

# NEMATO ROWING CLUB

## CONSTITUTION

As amended and adopted at the 2008 Annual General Meeting.

### Table of Contents

Preamble.....	2
Rule 1 Name.....	2
Rule 2 Aims and objectives.....	2
Rule 3 Character of the club.....	2
Rule 4 Affiliation and registration.....	2
Rule 5 Identity and legal status.....	3
Rule 6 Membership.....	3
Rule 7 Termination of membership.....	4
Rule 8 Structure of the club.....	5
Rule 9 Duties and functions of the officials of the board.....	5
Rule 10 Meetings and decision making.....	6
Rule 11 Affiliation fees and levies.....	7
Rule 12 RowSA constitution and rules of racing.....	8
Rule 13 Club colours.....	8
Rule 14 Trading.....	8
Rule 15 Dissolution of the club.....	8
Rule 16 Constitution.....	8

## **Preamble**

Whereas the Nelson Mandela Township Rowing Club was established in 2005 to teach young people discipline, self-reliance, and skills through the sport of rowing; and

Whereas in the course of this task, we recognised the need to transform rowing in this country to a sport that reflect the letter and spirit of the Constitution of South Africa.

Now therefore, the annual general meeting of 2008 of the club, duly constituted and assembled, hereby adopt this amended constitution.

## **Rule 1 Name**

- 1.1 The name of the club is the Nelson Mandela Township Rowing Club.
- 1.2 It is abbreviated as NEMATO ROWING CLUB.
- 1.3 Hereinafter it will be referred to as the Club.

## **Rule 2 Aims and objectives**

The club shall

- 2.1 Promote the sport of rowing, especially amongst the previously disadvantaged communities in Ndlambe and strive to row at the highest possible level.
- 2.2 Do all in its power to empower our members and communities to take their rightful place in society.
- 2.3 Do all in its power to transform rowing in this country to reflect the letter and spirit of our country's constitution.
- 2.4 Do all in its power to impart new skills and values into our members in order for them to be economically productive members of our society.
- 2.5 Strive at all times to achieve these aims.

## **Rule 3 Character of the club**

- 3.1 The Club is democratic, non-racial, non-sexist and against all forms of discrimination.
- 3.2 The Club's values are those espoused in the constitution of the Republic of South Africa.
- 3.3 The Club is conscious of its duty to transform the sport of Rowing and the society at large so as to give effect to the values and ideals in the country's Constitution.

## **Rule 4 Affiliation and registration**

- 4.1 The Club shall register with the Ndlambe Sport Council, the Eastern Cape Rowing Association and Rowing South Africa.
- 4.2 The Club can affiliate to any organisation as its Board of Governors sees fit.

## **Rule 5 Identity and legal status**

- 5.1 The Club is a voluntary organisation that will have no desire for gain or profit other than to raise funds for its continued and sustainable existence.

- 5.2 The Club shall have perpetual succession and power, apart from its individual Members, to acquire, hold and alienate property, enter into agreements and do all things necessary to carry out its objectives and defend its members, its property and its reputation.
- 5.3 The income and property of the Club are not distributable to any and all of its Members, office-bearers and volunteers except as reasonable compensation for expenses incurred.
- 5.4 Contractual liability: Only the elected officials shall have the authority to bind the Club to or create any legal relationship. Any person purporting to bind the Club must produce a written authorisation from the Board of Governors, which must indicate the extent of that person's authority.
- 5.5 The board of Governors may from time to time borrow any amount of money, on such terms and conditions as the Board of Governors considers fit, with the power from time to time to alter the terms of such borrowing, and to secure such borrowing or any other obligations of the Club by the mortgage or pledge, either generally or specifically, of the assets of the Club.
- 5.6 The officials and employees of the Club, when discharging their duties in good faith will not become liable for any loss suffered by any person as a result of an act or omission, which occurs in good faith while the office-bearer and/or employee, is performing functions for and on behalf of the organisation.
- 5.7 Dissolution: The Annual general meeting or a special general meeting may dissolve the Club and transfer the assets, after all the liabilities have been met, to a non-profit organisation that is also involved in Rowing in South Africa.
- 5.8 The board will make investments for and on behalf of the club so as to maximise the income of the club.
- 5.9 The Board is authorised to make consequential changes to the content and style of these rules following these amendments and to make such transitional arrangements as necessary.

## **Rule 6      Membership**

- 6.1 Any prospective member younger than eighteen years must apply with the written consent of his/her legal guardian.
- 6.2 The Club shall consist of at least ten members.
- 6.3 Membership shall be vested in the individual.
- 6.4 Other than normal members, the club shall also grant temporary membership.
- 6.5 The Board will award full and temporary membership.
- 6.6 Temporary members do not have any voting power.
- 6.7 Upon the nomination by any member of the Club for a person or institution to be an honorary member, the AGM may grant such membership. An honorary member has a vote at all appropriate meetings and is exempt from paying fees.
- 6.8 All members in good standing may exercise their rights, privileges and duties and shall be entitled to vote at relevant meetings.

- 6.9 All members may use the facilities of the Club provided all rules and regulations pertaining to its use are adhered to.
- 6.10 All members are entitled to full access to all information of the Club and have a right to be informed about all matters that affect them.
- 6.11 The RowSA Code of Conduct binds all members.
- 6.12 Upon acceptance of membership of the Club each member must be given a copy of this constitution and the RowSA Code of Conduct.

## **Rule 7 Termination of membership**

- 7.1 A member shall cease to be a member when he/she resigns in writing.
- 7.2 A member shall cease to be a member when he/she has been inactive as a member for at least three months.
- 7.3 The Board may suspend a member's membership and even expel a member if the member contravenes the RowSA Code of Conduct.
- 7.4 Suspension or termination of membership may follow after a written complaint to the Board.
- 7.5 The Board will appoint a Disciplinary Commission to deal with the matter.
- 7.6 The Disciplinary Commission, who will inform the accused within three working days of the complaint, must investigate the written complaint. The Disciplinary Commission, must inform the accused of the charges against him/her within three working days from the day the Board received the written complaint(s).
- 7.7 The accused will have the right to a fair and transparent hearing and is entitled to representation.
- 7.8 Any disciplinary hearing must take place within ten working days after the accused has been informed of the charge.
- 7.9 A member punished, suspended or expelled by the Disciplinary Commission shall have the automatic right of appeal to the Board.
- 7.10 Such appeals as contemplated in Rule 7.7 must be lodged in writing to the Board within three working days after the initial ruling has been communicated in writing to the accused.
- 7.11 All appeals must be dealt with within ten working days after the Board has received a written letter of appeal.
- 7.12 The suspension of a member shall remain in force whilst the appeals process is in progress.
- 7.13 When a member is suspended, punished or expelled such a member may not use any of the Club's facilities and resources.
- 7.14 The member also loses all rights and privileges in terms of this constitution.
- 7.15 Any expelled member may apply to again become a member of the Club after six calendar months has elapsed. In such an instance the Board must use its discretion to

assess whether this will be in the best interest of the Club to readmit a member. In this regard, the decision of the Board is final.

## **Rule 8      Structure of the club**

- 8.1    The rowers shall be the principal participatory body of the Club.
- 8.2    The Rowers shall each calendar year, before or at the Annual General Meeting, elect a Captain of Rowing. The Captain will represent and defend the interests of the rowers on the Board.
- 8.3    At the AGM the members will elect a Board of Governors for the Club.
- 8.4    The Board will be responsible for the day-to-day affairs of the club between the AGM's.
- 8.5    The Board shall consist of the following office bearers:
  - a)    President
  - b)    Secretary
  - c)    Treasurer
  - d)    The Club Captain
  - e)    The Head Coach
  - f)    Co-opted members (Co-opted by the Board)
- 8.6    President, Secretary and Treasurer will face re-election every second year at the AGM.
- 8.7    In case of a vacancy for President, Secretary or Treasurer, the Board will appoint a temporary office bearer who will be in function till the next AGM.
- 8.8    The Board may appoint sub-committees for specific purposes and state in writing the terms of reference of these sub-committees.

## **Rule 9      Duties and functions of the officials of the board**

- 9.1    The President shall :
  - a)    Chair all Board meetings.
  - b)    Run all electoral processes.
  - c)    Represent the Club in all matters.
  - d)    Will enjoy signing powers on behalf of the Club.
  - e)    All functions, of the President can be delegated.
- 9.2    The Secretary shall be responsible for all administrative functions of the Club.
- 9.3    The Treasurer will manage the finances of the club and will report to the board on a monthly basis and to the AGM. The Treasurer will ensure that the annual financial statements of the Club is submitted, within one month of the end of the financial year, for auditing by the Board appointed auditors.

- 9.4 The Captain will represent the interests of rowers on the Board and will ensure that rower's views are solicited on matters.
- 9.5 The Co-opted members will perform such functions as delegated to them by the Board.
- 9.6 The Head Coach will ensure the program of rowing is executed at the most appropriate level and will:
- a) Appoint assistant coaches.
  - b) Manage coaches.
  - c) Elect teams/crews as per Club policy.
  - d) Advise the Board on matters pertaining to competitions and rowing programs.
  - e) Report to the Board at least once a month on the progress of the rowers.

## **Rule 10 Meetings and decision making**

### **BOARD MEETINGS**

- 10.1 The Board will convene at least once a month on a date known to all members of the Club. The President shall call a meeting of the Board.
- 10.2 The minutes of the previous meeting and the agenda for the meeting must be circulated at least three days before the meeting.
- 10.3 Any member of the Club can submit an item to be discussed at the Board meeting.
- 10.4 Only the elected and co-opted members can vote at Board meetings.
- 10.5 In the case of a tie in the voting the President has an additional and casting vote
- 10.6 A quorum is all the members present at a properly constituted and properly publicised meeting of the Board.
- 10.7 Should serious matters of dispute occur, the matter will be referred to RowSA.

### **GENERAL MEETINGS**

- 10.8 General meetings will be held at least once a year in the second half of the year.
- 10.9 All members except temporary members are entitled to vote at the general meeting.
- 10.10 The meeting goes ahead irrespective of the quorum.
- 10.11 Voting is by a simple majority of fifty percent plus one. Voting will be by a show of hands. In case of a tie in the voting, the President will have a decisive vote.
- 10.12 Notice of general meetings must be given at least seven calendar days in advance.
- 10.13 The AGM is considered a general meeting.

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

- 10.14 Will be held once a year in April or May.
- 10.15 The agenda should include a financial report and management report over the previous year, election of office bearers as stated in Rule 8 of this constitution, and affiliation fees.

- 10.16 Notice of the AGM must be given at least 21 calendar days prior to the meeting.
- 10.17 Any motions must be handed to the Board no less than 17 days prior to the AGM. This is to allow the proposed Agenda changes to be circulated amongst the members.
- 10.18 All members except temporary members are entitled to vote at the general meeting.
- 10.19 The meeting goes ahead irrespective of the quorum.
- 10.20 Voting is by show of hands and a simple majority of fifty plus one.
- 10.21 In case of a tie in the voting the President will have a casting vote.
- 10.22 Special business not on the agenda may be discussed if 60% of members agree.
- 10.23 No voting on special business is allowed.
- 10.24 The AGM is the highest decision making organ of the Club.

#### **SPECIAL GENERAL MEETING (SGM)**

- 10.25 May be called if at least 40% of all members in good standing signs a petition to the Board.
- 10.26 The Board will then convene a meeting within 30 days after receiving the petition.
- 10.27 All the rules pertaining to the AGM will apply in the case of the SGM.
- 10.28 Only a SGM can be used to amend the constitution. For constitutional changes a 60% majority is needed.

#### **Rule 11 Affiliation fees and levies**

- 11.1 Each member will pay affiliation fees as decided on by the AGM.
- 11.2 All fees are due on the first day of October and are payable in advance.
- 11.3 A member who fails to pay the fees due is suspended until such fees are paid.

#### **Rule 12 RowSA constitution and rules of racing**

- 12.1 In the event of any dispute or any matter arising that this constitution fails to address or provide for, the Club and its members shall be bound by the provisions of the RowSA constitution, Code of Conduct and Rules of racing.

#### **Rule 13 Club colours**

- 13.1 The colours of the Club will be white top and green bottom.

#### **Rule 14 Trading**

- 14.1 The Club is not for gain and will only raise funds for financing its programs and to ensure its sustainability.

## **Rule 15    Dissolution of the club**

- 15.1    In the event of the Club having to be disbanded for whatever reason, a motion proposing such a step shall be made by the President and or Secretary no less than twenty one days in advance of a Special General Meeting.
- 15.2    In response to the motion the board will formulate a plan of disbursement of the assets and settling of the liabilities of the Club for presentation to the members at a special general meeting. Such a plan will also be forwarded to RowSA for their consideration and input.
- 15.3    The motion to disband the Club will require two thirds of the members present at the meeting, in order to take effect.

## **Rule 16    Constitution**

- 16.1    This constitution shall be binding on all members and employees of the Club.

**We the undersigned, having initialled each page hereof, hereby confirm that this is the one, true and only version of the NEMATO ROWING CLUB constitution, superseding any earlier versions, and was accepted by those present at the general meeting of the Club held in Port Alfred on 15 June 2008.**

President: .....

Secretary: .....

Treasurer: .....

Witnesses: .....

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