

# **CONSTITUTION: GREENSPACE**

## **1. NAME**

The name of the organisation shall be **GREENSPACE**.

## **2. LEGAL STATUS**

Greenspace is a constituted non-profit voluntary organisation.

2.2 All legal proceedings by and against Greenspace may be brought and defended in the name of the organisation whose chairperson shall have the power to institute and defend any such proceedings on its behalf and its name when authorised thereto by the executive committee ..

2.3 The liability of any individual member is limited to the unpaid amount of their membership fee.

2.3 The liability of Greenspace shall be limited to the terms and conditions as set out in writing in any duly authorized liability agreement between Greenspace and any other body.

## **3. AIMS AND OBJECTIVES**

### **3.1 The aim of Greenspace**

To work within the framework of the Constitution of the Republic of Namibia towards establishing and maintaining a sustainable greenbelt network for urban Namibia.

### **3.2 The objectives**

The objectives of the organisation are, to-

3.2.1 build awareness of the concept of a greenbelt network and its benefits, including the establishment and maintenance of links with similar and related organisations within and outside Namibia

3.2.2 promote the sustainable and environmentally sensible utilisation of open spaces by identifying, launching and supporting own and other projects aimed at specific components of the envisaged network

3.2.3 strive towards the integration of Greenspace's objectives and strategies into national, regional and local planning in human settlements

3.2.4 propose an open space system (greenbelt network) for Windhoek, which should incorporate existing, proposed and potential parklands, riverbeds, recreation spaces, conservation areas and other unproclaimed areas, and which may serve as a model for other urban centres.

## **4. STRATEGIES**

The strategies of the organisation are, to -

4.1 collect, through source research, field studies and other means, relevant information on the optimal manner in which to conserve, establish and maintain urban open spaces and to disseminate such information

4.2 encourage community-based participation in planning, implementing and preserving the

various components of the greenbelt networks

4.3 promote or contest legislative or other measures that affect the conservation establishments and maintenance of urban open spaces

4.4 undertake any other action that is in keeping with the aims and objectives of the organisation.

## **5. PROPERTY OF THE ORGANISATION**

5.1 The organisation shall have the right to purchase, lease or hire movable or immovable property and to erect, improve, maintain, equip and repair any such building.

5.2 The organisation shall have the right to vest and register property in the name of Greenspace.

## **6. MEMBERSHIP**

6.1 Membership is open to everyone regardless of race, creed, gender, religion or political affiliation.

6.2 Organisations, associations, businesses as well as individuals have the right to join Greenspace.

6.3 Paid-up members shall have the right to a democratic vote in the Annual General Meeting.

## **7. TERMINATION OF MEMBERSHIP**

7.1 Any member may give notice of resignation in writing at any time to the executive committee.

7.2 Members may be expelled in terms of the regulations of the organisation.

## **8. THE EXECUTIVE COMMITTEE**

8.1 The management of the organisation shall be vested in the Executive Committee of Greenspace.

8.2 The executive committee of Greenspace shall consist of a Chair, Vice-chair, Secretary, Treasurer, PRO and three members without office who are subcommittee facilitators.

8.3 The executive committee may co-opt additional members.

8.4 The executive committee of the organisation shall be elected for a period of two years from those nominated by the members of Greenspace. There shall be eight committee members.

8.5 The quorum of the committee at any time shall consist of five or two thirds of the committee members, whichever is the greatest number.

8.6 It is the duty of the committee to manage the business of the organisation according to the constitution and according to decisions taken by general membership, and shall pursue the following:

8.6.1 be responsible for the finances of the organisation and draw up a budget for income and expenditure within the framework decided on,

8.6.2 ensure that the directives in force are adhered to.

## **9. SUB-COMMITTEES**

9.1. Sub-committees may be formed to facilitate the realisation of the organisation's goals and objectives.

9.2 Each such project sub-committee shall have a facilitator to co-ordinate the subcommittee's project activities, which is required to report back to the executive committee at ordinary meetings.

## **10. ANNUAL GENERAL MEETINGS (AGM)**

10.1 The AGM of Greenspace shall be held before 31 March of each year on a date and at a place to be decided upon by the executive committee.

10.2 The agenda of the AGM shall contain the following items:

10.2.1 Presentations of the annual report and the report of the auditors.

10.2.2 Elections

10.2.3. Revision of the constitution, mission statements and policy document should it be necessary

10.2.4 Any other business which has been presented to the committee in writing.

10.3 Special general meetings shall be held when the executive committee deems it necessary or when at least one third of the members of Greenspace so demand. The notice of the annual general meetings and special general meetings shall be in writing and shall be given four weeks prior to such meetings. Notice in writing of executive committee meetings will not be required.

10.4 Ordinary meetings will be held on a regular basis.

10.5 The quorum to hold an AGM is to be 25% of paid-up members. If a quorum is not achieved, the AGM will automatically be adjourned for two weeks, in which case those present at the second meeting will constitute a quorum.

## **11. FINANCES**

11.1. The executive committee shall open an operative bank account in the name of Greenspace.

11.2. All members shall pay a yearly subscription fee as determined by the members of Greenspace at the AGM, unless waived by the executive committee.

11.3 Cheques made out in the name of Greenspace, shall be signed by any two members with signing powers (a total of four members will have signing powers) OR no cheques in excess of an amount to be determined by the regulations of the organisation shall be drawn under the organisation's bank account without prior consent of the executive committee.

11.4 The appointed treasurer of Greenspace shall ensure that a proper set of books of account be kept, according to generally accepted principles of accounting, which shall correctly reflect

the finances of the organisation.

11.5 The books of account shall be ratified by two thirds or five (whichever is the greatest) members of the executive committee.

11.6 The executive committee shall present a duly audited financial report at the AGM.

11.7 The financial year of Greenspace shall run from the first day of January until the last day of December of the same year.

11.8. The authorised auditor will be asked to audit the books to facilitate scrutiny by the executive committee.

## **12. DISSOLUTION**

12.1 Greenspace may be dissolved at any time or merge with any organisation with similar aims and objectives, where resolution to this effect has been passed by a two thirds majority at a meeting convened for this purpose.

### **12.2 Consequences of dissolution/merger**

12.2.1 Should a resolution be passed to merge, the assessment of Greenspace shall accrue to the organisation with which the merger is affected.

12.2.2 Should the resolution be taken to dissolve Greenspace, the assets of Greenspace shall be realised to a liquidator appointed by the AGM and after all the debts of Greenspace have been settled, and money and/or property which may remain, shall be donated to any other institution or organisation with similar aims and objectives at the discretion of the executive committee.

## **13. AMENDMENTS**

13.1 The constitution may be amended by a vote of two thirds of those present at the AGM or Special General Meeting.

13.2 Any amendment made to the constitution shall be done by way of a resolution produced in writing.