

1. Roles of AGM, Trustees and Management

the Association is responsible for the general management and administration of Springerbaai.	paragraph 4
TRUSTEES	
The Trustees have been empowered by the Constitution to exercise all powers necessary for the Association to execute its mandate Unless: <ul style="list-style-type: none"> - otherwise provided in the Constitution, or - by a general meeting of members 	
Trustees may not amend or rescind resolutions of the AGM.	
The AGM may only instruct the Trustees to reverse their previous decision and (if the contracts allow it) cancel the contracts going forward. All past actions remain unaffected.	
functions and powers of the Trustees	paragraph 32
They have full powers, save as provided in the constitution to the contrary They have the power to appoint a manager and staff	
They have all powers of the Association that are not to be exercised in general meeting Their powers are subject to such regulations as may be prescribed in general meeting i.e. any decisions taken in the AGM binds the Trustees Provided that no regulation shall invalidate a prior act of the Trustees.	
Trustees may vary, cancel or modify any of their decisions or resolutions. Trustees may make regulations re various specified matters and vary them	Par 33 provided that certain provisions set out in Paragraph 36.8 may not be varied or modified. [Par 36]
AGM	
AGM has jurisdiction/higher authority over Trustee decisions, may overrule them going forward but can not invalidate decisions from the past, for the past, (they may only instruct the Trustees to reverse their previous decision and (if the contracts allow it) cancel the contracts going forward. All past actions remain unaffected.	
matters to be dealt with at the AGM as specified in constitution: <ul style="list-style-type: none"> - 57.1. the consideration of the report by the Chairman of the TRUSTEES; - 57.2. the election of TRUSTEES; - 57.3. the consideration of the financial statements of the ASSOCIATION for the last financial year of the ASSOCIATION preceding the date of such meeting; - 57.4. the consideration of the budget for the next financial year as presented by the TRUSTEES and approval of the contributions to be levied by the TRUSTEES in terms thereof; 	Paragraph 57

<ul style="list-style-type: none"> - 57.5. any other business pertinent to such meeting including any Resolutions proposed for adoption by such meeting and the voting upon any such Resolutions 	
<ul style="list-style-type: none"> - matters required by legislation - resolutions to amend the Constitution. 	
<p>Constitution does not prevent the AGM or GM to amend or rescind a resolution passed at a previous AGM. But during the year the Trustees may not overrule that AGM decision</p>	
<p>Decisions requested by members to vote on in the AGM – chairman role</p>	
<p>other resolutions “pertinent to such meeting” could be proposed for adoption by the meeting. for good order, these must be considered proposals – i.e. the member must have done his homework and feel strongly enough about it to motivate it at the AGM. Therefore: (a) Due and timeous notice must have been given to the Trustees, to enable them to incorporate it in the Notice of AGM; it also allows the Trustees to express an opinion on the matter; (b) The proposal must be properly motivated in writing; (c) The proposed resolution and motivation must be inserted in the Notice of AGM. That would allow other members to take their time to consider the matter before the meeting. The only other matters that could be put to the vote at the meeting without prior notice or motivation, are procedural matters. If a member realises at an AGM that he feels strongly about a matter, he must call a special GM or wait for the next AGM, and follow the steps in (a) – (c) above.</p>	<p>par 57.5</p>
<p>Management</p>	
<p>Trustees appoint management, and therefore, determines their scope of duties and authorities.</p>	