

Stilbaai



Constitution

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STILBAAI GOLF CLUB CONSTITUTION

1. NAME:

The club is called STILBAAI GOLF CLUB and in this Constitution it shall be referred to as "the Club".

2. DEFINITIONS, INTERPRETATION OF AND AMENDMENTS TO THE CONSTITUTION:

2.1 In this Constitution unless otherwise required by the context, 23.2.5.9 the word "Club" includes the members, the club premises and the club grounds

2.1.1 the word "member" refers to both genders.

2.1.2 the word 'Committee' means the Committee of the Club as intended in section 20 hereof.

2.1.3 the Manager is the person appointed in terms of section 21.3 for the day-to-day administration of the club to which specific sections of the Constitution refer.

2.1.4 The Ladies' Captain is the member elected by the members of the Club in terms of section 20.2 to specifically attend to the interests of the female members and to perform the functions allocated to her by the Committee.

2.2 Should there be doubt regarding the meaning of a section of this Constitution, the interpretation of the Committee will be binding on members until such time as the members decide differently at a general meeting. Any decision taken by members at a general meeting under this section, will not influence the validity of any action or omission in terms of an earlier valid Committee decision.

2.3 Should any section of this Constitution be in conflict with the provisions of any statute of the Republic of South Africa or any amendment thereof, such section will automatically be amended or repealed in order to comply with the provisions of such statute.

2.4 The provisions of this Constitution may only be amended by a two-thirds majority of votes at either an annual general meeting or a special meeting of members. The general regulations that follow on this Constitution do not form part of the Constitution and can be amended by a simple majority vote at a general meeting of members.

2.5 *Any change of the Constitution shall be submitted to the Commissioner of the South African Revenue Service within three months of such amendment. (AGM 25/4/2018)*

3. OBJECTIVES AND POWERS:

3.1 *The objective of the Club is to administer, co-ordinate and develop sport as well as manage the social and recreation facilities of the Club on a non-profit basis, purely for recreational purposes.*

3.2 The Club has at its disposal all the necessary powers to realize its objectives and without curtailing any of its powers whatsoever; it also has the power to sell, to mortgage and to develop movable and immovable property; provided that no immovable property of the Club may be alienated or mortgaged, unless authorized thereto by a resolution passed either at a special general meeting convened specifically for this purpose, or at an annual general meeting and with the approval of at least two-thirds majority of votes cast.

3.3 Radical structural changes to the clubhouse and the addition and development of holes to the existing golf course may only be affected by at least a two-thirds majority of votes cast at a special general meeting convened specifically for this purpose or at an annual general meeting.

- 3.4 The Committee has the power to lease the movable property on behalf of the Club.
- 3.5 The Committee has the power to lease immovable property on behalf of the Club on the strength of a simple majority vote at an annual general meeting. No improvement may be effected by the Club on such leased property, except on the strength of an ordinary resolution passed at an annual general meeting or at a special general meeting.
- 3.6 The Club has to comply with all statutory requirements and regulations that concern the operating of the Club and it has to obtain all the necessary licenses required for the supply of food, soft drinks and alcoholic beverages; the provision of recreational facilities and the sale of equipment relevant to the game of golf.
- 3.7 The committee shall promote the game of golf in the community of Stilbaai in accordance with a program, particulars whereof are contained in the budget, prescribed in section 22.3.

4. LANGUAGE:

The languages of the Club are Afrikaans and English

5. REVENUE, PROPERTY AND MONEY:

- 5.1 *The income, property and funds of the Club, emanating from whichever source, must solely be utilized for the promotion of the Club's objectives as specified in this constitution and no funds may be directly or indirectly paid or transferred as dividends, or bonus or alternatively as profit to a person currently or previously a member of this Club.*
- 5.2 *The Club is entitled in good faith to recompense personal expenses of officials or members for services rendered to the club with the understanding that no excessive salary or any compensation based on a percentage of income and or profit shall be paid to an employee or member of this club.*
- 5.3 *The provisions of section 20.3.6 must at all times be observed.*
- 5.4 *At disbandment of the Club all remaining assets must be transferred to:*
 - 5.4.1 *Another recreational Club as approved by the Commissioner in terms of Section 30A of the Act on Income Tax of 2008; or*
 - 5.4.2 *A public charity organization as specified in paragraph 30(a) (1) of the definition of a Public Charity Organization in Section 30(1), of and which Organization is approved in terms of Section 30(3) of that Act; or*
 - 5.4.3 *Any institution, Committee or Body that is exempted of the payment of income tax in terms of Section 10(1) (cA) (i) of the Act on Income Tax on account of having its sole object the continuation of a public welfare activity; or*
 - 5.4.4 *The Government of the Republic, National or Provincial as specified in Section 10(1) (a) of the Act on Income Tax.*

6. JURISTIC PERSONALITY AND ACCOUNTABILITY OF MEMBERS:

The Club is a body with juristic personality that exists independently of its members and that has continuous succession and all its assets shall be registered or kept in its name. Individual members are not accountable for the debt, contracts or liabilities of the Club. Their liability is limited to the amounts owed by them for membership fees or other money payable by them in terms of this Constitution or the general regulations.

7. MEMBERSHIP:

The members of the Club comprise:

7.1 LIFE-LONG HONORARY MEMBERS

7.1.1 A Life-long honorary member is nominated and admitted as such in terms of a decision taken at an annual general meeting in recognition of extraordinary service rendered to the Club provided that:

7.1.1.1 a properly motivated and written nomination is handed to the secretary at least two months prior to the date of the AGM;

7.1.1.2 the committee shall within thirty (30) days of receipt of the nomination consider such nomination using the guidelines as set out in the regulations, make a decision and inform the nominator in writing of its decision;

7.1.1.3 if the committee supports the nomination it should place the matter on the agenda of the annual general meeting in terms of clause 26.3.3;

7.1.1.4 if the nomination is not supported by the committee, the nominator may place the matter on the agenda of the annual general meeting in terms of clause 26.3.4;

7.1.1.5 the decision to finally accept a nominee as an honorary member must be made by the members present at the annual general meeting by way of a secret ballot

7.1.2 A serving or previous President of the Club may be nominated for and bestowed the status of life-long Honorary President in terms of a decision taken at an annual general meeting.

7.1.3 The names of all life-long honorary members must be displayed prominently in the clubhouse.

7.1.4 A life-long honorary member has all the rights and privileges of a full member but without paying the annual subscription payable by full members. (AGM 13/03/08)

7.2. HONORARY MEMBERS:

7.2.1. The Committee may invite the following persons to become honorary members on such conditions as the Committee may decide and provided it is for a period not longer than a year.

7.2.2. Any prominent visitor to or citizen of the Republic of South Africa

7.2.3. Any person who in the opinion of the Committee has rendered excellent service to the Club or who has conferred a benefit on the Club.

7.2.4. An honorary member may make full use of the facilities of the Club but without paying the annual subscription payable by full members.

7.3 *ORDINARY OR FULL MEMBERS*

Any person accepted as an ordinary member or a full member obtains an annual membership of the Club as such.

7.4 COUNTRY MEMBERS

This form of membership can be granted to an applicant:

7.4.1 who is normally resident outside a 40 kilometer radius of Stilbaai and

7.4.2 who is a member of a recognized country club or golf club Country members have all the rights and privileges of normal members, with the exception of the right to vote, they shall not represent the Club in any league matches and shall refrain from participating in club championships as competitors. Furthermore they are not required to pay affiliation fees.

7.5 STUDENT MEMBERS

At the discretion of the Committee this form of membership may be granted to applicants who are full-time undergraduate students at a tertiary educational institution provided that:

- 7.5.1 responsibility for the payment of the fees of a student member be accepted in writing by his parent or a guardian; and
- 7.5.2 Student members do not have the right to vote; and
- 7.5.3 7.5.3 the Committee may from time to time invoke such restrictions and reservations as it may deem necessary with regard to student members. Student membership lapses as soon as the student is no longer a full-time undergraduate student.

7.6 JUNIOR MEMBERS:

This form of membership may be granted to applicants who are full-time learners and attend a school or reside within a 40 kilometer radius of Stilbaai, provided that;

- 7.6.1 such membership automatically ends when the junior member leaves school;
- 7.6.2 the provisions of sections 7.5.1, 7.5.2 and 7.5.3 are mutatis mutandis applicable to junior Members.

7.7 SOCIAL MEMBERS:

- 7.7.1 Social membership may be granted to applicants and comprises the utilization of all facilities of the Club, with the exception of the golf course.
- 7.7.2 Should a social member wish to play on the golf course, he/she will for that purpose in all respects be treated as a visitor.
- 7.7.3 Social members do not have the right to vote.

7.8 TEMPORARY MEMBERSHIP:

The Committee may grant the privileges of membership to any person –

- 7.8.1 while such person is a bona fide candidate for membership and his/her name is posted on the notice board, but in respect of whom the Committee has not yet reached a decision on full membership; and
- 7.8.2 for any day during which a person competes on a bona fide basis in a match or a competition on the golf course for which he/she has paid the prescribed green fees; and
- 7.8.3 who is signed in properly in the prescribed manner in the visitor's book in the clubhouse. Such member shall have the right to utilize the facilities of the clubhouse during the stipulated periods.

7.9 SALE OR TRANSFER OF MEMBERSHIP AND/OR PRIVILEGES

No member is allowed to sell or transfer his/her membership or member privileges to any other person.

8. RESTRICTION OF MEMBERSHIP

8.1 RESTRICTION OF THE NUMBER OF MEMBERS

The number of members shall not exceed the number determined by the Committee from time to time, provided that the admission of new members is based on the following order of preference whenever possible:

- 8.1.1 the spouse of a member,
- 8.1.2 the children of a member,

- 8.1.3 persons already admitted as student or junior members, and who subsequently apply for full membership.

8.2 RESTRICTION OF THE RIGHTS OF MEMBERS

The Committee has the right to accept members and to restrict membership regarding the use of club facilities as may be determined by the Committee from time to time. Such restrictions may concern only the use of the golf course at certain times and on certain weekdays. From time to time the Committee may amend or repeal any restriction imposed in terms of this section on a member or members, provided that when the Committee exercises this power, it shall, as far as possible, give preference to members in accordance with the dates on which they were admitted as members, in order that the members who were accepted first may take preference. Should the Committee decide to exercise its powers in terms of this section, its decision and any amendment thereof, shall be announced immediately by means of a notice on the notice board of the Club.

9. ADMISSION OF MEMBERS

9.1 Full, student, social and country members:

- 9.1.1 A candidate for admission as a full, student, social or country member shall apply on the prescribed application form and shall be proposed in writing by one member and seconded by a second member, provided that each membership application is endorsed by a Committee member to the effect that he either knows the candidate or that the person was introduced to him.
- 9.1.2 The candidate's name, together with the names of the proposer and the seconder, shall be displayed on the notice board of the Club for at least fourteen (14) days before a decision regarding his/her admission is taken.
- 9.1.3 Any member has the right to submit to the Committee information concerning a candidate that may, in his/her opinion, have a bearing on the candidate's admission as a member. Such information shall be in writing, addressed to the President of the Club, marked "Private and Confidential" and shall be received by the President or his seconds within the period of time during which the candidate's name is displayed on the notice board
- 9.1.4 The candidate shall furnish any additional information requested by the Committee
- 9.1.5 Admission of full, student, social or country members is granted at an ordinary committee meeting by a simple majority of votes cast.
- 9.1.6 Candidates properly proposed and seconded may use the facilities of the Club during such time as their names are on the notice board; provided that the proposer and seconder are jointly and severally accountable for all debts incurred against the Club by such candidates during said period.
- 9.1.7 Entry fees and membership fees shall be paid on submission of the application and in the event of the application being unsuccessful, the applicant shall be informed accordingly in writing and the money be reimbursed.
- 9.1.8 Each new member shall forthwith be notified of his/her admission and be furnished with the Constitution, rules and regulations of the Club and the member shall be bound by the Constitution, rules and regulations.

9.2 JUNIOR MEMBERS

- 9.2.1 Junior members shall apply for membership on the prescribed application form and granting of membership shall be completely at the discretion of the Committee
- 9.2.2 The Committee may cancel or suspend such membership at any time, without stating reasons
- 9.2.3 The Committee shall inform members of the admission of junior members by displaying the admission on the notice board

10. RESIGNATION OF A MEMBER

Resignation of a member shall be done in writing and delivered by hand, by electronic media or per registered post, be addressed to the President and shall be received by him before 31 December of the year in which the member intends to resign, failing which the member remains liable for the payment of membership fees for that financial year. However, the Committee has the power to exonerate a member, who submits adequate grounds, from the obligation to pay such membership fees, provided that such decision is approved by a simple majority vote at the Committee meeting.

11. FORFEITURE OF MEMBERSHIP

A member can forfeit his/her membership of the Club in the circumstances reflected in sections 13, 14 and 19.

12. READMISSION OF MEMBERS

Should a member who previously resigned, within two years apply for readmission as a member of the Club, he/she is liable for the payment of half of the current entry fee, unless the Committee is of the opinion that extraordinary circumstances exist in which the Committee may waive the payment of such entry fee or a portion thereof.

13. IMPROPER BEHAVIOUR

13.1 If the committee, after a preliminary inquiry into the matter, is of the opinion that a member has acted improperly, whether at the club or elsewhere, it may decide to institute disciplinary proceedings against the member.

13.2 The procedure for the disciplinary steps to be taken and the workings of the disciplinary committee are set out in the general regulations promulgated in accordance with the constitution.

13.3 The sanctions available to the disciplinary committee in the event of a member being found guilty of this offence are:

13.3.1 A written warning;

13.3.2 Temporary suspension;

13.3.3 Termination of membership.

13.4 No member whose membership has been terminated in terms of this section, is in any way entitled to any reimbursement of any membership fees or other amounts that he/she has previously paid to the Club, and he/she shall forthwith honour his/her financial obligations towards the Club.

14. CONTRAVENTION OF THE PROVISIONS OF THE CONSTITUTION

The Committee shall immediately take note of any contravention of the Constitution or regulations of the Club and deal appropriately therewith

15. ENTRY FEE AND ANNUAL MEMBERSHIP FEE

Entry and membership fees are determined by the Committee and may be waived at its discretion; provided that when increasing the membership fees for a specific year, the increase in the Consumer Price Index as determined for the previous year by Statistics South Africa be used as a guideline, and further provided that:

15.1 life members do not pay membership fees, and

15.2 honorary members do not pay entry fee or membership fees

16. SIGNING IN GUESTS

- 16.1 Members may sign in guests on the Club premises subject to the provisions that are from time to time applicable to guests, provided that;
- 16.1.1 such guests shall be in the company of the member concerned; and
 - 16.1.2 any member who deliberately contravenes this clause, will be deemed guilty of improper behavior; and
 - 16.1.3 the Committee has the right to prohibit further admission of a person who uses the amenities of the Club in contravention of these rules for a period of time determined by the Committee.
- 16.2 Any person whose name has been removed from the members' list or who has been rejected as a member, shall never again be nominated by a member as a guest, a visitor or a temporary member.
- 16.3 Admission of guests on special days or for a special club function may be restricted or prohibited by the Committee

17. DISCOUNT ON MEMBERSHIP FEES

Members are not entitled to discount on or a reduction of membership fees as a result of absence, whatever the cause, except as stipulated herein; provided that in the case of a member's protracted illness, the Committee may waive membership fees in total or partially.

18. PAYMENT OF MEMBERSHIP FEES AND CLUB ACCOUNTS

- 18.1 All membership fees are applicable to a financial year of the Club and are payable in advance unless a member submits written application to pay annual fees in instalments that are acceptable to the Committee. The balance of the membership fees owed from each month will bear interest at a rate equal to the rate payable by the Club to its bankers on an overdraft and is calculated on the amount owed at the end of each month until the full amount has been redeemed.
- 18.2 Membership fees are calculated from the first day of the month in which a member is accepted. If somebody is accepted as a member during the year, his/her membership fees are calculated pro rata on a monthly basis for the remaining part of the financial year.
- 18.3 Should a full member be transferred, at his/her written request to the Committee, to a social or country membership, from a date in the Club year determined by the Committee, he/she is entitled to a corresponding reduction in his/her membership fees for the remaining part of the specific Club year.
- 18.4 Should a member who is not a full member may be admitted to a full member of the Club on his/her written application to the Committee, he/she will be liable for the payment of the additional entry fee and membership fees applicable to full members on a pro rata basis for the remaining part of the Club year.
- 18.5 Before a member leaves the Club on any day, he/she shall pay or acknowledge all costs incurred in the Club by him/her.

19. DEFAULT ON PAYMENT OF MEMBERSHIP FEES OR CLUB ACCOUNTS

Any member who does not honor his obligations towards the Club regarding the payment of:

- a) membership fees, and
- b) goods or anything else supplied to him/her, within sixty (60) days after it has fallen due,

19.1 shall be notified in writing

19.1.1 that he/she will not be permitted to remain a member of the Club and use the amenities of the Club while his/her financial obligations are in arrears; and

19.1.2 that the Committee may act against him/her in terms of the provisions of sections 19.2.1 and 19.2.2

19.2 His/her name may be placed on the notice board of the Club as a defaulter and should his/her name remain on the notice board for a period of fourteen (14) days as a defaulter:

19.2.1 the Committee may decide to strike his/her name from the members list after he/she has been given the opportunity to be heard, which action shall not exempt the defaulter from his/her financial obligations towards the Club

19.2.2 he/she may not be permitted to vote at a Club meeting or take part in the activities of the Club or use the amenities of the Club until such time as the account in arrears has been settled

19.3 He/she is liable for the payment of interest on the amount in arrears at a rate equal to the rate payable by the Club to its bankers on an overdraft, and interest will be calculated from the date on which the amount has become due until the date of payment thereof

19.4 Should the Club institute legal proceedings in order to recover the outstanding debt, the defaulter will be liable for the payment of all legal costs of the Club, calculated on the scale as between attorney and client, including collecting charges.

However, should the defaulter furnish acceptable reasons for his/her failure to pay, the Committee may grant him/her a postponement within which time he/she shall honor the relevant obligation and his/her membership will be restored at the fulfilment of the obligation

20. COMMITTEE

20.1 The affairs of the Club are managed by a Committee

20.2 The Committee comprises nine (9) members, namely
The President;
The Captain;
The Ladies' Captain;
The Secretary;
The Treasurer; and
Three (3) additional elected members

20.3 ELECTION OF MEMBERS

20.3.1 All Committee members are elected annually at the annual general meeting to their specific offices or as additional members

20.3.2 Candidates for election for each of the offices or as additional Committee members shall be members who are eligible to vote and shall be nominated in writing by a proposer and a seconder and, in order to be eligible for election, nominations shall be accepted in writing by the candidate. Such nominations shall be displayed on the notice board of the Club at least fourteen (14) days prior to the annual general meeting.

20.3.3 Should there be no candidate nominated for an office or as an additional member in the Committee at the commencement of the annual general meeting, nominations from the floor will be accepted.

- 20.3.4 Should several candidates be nominated for an office or as additional Committee members, the vacancy will be filled by way of casting of votes on ballot paper at the annual general meeting.
- 20.3.5 Should there still be a vacancy after the annual general meeting, or should a vacancy arise, the Committee has the right to fill the vacancy by co-opting a member who is eligible to vote and the person thus co-opted shall be regarded as having been elected at an annual general meeting.
- 20.3.6 *The Committee shall at all times consist of at least three elected members who shall accept fiduciary accountability for the management of the Club; provided that such three members shall not be related or be involved in any way, and that no single member will be allocated direct or indirect decision making authority relating to the Club.*

20.4 COMMITTEE MEETINGS

- 20.4.1 The Committee meets at least once (1) a month in order to discuss or dispose of matters or otherwise organize their business as they may decide
- 20.4.2 At each meeting the Committee determines the date of the next meeting
- 20.4.3 At the written request of the Captain, the Ladies' Captain or two (2) Committee members, the Secretary shall convene a Committee meeting. Such written request shall give reasons for the meeting and no other matters shall be discussed.
- 20.4.4 A quorum comprises five (5) members and, unless otherwise determined in the Constitution, resolutions at meetings are passed by a simple majority vote. Should there be an equality of votes, the President has a second or casting vote \
- 20.4.5 20.4.5 The President, or in his absence, the Captain, is the Chairman at Committee meetings. In the absence of the President as well as the Captain, the members present nominate a Chairman for the meeting.
- 20.4.6 A Committee member who is absent without permission from three(3) consecutive meetings, ceases ipso facto to be a member and the Committee has the right to fill such vacancy by way of co-option.
- 20.4.7 Should three (3) or more Committee members resign simultaneously during the course of the year on account of an irreconcilable difference of opinion, the Chairman of the Committee shall convene a special general meeting in order to establish the cause and to elect a new Committee
- 20.4.8 *A member who in terms of Section 13 of the Constitution has been found guilty of improper conduct, and/or a member of the Committee who in terms of Section 20.4.6 ceased to be a member of the committee and/or a member who has more than once in terms of Section 20.4.7 resigned from the committee, may not within the period of two (2) years be nominated for election to any of the positions of the committee, or as an additional member of the committee as provided in section 20.3.2. (AGM 25/4/2018)*

21. POWERS OF THE COMMITTEE

21.1 MANAGEMENT AND CONTROL

- 21.1.1 The management of the affairs of the Club and the realization of the objectives for which it was established, reside in the Committee who may exercise all the powers of the Club, except those entrusted by this Constitution to the general meeting of the Club, however, subject to directives that the general meeting may issue to the Committee from time to time. No directive issued by the Club at a general meeting renders invalid any preceding Committee decision that would have been valid, had the directive not been given.
- 21.1.2 The Committee may co-opt any person be he/she a member of the Club, or not, as an assessor-member in order to assist the Committee with the consideration of a specific matter.

21.1.3 A person thus co-opted is entitled to take part in Committee meetings and other Committee proceedings and has such rights as may be determined by the Committee, except that he/she does not have the right to vote at Committee meetings.

21.2 DELEGATION OF POWERS

The Committee may delegate any of its powers to the Club Manager or to a subcommittee comprising such members of the Committee and/or such members of the Club it may deem fit. In execution of the powers thus delegated, the Club Manager or any subcommittee shall comply with all the instructions laid down by the Committee

21.3 APPOINTMENTS AND DISMISSALS

The Committee shall appoint a Manager and other personnel, dismiss them or suspend their services as it may deem fit from time to time and shall determine their salaries or remuneration and conditions of service; *provided that the remuneration payable to such appointees shall at all times be reasonable and in proper relation to that applicable in the various fields of employment. (AGM 25/4/2018)*

21.4 GENERAL AND SPECIFIC POWERS

Without detracting from the powers of the Committee to realize the objectives for which the Club was established it is also vested with the power to:

- 21.4.1 adopt, amend or repeal regulations necessary for the management of the Club, provided that such regulations or the amendment or repeal thereof be displayed on the notice board of the Club fourteen (14) days before they take effect
- 21.4.2 on behalf of the Club, regarding any matter that may concern the interests of the Club, institute or defend legal proceedings and settle matters or refer these to arbitration.
- 21.4.3 open accounts at registered financial institutions, to deal with these as may be determined and to draw, sign, accept, endorse, discount and issue bills, promissory notes, cheques and other negotiable or transferable documents;
- 21.4.4 determine at its discretion entry fees and membership fees and to effect amendments thereto;
- 21.4.5 determine at its discretion green-fees for members, visitors and guests and to amend these and to impose any levy that may be deemed necessary;
- 21.4.6 organize and present competitions and tournaments and make special arrangements for these;
- 21.4.7 arrange or amend from time to time the reciprocity conditions with other clubs.

21.5 The Committee shall draw up a budget with regard to the acquisition or replacement of implements and equipment and improvements or changes to the golf course and clubhouse, and shall submit recommendations in this regard for approval, amendment or rejection or for such other decision as the meeting may take in this regard, at an annual general meeting or a special general meeting convened for this purpose. The Committee may not incur any debt other than that authorized by the meeting in this regard.

22. FINANCE

22.1 The financial year of the Club extends from 1 March of a particular year to 28 February of the following year.

22.2 The existing surplus funds, the surplus funds at the end of the financial year and all entry fees received, shall be paid into a reserve fund that shall be invested

risk-free at the discretion of the Committee. Any decision regarding such investment requires the approval of the majority of Committee members in full session

22.3 The Committee may dispose of the Club's funds solely in accordance with the budget approved at the annual general meeting convened for this purpose

22.4 All other revenue of the Club may be utilized for the expenses of the Club

22.5 The Committee shall not incur any expenses unless it is approved by a simple majority vote at a Committee meeting

The provisions of section 22.5 are not applicable to the usual everyday trade accounts necessary for the day-to-day management of the Club, which accounts shall be controlled by the Manager and the Treasurer who shall report monthly to the Committee in this regard.

23. ACCOUNT BOOKS

Proper account books of the affairs of the Club shall be kept and such books, together with all other papers and documents that have a bearing on the affairs of the Club, shall be kept at the Club and be accessible to Committee members at all times. No member of the Club, who is not a member of the Committee, has access to any account, book or document of the Club, unless the Committee or the Club at a general meeting has authorized him/her thereto. The Committee shall determine from time to time whether and if so, to what extent and at which times and venue and on what conditions the account books of the Club, or parts thereof, will be available for perusal by Club members who are not Committee members.

24. BANK ACCOUNT

24.1 All money paid to the Club shall, as soon as possible after receipting thereof, be paid into the Club's bank account at a registered institution and will, from time to time, be withdrawn as authorized by the Committee.

24.2 Any cheque or other negotiable document of the Club shall be signed by any two of the following office bearers; the Treasurer, the President, the Secretary and the Captain

24.3 No member or employee shall withdraw any cash from the funds of the Club whether against presentation of a cheque or other negotiable document or in any other way whatsoever, unless written authorization has been obtained beforehand from the Committee. All expenditure of the Club shall be paid by means of a cheque and/or an electronic transaction.

25. AUDITORS

The accounts of the Club shall be audited at least once (1) a year by a registered accountant who is not a member of the Committee and who is appointed by the members at an annual general meeting. Should this post become vacant during the course of the year, the Committee shall without delay appoint a registered accountant to fill the vacancy.

26. ANNUAL AND SPECIAL GENERAL MEETINGS

Annual and special general meetings are convened by the Committee by posting a notice on the notice board of the Club at least fourteen (14) days prior to the date of the meeting in the case of the annual general meeting and at least seven (7) days prior to the meeting in the case of a special general meeting. A written notice of such meeting shall be mailed to all full members who reside outside Stilbaai to his/her address, as it is recorded in the members' list of the Club. The reasons for the meeting shall at all times be set out in such notice. However, should a member not have notice of the meeting and is therefore unable to attend, this does not mean that

the meeting is invalid. Only full members, who are not in arrears with their obligations towards the Club, will be informed and allowed to attend and to vote at general meetings and special general meetings. A list of defaulters is posted together with the notice of the meeting on the notice board of the Club.

26.1 DATE OF AND MATTERS FOR THE ANNUAL GENERAL MEETING

The annual general meeting shall take place on a workday as soon as possible after 01 March each year. Matters for discussion at such a meeting are the following:

- 26.1.1 to consider the written annual report of the President that shall be forwarded to members together with the notice of the meeting
- 26.1.2 to consider the Club's audited financial statements of the previous year
- 26.1.3 to consider the written budget of the outgoing Committee for the next year and take decisions in that regard
- 26.1.4 to conclude matters in respect of which proper notice was served
- 26.1.5 to appoint an auditor for the following year; and
- 26.1.6 to elect the Committee members

26.2 QUORUM

The quorum for an annual general meeting and a special general meeting is fifteen (15) members who are present and have the right to vote. Should a quorum not be present within half an hour after the time for which the meeting was convened, the meeting is dissolved if it was convened at the request of the members, but in all other cases it is postponed to the same day, the same time and the same venue in the following week (unless that day is a public holiday, in which case it will take place on the following workday) and the members present at such a postponed meeting form a quorum and can settle the matters for which the meeting was convened.

26.3 PROCEDURE

- 26.3.1 The President of the Club shall be Chairman at all general meetings or, in his absence, the Captain, or in his absence, one of the Committee members nominated by the meeting. In the case of equality of votes, the Chairman has an ordinary as well as a casting vote.
- 26.3.2 No matter of which proper notice was not given in advance, may be discussed at a meeting, provided that the Chairman may allow amendment of the wording of a motion of which proper notice was given, even though proper notice of the proposed amendment was not given.
- 26.3.3 The Committee may submit any written notice of a motion at an annual general meeting provided that it was posted on the notice board of the Club fourteen (14) days prior to the annual general meeting.
- 26.3.4 All notices of motions by members who have the right to vote at an annual general meeting, shall be done in writing, properly signed by the proposer and the seconder and delivered to the Secretary of the Club fourteen (14) days prior to the annual general meeting, who shall immediately post it on the notice board of the Club.
- 26.3.5 No new section may be added to this Constitution and no amendment of an existing section may be effected, except at a special general meeting convened specifically for this purpose, or at any annual general meeting, in which case proper notice of the motion shall be given, as required in section 26.3.4 and the motion shall be approved by at least two-thirds of the members who have the right to vote and who are present.

26.4 CONVENING SPECIAL GENERAL MEETINGS

A special general meeting of the Club

26.4.1 may at any time be convened by the Committee; and

26.4.2 shall be convened by the Committee on receipt of a written request, which request shall be signed by at least ten (10) members and shall state the objective of the meeting. In terms of this rule no matter other than that for which the meeting was convened may be discussed at a special general meeting unless the Committee agrees thereto

26.5 REVOCATION OF DECISIONS

No decision by an annual general meeting or special general meeting may be revoked by a subsequent annual or special general meeting except by a two-thirds majority of members who have the right to vote and who are present at the meeting and who can cast their vote.

26.6 DISCRETION OF THE CHAIRMAN REGARDING CHAIRING A MEETING

The proceedings at a general meeting take place in accordance with the procedure as determined by the Chairman, but subject to the Constitution and subject to any directives of an earlier general meeting

26.7 THE RIGHT TO VOTE, MOTIONS AND ATTENDANCE

26.7.1 Only honorary members, life members and full members are entitled to vote at annual and special general meetings of the Club; provided that the provisions of section 19 shall apply throughout.

26.7.2 Any member, with the exception of junior members, temporary members, social members and visitors are entitled to attend general meetings of the Club and take part in discussions.

26.7.3 Only a member who has the right to vote is authorized to put forward a motion or act as proposer or seconder.

27. RECOGNITION OF ACHIEVEMENTS

Recognition of achievement is granted by the Committee only and is granted only to members deemed to be deserving recipients of the honor in recognition of:

27.1 long and meritorious service to the Club

27.2 the high office they occupy or have occupied in the Club

27.3 achievement in or services rendered to golf

27.4 any other reason the Committee may deem as deserving; provided that all recognitions of achievement must be suitably and prominently displayed in the clubhouse.

28. COMPLIANCE TO LAW

The Club shall not allow or be involved in any transaction, operation or scheme of which the main purpose is or was, the reduction, postponement or avoidance of liability for any tax, duty, or levy payable for such transaction, operation or scheme or would have become payable by any person in terms of the Income Tax Act or any other law administered by the Commissioner of the South African Revenue Service. (AGM 25/4/2018)

GENERAL REGULATIONS

1. PARTICIPATION IN GOLF

- 1.1 All golf shall be played in accordance with the rules of the Royal & Ancient Golf Club of St Andrews and such local rules as the Committee may decide on that are not in conflict with the above-mentioned rules.
- 1.2 Any player participates in a golf game or any other sporting activity on the premises of the Club at his/her own risk and the Club is not liable for any damages or injury sustained by a participant, member, visitor or outside person during such golf game or the pursuit of such sporting activity.
- 1.3 The Club is not liable for any loss of or damage to any residence on the adjacent Golf Park or any golf equipment, sports equipment or any vehicle brought to or left on the Club premises by whosoever.
- 1.4 The above-mentioned provisions are not interpreted in such a way that they detract from the vicarious liability of the Club for a wrongful act committed by an employee of the Club.

2. SUB-COMMITTEES

- 2.1 The President and Captain are ex-officio members of all sub-committees created by the Committee in terms of the Constitution of the Club.
- 2.2 The President and Captain may invite a guest to participate in a golf game on the course or any other activity of the Club without payment of any fees or levies.

3. ELECTIONS

If more than one vacancy must be filled by voting at any election in accordance with the Constitution of the Club, a member is entitled to cast any number of votes, provided that the number of votes thus cast, not exceed the number of vacancies that have to be filled, and further that not more than one (1) vote shall be cast for one candidate.

4. GUESTS

- 4.1 Every member is entitled to invite guests to the Club
- 4.2 Every member shall ensure that his/her guests comply with the rules of the Club, and shall arrange for the settlement of all debts incurred by his/her guests before they leave the Club.
- 4.3 The Committee may, at its discretion, lay down any rules regarding guests.

5. CHILDREN

- 5.1 For the purpose of these regulations, the word 'children' includes all persons under the age of twelve (12) years
- 5.2 Only members may bring children to the Club, the children shall at all times be under the personal supervision of the members and the members are liable for any damage caused by the children on purpose or otherwise, and the Club is not liable for any accident the children may meet with on the premises of the Club.
- 5.3 No child shall be allowed on the premises of the Club after 18H00 on any day without supervision of a parent or a guardian.

6. ANIMALS

No pets are allowed in the buildings of the Club or in the vicinity of the buildings or on the golf course.

7. BREAKAGE

All breakages caused to Club property by a member or his/her guest shall be compensated by the member who, before he/she leaves the Club, shall acknowledge his/her liability for compensation or pay for the damage.

8. LUGGAGE, GOLF CLUBS AND SPORTS EQUIPMENT

No luggage, golf clubs or other sports equipment may be left alone, except in the cloakrooms and in the demarcated section in or at the Club buildings.

9. PROTECTION OF FLOWERS, PLANTS ETC

The removal of plants, trees, bulbs or shrubs and the picking of flowers on the Club premises are forbidden.

10. RESTRICTIONS IN THE BAR AND BAR HOURS

- 10.1 No person under the age of 18 is allowed in the bar of the Club
- 10.2 The bar will be open during the hours as permitted by the applicable statutes of the Republic of South Africa or during such reduced hours as the Committee may decide upon from time to time.

11. DRESS

Dress in the Club shall be as follows

- 11.1 until 19H00 on any day
 - 11.1.1 elegant casual wear
 - 11.1.2 or sportswear as laid down by the Committee
- 11.2 After 19H00 Elegant casual wear, except where formal wear is required for a specific occasion. The meaning of "elegant casual wear" is determined by the Manager and shall conform to the guidelines laid down by the Committee from time to time.

12. NOTICES ON NOTICE BOARD

No notice of whatever nature may be posted in the Club except with the approval of the Committee,

13. SUGGESTIONS AND COMPLAINTS

Any member who wants to make a suggestion or lodge a complaint, shall address it in writing to the Secretary or record it in the suggestions and complaints book which shall be submitted to the Committee at every meeting.

14. LIQUOR ON THE PREMISES OF THE CLUB

Nobody may bring any form of liquor from outside onto the Club premises.

15. CELLPHONES

The use of cell phones is not permitted on the golf course or in the clubhouse. Contraventions of this rule are punishable by the Committee.

16. OFFICES

- 16.1 The President, Captain, Vice-Captain, Ladies' Captain exercise the rights and privileges as may be granted them by the Committee.

- 16.2 The Captain, Vice-Captain, Ladies' Captain, Treasurer and Secretary perform such duties as accompany their offices traditionally, as well as such duties entrusted to them by the Committee.

17. CAPTAIN

The Captain (or in his absence, the Vice Captain) has the following power, subject to any directive of or decision by a general meeting or the Committee:

- 17.1 To set up the golf course by placing holes on the putting greens and tee markers at the tees
- 17.2 To determine the length of the grass on the putting greens, trees, fairways and the rough
- 17.3 To decide upon the interpretation and application of the golf rules during any official competition of the Club and his decision is final. Where the Captain himself is involved, the President (and in his absence, the Vice Captain) shall take such decision.

18. IMPROPER CONDUCT

In cases where the committee has decided to institute disciplinary proceedings in terms of clause 13 of the Constitution a disciplinary committee must be appointed to deal with the matter.

- 18.1 The disciplinary committee shall consist of the Captain as chairperson and assisted by the Vice-captain, the Secretary and a member of the club appointed by the club committee.
- 18.2 The accused must be notified in writing of the charge as well as the facts on which the charge is based. The notice must clearly state the date, time and place of the hearing and must provide the accused with a reasonable time to prepare him/herself for the hearing.
- 18.3 The accused must also be informed that he/she is entitled to be represented by a third party at the hearing but that this representative may not be a practicing legal practitioner.
- 18.4 The specific procedure of the hearing shall be as follows:
 - 18.4.1 The entire procedure of the hearing must be explained to the accused;
 - 18.4.2 The club representative shall begin the proceedings by putting the charge to the accused. Once this has been done the club shall deliver its opening statement.
 - 18.4.3 The accused or his representative must plead to the charge and may then deliver an opening statement.
 - 18.4.4 An attempt must then be made to identify the facts in dispute and to limit the hearing to those disputes of fact.
 - 18.4.5 The Captain shall then explain the rules relating to the giving of evidence.
 - 18.4.6 The club shall commence by calling its witnesses to give evidence. Once a club witness has finished giving evidence the accused or his/her representative may cross examine the witness. The club may re-examine its witness on completion of the cross examination by the accused.
 - 18.4.7 On completion of the club's case the accused may call witnesses to give evidence on his/her behalf. The club is entitled to cross examine each witness and the accused or his/her representative may thereafter re-examine each witness so cross examined.
 - 18.4.8 Once the evidence has been led the club shall have the first opportunity to address the hearing on the merits of its case and that of the accused.
 - 18.4.9 Thereafter the accused or his representative shall have the opportunity to address the hearing on the merits of their case and on that of the club.
 - 18.4.10 The disciplinary committee shall then evaluate the evidence to decide whether the accused guilty of the offence or not.
 - 18.4.11 If the accused is found guilty he/she shall be informed in writing of the decision together with the reasons for the decision.
 - 18.4.12 In the event of the accused being found guilty of the offence the club shall have the opportunity to address the hearing on which sanction, as prescribed in clause 13 of the Constitution, is to be imposed. The accused shall also have an opportunity to make representations regarding the sanction to be imposed.
 - 18.4.13 The disciplinary committee shall then decide on the appropriate sanction in terms of clause 13 of the Constitution and inform the accused in writing of such decision.
 - 18.4.14 The accused shall be informed of his right to appeal the decision which appeal shall be dealt with by the President of the Club. Any appeal must be in writing stating the grounds of the appeal
 - 18.4.15 The decision of the President in the matter is final.

19. CRITERIA FOR HONOURARY MEMBERSHIP

When evaluating the merits of a nomination for honorary membership the Committee shall take the following into consideration;

19.1 Honorary membership must be earned.

19.2 It may be in recognition of services rendered by a person to the club over a period of time.

19.2.1 The services must be of a proven quality and aimed at the promotion of club interests (not at personal interests). The committee must judge such services as being of primary importance.

19.2.2 The services must not be of a controversial nature.

19.2.3 The services may be related to a particular office in the club management but it shall not be the determining factor.

19.2.4 The services must have or have had a real and substantial effect in the promotion of club interests.