1 The Annual General Meeting shall be held in Cape Town on a date fixed by the Committee upon ten days' written notice thereof, along with which the agenda shall be sent to all members by the Secretary. The Committee shall determine the location and date of the Annual General Meeting to be held in any given year.

- 10.2 Special general meetings may be convened by the Committee whenever it considers it desirable and shall be called upon a requisition in writing made by a least fifteen members, and shall be on seven days' written notice given by the Secretary specifying the business to be dealt with at such meeting.
- 10.3 The only business at any special general meeting convened pursuant to a requisition of members, shall be that which has been specified in the written request lodged by the members concerned, unless the President in his sole discretion otherwise permits.
- 10.4 Committee meetings shall be held at least once a month. Any Committee member failing to attend three consecutive meetings without special leave shall cease to be a Committee member.
- 10.5 A quorum of the Committee shall consist of five members. At all Committee meetings, the chair shall be taken by the President or, in his/her absence, by the Vice-President. In the absence of both, the members present shall elect a chairman.
- 10.6 A *quorum* at all general meetings shall consist of fifteen members. Should there be no *quorum* present at any annual or special general meeting, the meeting shall stand adjourned until a date to be agreed upon at such meeting (for which those present shall be a *quorum*) and, at such resumed meeting, those present shall form a *quorum* regardless of the number. At least seven days' notice of such adjournment shall be given to members.

- 10.7 Each Committee shall hold office for only one year but the retiring members shall be eligible for re-election, provided that if the CTAA fails at the Annual General Meeting in any years to elect a new Committee, the retiring Committee shall forthwith convene a further general meeting for the purpose of holding such election and, pending the holding of such further meeting, shall continue in office. If no new Committee is elected at such further meeting or at an adjournment thereof, the retiring Committee shall be deemed to have been re-elected for a further year and the retiring Committee members shall continue to hold the same office for such further period.
- 10.8 In the event of any vacancy or vacancies occurring on the Committee, the remaining members of the CTAA shall have the power to fill any such vacancy or vacancies, provided, however, that at that time there is sufficient remaining members of the Committee to constitute a *quorum*. The member/s so elected shall hold office on the same terms as the member/s whose place he/she takes and shall serve on until the next Annual General Meeting. If the remaining members of the Committee do not constitute a *quorum*, they shall have no power to fill vacancies on the Committee and may only function until such time as a general meeting to fill the vacancies can be convened. It shall be the duty of such remaining members to convene such general meeting at the earliest possible date.

10.9 Any member of the Committee may be removed from his/her office as such by resolution passed by majority of two thirds of the members present at a general meeting of the CTAA called for such purpose.

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

11.1 The Committee shall conduct all the day-to-day affairs of the CTAA and be entitled to do all things not specially required to be done at a general meeting or not expressly required to be otherwise performed. Without limiting its rights, the Committee shall have the following special powers:

- 11.1.1 to convene meetings;
- 11.1.2 to appoint, remove and determine the duties and remuneration of its employees, if any;
- 11.1.3 to hold and to have the custody and control of the funds and other property of the CTAA under its control;
- 11.1.4 to open a banking account/s which shall be operated by the joint signatures of any two Committee members, one being the President and any one other, for the time being;
- 11.1.5 to appoint auditors to audit the books annually;
- 11.1.6 to appoint sub-committees and delegate any of its powers for such sub-committees;
- 11.1.7 to authorise expenditure on behalf of the CTAA from time to time for the purposes of furthering the objectives of the CTAA in accordance with such terms and conditions as the



members of the Committee, after consideration, may direct;

- 11.1.8 subject to the Constitution, to frame and promulgate rules and regulations for the conduct of the business of the CTAA and to do all other things that it may consider conducive to the interest or the good management of the CTAA or the promotion of its objects.

## 12. **VOTING AT MEETINGS**

- 12.1 At all meetings, votes on any matter, save the election of committee members, shall be on a show of hands or such other means as determined by the Committee from time to time.
- 12.2 Each member attending a meeting and subject to what is stated herein shall have one vote.
- 12.3 In the event of an equality of votes at any meeting other than a Committee meeting, the chairman of the meeting shall have casting vote in addition to his/her deliberative vote.

## 13. **PROXY**

- 13.1 In addition to voting in person, a member may appoint any other member as a proxy to participate in and speak and vote at all general and special meetings. A proxy appointment must be in writing, dated

and signed by the member and remains valid for a specified meeting or any adjournment thereof, after which it shall automatically expire.

13.2 The proxy shall contain a statement of the subject on which the holder thereof is to vote and also in what manner the holder is to vote.

13.3 The signed proxy form bearing the original signature of the member shall be lodged with the Secretary not less than 24 hours prior to the time fixed for the commencement of the meeting at which the proxy is intended to be acted upon.

13.4 No proxy vote shall be recognized which is not dealt with and cast in accordance with provisions of this rule.

13.5 No member shall be entitled to vote by proxy on any question directly affecting that member personally.

#### 14. **BANKING ACCOUNT**

14.1 Banking accounts shall be opened at registered commercial banks in the name of the CTAA and maintained in the name of the CTAA and shall be operated under the joint signatures of two members of the Committee, one of whom shall be the President.

14.2 Proper books shall be kept by the Treasurer, showing all monies received and expended.

14.3 The Committee shall have the power to invest its funds in competitive interest-bearing bank accounts.

15. **DEFAULTERS**

Any member whose subscription is in arrears for a period of six months and who fails to pay such subscription within 14 days of posting to him a written request for payment shall have his/her privileges suspended until payment of his/her arrears is made.

16. **AMENDMENTS**

16.1 The Constitution may be amended, altered or added to at any Annual General Meeting or at any general meeting specifically called for such purpose.

16.2 Any such alterations or additions must be approved by two thirds of the members present or represented by proxy at such meeting.

16.3 No proposed alteration or amendment shall be considered at any such meeting unless notice of the proposed amendment or alteration has been given to members in writing not less than ten days before the date of the meeting at which the amendments to the Constitution are going to be proposed.

16.4 No amendments may be made which will have the effect of making the Association cease to exist.

17. **INTERPRETATION**

In case of doubt as to the meaning or interpretation of this Constitution, and any rules or codes framed thereunder, the Committee shall be the arbiter, and its decision shall be binding upon members, subject to an appeal to a general meeting.

18. **DISSOLUTION**

The Association's assets shall, upon dissolution, be transferred to another association not for gain, with similar objects and interests as the CTAA, and failing that, the assets of the Association at date of dissolution will be transferred into a trust, to be formed, the object of which will be to fund further education of attorneys who are members of the Association at date of dissolution, as determined at the sole discretion of Committee members who are such as at date of dissolution.

19. **GENERAL**

19.1 The Committee shall have the power to make by-laws for the good management of the CTAA, which shall be subject to the confirmation at its next general meeting.

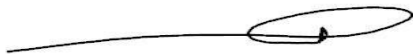
19.2 Records of proceedings at all meetings shall be kept by the Secretary.

- 19.3 The Committee shall have the power to investigate any conduct of a member which in its opinion infringes a rule, by-law or binding resolution of the CTAA. In the course of its investigation, the Committee shall give the member concerned a full opportunity to defend himself or explain his/her conduct. If the majority of the Committee thereafter considers to be sufficient grounds for referring the matter to a general meeting, it shall do so. At such general meeting, the member shall again be allowed to defend himself by explaining his conduct but if thereafter two thirds of the members present shall vote for his/her privileges to be suspended, the meeting may pass a resolution accordingly. Voting at such a meeting shall be by ballot and a resolution may also be passed at such meeting, that the matter be referred to the Legal Practice Council for its attention.
- 19.4 Whenever notice of matter is to be given to members it shall be deemed to have been duly given if posted or delivered to Docex or dispatched via e-mail or facsimile to members at the address recorded at the Legal Practice Council and shall be deemed to have been received two (2) days after the date on which such notice was posted, delivered or dispatched.
- 19.5 Every member shall be entitled to display the emblem of the CTAA on his/her/its letterhead and other material, subject to any directive/s of the Committee.

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This is the Constitution of the Cape Town Attorneys' Association as amended, adopted and approved by members of this Association at its Annual General Meeting held at Cape Town on 25 April 2019, and will come into effect immediately upon its adoption.

**FOR AND ON BEHALF OF THE CAPE TOWN ATTORNEYS' ASSOCIATION**

A handwritten signature in black ink, consisting of a long horizontal stroke followed by a loop and a small vertical tick at the end.

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**CHAIRPERSON**

**MOTION FOR THE AMENDMENT OF THE CONSTITUTION OF THE CTAA**

***PREAMBLE***

The CTAA recognizes that circumstances may command that it approaches the Courts to protect the interests of its members. The cases relating to the issuing of permits for legal practitioners and the constant closure of the Deeds and Master's offices are but some of the challenges facing CTAA members. The CTAA did not collect subscription fees since the change in the regime regulating legal practitioners.

***IT IS THEREFOR PROPOSED THAT:***

1. That the annual membership subscription fees be reinstated and increased to R350.00 per member.

**Proposer:- CLIVE HENDRICKS**

**Secunder:-**\_\_\_\_\_

## **MOTION FOR THE AMENDMENT OF THE CONSTITUTION OF THE CTAA**

### ***PREAMBLE***

The Legal Practice Act 28 of 2014 (the “LPA”) provides for the establishment of the South African LPC as a body corporate to exercise jurisdiction over all legal practitioners and candidate legal practitioners. One of the purposes of LPA is to broaden access to justice by putting measures in place to provide for the rendering of community service by practising legal practitioners, as well as candidate legal practitioners.

The CTAA recognizes that candidate legal practitioners should be afforded a voice and platform to give effect to the stated purpose of the LPA.

### ***IT IS THEREFOR PROPOSED THAT:***

A section be added in the Constitution providing:

#### **1. Candidate Legal Practitioner Chapter**

- 1.1 The CTAA may establish a Candidate Legal Practitioner Chapter (CLPC);
- 1.2 Membership shall be confirmed annually by the Branch Annual General Meeting;
- 1.3 The CLPC may be exempt from paying membership contributions;
- 1.4 The CLPC shall be subject to this Constitution and code of conduct and shall be accountable to the Management Committee of the CTAA;
- 1.5 The Chairperson of the CLPC shall have the right to attend all meetings of the CTAA;
- 1.6 The CLPC shall have the right to participate in all discussions at general and annual general meetings but shall not be entitled to vote.

**Proposer:- CLIVE HENDRICKS**

**Seconder:-**\_\_\_\_\_





**NOMINATION TO MANAGEMENT COMMITTEE OF THE  
CAPE TOWN ATTORNEYS' ASSOCIATION**

**DETAILS OF NOMINATOR**

Name and Surname \_\_\_\_\_

E-mail \_\_\_\_\_

**DETAILS OF SECONDER**

Name and Surname \_\_\_\_\_

E-mail \_\_\_\_\_

**We, the undersigned, hereby nominate:**

Name and Surname \_\_\_\_\_

E-mail \_\_\_\_\_

Firm \_\_\_\_\_

To serve on the CTAA Committee for the term **2020/2021**

Nominator Signature \_\_\_\_\_

Secunder Signature \_\_\_\_\_

**I hereby accept the above nomination**

Nominee Signature \_\_\_\_\_

**Kindly note that nominations must be send via email to [info@ctaa.capetown](mailto:info@ctaa.capetown) before **27 August 2020**.**