

CONSTITUTION

OF

THE GAUTENG NORTH GOLF UNION

PREAMBLE:

This Union is constituted subject to the conditions and rules of the South African Golf Association (SAGA) and Womens Golf South Africa(WGSA) and membership hereof implies the acceptance of any ruling of these Bodies on any matters referred to them for a decision.

The Union has been formed:

- To promote, advance, protect and foster the game of golf; and
- To bring about and maintain close co-operation between its member clubs and the individual players thereof.

DEFINITIONS:

In this Constitution, unless the context shall otherwise require the

- ✓ “**Area of Operation**” shall mean those areas as demarcated in Clause 5.
- ✓ “**Committee**” shall mean the Committee as constituted in terms of Clause 9.
- ✓ “**Council of Delegates**” shall mean the Council of Delegates as constituted in sub-Clause 9.7.
- ✓ “**Executive Committee**” shall mean the Executive Committee elected in terms of sub-Clause 9.2.
- ✓ “**Honorary Secretary**” shall mean the member of the Executive Committee elected as Honorary Secretary in terms of sub-Clause 9.8.

- ✓ “**Member Club**” shall mean a member club as defined in sub-Clause 7.1
- ✓ “**National Controlling Bodies**” shall mean the South African Golf Association and Womens Golf South Africa.
- ✓ “**President**” shall mean the President elected in terms of sub-Clause 9.8.
- ✓ “**Union**” shall mean the Gauteng North Golf Union.
- ✓ “**Vice Presidents**” shall mean the Vice Presidents elected in terms of sub-Clause 9.8.

1.

NAME:

- 1.1 The name of the Union is the Gauteng North Golf Union.
- 1.2 The Union shall be entitled to change its name in accordance with the provisions of this Constitution relating to the amendment of any of its provisions.

2.

LEGAL PERSONALITY:

The Union is a legal **persona** with the capacity to sue and to be sued in its own name and furthermore to acquire assets in its own name and shall as such be a legal person distinct from its members. The Union has **locus standi** to institute and defend proceedings on behalf of its members.

3.

RULES OF GOLF AND AMATEUR STATUS:

The Union accepts and is bound by the Rules of Golf and The Rules of Amateur Status together with such amendments or additions thereto as may from time to time be adopted by the Royal and Ancient Rules Limited and the decisions which it may from time to time take on the interpretation of the Rules of Golf and the Rules of Amateur Status.

4.

MEMBERSHIP OF THE TWO NATIONAL BODIES:

Membership of the Two National Bodies controlling Amateur Women and Mens golf in the Republic of South Africa.

- 4.1 The Union is constituted as a result of the dissolution of Gauteng North Womens Golf and the Gauteng North Golf Union and the unification of these two controlling bodies in the areas demarcated as Gauteng North.
- 4.2 The Union shall remain a member of the South African Golf Association as far as affiliated amateur men members are concerned and in respect of affiliated amateur women members to the Womens Golf South Africa.
- 4.3 The Union shall remain loyal to the two National Controlling Bodies for amateur golf in the Republic of South Africa and shall obey and honour all the obligations and duties imposed upon it by the said two National Controlling Bodies, their Constitutions and any legal rules made by them.

5.

AREA OF OPERATION:

The area of operation of the Union comprises those areas demarcated as Gauteng North by the South African Golf Association in respect of Amateur Mens Golf and Womens Golf South Africa in respect of women's golf, or by any future body or bodies empowered to demarcate such other areas of operation.

OBJECTS OF THE UNION:

The objects of the Union are:

- 6.1 To promote, advance, protect and foster the game of golf.
- 6.2 To bring about and maintain close co-operation between its member clubs and the individual players thereof.
- 6.3 To encourage the promotion and holding of golf competitions and championships on the courses of its member clubs and to assist in the conduct thereof.
- 6.4 To encourage the holding of inter-provincial, inter-area, inter-district and inter-club leagues and matches and to arrange for players of member clubs to participate therein.
- 6.5 To determine the rules and conditions under which any championships, tournaments, leagues and matches shall be played.
- 6.6 To assist member clubs in arranging the settlement of differences or disputes or in obtaining an interpretation of the rules of golf.
- 6.7 To advise member clubs on any matters relating to course management, control and construction.
- 6.8 To aid, assist and generally promote the interests of its member clubs, whether financially or otherwise.
- 6.9 To raise, administer and disburse funds in order to carry out the objects herein specified.
- 6.10 To publish bulletins, journals or publications or to conclude arrangements with other persons in order to publicise the activities of the Union and its member

clubs and to disseminate matters of interest to member clubs and to players thereof.

- 6.11 To purchase, sell, lease or otherwise acquire and to dispose of movable and immovable property; to encumber such property by way of mortgage or other bonds and to deal with such property in any such way as the Union may deem fit.
- 6.12 To erect, construct, alter, maintain, manage and control any buildings or other erections.
- 6.13 To invest any funds not immediately required in mortgage bonds over immovable property, government, municipal or building society stocks or shares, on fixed deposit or savings accounts with banks or building societies or insurance associations.
- 6.14 To do the course rating of those clubs falling under its jurisdiction.
- 6.15 In general, to do all such things and perform all such acts as the Union may deem expedient in the interests of its members which are not calculated to hinder

the attainment of the objects of any law or are unreasonable in relating to the members or public.

7.

MEMBERSHIP:

7.1 Qualifications for Membership

The Union shall consist of member clubs which are golf clubs or country clubs with a golf course situated in the area demarcated as Gauteng North and have duly been admitted to membership of the Union in terms hereof.

7.2 Application for Membership of the Union

7.2.1 Any club qualified to be a member club under sub Clause 7.1, **supra**, may apply for membership. Such application must be in writing and addressed to the Honorary Secretary of the Union.

7.2.2 Each application for membership shall state the name and address of the club, the names and addresses of its office bearers and the number of its golfing members (women and men) and shall be accompanied by a copy of its Constitution.

7.2.3 Each application for membership shall be submitted to the Committee, which may in its absolute discretion accept or reject the application or postpone consideration thereof for such time as it deems fit.

7.3 Subscriptions

7.3.1 The Committee shall from time to time determine the annual affiliation fees payable by its members and when such affiliation fees are payable subject thereto that 2 (two) months written notice shall be given to clubs of any proposed amendment in annual affiliation fees.

7.3.2 No member club whose membership of the Union is terminated for whatever cause shall be entitled to a refund of any affiliation fees paid to the Union or be absolved from payment of any affiliation fees due and payable at date of such termination.

7.3.3 Liability for payment of the annual affiliation fees shall accrue as from the 1st day of March in each year and shall be payable not later than 31 May of that year.

7.4 Rights, Privileges and Liability of Member Clubs

7.4.1 Membership of the Union shall entitle a member club to all privileges and advantages of the Union with the exception of Virtual Golf Clubs as

defined in the Rules Governing Virtual Golf Clubs in the Republic of South Africa as approved and issued by the South African Golf Association and which are excluded from such privileges and advantages.

7.4.2 Membership of the Union shall not convey upon a member club any right, title, interest or claim in or to any of the moneys or assets of the Union.

7.4.3 The liability of each member club shall be limited to the amount of its unpaid affiliation fees and any other moneys it shall be owing to the Union.

7.5 Termination of Membership

A member club shall cease to be a member of the Union if:

7.5.1 it resigns from the Union in writing; or

7.5.2 it is 3 (three) months in arrears with payment of its affiliation fees and fails thereafter to pay the same within 1 (one) month after despatch of a pre-paid registered written notice by the Honorary Secretary of the Union to the last known address of such member club calling for payment; or

7.5.3 The Committee on a majority vote of two thirds of all members entitled to vote passes a resolution to terminate the membership of a member club.

8.

HEAD OFFICE:

The head office of the Union shall be situated in Pretoria at such address as the Committee may from time to time determine.

9.

COMMITTEE: CONSTITUTION OF:

- 9.1 The Union shall be governed and its affairs and activities be administered by a Committee acting under the authority conveyed to it by this Constitution or by any mandate granted to it by the Union in general meeting, which Committee is constituted as follows:
- 9.1.1 an elected Executive Committee; and
 - 9.1.2 a Council of Delegates representing the member clubs of the Union.
- 9.2 The Executive Committee shall consist of 10 (ten) elected members of which at any given time no less than 3 (three) shall be of the same gender. They shall hold office for a period of 2 (two) years and half of whom shall retire in alternate years. For the purposes of the election of the first Executive Committee the Candidates who receive the most votes shall serve on the Executive Committee for a period of 2 (two) years and the 5 (five) with the lesser number of votes for a period of 1 (one) year. The Chairperson of this Annual General Meeting shall have a casting vote besides a deliberative vote. An elected member shall retire immediately after the Annual General Meeting held at the expiration of this period of office and shall be eligible for re-election without nomination.
- 9.3 Candidates for election to the Executive Committee must be proposed in writing by a golf member of a member club and seconded in writing by a golf member of another member club and the candidates must signify their acceptance of the proposal in writing on the nomination form. Nominations must reach the Honorary Secretary at least 21 (twenty-one) days prior to the Annual General Meeting. The election of Executive Committee members shall only take place at the Annual General Meeting. The Honorary Secretary shall advise all member clubs of the names of nominees received, not less than 14 (fourteen) days before the Annual General Meeting.
- 9.4 In the event of a vacancy occurring on the Executive Committee for whatever reason, the Executive Committee shall be entitled to co-opt any person to fill such vacancy for the remaining period of office of the person in whose stead such co-option is done.

- 9.5 The Executive Committee shall be entitled to co-opt not more than 1 (one) person to serve on the Executive Committee for a period of not exceeding 2 (two) years if the Executive Committee is of the opinion that such co-option is expedient in the interest of golf in the area of the Union. Such co-opted member shall be entitled to attend the meetings of the Executive Committee and to vote thereat but shall not qualify for Gauteng North Colours as provided for in Sub-Clause 13.4.2.
- 9.6 A member of the Executive Committee must be a member in good standing of a member club of the Union.
- 9.7 The Council of Delegates shall comprise representatives of the member clubs made up as follows and whose names and addresses shall be furnished to the Honorary Secretary of the Union.
- 9.7.1 2 (two) representatives of member clubs having 500 (five hundred) or more golf members affiliated to the Union.
- 9.7.2 1 (one) representative of member clubs having less than 500 (five hundred) golf members affiliate to the Union.
- 9.8 Immediately after each Annual General Meeting the Executive Committee shall elect a President, 2 (two) Vice Presidents, one of each gender, a Secretary, a Treasurer and members to represent the Union on the South African Golf Association and Womens Golf South Africa from its members who shall hold office until the immediately following Annual General Meeting unless a vacancy occurs prior to such meeting in which event the Executive Committee may elect another member of the Executive Committee to fill such vacancy for the remaining period.
- 9.9 Immediately after each Annual General Meeting the President shall, subject to Sub Clause 9.8, **supra**, allocate such portfolios to the members of the Executive Committee as deemed fit.

9.10 A member of the Council of Delegates may appoint an alternate with full voting rights to represent the Club at meetings but no member of the Executive Committee shall be entitled to delegate his office under the provisions of this sub-clause or to appoint an alternate.

10.

POWERS AND DUTIES OF COMMITTEE:

10.1 The Committee has the power to do all things necessary to carry out and promote the objects of the Union subject to the conditions contained in this Constitution. Without derogating from the generality hereof the Committee shall in particular have the following powers and duties:

- 10.1.1 To pass, amend or rescind rules for the regulation and administration of the affairs of the Union.
- 10.1.2 To appoint personnel to assist in the administration of the affairs of the Union.
- 10.1.3 To consider applications for membership to the Union and to accept or reject same.
- 10.1.4 To fill vacancies in respect of nominated members of the Committee for the unexpired period of such a members term of office.
- 10.1.5 To appoint sub-Committees for such purposes and upon such terms as may be considered necessary and to delegate such powers thereto as may be necessary.
- 10.1.6 To summon, at any time, an Extraordinary General Meeting of the Union.

- 10.1.7 To terminate the membership of any member club in terms of Sub Clause 7.5.3, **supra**.
- 10.1.8 To receive moneys and authorise expenditure in accordance with the objects of the Constitution.
- 10.1.9 To open banking or building society accounts in the name of the Union and to resolve the manner in which such accounts may be operated on.
- 10.1.10 To depute and authorise office bearers of the Union to act on its behalf in the acquisition and alienation of property and in the conduct of any legal or other proceedings brought by or against the Union.
- 10.1.11 To select teams to represent the Union in matches arranged against other Unions, Associations, Provinces, Clubs and Organisations.
- 10.1.12 To prescribe rules for the conduct of golfing events arranged by the Union or its member clubs and to issue rulings and interpretations on any matters submitted to it or falling within the jurisdiction of the Union.
- 10.1.13 To deal with any matter, condition and circumstance arising for which specific provision is not made in the Constitution.
- 10.1.14 To relieve from their duties any office bearers elected in terms of Sub Clause 9.8, **supra**, who, by reason of continued absence, illness or other cause for a period of 3 (three) successive months has become unable or unfit to perform such duties.
- 10.2 All documents required to be signed by or on behalf of the Union shall be signed by at least 2 (two) members of the Executive Committee and such person employed by the Union specially appointed to do so by the Executive Committee.

10.3 The day to day management of the Union shall be done by the Executive Committee and such person employed by the Union and which shall have such powers and duties as provided for in this Constitution or as delegated to it by the Committee.

10.4 All assets of the Union shall be held or registered in the name of the Union and all liabilities shall likewise be incurred in the name of the Union.

10.5 The Executive Committee shall act as a disciplinary body to investigate and hear any complaints filed by a member club against another member club or a member of such club or any person representing the Union in whatever capacity and to impose such penalty as it deems fit and in general to exercise disciplinary authority in its area of jurisdiction.

10.5.1 Notwithstanding anything to the contrary contained in this Constitution, the Executive Committee may delegate its powers in terms of this paragraph to a committee, or tribunal, or an ad hoc committee established from time to time for a specific purpose and for a specific period of time, and may for this purpose issue regulations regarding any matter which shall or may be prescribed in terms of this paragraph including procedure to be observed in the conduct of hearings, the right of appeal, and in general, with regard to any other matter which it deems necessary or expedient to prescribe in order to achieve or promote the objects of this paragraph.

10.6 The Committee is only entitled to dispose of, alienate or hypothecate moveable and immovable property of the Union exceeding R10 000,00 in value on the authority of a Resolution passed at a General Meeting of the Union.

10.7 No member of the Committee shall be held personally liable for any act performed as a committee member or the omission of performing any act.

MEETINGS OF COMMITTEE:

- 11.1 The President shall preside and preserve order at all meetings of the Union or Executive Committee at which the President is present, sign minutes of meetings after confirmation, sign financial statements after approval by the Committee and generally perform such duties as by usage and custom pertain to this office. One of the 2 (two) Vice Presidents shall act as President in the absence of the latter. In the event of all three of the aforesaid office bearers being absent the meeting shall elect a Chairperson.
- 11.2 The Committee shall meet as often as may be necessary but at least once every 3 (three) months.
- 11.3 Meetings shall be held at the head office of the Union or at such other place agreed to by the Committee from time to time.
- 11.4 At least 7(seven) days written notice of meetings shall be given to Committee members.
- 11.5 The Executive Committee may, in its sole discretion, when ever it feels it desirable for the Committee to meet, convene a special meeting of the Committee by giving at least 2 (two) days notice thereof to the members of the Committee stipulating the time and place of such meeting.
- 11.6 Proper minutes shall be kept of all Committee meetings and of meetings of sub-Committees.
- 11.7 6 (Six) members shall constitute a quorum of the Executive Committee and 15 (fifteen) members shall constitute a quorum of the Committee.
- 11.8 At any meeting of the Executive Committee or the Committee voting shall be done by a show of hands unless the Chairperson of the meeting or any member of the Committee requests a poll to be taken. Such request must be directed prior to any voting. Each member shall have 1 (one) vote irrespective of whether the voting takes place by a show of hands or by poll. A "poll" in this sub-Clause means voting by way of secret ballot of those members present at the meeting

and entitled to vote. The President or in his absence the Chairperson of the meeting shall have a casting vote besides a deliberative vote.

- 11.9 Unless stipulated to the contrary in this Constitution all Resolutions of the Executive Committee or the Committee shall be passed by a majority of 50% (fifty percent) plus 1 (one) of all persons present and entitled to vote at the meeting where the Resolution is passed.

12.

FINANCIAL YEAR:

- 12.1 The financial year of the Union shall be from 1 March in any particular year to the last day of February of the immediately following year.
- 12.2 Audited financial statements shall be prepared and submitted to the Annual General Meetings of the Union for receipt and confirmation with or without amendments.
- 12.3 The Honorary Secretary shall send a copy of the audited financial statements to each member Club fourteen (14) days before the date of the Annual General Meeting.

13.

COLOURS:

The Union shall be a member of the Sports Council Gauteng North.

13.1 Colours Honoris Causa and Honorary Life Membership:

- 13.1.1 The Committee shall have power to award Gauteng North Colours *Honoris Causa* to members of a member club if for not less than 5 (five) years they shall have served the Union with distinction in the capacity of a honorary office bearer or member of the Committee. The Union may also at an

Annual General Meeting, in recognition of outstanding services rendered to golf in Gauteng North, grant Honorary Life membership of the Union to such persons.

Honorary Life Members shall be entitled to attend meetings of the Committee and to take part in the deliberations thereof, but shall not be entitled to vote thereat.

13.2 **Colours for Men:**

13.2.1 The Committee shall have power to award Gauteng North Colours to members of member clubs of the Union who qualify for them.

13.2.2 A player shall be eligible for Gauteng North, or Gauteng North "B" colours if he is selected for and plays in the Gauteng North Golf Team at the Inter-Provincial Tournament or in not less than 5 (five) other matches nominated by the Committee. In the case of Senior Amateur players, the player must represent Gauteng North 5 (five) times or play in the National Inter-Provincial Senior Amateur Tournament. Under 23 colours may be awarded to players who represent Gauteng North at the Annual Under 23 Teams Inter-Provincial.

13.3 **Colours for Women:**

The Committee shall also have the power to award points for colours and Gauteng North Colours to members of member clubs of the Union as laid down by the Committee from time to time.

13.4 **COLOURS: MATTERS OF A GENERAL NATURE:**

13.4.1 A member of a member club appointed as manager of a Gauteng North Golf Team shall, be eligible for Gauteng North Colours specifying such member as a manager.

13.4.2 A member of the Executive Committee is entitled to Gauteng North Colours signifying him as a member of the Executive Committee.

13.4.3 A member of the Council of Delegates is only entitled to wear a Gauteng North golf shirt, jersey, pull-over, tie, windbreaker, and dress shirt.

13.4.4 The Committee shall have the power to design, adopt and/or register colours exclusively for golf.

13.4.5 As the governing body for golf in its area of jurisdiction the Committee shall have the sole approval of colours to any team or player representing Gauteng North at golf in whatever capacity.

14.

GENERAL MEETINGS:

14.1 A General Meeting of the Union shall consist of the following:

14.1.1 Members of the Executive Committee;

14.1.2 Members of the Council of Delegates; and

14.1.3 Two (2) nominees from member clubs having more than 500 (five hundred) golf members and 1 (one) nominee from member clubs having less than 500 (five hundred) golf members affiliated to the Union.

14.2 The Honorary Secretary shall, not less than 21 (twenty-one) days before the time fixed for a General Meeting, give written notice of the meeting, specifying the business to be transacted, to every member club by posting it to the address furnished by such member club and to every member of the Committee.

14.3 The President, and in the Presidents absence one of the Vice Presidents, shall preside at all General Meetings, and in the absence of all three of them, the members shall elect a Chairperson of the meeting.

- 14.4 The quorum at a General Meeting shall be 30 (thirty) of those people set out in Clause 14.1, **supra**. In the event of quorum not being present within 20 (twenty) minutes of the time for which the meeting has been called, the meeting shall stand adjourned and shall take place on the same day, time and place 7 (Seven) days later.
- 14.5 With the exception of motions submitted by the Committee, no motion shall be put to the vote at the General Meeting which is not relevant to the business specified in the notice of the meeting unless at least 7 (seven) days notice thereof has been given to the Honorary Secretary who shall forthwith notify all member clubs of any such notice.
- 14.6 The Honorary Secretary shall keep minutes of the proceedings of all General Meetings which shall be read at the following Annual General Meeting and shall be considered by the meeting and shall, if approved, be certified as correct by the Chairperson of the meeting.
- 14.7 Each member shall be entitled to 1 (one) vote provided however that the delegates of a member club whose subscriptions are in arrears shall not be entitled to vote.

15.

ANNUAL GENERAL MEETINGS:

- 15.1 An Annual General Meeting shall be held during the first quarter of each financial year at such venue as the Committee may decide on.
- 15.2 The business to be transacted at the Annual General Meeting shall include:
- 15.2.1 Confirmation of the minutes of the preceding Annual General Meeting and any subsequent General Meetings.

15.2.2 Receipt and confirmation with or without amendments of the report of the Committee and the audited statements of accounts for the preceding financial year.

15.2.3 Election of members to the Executive Committee.

15.2.4 Consideration of any motion of which due notice has been give as well as any matters submitted by the Committee.

16.

EXTRAORDINARY GENERAL MEETING:

The Honorary Secretary shall call an Extraordinary General Meeting when instructed thereto by the Committee or upon receipt of a request signed by 8 (eight) members of the Council of Delegates specifying the purpose for which the meeting is required.

17.

PROCEDURE AT GENERAL MEETING:

All Resolutions put to a General Meeting shall be considered, adopted and held to be valid and effectual if carried by a simple majority of members present and entitled to vote at the meeting save where a specific provision in this Constitution requires a larger majority.

18.

NOTICES:

18.1 All notices shall be signed by the Honorary Secretary.

18.2 Notices posted to the addresses of member clubs shall be deemed to constitute notices posted to delegates and members of the Committee.

- 18.3 The accidental omission to give notice of any meeting to a member club shall in no way invalidate such meeting or entitle a delegate or member of the Committee to have the proceedings of such meeting declared invalid.

19.

DISSOLUTION OF UNION:

- 19.1 The Union shall not be dissolved except by a Resolution passed by a majority of two-thirds of the members present at an Extraordinary General Meeting called for such purpose. No such Resolution shall be in order unless 6 (six) weeks notice thereof has been give to each member.

- 19.2 If a Resolution for the winding up of the Union has been passed as provided for in sub-Clause 19.1, supra, or if for any reason the Union is unable to continue to function the following shall apply:

19.2.1 The last appointed President of the Union or, if the President is not available, the available members of the last appointed Executive Committee of the Union shall forthwith transmit to the members of the Union a statement signed by the President or them setting forth the Resolution adopted by them or the reasons for the Union's inability to continue to function, as the case may be, and the available members of the Union's last appointed Executive Committee shall appoint a liquidator to carry out the winding up. The liquidator shall not be a member of the Union and shall be paid such fees as may be agreed upon between him and the said members of the Unions last appointed Executive Committee.

19.2.2 The liquidator so appointed shall call upon the last appointed office bearers of the Union to deliver to him the Union's books of account showing the Union's assets and liabilities together with a list of its members. The liquidator shall also call upon the said office bearers to hand over to him all unexpended funds of the Union and to deliver to him

the Union's assets and documents necessary in order to liquidate the assets.

19.2.3 The liquidator shall take the necessary steps to liquidate the debts of the Union from its unexpended funds and any other moneys realised from any assets of the Union and if the said funds and moneys are insufficient to pay all creditors after liquidator's fees and the expense of winding up have been met, creditors shall be paid in the same sequence as that prescribed in any law for the time being in force relating to the distribution of assets of an insolvent estate and the liquidator's fees and the expenses of winding up shall rank in order of preference as though he were a liquidator of an insolvent estate and as though the expenses were the cost of liquidation of an insolvent estate.

20.

AMENDMENT OF CONSTITUTION:

This Constitution shall not be regarded as amended except by a Resolution passed at a General Meeting by not less than two thirds of the members present and entitled to vote.

21.

INTERPRETATION OF CONSTITUTION:

The Committee shall be the only body empowered to interpret the Rules of this Constitution. Its interpretation shall be final and binding.