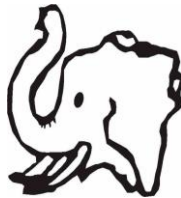


SENIOR GOLFERS' SOCIETY

OF

EASTERN PROVINCE



CONSTITUTION

Approved: Special General Meeting - 04 December 2008

Amended: Special General Meeting – 15th July 2010

Amended: Annual General Meeting 14th February 2019

1. NAME

The name of the Society shall be

'SENIOR GOLFERS' SOCIETY OF EASTERN PROVINCE'

2. DEFINITIONS

The following words and phrases shall in this Constitution bear the following meanings:

Society	- means the Senior Golfers' Society of Eastern Province
Union	- means the Senior Golfers' Union of South Africa.
Republic	- means the Republic of South Africa
Member	- means an amateur male golfer who has been admitted to membership of the Society in terms of Clause 11.
Admitted	- means inducted
Committee	- means the Committee of the Society as constituted under Clause 16.
Secretary	- means the Honorary Secretary, or acting Secretary, of the Society for the time being.
Financial Year	- shall mean the period commencing on the 1st January and terminating on the 31st December of that year.

In case of doubt as to the meaning of any clause of this Constitution the interpretation of the Committee shall be binding upon members.

3. PREAMBLE

The Society is a member of the Union and its area of jurisdiction is the same as that of the Eastern Province Golf Union in the Republic and such other areas as may be allocated from time to time by the Union. The Society agrees to abide by and adhere to the rulings and decisions which the Governing Body of the Union may make from time to time.

4. HEADQUARTERS

The headquarters of the Society shall be in Port Elizabeth

5. PRINCIPAL OBJECT OF THE SOCIETY

The principal object of the Society shall be to provide golfing social and recreational amenities and, without detracting from the generality hereof, in particular to promote fellowship and comradeship among members through arranging participation in golfing and social events organized by the Union and its constituent Societies.

6. SUBSIDIARY OBJECTS OF THE SOCIETY

In furtherance of the principal object, the subsidiary objects of the Society shall be:

- 6.1. to promote, encourage and foster the game of golf in general and particularly among its members;
- 6.2. to organize golf meetings, competitions, championships and other events for the benefit of its members;
- 6.3. to to co-operate with the Union and the other member Societies of the Union and in particular to arrange golf matches, tournaments and other events with the latter;
- 6.4. to raise funds as it may deem fit, to administer such funds as hereinafter provided, to make such payments from the funds as may be necessary to carry out the objects of the Society, including payments to members either as individuals or as members of teams representing the Society for any purpose, and to make donations or grants to approved causes or persons;
- 6.5. to acquire both movable and immovable property and to sell, dispose of or otherwise deal therewith;
- 6.6. to invest any funds not immediately required by the Society in such manner as may from time to time be decided;

- 6.7. to generally safeguard and further the interests of the Society and its members and to take such steps as may be necessary for this purpose.

7. RULES OF GOLF

The Society, and its members, accept and agree to be bound by the Rules of Golf and such amendments or additions thereto as may be issued or adopted by The Royal and Ancient Golf Club of St. Andrews and the decisions which it may from time to time issue on the interpretation of the Rules of Golf

8. ASSETS, FUNDS, PROFITS AND GAINS

- 8.1. The assets, funds, profits and gains of the Society shall be utilized solely for investment or for the objects of the Society as set out in this Constitution and shall in no circumstances be distributed to any person or persons.
- 8.2. Nothing contained in sub-clause 8.1 shall preclude the payment to members or to officials of the Society of travel, subsistence or out of pocket expenses, allowances or other remuneration for services rendered by them to or on behalf of the Society.

9. LIABILITY OF MEMBERS

The Society shall be a body corporate, not for gain, having an existence independent of its members with perpetual succession and all its assets shall be registered or held in the name of the Society. Members shall not be liable to meet the debts, engagements or liabilities of the Society and the liability of members shall be limited to payment by them to the Society of the subscriptions or other fees due by them in terms of this Constitution.

10. MEMBERSHIP

10.1. The membership of the Society shall consist of the following classes:

10.1.1. **Active Member** - shall mean an amateur male golfer who at the time of being proposed for membership shall have attained the age of 55 years and be a full playing member in good standing of a golf club which is affiliated to a Provincial Union or Association of the S.A. Golf Association, within the province of Eastern Province and which is recognised by the Committee. A condition of his continued membership as an active member of the Society shall be that he retains his aforesaid full membership of a golf club.

10.1.2. **Veteran Senior** - shall mean a member with 20 or more year's membership of one or more Societies. The Committee may, in its discretion, exempt such a member from payment of an annual subscription.

10.1.3. **Honorary Life** - shall mean a member elected to Honorary Life membership at a General Meeting of the Society on the recommendation of the Committee

10.1.4. **Non-Playing** - shall mean an active member who, at the discretion and in the opinion of the Committee, for the reason of ill-health, employment commitment, absence from the Province or any other reason satisfactory to the Committee is unable on a continual basis to meet his playing commitment, has been transferred to the class of non-playing member. A non-playing member shall be required to retain some form of membership of a golf club. A non-playing member may at the discretion of the Committee be re-admitted to the class of

active member, should the reason for his inactivity no longer exist.

10.1.5. **Transferee** - shall mean an active member of one of the constituent Societies of the Union who has ceased to be ordinarily resident within the area embraced by his Society, has become ordinarily resident in the area of the Society and has been accepted by the Committee as a transferee member. Upon request from his Society the Committee shall accept such a member who shall:

- a) pay such dues as the Committee shall determine;
- b) be afforded any playing status the Committee may determine, including eligibility for local events and competitions and the National Tournament;
- c) be eligible for admission to membership of the Society in terms of its Rules, if there is a vacancy.

10.2. The total membership of the Society may be increased or decreased at the discretion of the committee but the number of active members shall not at any time exceed the quota laid down by the Governing Body of the Union.

11. ELECTION TO MEMBERSHIP

11.1. A candidate for election to active membership of the Society, who is qualified in terms of sub-clause 10.1, shall be proposed by one member and seconded by another member of the Society, both of whom shall have been members for not less than 3 years and neither of whom shall be a member of the committee, provided that a member who has proposed or seconded a candidate for membership may not propose or second another candidate within 12 months from the date the previous "Application for Admission to Membership" has been considered by the Committee.

- 11.2. Where it is desired to make application for the admission of a new member, the proposer shall address a letter to the Honorary Secretary, endorsed by the seconder and 3 members of at least 2 years standing and all of whom are personally acquainted with the candidate. The letter must contain his full name, residential address, occupation, date of birth, and a brief summary of his sporting history or community service and why it is considered that he will make a suitable and active member of the Society. No candidate will be considered for election unless he is nominated after his 55th birthday and before his 70th birthday. As a normal practice no candidate shall be admitted to membership if he has attained the age of 70 years except by transfer from another Society.
- 11.3. Only then and provided the Committee is satisfied that the candidate will be a desirable and active member, shall the Secretary send an "Application for Admission to Membership" package to the proposer. This completed form must be signed by the proposed new member and the proposer.
- 11.4. The completed "Application for Admission to Membership" form shall be mailed or delivered to the Secretary who shall add the prospective member to the Wait List. The Committee shall decide when the prospective member will be accepted and inducted as an active member and shall be entitled to give preference to a prospective member who in the opinion of the Committee, has rendered outstanding services to the game of golf or who warrants priority due to other circumstances.
- 11.5. When the candidate is elected to membership by the Committee he shall be advised accordingly by the Secretary and subject to the payment of the subscribed entrance fee, subscriptions and levy, if any, shall be inducted as a member.

- 11.6. New members who fail to meet their playing commitment to the Society may be requested to transfer to non-playing membership. However, should this occur prior to their completion of their three year commitment as an active member, their membership may be terminated.
- 11.7. The election to membership of a candidate shall be within the discretion of the Committee, which may refuse any application for membership without assigning any reason therefore. In the event of such refusal at least 2 years must elapse before a further nomination for membership shall be considered by the Committee.
- 11.8. The proposal for membership at all times shall be handled on a strictly confidential basis and the fact that the candidate is under consideration shall not be conveyed to him, failing which the proposal may be rejected.

12. TRANSFER OR TERMINATION OF MEMBERSHIP

- 12.1. The Committee may determine what action, if any, it shall take if in its opinion a member is in breach of his obligations under this Constitution or if an active member fails, without an acceptable reason, to maintain a sufficiently active interest in the activities of the Society or ceases to be an active member in terms of sub-clause 10.1.1. The Committee may in its discretion transfer such member to the category of "Non-Playing" member or may terminate his membership
- 12.2. The Committee shall have the right without assigning any reason therefore to terminate the membership of a member whose conduct, in the opinion of the Committee, is unbecoming to a member of the Society or is considered to have been prejudicial to the interests of the Society

- 12.3. Before the Committee takes action against a member in terms of sub-clause 12.2 it shall give the member concerned personally the opportunity to be heard and no action shall be taken by the committee in terms of sub-clause 12.2 save by a two-thirds majority vote at a committee meeting at which not fewer than 6 committee members are present.
- 12.4. A member whose membership has been terminated by the Committee in terms of sub-clauses 12.1 or 12.2 shall have no right of action or claim against the Society, the Committee or any of the members thereof, and no member whose membership has been terminated for any reason shall be entitled to a refund of any subscription or levy paid by him in advance.

13. PRIVILEGE OF MEMBERS

- 13.1. Membership of the Society shall subject to their adherence to this Constitution and entitle Members to enjoy the privileges and advantages of the Society including the right to participate in the functions, golf meetings, tournaments and events organised by the Society and the privilege to compete in the golf tournaments and events of the Union and other Societies upon the conditions governing the same.
- 13.2. A member whose payment of subscriptions, levy, fees or any other payments due to or Society is 6 months in arrear, shall not be entitled to enjoy the privileges of the Society.

14. ENTRANCE FEES AND SUBSCRIPTIONS

- 14.1. Members shall pay to the Society such entrance fee, annual subscription and levies as may from time to time be prescribed by the Committee but no increase in the annual subscription shall become effective until the beginning of the next ensuing financial year of the Society.

- 14.2. The payment of an entrance fee by an approved member of another Society shall be waived on his admittance to membership of the Society.
- 14.3. The due date for payment of the annual subscription shall be the beginning of the financial year of the Society and, for levies, the date prescribed by the Committee therefore. If the annual subscription or levy due by a member has not been paid by him within 6 months from the due date, final notice thereof shall be sent to him by the Secretary by registered letter. If the outstanding subscription or levy is not paid by the member within one month from the date of such letter his membership shall then automatically terminate.
- 14.4. Notwithstanding the provisions of the preceding sub-clause the Committee may, in its discretion, reinstate a member where membership has terminated in terms thereof upon such terms and conditions as it may decide.

15. MANAGEMENT OF SOCIETY

The management of the affairs and activities of the Society shall be administered by a Committee acting under the authority conveyed to it by this Constitution.

16. COMPOSITION AND ELECTION OF COMMITTEE

- 16.1. The Affairs of the Society shall be governed and managed by a Committee consisting of a President; Vice-President; Captain; Honorary Secretary; Honorary Treasurer and 5 members of whom preferably not less than one shall be from outside Port Elizabeth. All members of the committee shall be active members.

- 16.2. The President shall retire after his year in office and all other members shall retire annually, but shall be eligible for re-election.
- 16.3. Prior to the Annual General Meeting the Committee shall nominate the Office Bearers and a Committee of 5 for the ensuing year.
- 16.4. The nominations for the new committee shall be included in the package sent to all members with the Notice advising of the Annual General Meeting. Any member may also submit the name of a further candidate for consideration. This nomination supported by 10 members must be submitted in writing to reach the Secretary at least 7 days before the Annual General Meeting. In the event of this happening the 5 Committee members will be elected via a ballot per Clause 23.6.
- 16.5. The Committee is empowered to fill any vacancy on the Committee.

17. MEETINGS OF COMMITTEE

- 17.1. The Secretary shall, on the direction of the President, or on a written request from 2 committee members, convene a committee meeting. Failing such a direction or request the Committee shall meet at least once in every quarter. The venue and time for committee meetings shall be determined by the President.
- 17.2. The President or in his absence the Vice-President and Captain, in that order, (or in the absence of all of them, a member of the Committee appointed by members present at the meeting) shall act as chairman of committee meetings and he shall have a casting as well as a deliberative vote.

- 17.3. The quorum for committee meetings shall be 5 members
- 17.4. The President and the Vice-President shall be ex officio members of all Sub-Committees and in their absence; the Captain shall act as their alternate.
- 17.5. The Secretary shall take minutes of committee meetings and shall circulate these to members of the Committee.

18. POWERS OF THE COMMITTEE

The Committee shall have power to do all things necessary to carry out and promote the objects of the Society. Without limiting the powers of the Committee and in addition to such powers as are elsewhere stated in this Constitution, its power shall include the following;

- 18.1. to adopt, amend and rescind by-laws for the regulation and administration of the affairs of the Society;
- 18.2. to nominate Office Bearers and the committee members of the Society upon such terms and conditions as may be considered desirable;
- 18.3. to appoint sub-committees from amongst its number, or otherwise, for such purpose and upon such terms as may be considered desirable and to delegate such powers thereto as may be necessary;
- 18.4. to receive and authorize the investment and expenditure of moneys in accordance with this Constitution
- 18.5. to open Banking or other public or financial institution accounts in the name of the Society and to resolve the manner of operation of such accounts;

- 18.6. to appoint and authorise officers of the Society to act on its behalf in the acquisition and alienation of property or in the investment of its funds and in the conduct of any legal or other proceedings brought by or against the Society or its officers;
- 18.7. to organize, promote and stage golf tournaments, championships and competitions and inter-Society matches for the benefit of members and to prescribe rules for the right of entry therein and the conduct thereof;
- 18.8. to appoint any person to represent the Society on any golf or other sporting body which the Committee considers necessary or desirable;
- 18.9. to fill any vacancies that may arise on the committee and to co-opt members to serve on the committee or sub-committees.

19. BOOKS OF ACCOUNT

- 19.1. Books of account of the affairs of the Society shall be kept by the Honorary Treasurer, and such books, together with all other papers and documents connected with or relating to the business or the affairs of the Society, shall at all times be accessible to committee members.
- 19.2. The Honorary Treasurer shall cause the Annual Financial Statement to be prepared for consideration and adoption at the Annual General Meeting.

20. BANKING ACCOUNT

All moneys paid to the Society shall, as soon as possible after receipt, be deposited in the name of the Society with a Bank, Public or other financial institution as the committee may decide and shall be withdrawn there from as may be required. All cheques or withdrawal forms shall be signed by any two office bearers. Electronic fund payments shall be processed in the manner decided by the committee from time to time.

21. AUDITORS

21.1. The Annual Financial Statement of the Society shall be audited annually by an Auditor, who shall be appointed at the Annual General Meeting of the Society.

21.2. In the event of a vacancy occurring in this office during a financial year, the committee shall appoint an Auditor to fill the vacancy.

22. ANNUAL GENERAL MEETING OF THE SOCIETY

An Annual General Meeting of members of the Society, of which not less than 14 days notice shall have been given, shall be held not more than 60 days after the end of the financial year.

23. PROCEDURE AT ANNUAL GENERAL MEETINGS OF THE SOCIETY

23.1. The President or in his absence the Vice-President or Captain, in that order, shall preside as Chairman at Annual General Meetings. In the absence of all the aforementioned the members present at such meeting shall appoint one of their number to act as Chairman.

23.2. A quorum at the Annual General Meeting shall be 15 members. If a quorum is not present within half an hour of the time for which the meeting has been called, the Chairman shall declare that the meeting stand adjourned to the same day in

the following week at the same time and place and those persons present at such postponed meeting shall constitute a quorum, irrespective of the number present, and may transact the business of the Annual General Meeting.

- 23.3. No business or resolution of which notice has not been given shall be discussed at the Annual General Meeting provided that it shall be competent for the Chairman, in his discretion, to allow any amendment of the wording of any resolution to be moved notwithstanding that due notice has not been given of the intention to move such amendment.
- 23.4. The Secretary shall take minutes of the proceedings of the Annual General Meeting and these shall be approved at the next meeting of the Committee.
- 23.5. Save as is otherwise provided by this Constitution, all resolutions put to an Annual General Meeting and business transacted thereat shall be passed and shall be held as valid and effectual if carried by a majority of members present at the meeting.
- 23.6. Members present shall have one vote and the Chairman shall have in addition a casting vote. Voting, except for the election of committee members where voting shall be by ballot, shall be by show of hands unless a poll is demanded by 10 of the members present at the meeting. A poll shall be taken immediately by secret ballot.

24. BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING OF THE SOCIETY

The business to be transacted at the Annual General Meeting shall be:

- 24.1. to confirm the minutes of the preceding Annual General Meeting and any Special General Meeting that may have been held since the preceding Annual General Meeting;
- 24.2. to receive and consider the report of the President on the affairs of the Society for the preceding year;
- 24.3. to receive and consider the audited financial statements for the past financial year;
- 24.4. to elect members to serve on the Committee in terms of Clause 16;
- 24.5. to appoint an Auditor for the ensuing year;
- 24.6. to elect life members, on the recommendation of the Committee of which notification has been given in the notice convening the meeting;
- 24.7. to consider any resolution of which notice has been given including any resolution proposed by 10 members in writing and lodged with the Secretary not less than 7 days before the date of the Annual General Meeting;
- 24.8. to consider any matter brought forward by the Committee;
- 24.9. to consider any further business which may be transacted at an Annual General Meeting.

25. SPECIAL GENERAL MEETING OF THE SOCIETY

- 25.1. The Committee may at any time convene a Special General Meeting of the Society and it shall also do so upon receiving a requisition to that effect signed by 10 members stating the purpose for such meeting.
- 25.2. Upon receipt of a direction from the Committee the Secretary shall give 21 days' notice to members of the date, time and place of the proposed meeting and the business to be transacted thereat.
- 25.3. No business shall be discussed at a Special General Meeting save the business for which the meeting shall have been called.
- 25.4. At all Special General Meetings the provisions of Clause 23 shall, mutatis mutandis, apply, provided, however, that if a quorum is not present the Special General Meeting shall be deemed to be dissolved.

26. AMENDMENT OF CONSTITUTION

The constitution shall not be repealed or amended except by a resolution passed at an Annual General Meeting or a Special General Meeting of the Society called for that purpose, which resolution shall be passed by not less than two-thirds of the members present at such meeting.

27. DISSOLUTION OF SOCIETY

- 27.1. The Society may not be dissolved, wound up nor placed in liquidation except by a resolution passed at a Special General Meeting of the Society called for that specific purpose which resolution shall be passed by not less than two-thirds of the members present at such meeting.

27.2. If at a Special General Meeting of the Society it is resolved that the Society be dissolved or wound up or placed in liquidation, a liquidator shall be appointed at that meeting. If after payment of its debts and satisfaction of its liabilities any assets of whatsoever nature remain, the same shall be given or transferred to the Union or to some other society or association having objects similar to those of the Society.

28. NOTICES

28.1. All notices to be given in terms hereof shall be in writing and signed by the Secretary.

28.2. Notices posted or electronically transmitted by Internet transmission, e-mail, SMS message, facsimile or by personal delivery to the last known addresses of members shall be deemed to constitute effective notice, save for notice of a hearing called in terms of clause 12.3 which notice shall only be given by registered mail or personal delivery addressed to the last known address of the member.

28.3. The accidental omission to give notice to a person entitled to receive the same or the non-receipt of such notice shall not invalidate any meetings or proceedings to which such notice relates or any decision taken thereat.

29. REPEAL

The existing Rules Book of the Society dated June 2003 is repealed with effect from the 4th December 2008.