



CONSTITUTION OF THE GOODWOOD SPORTS CLUB

With amendments up to and including the 2013 Annual General Meeting.

(This Constitution supersedes any previous Constitution and shall be subject to such amendments as may be made from time to time.)

TABLE OF CONTENTS

	Page
1. NAME	3
2. REGISTERED OFFICE	3
3. OBJECTS	3
4. SUBSCRIPTIONS	3
5. MEMBERSHIP	4-5
6. POWERS IF EXECUTIVE OFFICE	5-7
7. COMPOSITION OF THE EXECUTIVE COMMITTEE	7
8. VOTING AT MEETINGS OF THE EXECUTIVE COMMITTEE	7-8
9. COMMITTEE MEETINGS	8
10. ATTENDANCE AT MEETINGS OF THE EXECUTIVE COMMITTEE	8
11. GENERAL MEETINGS	8
11.1 Annual General Meetings	8-9
11.2 Special General Meetings	9
11.3 Chairmanship at General Meetings	9
11.4 Voting at General Meetings	9
11.5 Quorum	9-10
11.6 Proxies	10
11.7 Notices of Meetings	10
12. ELECTION OF OFFICE BEARERS	10-11
13. GENERAL ADMINISTRATION	11-12
14. PROFIT ON THE SALE OF LIQUOR	12
15. GUESTS	12
16. RESERVATION OF PORTION OF PREMISES	12
17. AUDITOR	13
18. AMENDMENT OF CONSTITUTION	13
19. AMENDMENT OF BYE-LAWS AND REGULATIONS	13
20. COMPLAINTS AND SUGGESTIONS	13
21. UNBECOMING CONDUCT AND EXPULSION OF MEMBERS	14
22. DISSOLVEMENT OF CLUB	14
23. CLUB RULES	15-17
24. TITLE AND COMMENCEMENT	17

1. NAME

The name of the club shall be THE GOODWOOD SPORTS CLUB. (Herewith referred to as the Club and shall include all clubs resident on the club premises.)

2. REGISTERED OFFICE

The Registered Office of the Club shall be the Sports Club House situated at Milton Road, Goodwood, or such other premises as the Club may lease or occupy for this purpose from time to time.

3. OBJECTS

The Objects of the Club shall be:

- 3.1 to promote and foster sport and where possible to provide to all Resident Clubs such amenities as may be required or become necessary;
- 3.2 to exercise control over each Resident Club and to see that all such Clubs shall be administered under the officially recognised Rules and Regulations as are laid down by those Clubs;
- 3.3 to raise funds in such manner and upon such terms and conditions as the Executive Committee deems fit;
- 3.4 to provide refreshment facilities, including provision of alcoholic liquor, for Members and their guests, and to control and administer of such facilities;
- 3.5 to provide for its Members amenities and facilities and to employ such officials and staff as may be necessary to comply with the aforementioned aims;
- 3.6 to make application for and be the holder, through means of the Secretary or **Treasurer**, of the Club Liquor Licence and to exercise the business authorised by such licence.

4. SUBSCRIPTIONS

The annual subscriptions and entrance fees shall be determined from time to time by a General Meeting of the Club, and the due date thereof shall be 1 October each year. Should a member, without a valid reason, fail to pay subscriptions within two months of the due date; **he/she** will have to re-apply for membership.

5. MEMBERSHIP

Members shall be classified as follows:

- i Ordinary Members;
- ii Temporary Members;
- iii Honorary Members;
- iv Life Members;
- v Country Members
- vi Midweek Members
- vii Staff Members

5.1 Ordinary Members:

Any person can apply for ordinary membership. An application for membership shall be made on the prescribed application form, duly signed by a proposer and seconder, being members in good standing, except as otherwise stated in the Constitution.

5.2 Temporary Members:

Temporary membership shall be limited to a minimum of one (1) day and a maximum of three (3) months during any one year period. The subscription fee shall be determined in terms of the provision of Clause 4, and shall be paid in advance upon admission as member, for the full period membership is applied for. **Temporary members have no voting rights.**

5.3 Honorary Members:

Honorary members shall only be admitted by resolution adopted by the Executive Committee of the Club. Such membership shall be limited to prominent public figures or persons who have in their private capacity been of assistance to the Club or who have performed outstanding feats of heroism or national or public service. Honorary members need not pay subscription fees. Honorary membership may be terminated by the Executive Committee at any time.

5.4 Life Members:

Life members shall only be admitted by resolution taken at any General Meeting of the Club. Such membership shall be limited to persons who have rendered outstanding service to the Club or community of Goodwood. Life members shall not pay any subscription fee and membership shall terminate only upon death of such members, or upon voluntary resignation.

5.5 Country Membership

Members residing in excess of 100km from the club can take up Country Membership. The prerequisite conditions to qualify for such membership would be to submit an original utility bill and/or proof of residence. Country Members will have no voting power.

5.6 Midweek Members:

Members who utilise the club on an occasional basis, in order to host monthly meetings and enjoy the amenities of the club will be called Midweek members. Midweek members may not participate in any internal Club game of chance and/or prize draws.

Midweek members may however upgrade their membership to ordinary membership in order to gain voting powers and additional benefits of the Club.

This category membership shall accommodate the affiliation of external Clubs (e.g. Fitness Clubs, Vintage Car Clubs, Motorcycle Clubs, Hobby Clubs, Cultural Organizations, Botanical Societies, etc.).

5.7 Staff Membership

All paid Staff Members, been paid officials, in the event of applying for membership, will be required to pay subscriptions at subsidised rates. These rates will be determined by the Executive Committee. Staff Members have no voting rights. Refer to clause 7.4 of the Constitution.

All applications for membership shall be submitted to the Executive Committee of the Club and their decision on any application shall be final, except as otherwise provided herein. The Executive Committee may request an applicant to appear personally before the Committee, if it so decides. A person who is accepted by the Committee as a member shall be notified in writing by the **Secretary**.

6. **POWERS OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall have the following powers:

- 6.1 to acquire such property, equipment or assets as it may deem necessary for the betterment and promotion of sports in the Club;
- 6.2 to remove or suspend any member in the event of such member failing to comply with the Rules and Regulations of the Club;
- 6.3 to enter into agreement with any other sporting body or become affiliated to any Sports Union or Association if in its opinion it to be in the interest of the Club;

- 6.4 to open bank accounts in the name of the Goodwood Sports Club and to draw accept or endorse cheques connected with the business of the Club;
- 6.5 to invest and deal with any of the monies of the Club not immediately required for the purpose of the Club upon such terms and conditions as it may think fit and from time to time to vary or release such investments;
- 6.6 to sue or be sued, in the name of the Club, for the recovery of any amounts due to or by it, and defend any action brought against it;
- 6.7 to make grants or loans for the development of sports;
- 6.8 to recover from any Club member any arrear subscriptions as are due to the Club, in any competent Court of Law;
- 6.9 to inquire into any damage done to any of the Club's property, equipment or assets and hold each member or resident Club responsible for the reasonable care, attention and protection of all the Club's property, equipment and assets. The Committee shall have the right to recover damages from any person, member of resident Club using the Club's property, equipment or assets if, in its opinion, wilful damage was done or gross negligence occurred;
- 6.10 to make or amend Regulations and By-Laws not contrary to this Constitution;
- 6.11 to co-opt members to the Executive Committee or any other Committee for any Particular purpose as and when required, provided that such co-opted members shall be members of the Club and such members will not have the right to vote on any matter at any meeting of the Executive Committee or any other Committee;
- 6.12 to appoint a Management Committee and shall assign to this Committee such terms of reference and powers as it may deem necessary to act on behalf of the Executive Committee. The Chairman of the Executive Committee shall be the Chairman of the Management Committee;
- 6.13 to appoint sub-committees and assign to it such powers as it may deem necessary;
- 6.14 to appoint a Club Manager, a Bar Manager, a Kitchen Manager, a Secretary, a Treasurer and such other officials as may be required to perform the various administrative duties of the Club;
- 6.15 Each Executive Committee Member and member of Management shall be deemed harmless against all claims, demands and actions whatsoever nature that may be made or brought against him or her, whether individually and/or jointly, arising out of or in connection with the administration of Goodwood Sports Club, save and except where claims and/or actions are caused by the

personal and wilful bad faith or fraud of such Committee Member(s) or Member(s) of Management.

6.16 The Executive Committee shall have the power to decide all issues (questions) arising out of and not provided in the Constitution, and its decisions shall be binding upon all members of the Club.

7. COMPOSITION OF THE EXECUTIVE COMMITTEE

7.1 The Committee for the control and management of the Club shall be the Executive Committee, consisting of:

- i Chairman;
- ii Vice Chairman;
- iii Six (6) Additional Members

7.2 All members of the Executive Committee shall be Ordinary Members or Life Members.

7.3 Fifty percent (50%) of the total number of members of the Executive Committee shall form a quorum. The Chairman of the Club shall as a matter of course be Chairman of the Executive Committee, provided that in his absence the Vice Chairman, or in his absence, any Member duly elected by the Members present, shall be the Chairman at any meeting of the Executive Committee.

7.4 The Manager, Bar Manager, Kitchen Manager, Secretary, Treasurer and/or any other staff, being paid officials appointed by the Executive Committee, shall not have the right to vote on any matter at Executive Committee meetings or Annual General Meetings, irrespective if, staff member are paid up members of the Club.

8. VOTING AT MEETINGS OF THE EXECUTIVE COMMITTEE

8.1 Voting at any meeting of the Executive Committee shall always be by show of hands, provided that where it is demanded by at least three (3) members, voting shall be by division or by ballot as the case may be, in which event the Chairman shall not have a casting vote. In the event of an equality of votes, when voting is by show of hands, the Chairman shall in addition to his deliberative vote, have a second casting vote.

8.2 In the event of an equality of votes when voting is by division or by ballot, the matter shall be held over until a subsequent meeting of the Executive Committee to be held sooner than seven (7) days after such meeting. If by such subsequent meeting there is still an equality of votes, the matter shall then

be referred to a Special General Meeting and the decision of the General Meeting shall be deemed to be the resolution of the Executive Committee, and such resolution shall be acted upon forthwith.

9. COMMITTEE MEETINGS

- 9.1 Ordinary meetings of the Executive Committee shall be held at least once a month on such day and at such hour as the Committee may decide.
- 9.2 The Secretary shall notify the Committee Members at least 48 hours prior to the time fixed for the meeting and shall furnish each member with a copy of the Agenda for such meeting.
- 9.3 Special meetings of the Committee may be held from time to time on the instructions of the Chairman, and may be **called instantly** in cases of extreme urgency.

10. ATTENDANCE AT MEETINGS OF THE EXECUTIVE COMMITTEE

- 10.1 Any member elected to the Committee who fails, without leave of absence, to attend three (3) consecutive Ordinary Meetings of the Committee shall forfeit his or her seat on the Committee. This vacancy may be filled by the Executive Committee.
- 10.2 All Resident Clubs shall be entitled to be represented at Executive Committee Meetings when matters affecting such Clubs are considered.

11. GENERAL MEETINGS

11.1 Annual General Meeting (AGM)

The Annual General Meeting (AGM) of the Club shall be held no later than the 25th day of September in each year. At the Annual General Meeting the business to be transacted shall be as follows and in the same order of precedence preferably:

- 11.1.1 Confirmation of Minutes of the last Annual General Meeting and Minutes of any Special General Meeting held subsequent to that meeting;
- 11.1.2 Chairman's Annual Report;
- 11.1.3 Reports from Resident Clubs;

- 11.1.4 Annual Financial Statement and Balance Sheet;
- 11.1.5 Auditor's Report;
- 11.1.6 Election of Office Bearers for the ensuing year;
- 11.1.7 Appointment of Auditor;
- 11.1.8 Notices of Motion;
- 11.1.9 **Yearly Subscription fees;**
- 11.1.10 General. (General matters have to be submitted to the Secretary, in writing, seven (7) days prior to the Annual General Meeting, in order to prepare the necessary Agenda.)

11.2 Special General Meetings

The Executive Committee may, and the Chairman shall, if so requested by at least twenty (20) Ordinary Members convene a Special General Meeting of the Club, provided that such petition for a Special General Meeting shall set out fully the subject matter to be submitted to such Special General Meeting and the reason therefore.

11.3 Chairmanship at General Meetings

At all General Meetings the Chairman or, in his absence, the Vice Chairman shall preside, or in their absence a Chairman shall be elected by the Members present.

11.4 Voting at General Meetings

Voting at all General Meetings shall be by show of hands, except that:

- 11.4.1 on constitutional matters or rules and regulations made under the Constitution, voting by ballot may be demanded by not less than ten (10) Members;
- 11.4.2 in the election of Office Bearers as provided for in Clause 7, voting shall be by ballot;
- 11.4.3 temporary/country/midweek and staff Members shall have no voting rights on any matter whatsoever.

11.5 Quorum

The quorum for any General Meeting shall be a total of fifty (50) Members, excluding Temporary Members, Country Members, Midweek Members and Staff Members.

If after thirty (30) minutes after the scheduled time for any General Meeting, there is not a sufficient number of Members present to form a quorum, then the Meeting shall stand adjourned for seven (7) days. On the seventh day, the Meeting shall, with or without further notice, as the Chairman may decide, resume at the hour and place specified in the first notice. Members present at such resumed Meeting shall form a quorum.

11.6 Proxies

11.6.1 A member may be represented at a General Meeting by a proxy, who must be a Member of the club. A member cannot represent any member as voting is by secret ballot.

11.6.2 A member may hand in a proxy vote, in writing, on a special proxy form provided for this purpose only. The proxy form and signed ballot paper must reach the Secretary no later than one (1) day prior to the meeting taking place.

11.6.3 Reasons for a member to be represented by a proxy:

- i) In the event of illness – a medical certificate would be required to accompany the assigned proxy;
- ii) In the event of absence from town, the province or country – supporting correspondence would have to be presented to accompany the signed proxy (i.e. flight itinerary confirmation; travel/tourism letter of confirmation).

11.7 Notice of Meetings

Notices of all General Meetings shall be forwarded to all Members at least seven (7) days prior to the date of each Meeting. A copy of such notice shall be placed on the Club's official notice board, and such notice in itself is deemed sufficient notice to all members.

12. ELECTION OF OFFICE BEARERS

12.1 The Secretary shall at least thirty (30) days prior to the Annual General Meeting inform all Members of the date, time and venue of such meeting and shall furnish each Member with a nomination form on which provision shall be made for the nominations of Office Bearers as stipulated in Clause 7.

- 12.2 Nomination forms duly signed by the proposer and seconder, and signed by the member accepting nomination, shall reach the Secretary not later than fourteen (14) days prior to the date of the meeting.
- 12.3 The Secretary shall thereafter give notice of the Annual General Meeting in terms of clauses 11.1 and 11.7 hereof, and shall include in the Agenda for such meeting the list of nominations.
- 12.4 If there is only one nomination for each of the Office of Chairman and Vice Chairman the Members so nominated shall be declared duly elected.
- 12.5 Similarly if the number of nominations for Additional Members as provided in clause 7 is equal to the number of vacancies the Members nominated shall be declared duly elected.
- 12.6 In all cases where the number of nominations exceeds the number of vacancies, the matter shall be put to vote in accordance of clause 11.4.2.
- 12.7 If the number of nominations is not sufficient to fill all the vacancies, the Chairman shall declare those nominated duly elected and thereupon call for further nominations form amongst the Members present at the meeting to fill the remaining vacancies. If the number of nominations form the floor exceeds the number of vacancies, voting to fill the vacancies shall be conducted as provided for in clause 11.4.2.

13. GENERAL ADMINISTRATION

- 13.1 The General Administration of the Club shall be in the hands of the Executive Committee, with the Chairman, or in his absence, the Vice Chairman as the Executive Officer.
- 13.2 No Member of the Club or of any Committee may bind or compromise the Club in any manner or form without the express authority of either the Executive Committee or the General Meeting, provided that the Secretary or Treasurer may authorise such petty disbursements as may be necessary from time to time with the concurrence and approval of the Chairman. Such expenditure to be confirmed at the next ensuing meeting of the Executive Committee provided further that the Liquor Licensee or Club Manager be permitted to acquire liquid and other refreshments and such other consumable items which are normally required for consumption or use of by Members patronising the bars, for such amounts as he may deem expedient for the proper and efficient functioning of the bars of the Club. Such expenditure has to be confirmed by the Executive Committee.

- 13.3 The Secretary shall cause Minutes to be kept of all General and Committee Meetings. A proper Register of members and proper accounts shall be kept by the Secretary/Treasurer.
- 13.4 The Secretary / Treasurer shall keep a proper set of books reflecting all the Club's finances, assets and liabilities, and shall submit to each Ordinary Monthly Meeting of the Club.
- 13.5 **The Secretary / Treasurer shall present a monthly financial statement to the Executive Committee and an annual statement and balance sheet, duly audited and certified correct, to each Annual General Meeting.**
- 13.6 The Secretary / Treasurer shall ensure that all subscription are paid regularly and shall immediately report to the Executive Committee should any Member be two (2) months in arrears with his payments.
- 13.7 The general control and administration of the various Resident Clubs shall be managed by Committees elected by the General Meetings of such Resident Clubs.

14. PROFIT ON SALE OF LIQUOR

Save in terms of a written agreement and duly authorised by the Liquor Licence Board, no profit out of the sale of liquor by the Club will accrue to any individual.

15. GUESTS

Before any guest is to be entertained by a member on the premises, the member must enter, every day, the name and permanent residential address of the guest in a register provided by the Committee for such purpose.

16. RESERVATION OF PORTION OF THE PREMISES

The Executive Committee may reserve any portion of the Club premises for any member or a group of members or organisation for any approved function and may provide special facilities for any member or a group of members or organisation for the said function.

17. AUDITOR

The Club shall at its Annual General Meeting appoint an Auditor, who shall not be a member of the Club. The Auditor audits the Books of Account of the Club and submit a written report thereof to the Chairman, who may if necessary, table such Report at the next ensuing General Meeting of the Executive Committee and shall report thereon at the next Annual General Meeting.

18. AMENDMENT OF CONSTITUTION

An amendment to the Constitution may only be considered upon due Notice of Motion, in writing, having been given to the Secretary. The Secretary shall receive such Notice of Motion not later than seven (7) days before the next ensuing Meeting of the Executive Committee who shall consider and make its recommendations to a Special or Annual General Meeting. Such motion shall be carried by at least two-thirds majority of Members present.

19. AMENDMENTS OF BYE-LAWS AND REGULATIONS

No Bye-Law or Regulation shall be amended unless Notice of Motion have been given to the Secretary, who shall at least seven (7) days prior to the date of the Meeting at which such Motion will be introduced, notify all Members of the Executive Committee thereof.

A two-thirds majority of Members of the Executive Committee present shall be required to amend any Rule, Regulation or Bye-Law. All members of the Club shall be notified in writing of any changes in the Constitution or Regulations.

20. COMPLAINTS AND SUGGESTIONS

Any complaints or suggestions shall be made in writing to the Secretary, who shall submit them to the Executive Committee. The decision of the Committee on all matters shall be final.

21. UNBECOMING CONDUCT AND EXPULSION OF MEMBERS

- 21.1 No offensive, racist or abusive language is permitted on the Club premises. Discrimination in any form is also prohibited and will be treated in a serious light.
- 21.2 It is an offence to behave unruly or disorderly on Club premises. Any member or visitor, who behaves in such manner, could be suspended from the Club for a period determined by the Disciplinary Committee. The sentence will immediately come into effect irrespective if it had been ratified by the Executive Committee.
- 21.3 Assault on the Club premises will lead to a suspension of all the parties involved irrespective of who the instigator was. This excludes someone who did not retaliate. The period of the suspension will be at the discretion of the Disciplinary Committee.
- 21.4 The Disciplinary Committee will decide if a hearing is warranted. Such hearing is not a prerequisite for the judgement.
- 21.5 Club membership is retained during a period of suspension unless the annual subscriptions are not paid. In the event of non-payment, application for membership needs to be made in the normal way after suspension period has elapsed.
- 21.6 Any member may be expelled or suspended for any reason deemed sufficient by the Executive Committee.
- 21.7 The Executive Committee may have the final say on any decision by the Disciplinary Committee, and cannot be appealed.

22. DISSOLVEMENT OF CLUB

The Club may be dissolved and its assets disposed of by either donating the assets or proceeds thereof to any recognised Sports Club or registered Welfare Organisation within the Goodwood Municipal area in such manner as the Meeting may decide upon by a resolution passed by not less than two-thirds of those voting at a General Meeting to be specially called for the purpose after not less than one calendar months' notice, provided that at such Meeting the Quorum shall be fifty (50) percent of the total number of Ordinary Members in good standing.

23. CLUB RULES

Definitions:

1. *Committee Members* refer to the Chairman, Vice Chairman, Treasurer and additional members elected to the Committee by the Members.
2. *Management* refers to the Club Manager and Bar Managers who are responsible for the day to day management of the Club. The Bar Managers report to the Club Manager who in turn reports to the Executive Committee.
3. *Authorised Official* refers to a member of staff authorised to perform certain duties allocated to him/her.
4. *Fully paid up members* excludes Candidate Members.
5. *Candidate Members* refer to new applicants who have not yet been accepted as members by the Executive Committee.
6. *Temporary Members refer to members who are granted membership for a limited period.*
7. *Year* refers to a period from 1 October to 30 September.
8. *Club Premises* refers to any area on the Club property and is not limited to the buildings.
9. *Suspension* means that the Member's bar, Snooker rooms, Gaming area and Dining room are out of bounds for such members. Suspended guests or members may only attend private functions.
10. *Assault* means any physical altercation or fighting irrespective of the severity of such fight or physical altercation.

Rules:

1. The Club Rules must be read in conjunction with the Constitution of the Club.
2. Club membership and subscription are dealt with in Clause 4 and 5 of the Constitution.
3. Payment of membership fees, which constitutes renewal of membership, must be concluded within 2 months from the new year (1 October to 30 September) i.e. on or before 30 November annually.
4. Proof of membership must be produced to any authorised official upon request.
5. No children are allowed on the premises unless accompanied by an adult. No children under 18 are allowed in the Member's Bar or any other demarcated smoking area.
6. Visitors must be accompanied and signed in by a member. The number of visitors at one time is not limited.
7. No visitor may be signed in more than twice a **month** with the exclusion of luncheons. No candidate member may sign in visitors.
8. Temporary membership may be granted to visitors upon payment of the prescribed fee, provided such membership will be limited to a maximum period

of three months in any year. Temporary membership must be approved by the Club Manager and ratified by the Executive Committee at the next Committee Meeting.

9. No liquor is permitted to be brought onto or removed from the Club premises. **The promotion and sale of any liquor on the Club premises, including the parking areas, is strictly forbidden. The consumption of alcohol in motor vehicles on club premises is strictly forbidden.**
10. No Club equipment or articles may be removed from the Club premises unless special permission has been obtained from management. Record must be kept of such removals and who authorised it.
11. **Spouses of fully paid up Ordinary Members and female guests will not be required to become paid-up members. They will be granted free access if accompanied by their spouse or other paid up members. They will have no voting power.**
12. Members must be neatly dressed at all times and within the guidelines laid down by the Executive Committee.
13. Applications for the use of any section of the Club premises by private companies, outside organizations and/or any individuals will be considered on merit by Management.
14. The Member's Bar is for the use of Members and their guests only. Special arrangements may be made with Management for the use of this bar by others during off-peak hours.
15. Rentals, liquor prices, meal prices, staff salaries, bonuses and honorariums shall be determined by the Executive Committee.
16. **Bar hours:**

Weekdays	11:00	24:00
Fridays	11:00	02:00
Saturdays	11:00	24:00
Sundays and Public Holidays	11:00	17:00

Sunday Buffet will be served between 12:00 and 15:00

17. These hours may be adjusted or amended by the Club Manager depending on the prevailing circumstances. Hours for Public Holidays will be determined by the Club Manager.
18. **No firearms are permitted on the premises.**
19. Management may acquire purchases for the Club to a maximum amount determined from time to time by the Executive Committee. Purchases exceeding that amount must be authorised by the Chairman, Vice Chairman or Treasurer and ratified at the next Executive Meeting.
20. Complaints by Club Members must be referred to Management first. The escalation process is as follows:

- a) Bar Managers (if complaint is in the Member's bar otherwise directly to the Club Manager).
- b) Club Manager
- c) Any Executive Committee Member
- d) Executive Committee – This must be in writing please. Refer to clause 20 of the Constitution.

24. TITLE AND COMMENCEMENT

This instrument shall be called the Constitution of the Goodwood Sports Club and shall come into operation on September 2014.

**CONSTITUTION DONE AND APPROVED AT GOODWOOD ON THIS DAY OF
SEPTEMBER 2014**

CHAIRMAN

DATE