



Constitution

1. NAME AND CLUB COLOURS

- 1.1 The Club shall be called Midlands Multi Sport (hereinafter referred to as “the Club”).
- 1.2 For so long as the Club has a title sponsor, the Club shall bear the name of such sponsor as a prefix to the name of the Club.
- 1.3 The club colours shall be white with the words “Midlands Multi Sport”, and the “MMS Cube”, in green, thereon.
- 1.4 For so long as the Club has a title sponsor, the logo of such sponsor shall be worn on clothing in such form and in such manner as may be prescribed by the Committee from time to time or may be prescribed by governing bodies from time to time.

2. DEFINITIONS

In this Constitution unless inconsistent with the context:

- 2.1 “KNCU” shall mean the KwaZulu-Natal Canoe Union;
- 2.2 “CSA” shall mean Canoeing South Africa;
- 2.3 “MMS” shall mean Midlands Multi Sport;
- 2.4 “CSA” shall mean Cycling South Africa;
- 2.5 “KZNMTB” shall mean KwaZulu Natal Mountain Biking;
- 2.6 “Governing Bodies” shall mean the relevant organizations, KNCU, CSA, KZNMTB, and CSA;
- 2.7 “Multi sport” shall mean canoeing and cycling
- 2.8 “Multi sport athletes” shall mean athletes participating in Multi Sport
- 2.9 “Committee” shall mean the Management Committee elected in terms of Section 16;
- 2.10 “Members” shall mean members of the Club;
- 2.11 The singular shall be deemed to include the plural and vice versa and the male gender shall be deemed to include the female gender and vice versa.

3. AMATEUR STATUS

- 3.1 Only “amateurs” as defined by the governing bodies shall be members of the Club.
- 3.2 In the event of a dispute in the interpretation of sub-Clause 3.1 above, such dispute shall be referred to the governing bodies for a ruling which shall be binding.

4. **OBJECTS**

The object of the Club, inter alia, shall be:

- 4.1 To stimulate and promote the interest of youth in multi sport, and generally to foster multi sport;
- 4.2 To ensure that multi sport is conducted in accordance with the Laws, Rules and Directives of the governing bodies;
- 4.3 To affiliate to governing bodies;
- 4.4 To purchase, lease or by other lawful means acquire property both moveable and immovable for the benefit of the Club and to sell or by other lawful means dispose of and to let any such property in the interest of the Club, to secure loans to the Club by the issue of Debentures or Debenture Bonds and on mortgage of immovable property; provided that all such dealings concerning immovable property and the issue of Debentures or Debenture Bonds shall require to be authorized by a Special Resolution of the members at a General Meeting.
- 4.5 To raise whatever funds are required for the benefit of the Club and its members and to enable the Club to meet its obligations and liabilities by means of subscriptions, donations, raising levies or by any lawful means.
- 4.6 At all times, to co-operate in the promotion of nature conservation and the prevention of degradation of the environment.
- 4.7 Generally, to do all such things and carry on all such undertakings as may be necessary or incidental to the attainment, control and execution of the above objects.
- 4.8 To ensure that the sport is developed into the communities where there has been no history of participation.
- 4.9 To ensure that the sport is developed in terms of 4.8 above and in accordance with, and with the assistance of, the directives of the governing bodies.

5. **AFFILIATION**

The Club shall be affiliated to the governing bodies and shall conduct all its activities in accordance with the Laws, By-Laws and requirements of these governing bodies.

6. **MEMBERSHIP**

Except as is otherwise provided herein, members shall be divided into the following classes:

- 6.1 Registered members – who shall be persons registered as members by the Club and who shall be further classified as:
 - 6.1.1 Seniors : who shall be person not falling within the category of Juniors hereunder defined;
 - 6.1.2 Juniors : who shall be persons who have not yet attained the age of 18 (EIGHTEEN) years or who are still attending school;
- 6.2 Social Members – who shall be persons who are neither officials nor registered multi sport athletes and who need not necessarily meet the requirements of Clause 3 above.
- 6.3 Up to two Honorary Life Presidents and up to eight Honorary Life Members – who shall be any person so elected by the members in terms of Clause 7 and 8 hereafter. The Club shall keep an up-to-date list of members in all categories which list shall be available for inspection at the reasonable request of members.

7. **HONORARY LIFE PRESIDENT**

7.1 The Committee may, if unanimous, propose to the members in general meeting, any person to be elected as an Honorary Life President.

7.2 The Honorary Life Presidents shall be entitled to membership and to attend the Annual and Special General Meetings, but shall have no vote in any proceedings thereat.

8. **HONORARY LIFE MEMBERS**

8.1 The Committee of the Club may, if unanimous, propose to the members at either an Annual General Meeting, or a Special General Meeting, that a member of the Club who has rendered valuable service be elected an Honorary Life Member.

8.2 Such proposal shall then require a $\frac{2}{3}$ (TWO THIRDS) majority vote of the members present for the proposal to be carried.

8.3 An Honorary Life Member shall be entitled to all the normal rights of membership, including that of voting at Annual and Special General Meetings.

9. **APPLICATION FOR MEMBERSHIP**

9.1 Application for membership for each multi sport year shall be made in writing on the Club Application Form and shall be duly signed by the applicant and his legal guardian.

9.2 Signature by the applicant of the Application Form shall constitute acceptance of the Constitution and rules of the Club. A copy of the said constitution and rules shall be available to the applicant, upon request.

9.3 The Committee shall have the right to decline an application for membership without giving any reason whatsoever.

9.4 In the event of an application being declined, the Honorary Secretary shall immediately notify the applicant accordingly by letter and under cover of such letter shall refund any monies paid in terms of Clause 10 hereunder.

10. **SUBSCRIPTIONS**

10.1 Subscriptions and applicable affiliation fees and levies shall be payable on making application for membership. Until such subscription is paid an application shall not be considered by the Committee.

10.2 Subscriptions shall be determined annually by the Committee.

10.3 The subscription determined shall be exclusive of any subscriptions, levies and/or fees payable by the Club on behalf of members to the governing bodies as may be fixed from time to time.

10.4 In the event of the governing bodies increasing the amount of subscriptions, levies and/or fees, the Committee shall be entitled to call for additional contributions from members without reference back to a meeting of members; provided that such additional contributions shall not be in excess of the amount required by virtue of such increases.

10.5 The Committee shall have the discretion to either refund in whole or in part any subscription in a deserving situation.

11. **FINANCIAL YEAR**

The financial year shall commence on the 1st May and terminate on the 30th April of the ensuing year.

12. **ANNUAL GENERAL MEETING**

The Annual General Meeting of the Club shall be held no later than 31st May in each year. The business to be transacted at this meeting shall be:-

- 12.1 Confirmation of the Minutes of the previous Annual General Meeting;
- 12.2 Receipt and consideration of the Report of the President and Chairmen for the previous year;
- 12.3 Receipt and consideration of the Report of the Honorary Treasurer for the year ending on the 30th April of that year, the Balance Sheet, Financial Statement and Auditor's Report for that period;
- 12.4 Consideration of a voting upon any proposed amendments to the Constitution;
- 12.5 Election of office-bearers for the forthcoming year;
- 12.6 Appointment of Honorary Auditor for the forthcoming year;
- 12.7 Consideration of and/or voting upon any other matters which may properly be considered and voted upon at an Annual General Meeting and of which due notice has been given, if necessary;
- 12.8 Consideration of matters of a general nature which are raised at the Meeting.

13. **NOTICE, VENUE AND QUORUM FOR ANNUAL GENERAL MEETING**

- 13.1 A written notice of the day, venue and time together with the Agenda of the meetings shall be posted, emailed, electronically conveyed or delivered to each member no later than 21 (Twenty One) days prior to the date of the Meeting.
- 13.2 The venue, day and time of the Meeting shall be decided upon by the Committee.
- 13.3 Notice of any special matters to be considered shall be lodged in writing with the Honorary Secretary no later than 24 (TWENTY FOUR) hours before the Meeting in order to allow for inclusion of such matters on the Agenda.
- 13.4 The Members present at a Meeting convened in accordance herewith shall be deemed to be a quorum for the transaction of all business of the Meeting.

14. **SPECIAL GENERAL MEETINGS AND SPECIAL RESOLUTIONS**

- 14.1 Special General Meetings shall be convened by the Committee on its own initiative or upon receipt by the Honorary Secretary of a requisition signed by at least 25% (TWENTY FIVE PER CENTUM) of Members who are entitled to vote.
- 14.2 21 (Twenty One) days clear Notice of Meeting shall be given, such Notice stating the business for which the Meeting has been called.
- 14.3 No business other than that stated in the Notice shall be considered at the Meeting.
- 14.4 The requirements as to notice, quorum, venue, day and time for the Meeting shall be as contained in Clause 13 above.
- 14.5 Except as is otherwise set for the in this Constitution, a Special Resolution shall be validly passed if assented to by the votes of not less than 2/3 (TWO THIRDS) of the Members present at any General Meeting who are entitled to vote and in respect of which due notice has been given.

15. **CHAIRMAN OF ANNUAL AND SPECIAL GENERAL MEETINGS**

- 15.1 Subject to sub-clause 15.3 below, the President, or in his absence any other member of the Committee as decided by the Committee, shall take the Chair.
- 15.2 The Chairman at the Meeting shall have a casting as well as deliberate vote.
- 15.3 At Annual General Meetings, the Chairman of the Meeting shall be the person as provided for in sub-clause 15.1 above up to the point in the proceedings where the final composition of the incoming Committee is announced. Thereafter, the President of the Club as so elected for the forthcoming year shall assume the Chair, except that if such person be not present, the existing Chairman of the Meeting shall continue in the Chair for the remaining duration of the Meeting.

16. **MANAGEMENT COMMITTEE (Herein called the "Committee")**

- 16.1 The management and directorship of the Club shall be under the control of a Management Committee to be elected by the Members at each Annual General meeting in the manner as hereinafter provided.
- 16.2 The Committee shall consist of not more than 6 (six) elected persons. Committee Members shall be elected for a term of 1 (ONE) year only. The members shall at the inaugural meeting and thereafter at each Annual General Meeting (AGM) appoint from the Committee members persons to hold the following offices until the next Annual General meeting, namely:
 - 16.2.1 a Club President;
 - 16.2.2 a vice President (to be elected from within the committee by the committee at the first committee meeting)
 - 16.2.3 a Canoeing Chairman;
 - 16.2.4 a Cycling Chairman;
 - 16.2.5 two committee members;
 - 16.2.6 a Club Captain
 - 16.2.7 an Honorary Treasurer (not elected, appointed by the committee) and
 - 16.2.8 an Honorary Secretary; (not elected, appointed by the committee).
- 16.3 Retiring Committee members shall be eligible for re-election if duly proposed and seconded in the manner hereinafter provided and if there be no change in their eligibility to stand has occurred.
- 16.4 Members of the following membership classes shall be eligible to stand for election to the Committee:
 - 16.4.1 Registered members;
 - 16.4.2 Social members;
 - 16.4.3 Honorary Life Members.
- 16.5 Forms inviting nominations for election to the Committee shall be dispatched by the Honorary Secretary to all members entitled to vote at Annual General Meetings, by such a date as to enable such forms to be returned in good time (minimum 14 (Fourteen) days before AGM for points 16.2.1 and 16.2.3 and 16.2.4 and 16.2.6) to allow for incorporation of the names of nominees, their proposers and seconders (and any other relevant details) on the Agenda for the Annual General Meeting.
- 16.6 Nominee forms shall :
 - 16.6.1 disclose the full names of the nominee;
 - 16.6.2 disclose the office or alternative office or offices, for which the nominee is standing;
 - 16.6.3 disclose the full names of the nominee's proposer and seconder;

- 16.6.4 be signed by all 3 (THREE) persons and in the case of the nominee, shall be signed as to clearly indicate acceptance of the nomination;
- 16.6.5 be so dated as to the date of signature by each signatory.
- 16.7 The Committee shall have the right to reject any nomination form not completed in strict accordance with sub-clauses 16.5 and 16.6 above, in which event the name of the nominee shall be excluded from the Agenda as a candidate for election to the Committee.
- 16.8 Nominations for committee members (16.2.5) may, in addition to the procedure as set out above, be accepted from the floor of an Annual General Meeting provided the nominee is present at such meeting. In the event that insufficient nominations are received from which to constitute a full committee then the committee as elected shall have the power to co-opt members to full vacancies, provided that members so co-opted would have been eligible for election in the first instance.

17. **MEETINGS OF THE COMMITTEE AND PROCEEDINGS THEREAT**

- 17.1 At least 1 (ONE) regular meeting of the Committee shall be held in each and every calendar month.
- 17.2 The venue, date and time of the meetings shall be decided amongst the members of the Committee.
- 17.3 Meetings shall be confined to members of the Committee and those persons whom the Committee may specifically invite to attend from time to time.
- 17.4 The Honorary Secretary shall keep minutes of all Meetings recording the proceedings thereat, which minutes shall be confirmed, amended or rejected at the next following meeting.
- 17.5 Notice of Meetings, stating venue, date and time, and matters to be discussed shall be given in writing to Committee members at least 7 (SEVEN) clear days prior to the date of the meeting or by some other form of notification as shall be accepted to and as directed by the particular Committee concerned.
- 17.6 At any meeting of the Committee, 5 (Five) members shall form a quorum.
- 17.7 If the President or vice President is unable to attend a meeting the President shall appoint a Committee member as Chairman for that meeting. If both are absent, the members present shall elect one of their number to take the Chair. The person chairing the meeting shall have a deliberate as well as casting vote.

18. **POWERS OF THE COMMITTEE**

Without in any way limiting the generality of the "OBJECTS" as expressed in clause 4, the Committee shall have the power to:

- 18.1 Delegate and define specific duties to individual members of the Committee.
- 18.2 Co-opt members to fill vacancies for officers other than those listed in Clause 16 above (all vacancies not filled at the Annual General Meeting) on the Committee and such co-opted members shall be entitled to take part in the deliberation and in the voting of the Committee.
- 18.3 Co-opt persons possessing specialized skills, knowledge, or influential connections of likely benefit to the Club, to assist the Committee for defined periods.
- 18.4 Appoint sub-committees, consisting either wholly of Committee members or partly of Committee and partly of non-Committee members to conduct, under the supervision of the Committee, any activities relating to fundraising, entertainment and like activities generally allied to the furtherance of the objects and benefits of the Club.

- 18.5 Request the resignation of any Committee member after absence from 3 (THREE) consecutive, regular meetings of the Committee, who has requested leave of absence, or who has not reasonable cause for his absence, such as illness.
- 18.6 Issue newsletters or other communicating media to members advising of the affairs of the Club or delegate this task to any member.
- 18.7 Act notwithstanding any vacancy or vacancies on the Committee, provided the requisite quorum be present at meetings.
- 18.8 Carry out and give effect to resolutions of members passed at General Meetings.
- 18.9 Negotiate, treat with and conclude agreements or contracts with any authoritative body, such as the Provincial Administration or the local Borough Council, or any other body relative to facilities or arrangements which the Club may desire or need to utilize, hire or likewise make use of for the necessary well-being of the Club.
- 18.10 Appoint, if so desired, an amateur coach or coaches charged with the well-being of the Club and the development of the members.
- 18.11 Ensure that the Honorary Treasurer keeps adequate records and books of account relative to the day to day financial affairs of the Club, collects all subscriptions, issue receipts and pays accounts as are passed and authorized by the Committee.
- 18.12 Open or close banking or other accounts with any recognized financial institution and to make provision for the operation of such accounts provided that all cheques or other instruments of withdrawal shall be signed by the President and countersigned by the Honorary Treasurer (or in the place of the Honorary Treasurer, the Honorary Secretary or a Committee member duly authorized thereto).
- 18.13 Ensure that the Honorary Secretary keeps an up-to-date list of the members in all classes of membership.
- 18.14 Generally, monitor and control the income and expenditure of the Club.
- 18.15 Organize directly, or through appointed sub-committees, functions, promotions and appeals designed for the financial and other benefits of the Club.
- 18.16 Implement disciplinary action against any member of the Club in terms of Clause 23 following.
- 18.17 Generally, make, implement, vary and repeal By-laws as deemed to be in the interests of the Club, provided however that any such By-laws implemented shall remain in force only until:
 - 18.17.1 rescinded by the Committee; or
 - 18.17.2 confirmed and adopted by resolution of the members at the next ensuing Annual General Meeting.
- 18.18 Compel the members of the Club to wear, display or otherwise promote the trademarks, logos or other advertising material of the club sponsor who may provide sponsorship of the Club from time to time in such manner and using such means as the Committee may prescribe from time to time.

19. **VOTING POWERS**

19.1 **At Annual and Special General Meetings**

The following classes of members shall be entitled to vote on the basis of 1 (ONE) vote per member:

- 19.1.1 Registered members;
- 19.1.2 Social members;
- 19.1.3 Honorary Life members.

Except as elsewhere provided, matters in issue shall be decided by a simple majority of votes cast. Voting by written proxy shall NOT be allowed. Voting shall be by a show of hands, unless the majority of the meeting require a ballot, in which event a ballot shall be taken.

19.2 **At Committee Meetings**

Each member shall have 1 (ONE) vote and matters in issue shall be decided by a simple majority of votes cast. Voting by written proxy shall NOT be allowed.

19.3 **Vote of Chairman**

Except as elsewhere provided, the Chairman of any meeting shall have a casting vote in addition to a deliberative vote in the event of an equality of votes cast.

20. **LEGAL PROCEEDINGS**

20.1 The Club may sue or be sued in any competent Court of Law in the name of the Committee for the time being.

20.2 Any Power of Attorney or other document required in any legal proceedings shall be signed by the President and 1 (ONE) other Committee member.

21. **BOOKS OF ACCOUNT AND HONORARY AUDITOR**

21.1 The Books of Account kept by the Honorary Treasurer in pursuance of Clause 18.11 above, shall be audited annually and Financial Statements comprising details of income and expenditure and a balance sheet shall be laid before members annually at the Annual General Meeting.

21.2 An Honorary Auditor shall be elected at the Annual General Meeting in each year. If no Honorary Auditor is elected, the Honorary Auditor then acting shall continue in office as if re-elected.

21.3 If any casual vacancy occurs in the office of the Honorary Auditor the Committee shall forthwith fill such vacancy.

21.4 It shall be the duty of the Honorary Auditor to provide a certificate for presentation to the Annual General Meeting to the effect that the annual audit has been carried out.

21.5 The office of the Honorary Auditor may be occupied by a member of the Club but such member may not be a member of the Committee.

22. **RESIGNATION**

Any member may resign by giving the Honorary Secretary written notice of intention to do so. Resignation shall not absolve the member from any obligation due by that member under the Constitution or By-laws of the Club then in being.

23. **DISCIPLINARY POWER**

- 23.1 Pursuant to Clause 18.16 above, the Committee shall have the power, after due investigation made, to suspend or terminate the membership of a member who, in the opinion of the Committee, is in willful breach of the Constitution or By-laws of the Club or is guilty of improper, dishonest or unsportsmanlike behavior or conduct which is considered prejudicial to the interest or reputation of the Club.
- 23.2 It shall not be necessary for the Committee to disclose any reason for the suspension or termination of membership.
- 23.3 A simple majority of all members of the Committee shall be sufficient to suspend or terminate membership.
- 23.4 Any member whose membership is so suspended or terminated shall have the right to appeal to the next ensuing Annual General Meeting of the Club and thereafter to the governing bodies. The
- 23.5 decision of the most senior governing body shall be final and binding.

24. **SUGGESTIONS OR GRIEVANCES**

Members wishing to submit suggestions or grievances to the Committee shall do so in writing.

25. **LIABILITY OF MEMBERS (other than Committee Members)**

- 25.1 Each member shall be liable to the Club as a member until membership shall be terminated by resignation or is terminated and the burden of proving resignation shall rest with the member who alleges or relies on the same.
- 25.2 The liability of each member shall, except as otherwise personally incurred, normally extend to but not exceed:
- 25.2.1 the annual subscription;
- 25.2.2 any additional contribution called for in terms of Clause 10.4 above.

26. **LIABILITY OF COMMITTEE MEMBERS**

- 26.1 The liability of Committee members initially shall be limited as provided for in Clause 25 above; and
- 26.2 In addition, each and every Committee member for the time being shall be indemnified and held blameless from and against all actions, costs, charges, losses, damages and expenses which they or any of them shall or may incur or sustain by reason of any act done, concurred in or omitted in or about the execution of their duty or supposed duty, having acted bona fide in the interests of the Club and not arising from any male fide act or through willful neglect or willful default.

27. **CESSATION OF MEMBERSHIP**

On cessation of membership for any reason whatsoever the outgoing member shall immediately return any Club property in his possession, including trophies, access cards, keys and the like, to the Committee, even if the outgoing member intends lodging an appeal against his termination of membership. In the event of non-return of Club property, the outgoing member shall be held liable for the replacement value of such property, which the Club may recover.

28. **INTERPRETATION OF CONSTITUTION**

In the event of any difference of opinion, dispute or question arising between the Club and any member as to the interpretation of any clause of this Constitution, the interpretation placed upon by the Committee shall be binding unless and until varied by the members voting at an Annual or Special General Meeting.

29. **ALTERATION OF THIS CONSTITUTION**

29.1 This Constitution shall only be amended, added to or rescinded in pursuance of a special resolution passed at an Annual General Meeting or at a Special General Meeting of which at least 30 (THIRTY) days notice shall have been specially given, which notice shall specifically state the nature of the proposed amendment, addition or rescission.

29.2 Any special resolution passed in terms of Sub-clause 29.1 above shall be validly passed if assented to by the votes of not less than 2/3 (TWO THIRDS) of the members present at the meeting who are entitled to vote.

29.3 All amendments, additions or rescissions shall be and become effective as from the date of the passing of the resolution.

30. **DISSOLUTION**

30.1 The Club may be dissolved by a resolution passed by not less than 2/3 (TWO THIRDS) of the members present at an Annual General Meeting or a Special General Meeting of which not less than 30 (THIRTY) days notice shall have been given.

30.2 In the event of the dissolution of the Club, the Committee shall be obliged to give or transfer the assets of the Club, after satisfaction of all Club's liabilities, to a governing body to be held in trust until the formation of a new cycling or canoeing club in the Midlands and surrounding area.

31. **EFFECTIVE DATE**

This Constitution, as amended, shall come into effect as from the date of adoption of the resolution in General meeting, approving it.