

# NEMATO GYMNASTICS CLUB

Founding Constitution, April 2009

## 1 Name

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

## 2 Aims and objectives

The Club shall:

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

## 3 Character of the Club

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

## 4 Affiliation and registration

- 4.1 The Club shall register with the Eastern Cape Gymnastics Association (ECGA) and South African Gymnastics Federation (SAGF).
- 4.2 The Club can affiliate to any organisation as its Board of Governors sees fit.

## 5 Identity and legal status

- 5.1 The Club is a voluntary organisation that will have no desire for gain or profit other

than to raise funds for its continued and sustainable existence.

- 5.2 The Club shall have perpetual succession and power, apart from its individual members, to acquire, hold and alienate property, enter into agreements and do all things necessary to carry out its objectives and defend its members, its property and its reputation.
- 5.3 The income and property of the Club are not distributable to any and all of its members, office-bearers and volunteers except as reasonable compensation for work done or expenses incurred.
- 5.4 Contractual liability: Only the elected officials shall have the authority to bind the Club to or create any legal relationship. Any person purporting to bind the Club must produce a written authorisation from the Board of Governors, which must indicate the extent of that person's authority.
- 5.5 The Board of Governors may from time to time borrow any amount of money, on such terms and conditions as the Board of Governors considers fit, with the power from time to time to alter the terms of such borrowings, and to secure such borrowings or any other obligations of the Club by the mortgage or pledge, either generally or specifically, of the assets of the Club.
- 5.6 The officials and employees of the Club, when discharging their duties in good faith will not become liable for any loss suffered by any person as a result of an act or omission, which occurs in good faith while the office-bearer and/or employee, is performing functions for and on behalf of the organisation.

## 6 **Finance**

- 6.1 An accounting officer shall be appointed by the club. His or her duty is to annually audit and check on the finances of the club.
- 6.2 Proper records of all the finances must be kept and monthly financial reports will be published.
- 6.3 The treasurer will control the day to day finances.
- 6.4 All payments have to be approved by the chairperson and treasurer and will be signed together with the monthly financial report.
- 6.5 All funds will be put into a bank account in the name of the club.
- 6.6 The financial year of the club ends on the 31<sup>st</sup> of December and covers a full 12 months period.
- 6.7 The club's accounting records and reports must be ready to be presented at the AGM.
- 6.8 If the club has funds that can be invested, the funds may only be invested with registered financial institutions. These institutions are listed in Section 1 of the Financial Institutions (Investment Fund) Act, 1984. Or the club can get securities that are listed on a licensed stock exchange as set out in the Stock Exchange Control Act, 1985. The club can go to different banks to seek advice on the best way to look after its funds.
- 6.9 The club will not charge any membership fees.

6.10 Members and office bearers do not become liable for any obligations and liabilities of the club solely by virtue of their status as members or office bearers of the club.

## **7 Membership**

7.1 Any prospective member younger than eighteen years must apply with the written consent of his/her legal guardian.

7.2 Membership shall be vested in the individual.

7.3 Other than normal members, the Club shall also grant temporary membership.

7.4 The Board will award full and temporary membership.

7.5 Temporary members do not have any voting power.

7.6 All members in good standing may exercise their rights, privileges and duties and shall be entitled to vote at relevant meetings.

7.7 All members may use the facilities of the Club provided all rules and regulations pertaining to its use are adhered to.

7.8 All members are entitled to full access to all information of the Club and have a right to be informed about all matters that affect them.

7.9 The SAGF Code of Conduct binds all members.

## **8 Termination of membership**

8.1 A member shall cease to be a member when he/she resigns in writing.

8.2 A member shall cease to be a member when he/she has been inactive as a member for at least three months in a row.

8.3 The Board may suspend a member's membership and even expel a member if the member contravenes the SAGF Code of Conduct.

8.4 Suspension or termination of membership may follow after a written complaint to the Board.

8.5 The Board will appoint a Disciplinary Commission to deal with the matter.

8.6 The Disciplinary Commission, must inform the accused of the charges against him/her within three working days from the day the Board received the written complaint(s).

8.7 The accused will have the right to a fair and transparent hearing and is entitled to representation.

8.8 Any disciplinary hearing must take place within ten working days after the accused has been informed of the charge.

8.9 A member punished, suspended or expelled by the Disciplinary Commission shall have the automatic right of appeal to the Board.

8.10 Such appeals as contemplated in Rule 7.7 must be lodged in writing to the Board within

three working days after the initial ruling has been communicated in writing to the accused.

- 8.11 All appeals must be dealt with within ten working days after the Board has received a written letter of appeal.
- 8.12 The suspension of a member shall remain in force whilst the appeals process is in progress.
- 8.13 When a member is suspended, punished or expelled such a member may not use any of the Club's facilities and resources.
- 8.14 The member also loses all rights and privileges in terms of this constitution.
- 8.15 Any expelled member may apply to again become a member of the Club after six calendar months has elapsed. In such an instance the Board must use its discretion to assess whether this will be in the best interest of the Club to readmit a member. In this regard, the decision of the Board is final.

## **9 Structure of the Club**

- 9.1 The gymnasts shall be the principal participatory body of the Club.
- 9.2 The gymnasts shall each calendar year, before or at the Annual General Meeting, elect a Captain of Gymnastics. The Captain will represent and defend the interests of the gymnasts on the Board.
- 9.3 At the AGM the members will elect a Board of Governors for the Club.
- 9.4 The Board will be responsible for the day-to-day affairs of the Club between the AGM's.
- 9.5 The Board shall consist of the following office bearers:
  - 9.5.1 Chairperson
  - 9.5.2 Secretary
  - 9.5.3 Treasurer
  - 9.5.4 The Club Captain
  - 9.5.5 The Head Coach
  - 9.5.6 Co-opted members (Co-opted by the Board)
- 9.6 Chairperson, Secretary and Treasurer will face re-election every year at the AGM.
- 9.7 In case of a vacancy for Chairperson, Secretary or Treasurer, the Board will appoint a temporary office bearer who will be in function till the next AGM.
- 9.8 The Board may appoint committees for specific purposes and state in writing the terms of reference of these committees.

## **10 Duties and functions of the officials of the board**

- 10.1 The Chairperson shall:
  - 10.1.1 Chair all Board meetings.
  - 10.1.2 Run all electoral processes.
  - 10.1.3 Represent the Club in all matters.
  - 10.1.4 Will enjoy signing powers on behalf of the Club.
  - 10.1.5 All functions, of the Chairperson can be delegated.
- 10.2 The Secretary shall be responsible for all administrative functions of the Club.
- 10.3 The Treasurer will manage the finances of the Club and will report to the board on a monthly basis and to the AGM. The Treasurer will ensure that the annual financial statements of the Club is submitted, within one month of the end of the financial year, for auditing by an accounting officer as mentioned in point number 6.1.
- 10.4 The Captain will represent the interests of gymnasts on the Board and will ensure that gymnast's views are solicited on matters.
- 10.5 The Co-opted members will perform such functions as delegated to them by the Board.
- 10.6 The Head Coach will ensure the program of gymnastics is executed at the most appropriate level and will:
  - 10.6.1 Appoint assistant coaches.
  - 10.6.2 Manage coaches.
  - 10.6.3 Elect teams/crews as per Club policy.
  - 10.6.4 Advise the Board on matters pertaining to competitions and gymnastics programs.
  - 10.6.5 Report to the Board at least once a month on the progress of the gymnastics.

## **11 Meetings and decision making**

### **11.1 BOARD MEETINGS**

- 11.1.1 The Board will convene at least once a month. The Chairperson shall call a meeting of the Board.
- 11.1.2 Minutes will be taken at every meeting to record the decisions. The minutes shall be confirmed as true record of proceedings, by the next meeting, and shall thereafter be signed by the chairperson or secretary of the organisation.
- 11.1.3 Any member of the Club can submit an item to be discussed at the Board meeting.
- 11.1.4 Only Board members can vote at Board meetings.
- 11.1.5 In the case of a tie in the voting the Chairperson has an additional and casting vote.
- 11.1.6 A quorum is at least half of the members present at the meeting of the Board.

## 11.2 ANNUAL GENERAL MEETINGS (AGM)

- 11.2.1 Will be held once a year in March, April or May.
- 11.2.2 The agenda should include a financial report and management report over the previous year, election of office bearers as stated in Rule 8 of this constitution, and affiliation fees.
- 11.2.3 Notice of the AGM must be given at least 14 calendar days prior to the meeting.
- 11.2.4 Any motions must be handed to the Board no less than 7 days prior to the AGM.
- 11.2.5 All members except temporary members are entitled to vote at the general meeting.
- 11.2.6 At least 50% of the voting members (the quorum) should be present at the AGM.
- 11.2.7 Voting is by show of hands and a simple majority of 50% plus one.
- 11.2.8 In case of a tie in the voting the Chairperson will have a casting vote.
- 11.2.9 Special business not on the agenda may be discussed if 50% of voting members agree.
- 11.2.10 No voting on special business is allowed.
- 11.2.11 Minutes will be taken at every meeting to record the decisions. The minutes shall be confirmed as true record of proceedings, by the next meeting, and shall thereafter be signed by the chairperson or secretary of the organisation.
- 11.2.12 The AGM is the highest decision making organ of the Club.

## 11.3 SPECIAL GENERAL MEETING (SGM)

- 11.3.1 May be called by the Board or
- 11.3.2 if at least 40% of all members in good standing signs a petition to the Board.
- 11.3.3 The Board will then convene a meeting within 30 days after receiving the petition.
- 11.3.4 All the rules pertaining to the AGM will apply in the case of the SGM.

## 12 **Club colours**

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

## 13 **Trading**

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

## 14 **Changes to the constitution**

- 14.1 The constitution can be a changed by a resolution. The resolution has to be agreed upon and passed by not less than two thirds of the members who are at the annual general meeting. Representatives must vote at the meeting to change the constitution.

- 14.2 At least two third of the members shall be represented at the AGM (“the quorum”) before a decision to change the constitution can be taken.
- 14.3 A written notice with details about the proposed changes shall be sent to all members together with the invitation for the meeting. The notice must indicate the purpose of the changes to the constitution that will be discussed at the meeting.

**15 Dissolution of the Club**

- 15.1 In the event of the Club having to be disbanded for whatever reason, a motion proposing such a step shall be made by the Chairperson and or Secretary no less than twenty one days in advance of a Special General Meeting.
- 15.2 When the organisation closes down, it has to pay off all its debts. After doing this, if there is any property or money left, it shall be given to a sports club or a non-profit organisation that has similar objectives. The members can decide what organisation this should be.
- 15.3 The motion to disband the Club will require two thirds of the members present at the meeting, in order to take effect.

**16 Constitution**

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

Nelson Mandela Township Gymnastics Club was established and this constitution was approved and accepted at a meeting held on Wednesday the 22<sup>nd</sup> of April 2009 at Nelson Mandela Township, Port Alfred.

Chairperson name: ..... signature: .....

Secretary name: ..... signature: .....

Treasurer name: ..... signature: .....

Witness 1 name: ..... signature: .....

Witness 2 name: ..... signature: .....