



CONSTITUTION

(THE ASSOCIATION OF LOCAL AUTHORITIES IN NAMIBIA)

(As amended on the 53rd Annual Congress, in 2003)

DRAFT

PREAMBLE

WHEREAS Article 102 of the Namibian Constitution provides for the decentralization of regional and local governments.

WHEREAS section 6 of the Local Authorities Act 23 of 1992 provides that every town or village in Namibia shall be governed by a municipal, town or village council freely elected by members of such local authority.

AND WHEREAS the well-being of residents in any local authority depends on the competencies, skill and cooperation among local leadership.

AND WHEREAS the local government leadership is committed to unite itself under one umbrella body which is aimed at assisting every town and village council to meet its legal, moral and political obligations.

AND WHEREAS the local authorities in Namibia have mutually agreed to form and abide by the principles of a national federation for local authorities.

NOW THEREFORE we, the leadership and staff members of local authorities, accept and adopt this Constitution as the fundamental guiding instrument in the fulfillment of our duties as members of the Association of Local Authorities in Namibia, hereinafter referred to as the "Association".

1. NAME

The name of the Association shall be: "The Association for Local Authorities in Namibia" with the acronym "ALAN".

2. AIMS AND OBJECTIVES

- 2.1 The Association is a non-profit making body which aims to be a dynamic, self-sustaining organization that plays an advocacy role on behalf of local authorities, with a view to promoting and assisting its membership address socio, economic and political challenges at the local government level.

- 2.2 The Association aims to protect, safeguard and enhance the image, interests, rights and privileges of Local Authorities within the ambit of this Constitution.
- 2.3 In order to achieve its goals in terms of Article 2.1 and 2.2 hereof, the Association aims to:
 - 2.3.1 act as a link between the Central Government of the Republic of Namibia and all Namibian local authorities on all matters affecting its members.
 - 2.3.2 to conduct studies with an aim to assess the status, functions, needs and other interests of local authorities and to take appropriate action based on the outcome of its findings without any fear of intimidation, alienation, change of status or any form of deprivation of rights.
- 2.4 place, as its primary objective, the interests of the inhabitants of all its members which includes but not limited to the well being of people, infrastructure and natural resources.
- 2.5 maintain reasonable independence of all local authorities as guaranteed by the Constitution and all sub-ordinate legislation while at the same time observing the need to consult central government.
- 2.6 ensure that duly elected local leadership is recognized as the primary and lawful representative organ of state at local level and to ensure that such organ is formally recognized as the lawful bargaining unit on behalf of the members of its town or village.
- 2.7 ensure full participation of women in organized local government;

3. MEMBERSHIP AND REPRESENTATION

- 3.1 Any applicant body recognized as a local authority in terms of the Local Authority Act 23 of 1992 and as amended from time to time, may be accepted by the Association as its member provided that such applicant complied with all the requirements contained in this Constitution. The application

procedures shall be determined by the Management Committee.

- 3.2 Every local authority shall, subject to the provisions of this Constitution, be entitled to be represented at any Congress of the Association and shall have equal voting rights at such Congress.
- 3.3 The right of representation referred to under Article 3.2 is subject to the ratio contained under this Article. The number of representatives to the Congress shall consist of :
 - 3.3.1 THREE (3) representatives from a specific local authority in case of a PART I Municipality.
 - 3.3.2 TWO (2) representatives from a specific local authority in case of a PART II Municipality.
 - 3.3.3 ONE (1) representative from a town or village councils.
- 3.4 Notwithstanding the provisions of Article 3.3.1, the Municipality of Windhoek shall be entitled to one additional representative.
- 3.5 For purposes of interpreting this Constitution, "region" refers to a region as per the provisions of the Local Authorities Act 23 of 1992 and as per Schedule 2 of the Regional Councils Act 22 of 1992.

4. TERMINATIONS OR SUSPENSION OF MEMBERSHIP

Membership of the Association shall be terminated by:

- 4.1 voluntary resignation of a member;
- 4.2 a resolution of any Congress to terminate such membership due to wrongful or unlawful acts or violation of any provision of this Constitution. No membership shall be terminated without giving the affected member 30 days notice and a fair opportunity to make presentations as it deems appropriate. The procedures relating to such inquiry will be determined by the Management Committee acting on the directions of the

Congress. The congress shall also determine whether the Association would bear all costs or whether such costs be shared by the parties to the dispute and by what margin or proportion.

- 4.3 The hearing chairperson shall make a recommendation to the Management Committee and the latter shall not be entitled to act on such recommendation save where the Congress has pronounced itself on such a recommendation and has expressly directed the Management Committee to act accordingly. The Management Committee, may also decide on suspension of membership of such a member if it is of the opinion that the interests of the Association would be threatened if such member is not suspended.
- 4.4 A member whose membership has been terminated shall have the right to re-apply for membership after expiry of 24 (twenty-four) months from the date of termination of its membership.
- 4.5 A member whose membership was terminated in terms of Article 4.2 shall have the right to appeal against the decision of the Management Committee to the next Congress. Such appeal must be exercised in writing within 60 (sixty) days after being informed of the decision of the Management Committee.

5. MEMBERSHIP FEES

- 5.1 Membership fees are payable annually within 90 days from the 1st day of July of the Association's Financial Year for which payment is due.
- 5.2 The Association shall have its Membership Fee Policy which shall be approved by the Congress and adjusted as the need arises.

5.3 EXTRA ORDINARY EXPENSES

Where the Management Committee deems it expedient during the Course of any year, with the consent of the majority of the members of the Association, to incur extraordinary expenses in respect of any matter of exceptional importance to the members of the

Association, then the Congress shall be entitled to defray such costs, in total or partially, by way of a levy on its members, which levy shall be determined in proportion to the ordinary membership fees payable. Any such levy shall be payable within three months from the date of the resolution of the Congress approving the levy.

6. MEMBERSHIP OF OTHER PROFESSIONAL ORGANISATIONS

- 6.1 The Association may seek membership with any association or organization which aims to promote and improve aspects of local government. No affiliation with any organization shall be valid without approval of the Congress.
- 6.2 The terms and conditions of affiliation shall be discussed and approved by the congress. The Association shall be represented on such association panel by able and loyal members assigned by the Management Committee.

7. CONGRESSES

- 7.1 The Association shall hold a Congress not later than four (4) months after the general elections of the local authorities Councils. The Congress shall be held not later than two and a half years after the initial Congress. These Congresses shall be the governing organ of the Association and shall serve the purpose of a General Meeting where all matters of common interest shall be discussed and determined.
- 7.2 The Ordinary Congress shall be convened by the two thirds of the members and all members shall be entitled to determine issues for consideration and determination through the Management Committee. An Extra-Ordinary Congress shall only be convened for urgent matters and shall have the same status as the Ordinary Congress. The Extra-ordinary Congress shall also be convened by two thirds of the members.
- 7.3 The Management Committee shall in its sole discretion and with reference to all circumstances, determine the date of a Congress and such decision is final.
- 7.4 The Congress may not discuss or determine any matter of which notice has not been duly given and which has not

been incorporated in the agenda, save where two third of the majority of the delegates present and/or by proxy are in favour thereof.

- 7.5 Despite the absence of a representative of a member who placed an item on the agenda, a Congress may nevertheless debate and decide upon that item.
- 7.6 The Congress will have two sessions to wit a Public and Private Session.
 - 7.6.1 A Public Session shall have the power to discuss and decide on agenda items and/or hear presentation of lectures. The Management Committee shall be entitled to compile the agenda as it deems fit and beneficial to the members and shall place any item or motion on the agenda of the private sitting if it is of the opinion that it is in the best interests of the members to do so.
 - 7.6.2 A private sitting will deal with any matter considered as "internal matter" in terms of Article 7.6.3 and shall only be attend by delegates from member local authorities. .
 - 7.6.3 For purpose of this Article, internal matter(s) shall mean any matter which pertains to the report of the Chief Executive Officers, Treasurers, financial statements and audit reports of the Association and the election of office bearers and officials.
- 7.7 Extraordinary Congresses shall be held either in private or partially in public as the Management Committee may propose and approved by the majority of the members.

8. ELECTION OF PRESIDENT AND VICE-PRESIDENT

- 8.1 There shall be a President and Vice-President who shall be elected by ballot by the Congress in its private sitting. In order to be eligible for either of these positions, the following criteria will be adhered to:
 - 8.1.1 the Presidents and Vice-President must preferably, but not necessarily, previously have been members of the Management Committee;

- 8.1.2 the President and Vice-President must be delegates to and present at that Congress.
 - 8.1.3 the President may only occupy office for a continuous period of two consecutive terms between Congresses excluding Extraordinary Congresses.
 - 8.1.4 the President and Vice-President hold office to the end of the subsequent Congress excluding Extraordinary Congresses.
- 8.2 The President shall be the Chairperson of all the Management Committee's meetings immediately after his/her election as President. If the President is absent or unable to act as Chairperson, the Vice-President will act as Chairperson of such meeting. In the even both the President and Vice-President are absent or unable to act as Chairperson, the meeting must elect a person to act as Chairperson of that particular meeting. No resolution taken in the absence of the President or Vice-President shall be invalid for purpose of absence of such person.
- 8.3 Should the President be permanently unavailable for whatever reasons, the Vice President shall act in his/her instead until the next meeting of the Management Committee where such meeting shall elect and appoint a President from its members. The Management Committee must arrange such meeting within 90 days of the position of the President became vacant. Failure to convene such meeting within 90 days will not invalid any decision or act of the Management Committee.
- 8.4 A person referred to under Article 8.4 shall act as such up to the next Congress during which a successor must be elected.
- 8.5 Should the Vice-President no longer be available for the reasons referred to under Article 8.4, the Management Committee must appoint a temporary Vice- President from its members and such person shall act as such for all purposes until the next Congress where a successor must be elected in terms of Article 8.1.

9. HONORARY VICE-PRESIDENT

- 9.1 The Association may bestow honorary titles to individuals on the recommendation of its Management Committee. The criteria for such an award shall be determined by the Council acting upon the directions of Congress and shall only be bestowed to Councilors whose devotion to the well-being of the Namibian people is acknowledged by Congress.
- 9.2 Such honor shall be bestowed, during Congress and in the manner approved by Congress on the recommendations of the Council.
- 9.3 The occupiers of these honorary posts shall *ex officio* be members of the Management Committee and shall be entitled to participate in discussions but shall only be entitled to vote where he/she is a Councilor in terms of the Local Authorities Act 23 of 1992. The expenses of attending meetings shall be borne by the occupier of the honorary post.
- 9.4 At Congresses, only those Honorary Vice-Presidents who are councilors or staff members shall be entitled to vote although all honorary members shall be entitled to participate in Congress discussions freely.
- 9.5 For purposes of Article 9, an honorary title shall be *Alderam*, abbreviated as "Ald" which in its ordinary sense and for purposes of this provisions shall refer to an "elder man or woman" who is a member of the municipal legislative body, *to wit* the Town or Village Council in a town or city.

10. GOVERNING STRUCTURES

- 10.1 The principle governing organ of the Association shall be the Congress. When the Congress is not seating, the Council shall serves as the interim governing organ subject to the directions of the Congress. The Council shall consist of members referred to in Article 11 and shall direct the business and activities of the Association as resolved and directed by the Congress. The Management Committee shall be accountable to the Council.
- 10.2 In order to ensure that the decisions of the Council are carried out, there shall be a Management Committee which

shall be accountable to the Council and subject to the direction and control of the Council. The Management Committee shall be responsible for ensuring that all the resolutions of the Congress are executed and shall act as the link between the Association, Central Government and any other body.

- 10.3 There shall further be a Secretariat and Chief Executive officer who will jointly and severally be accountable to the Management Committee and subject to the directions and control of the Management Committee.

11. THE COUNCIL

11.1 There shall be a Council for the Association and it is hereby created.

11.2 The Council shall be composed of the President, the Vice-President, and not less than three other members of the Association elected during the Congress. The number of Council members shall not exceed 21 members. Notwithstanding whether the President or the Vice-President is from a Part I Municipality, there shall be a Committee member from a Part I Municipality.

12.3 All Council members shall be appointed by their respective Regions and such appointment shall be endorsed by the Congress. Every region shall appoint its candidate within 60 days after a general municipal election occurred and such Council shall be dissolved on the day of the general municipal elections.

12.4 Members of the Council may be either Councillors or staff members from the member local authorities. In the event all members are political office bearers, the membership of the Council shall not exceed a 30:70 ratio the greatest number being the ratio of political office bearers.

12.5 All staff members serving on the Council would solely be acting in an advisory capacity and shall therefore be without voting rights. In determining which members should be co-opted for purposes of serving on the Council, priority may be given to the Chief Executive Officer, the City Secretary, and the Legal Advisor of the City of Windhoek.

12.6 Should a member of the Council cease to be a Councillor or staff member as the case may be, such member will automatically be

deemed to have resigned from the Council. The provisions of this Article will not apply to individuals who are on suspensions. Should a staff member be on suspension, the delegating member shall notify the Council within 30 days of such suspension whether such individual must remain on the Council or replaced by another staff member.

- 12.7 In the event a staff member referred to in Article 12.6 is replaced by another staff member, such member shall be deemed to have been replaced by such new staff member even if he/she is acquitted of the charges against him/her and/or reinstated to his/her office. The appointing member shall be at liberty to replace any of its Council members.
- 12.8 Should a member of the Council resign, he or she shall give 30 days notice, in writing, to the President who shall duly dispatch off such notice. Failure to give 30 days does not invalid any decision of the Council nor shall it nullify such resignation save where, if such resignation is accepted on short notice, it would prejudice the Association. In the event such member is a political office bearer he/she shall be deemed not to have resigned but merely absent, withholding signature or vote or as the case may be until the lapse of the said 30 days.
- 12.9 The provisions of Article 12.8 will only be invoked in exceptional cases as the Council may deem necessary.

13. MANAGEMENT COMMITTEE

- 13.1 There shall be a Management Committee for the Association and it is hereby established.
- 13.2 The Management Committee shall consist of eight (8) members composed as follows:
 - a) three (3) members from any of the member Councils.
 - b) two (2) members from NALAO; and
 - c) the Chief Executive Officer of the Association;
 - d) the President and Deputy President.
- 13.3 There shall be a Chairperson and Deputy-chairperson elected by the Management Committee members and by secret ballot. The

Chairperson, Deputy-chairperson and at least three (3) of the members shall be Councilors from any region.

- 13.4 Should the Management Committee deem it necessary for the proper performance and execution of its functions, it may co-opted any staff member(s) based on his/her skills and expertise to advise the Committee. Such person shall be considered as a Committee member but shall not have voting powers.
- 13.5 All members of the Management Committee are automatically entitled to attend all Congresses of the Association *ex officio* shall not be deemed as representatives of their respective regions for purposes of delegating members to the congress. Each Committee member shall therefore be acting in his/her capacity as Committee member but shall have all the rights enjoyed by any other Congress delegates save where there is a conflict of interests or by exercising any of his/her rights as a participant at the congress, irregularities may occur.
- 13.6 In the event of death of a Committee member, or where he/she resigning or being suspended, the provisions of Articles 12.6 to 12.8 shall apply *mutatis mutandis* to all Committee members.
- 13.7 In order to ensure that the functions of the Association are properly executed, the Committee may from time to time co-opt or form special sub-committees to assist in any manner the Committee might deem necessary. Such committees will merely act in an advisory capacity and shall not have any decision or binding powers on the Association or any of its organs.
- 13.8 The Committee shall appoints all members, including the Chief Executive Officer and management personnel. The Committee will have a corresponding power to lawfully terminate any contract of employment.
- 13.9 All remunerations and conditions of service will also be determined by the Committee. In determining remunerations and conditions of service, the Committee will observe the best interests of the Association and will be guided by the availability of resources. In determining the foregoing, the Committee may outsource this

function to independent bodies referred to under Article 13.7 but without sub-delegating or relinquishing such power to the delegatee.

13.10 The Committee shall coordinate all financial matters of the Association subject to the directions and control of the Congress and shall be accountable to Congress.

14. THE SECRETARIAT

14.1 There shall be a Secretariat which shall be the Association's administrative organ. The Secretariat shall consist of the Chief Executive Officer and any other staff members employed by the Association whether on a permanent, casual or short contract basis.

14.2 The Chief Executive Officer shall be the head of the Secretariat and shall act on the directions and control of the Committee. The Secretariat shall be accountable to the Committee.

15. MEETINGS

15.1 All meetings of the Council and the Committee shall be convened by the President or Chairperson as the case might be. There shall be regular meetings to ensure that the resolutions of the Congress, Council and Committee are executed and that all new business is dispensed with.

15.2 Notwithstanding the provisions of article 14.1, other members of the Council or Committee may convene meetings provided that at least three members of the Council or Committee, as the case might be, have called such a meeting.

16. VACATION OF OFFICES

16.1 Any office bearer of the Association with the exception of the President, Chief Executive Officer and/or Treasurer who was employed by the Association by virtue of him/her being an employee or Council member of such local authority, shall cease to be a member or an employee of the Association upon ceasing to be a councillor or employee, whatever the case might be, as a result of change in political circumstances or termination of contracts of employment.

16.2 The person referred to under Article 14 shall remain in office with the Association for a period of four (4) months after the date of such change in circumstances or until such time as new office bearers are elected for the Association, whichever occurs first.

1. FUNDS

17.1 All moneys of the Association must be deposited in a bank account and payments must be made by cheques signed by persons authorized thereto by the Committee. All the Associations bank account must be opened in its own name and on the directions of Council acting on the directions of Congress.

17.2 Where it would be impossible to obtain the direction from Congress, the Management Committee may act as it deems appropriate but the Congress reserves its right to revoke any decision of the Council taken in terms of the provision of Article 17.1.

17.3 Any monies in an account referred to in clause 17.1 which is in excess of the Association's short term requirements may be invested with a bank registered in terms of the then existing Namibian Banking Institutions Act 2 of 1998 or invested in Namibian Treasury Bonds, but subject to any Policy which may be determined by a Congress from time to time with regard to investments.

17.4 All payments must be verified by appropriate documentary proof.

17.4 The accounts and balance sheets of the Association must be checked and certified by a person or persons who have sufficient knowledge of accounting. The audited statements must be submitted to the Congress during its private sitting for approval.

18. LEGAL CAPACITY

18.1 The Association shall be a juristic person and shall be entitled:

a) to purchase or lease movable and immovable property for whatever reasons it deems necessary;

b) to lease or hire materials, goods or services needed for proper office administration or otherwise as necessary for the attainment of the objectives of the Association;

- c) to sell or dispose off by way of donation, any asset of the Association;
- d) to enter into contracts of any nature and for the benefit of the Association provided that such contract is not entered into for profit making purposes.

18.2 All the powers referred to under Article 18.1 shall be exercised on the expressed directions of Congress or as Congress may direct to the Council.

20. FINANCIAL YEAR

The financial year of the Association shall be linked to the financial year of local authorities in terms of the Local Authorities Act 23 of 1992 and as it might be amended from time to time. Notwithstanding the foregoing, this provisions shall not be construed to deprive the Association from adopting its own financial year end different from that of the Local Authorities provided that such change is duly effected in terms of the applicable laws.

21. NOTICE AND COMPUTATION OF DAYS

21.1 To ensure proper service of notice, various forms of notices are hereby prescribed for various meetings or platforms.

21.2 Save where otherwise intended, a notice for any meeting referred to herein shall have an agenda annexed to it.

21.3 Save where otherwise expressly intended:

- a) "day" means any day of the week including Sundays and public holidays save where the contrary is expressly stated.
- b) "month" means a calendar month, more specifically in reference to a number of months from a specific date, a calendar month commencing on that date or the same date of any subsequent month and "monthly" has the corresponding meaning;

- 21.4 A preliminary notice of the date of the Annual Congress must be issued by the Chief Executive Officer at least four (4) months prior to the proposed Congress date. Such notice shall call for the submission of agenda items and shall contain closing dates for the submission or receipt of agenda items.
- 21.5 No item shall be added to the agenda after the due date has lapsed save with the approval of Council and upon the applicant furnishing reasonable explanation for the late submission of his/her item(s). In considering whether to add an item to the agenda after the due date, the primary determining will be the best interest of the Association.
- 21.6 The formal notice of any Congress must be issued by the Chief Executive Officer at least 30 days prior to Congress date and the agenda for such Congress must be served on all delegates at least 21 days prior to Congress date.

22. COUNCIL AND MANAGEMENT COMMITTEE

Notice of the meetings of the Council and Management Committee shall, as far as practicable, except in urgent cases, be given at least fourteen (14) days prior to the date of the meeting to all the members.

23. QUORUM:

- 23.1 The quorum of Congress and Committees required before any business is transacted shall in every case be 50% plus one of the members with voting rights including proxy's.
- 23.2 Where the members present do not constitute a quorum within half an hour after the meeting time, the meeting shall be deemed dismissed if so petitioned by those present. The names of those present shall be recorded for purposes of Article 23.3.
- 23.3 Should another meeting be called and the same members who were present at the meeting referred to under Article 23.2 are all present, such members shall, notwithstanding anything contained under Article 23, be deemed to form a quorum.

24. MAINTANANCE OF GOOD ORDER

- a) The congress shall determine Congress rules for the maintenance of order during the Congress sessions. During other sittings of other meetings of the Association, the Chairperson of any meetings is charged with the responsibility of maintaining discipline and order and all members shall abide by such orders.
- b) Should a delegate however differ with a ruling of the Chairperson, then he/she is entitled to put a motion of order in which the disputed ruling is submitted to the meeting for a ruling thereon. The ruling of the meeting shall then be final and binding.

25. VOTING AT CONGRESSES

- 25.1 Voting shall always be by secret ballot except where a member with voting rights proposes, and provided that such proposal is accepted by the majority of the members present, that such voting be effected by a show of hands.
- 25.2 Notwithstanding the provisions of Article 25.1, voting of members to positions shall always be by secret ballot.

26. EQUALITY OF VOTES

In the event of equality of votes, whether by voting by a show of hands or by ballot, the Chairperson shall have, in addition to his or her deliberative vote, a second or casting vote.

27. AMENDMENT OF CONSTITUTION

- 27.1 Any member seeking to amend any provision of this Constitution shall indicate the proposed amendments with reference to the specific Articles sought to be amended. Such member(s) shall give at least thirty (30) days notice of the proposed amendments to the Constitution to the Secretariat for further circulation.
- 27.2 Any provision of the Constitution may be amended by the two thirds of the delegation present and entitled to vote at the Congress.

28. INTERPRETATION OF CONSTITUTION

The Constitution shall be progressively interpreted so as to achieve the objectives of an Association established on the principles of freedom, democracy, local development and the rule of law. The Constitution shall be interpreted in the spirit of the national legislation including but not limited to the Namibian Constitution, Regional and Local Government Acts.

29. AMENDMENTS OF RESOLUTIONS

Any resolution of the Congress may be revoked or amended upon the recommendations of the Management Committee provided that the item regarding the revocation or amendment must form part of the Congress agenda and provided further that a two third majority of the delegates entitled to vote, vote in favor thereof.

30. DISSOLUTION OF THE ASSOCIATION

31.1 If the Congress is of the view that the Association does not serve a meaning purpose the Congress shall have the power to dissolve the Association by a two-third majority vote.

31.2 In the event the Association is dissolved, all the assets and documents of the Association, shall be entrusted to the Master of the High Court after all administrative procedures have been complied with.

31.3 The Council shall ensure that all legal requirements have been complied more particularly with regard to financial record storage and notification to creditors.

14. THE NAME

This Constitution shall be called THE ALAN CONSTITUTION.