

CONSTITUTION OF THE VARSITY OLD BOYS RUNNING CLUB

1. NAME

- (a) The name of the club is the VARSITY OLD BOYS RUNNING CLUB referred to henceforth as K-Way VOB Running Club for the duration of the K-Way sponsorship agreement whereafter it will revert back to VARSITY OLD BOYS RUNNING CLUB.

2. DEFINITIONS

In this Constitution, unless the context otherwise indicates,

- (a) Club means the Club duly constituted in terms of this Constitution.
- (b) Member means a member as defined in paragraph 7 of this Constitution.
- (c) Day means a calendar day.
- (d) Post means by ordinary mail to the last known address of the member, or sending by e-mail to the last known e-mail address, or informing by telephone or the collection from the club and notice shall be deemed to have been given two days after the date on which the notice is posted.
- (e) Words in the singular number include the plural, and words in the plural number include the singular, where the context so indicates.

3. LEGAL PERSONALITY

The Club shall have legal personality and shall, through its authorised representatives

- (a) have an independent existence;
- (b) be entitled to acquire, encumber or dispose of movable or immovable property;
- (c) be entitled to enter into legal transactions and to institute or defend legal proceedings.

The Club shall continue in existence notwithstanding changes in the composition of its membership or office-bearers.

4. OBJECTS

The objects of the Club are the following:

- (a) To develop and foster the sport of athletics amongst its members.
- (b) To encourage its members to participate in athletics at all levels.
- (c) To provide coaching and facilities to enable members to participate at all levels.
- (d) Represent the interests of its members at all levels.
- (e) Promote non-racialism and combat unfair discrimination at all levels.

5. MEANS OF ACHIEVING THE OBJECTIVES:

In order to achieve the objects of the club, it may:

- (a) be affiliated to any body if such affiliation could assist it in pursuing and attaining its objectives;
- (b) employ such persons as are appropriate to the needs and resources of the club;
- (c) enter into any contracts and/or acquire such assets which will serve the purpose of achieving those objectives.

6. ASSETS OF THE CLUB AND NON-PROFIT OBJECTIVE

- (a) The club shall not engage in any transaction with a view to the pecuniary gain or profit of its members.
- (b) No members shall have any personal claim on the income or property of the club or make any profit out of her or his membership, save where such member is also a duly-appointed and salaried employee of the club.
- (c) The club shall conduct its financial affairs through a banking account.

MEMBERSHIP OF THE CLUB

7. MEMBERS

- (a) Any person who subscribes to the objectives of this constitution and who agrees to abide by the rules and regulations of the club may apply for ordinary membership of the club.
- (b) An application for ordinary membership shall be submitted to the secretary, on such membership application form as may be prescribed by the committee from time to time.
- (c) The committee shall have the right to refuse any application for ordinary membership in its entire discretion and shall not be required to furnish reasons for its action.
- (d) The rights, duties and privileges of membership shall only become effective after payment of the relevant annual subscription fee.
- (e) An honorary life member shall be a person proposed by the committee and who has been so elected at an Annual General Meeting of the Club on the grounds of outstanding service to the club or to the sport of athletics.

8. CLUB COLOURS

The Club kit to be worn by members when competing in official events shall consist of:

- (a) A top approved by the Club from time to time which shall:
 - i. consist of royal blue and white vertical stripes, each to be 4.5cm wide,
 - ii. display an image of the Club "Running Man" logo,
 - iii. display the Club name, and

- (b) Royal blue bottoms,

provided that if:

- i. it is a requirement of any principal sponsor of the Club that the logo and/or the Club name be removed from the vest so as not to conflict with its own logo and/or name, and



- ii. the committee believes that this is in the best interest of the Club,

then the provisions in 8.(a)(ii) and 8.(a)(iii) above shall be waived for the period of such sponsorship.

GENERAL MEETINGS OF THE CLUB

9. ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS

- (a) A meeting of the Club may be either the Annual General Meeting or a Special General Meeting.
- (b) Notice of the date, time and place for all meetings shall be posted to each member at least seven days before the meeting.
- (c) A Special General Meeting may be convened at the written request of at least twenty five members of the Club or by the Committee. The request to convene a Special General Meeting shall state the business to be considered at the meeting.
- (d) All meetings of the Club shall be presided over by the Chairperson of the Club.
 - i. In the absence of the Chairperson, all the powers and duties of the Chairperson shall devolve on the Vice-Chairperson and if the Vice-Chairperson too is absent, then the said power and duties shall devolve on the Secretary, in whose further absence the said power and duties shall devolve on a member elected by the remaining members of meeting, during such absence.
 - ii. The presiding officer at any meeting shall have both a deliberative and a casting vote.

10. QUORUM FOR GENERAL MEETINGS OF THE CLUB

- (a) The quorum for a meeting shall be twenty five members of the club.
- (b) In the absence of the required quorum at any meeting, the meeting shall be adjourned. Notice shall thereafter be given to all the members of the club of the date and time on which the meeting shall be reconvened, which shall not be less than seven days and not more than 21 days after the meeting at which a quorum was not reached. When the meeting reconvenes, it shall conduct all business which was on the agenda for the initial date regardless of the existence or not of a quorum.

11. VOTING AT GENERAL MEETINGS

- (a) Only members of the Club may vote at any General Meeting of the Club.
- (b) Voting shall be by show of hands or, if the meeting so decides, by ballot.
- (c) No voting may be effected by proxy.
- (d) Except where otherwise provided in this Constitution all matters determined by vote shall be decided by a majority of those present.

12. ANNUAL GENERAL MEETING

- (a) An Annual General Meeting of the Club shall be held each year and not more than eighteen months shall elapse between such meetings.
- (b) The Committee for the ensuing year shall be elected at the Annual General Meeting.
- (c) The agenda for the Annual General Meeting shall include:

- a. The notice of the meeting
- b. Register and apologies
- c. Minutes of the previous Annual and Special General Meetings
- d. The Chairperson's report
- e. The audited Annual Financial Statements
- f. Recommendations from the committee
- g. Election of the Committee
- h. Appointment of the honorary auditor
- i. Motions
- j. General.

(d) Any motions submitted to the Secretary by not later than two days prior to the meeting shall be considered.

THE COMMITTEE

13. TERM OF OFFICE OF COMMITTEE MEMBERS

(a) The Committee shall serve until the completion of the next Annual General Meeting.

(b) Any person shall cease to be a Committee member if:

- i. that member ceases to be a member of the Club; or
- ii. that member is excluded or suspended from the Club; or
- iii. that member tenders a resignation in writing and such resignation is accepted by the Committee; or
- iv. that member misses two consecutive committee meetings without advancing good cause and/or without giving notice of such non-attendance to the Secretary, and, after having received written notice from the Secretary, misses a further meeting.

14. FUNCTIONS OF THE COMMITTEE

(a) The functions of the Committee shall be the following:

- i. to convene meetings of the Club;
- ii. to deal with matters of urgency;
- iii. to co-opt any member of the Club to the committee either generally or for a special purpose;
- iv. to conduct, generally, the affairs of the Club;
- v. to create and constitute such sub-committees as may be necessary for the better running of the affairs of the Club, which sub-committee shall report directly to the committee;
 - a. to open such accounts as are necessary for the better conducting of the affairs of the Club and to nominate the members who are permitted to draw upon such accounts;

- b. to make, amend and suspend rules and regulations for the Club in terms of paragraph 20 hereof;
 - c. to recommend the annual subscription, payable by the members of the Club;
 - d. to maintain discipline within the Club, subject to paragraph 17;
 - e. to employ coaches and/or other staff required for the furthering of the objects of the Club.
- (b) In the event of a vacancy on the Committee, the Committee may transfer the functions entrusted to the absent member to one or more of the remaining members of the Committee or to a co-opted member.

15. MEMBERS OF COMMITTEE

- (a) The Committee shall consist of the following members:
- i. Chairperson
 - ii. Vice-Chairperson
 - iii. Club Captain
 - iv. Vice-Club Captain
 - v. Treasurer
 - vi. Race Convener
 - vii. Newsletter Editor
 - viii. Such additional members as the Club decides, at a General Meeting, are necessary for the efficient running of the Club.
- (b) The positions of Chairperson and Vice-Chairperson shall be filled by separate persons. The Chairperson and Vice-Chairperson may not hold any other position referred to in paragraph (a)(iii) to (vii) inclusive.
- (c) Any vacancy on the Committee may be filled at a meeting of the Club or by co-option.
- (d) A person co-opted to the Committee shall have all the rights, including the right to vote, of a Committee member.
- i. Co-opted persons may not exceed more than one third of the members of the Committee membership.
 - ii. Only members of the Club may be co-opted to the Committee.
 - iii. The term of office of a co-opted person shall not exceed that of the Committee.
- (e) No member of the committee shall simultaneously be an employee of the club

16. MEETINGS OF THE COMMITTEE

- (a) All meetings of the committee shall be presided over by the chairperson. In the absence of the Chairperson, all the powers and duties of the Chairperson shall devolve on the Vice-Chairperson, in

whose further absence the said power and duties shall devolve on a member elected by the remaining members of Committee, during such absence.

- (b) The Chairperson may convene a meeting of the Committee whenever she or he deems it necessary.
- (c) The Chairperson shall sign every approved amendment to this Constitution, a copy of which shall be contained in the Club's Minute Book.
- (d) Meetings of the Committee shall be held regularly, but no less than four times during any Committee's normal term of office.
- (e) Notice of Committee meetings shall be given to all its members by the Secretary.
- (f) The quorum for a meeting of the Committee shall be one half of the Committee.
- (g) Every decision of the Committee shall require a vote, with a simple majority of the members present voting in its favour.
- (h) A meeting of the Committee shall also be convened at the request of the Chairperson or two of its members.
- (i) In the event of a matter of urgency arising between meetings of the Committee, such matter may be attended to by the Chairperson, in conjunction with any or all of the committee members affected by such decision; provided that any action taken or decision taken shall be ratified by the Committee at the next meeting of the Committee, failing which any decision taken shall lapse.
- (j) In the absence of the required quorum at any Committee meeting, the business of the meeting may be conducted without the necessary quorum, provided that the minutes of the meeting are posted to all the members of the Committee within seven days of the meeting. On posting such matters as are reflected in the said minutes shall be considered to have been dealt with by the Committee. In the event that the said minutes are not posted timeously such meeting shall be considered to have not been held and all decisions taken thereat shall be void.
- (k) Any member of the Committee may, within fourteen days object to any decision taken at a meeting where the required quorum was not present, in which event a meeting shall be held within fourteen days to reconsider that decision. In the event of the meeting not being held within fourteen days of the objection being received the decision shall lapse. In the event of there again not being a quorum, the meeting shall be adjourned until such time as a quorum can be obtained.

GENERAL

17. DISCIPLINE

- (a) The Committee shall have the power to take such steps as it may deem fit against any member failing to comply with or contravening this Constitution, any regulations or rules of the Club, any resolutions adopted and rulings made by the Club or the Committee, any contract entered into by the Club, or rules of the sport of athletics; and in general, to take such steps against any member, whose actions, or lack of action in its sole opinion are/is detrimental to the best interests of the Club and the sport of athletics.

- (b) The Committee may delegate its powers in terms of this paragraph to a committee, established from time to time, or for a specific purpose.
- (c) The Committee may issue rules as to the procedures to be observed in the conduct of hearings, the right to appeal and other matters which it deems necessary or expedient to achieve the objectives of this paragraph.
- (d) The term such steps shall include expulsion, suspension and reprimand.

18. SUBSCRIPTIONS

- (a) An annual subscription payable by all members of the Club, eligible to pay a subscription, may be fixed and varied by the Committee.
- (b) All subscriptions levied shall be subject to the approval of the Club in General Meeting.
- (c) Any member who fails to pay the subscription or any other debt to the club with the time period laid down by the committee shall be regarded as not being in good standing and shall cease to enjoy the rights of membership to the club until such debt is paid.

19. FINANCIAL YEAR

- (a) The financial year of the club shall run from 1 January to the last day of December every year.

20. RULES AND REGULATIONS

- (a) The Committee may make such by-laws for the Club as it deems to be in the best interest of the control and management of the Club.
- (b) The Committee may, in the interests of the Club, amend or suspend the by-laws.
- (c) Any by-laws made by the Committee shall not be inconsistent with this Constitution.

21. CONSTITUTION

- (a) A copy of the Club's approved Constitution shall be kept in the Club's Minute Book.
- (b) Any amendment to this Constitution shall be considered only at a General Meeting of the Club in accordance with the provisions of this clause.
- (c) At least seven days notice must be given of the meeting at which an amendment of this Constitution will be considered.
- (d) The quorum of the meeting at which an amendment to the Constitution is to be considered shall be the same as for meetings subject to paragraph 10 hereinabove.
- (e) Any amendment to this Constitution requires a vote in favour thereof of at least two thirds of the members present and voting at the meeting.
- (f) After the amendment has been approved it shall be entered in the copy of the Constitution in the Minute Book of the Club under the signature of the Chairperson of the Club.

22. DISSOLUTION OF THE CLUB

- (a) Should the club be unable to achieve the objectives for which it was formed, the committee shall call a general meeting for the sole purpose of deciding whether to continue with the club.

- (b) At least 14 days notice of such meeting shall be given and the notice shall state the purpose of the meeting.
- (c) At such meeting a decision may be taken by two-thirds of those present to dissolve the club.
- (d) Should such a decision be taken, the meeting shall appoint a receiver, who may or may not be a member of the club, to wind up the affairs of the club.
- (e) Once the receiver has finalised the winding up of the club, it shall cease to exist. Any asset remaining after all the club's liabilities have been met must be transferred to another non-profit organisation having similar objectives.