

CONSTITUTION OF VOGELVLEI YACHT CLUB

1. TITLE

- 1.1 The name of the Club shall be the Vogelvlei Yacht Club and the headquarters shall be situated at the Vogelvlei Dam near Gouda.

2. OBJECT

The object of the Club shall be the encouragement of amateur boating and sailing. All club activities shall be conducted in accordance with the rules and regulations laid down by South African Sailing to which this club is affiliated and with such local club rules as may be authorized by the Executive Committee from time to time.

3. MEMBERSHIP

- 3.1 No person who is not an amateur as defined by South African Sailing (S.A.S) shall be eligible to be or continue as a Member of the Club.

- 3.2 Active Membership of the Club shall consist of persons duly elected to one or other of the categories detailed in clauses 3.3 to 3.4.

3.3 SENIOR MEMBERS consisting of:

- 3.3.1 Single Members – who shall be persons over the age of 19 years.
- 3.3.2 Family Members – who shall be couples and all their children under the age of 19 years.
- 3.3.3 Honorary Life Members – who shall be persons who, having rendered distinguished service to yachting or the Club, are elected as Honorary Life Members at a General Meeting of the Club, on a recommendation by the Executive Committee, with two-thirds of the Senior Members present and voting at such General Meeting being in favour thereof. Any person so elected shall thereafter become entitled to all the privileges of Senior Membership without the payment of subscription.

3.4 OTHER MEMBERS consisting of:

- 3.4.1 Student Members – who shall be persons who are bona fide full-time scholars or Students at any recognized educational institute in the Republic of South Africa.
- 3.4.2 Honorary Members – who shall be persons elected for one year by the unanimous vote of those present and voting at a meeting of the Executive Committee. Notice of such election shall be posted on the Club Notice Board forthwith.
- 3.4.3 Country members – who shall be persons who are members in good standing at another recognised sailing club and who reside outside a radius of 90 kilometers from Vogelvlei Yacht Club.
- 3.4.4 Absentee Members – who shall be persons who have indicated to the Executive Committee that they, for whatever reasons, cannot make use of the club premises or privileges for a determined period but wish to retain their membership status.
- 3.4.5 Honorary, Country and Absentee Members shall have the same privileges as Ordinary Members except that they may not vote at General Meetings, may not lease covered boat parking or permanent caravan camping sites, may not participate in regular Club racing and may not receive Club awards.
- 3.4.6 Any Senior Member, **under the age of 25**, who is a part-time student at any recognised educational institute in the Republic of South Africa, may make written application to the Executive Committee each season to be classified as a Student Member for that season, such application to be fully motivated, to disclose the applicant's income, and to reach the Secretary on or before the 31st March of each year.

- 3.4.7 Junior Members – who shall be persons less than 19 years old. These members shall enjoy the same privileges as Senior Members but whose voting privileges are restricted to the election of the Junior Representative (see point 11.)

4. NOMINATION AND ELECTION OF CANDIDATES TO MEMBERSHIP

- 4.1 Except where otherwise provided in this Constitution, candidates for membership shall be nominated as follows:
- 4.1.1 Every candidate shall be proposed and seconded by a Senior Member of the Club.
- 4.1.2 A candidate is defined as an individual or family who have visited the club on a least four occasions, of which two must be club sailing events, during the twelve months prior to applying for membership.
- 4.1.3 The full names of every candidate together with such further details as may from time to time be prescribed by the Executive Committee, must be entered on an Application Form for Membership which must be signed by the candidate and by the proposer and seconder, to both of whom the candidate must be personally known. Thereafter, the candidate shall be introduced by the proposer and seconder to two members of the Executive Committee who shall sign the Application Form for Membership after having satisfied themselves that the candidate is personally known to both the proposer and seconder.
- 4.1.4 The Application Form for Membership, duly completed, shall be sent to the Secretary of the Club and shall be accompanied by a remittance covering the Entrance Fee (if any) and Subscription.
- 4.1.5 The Application Form for Membership shall then be posted on the Club Notice Board for a period of not less than 30 days immediately preceding the date of the meeting of the Executive Committee when such application will be considered.
- 4.1.6 Candidates for membership may, but only with prior sanction of the Executive Committee, make use of the Club during such time as their names are posted on the Club Notice Board, but may not introduce guests to the club. All applicable fees would need to be paid prior to making use of the facilities.
- 4.1.7 Members aware of any circumstance rendering the admission of a candidate undesirable, should communicate personally or by letter with the Commodore or another member of the Executive Committee. Any such communication will be treated as strictly confidential.
- 4.1.8 The election of candidates shall be conducted by the Executive Committee by ballot. If any two or more members of the Executive Committee cast negative votes, such application shall be rejected.
- 4.1.9 No candidate who has been rejected, or whose name has been posted and withdrawn, shall be eligible for nomination within a period of twelve months thereafter, without the approval of the Executive Committee. No candidate who has been rejected twice shall again be eligible for nomination.
- 4.1.10 Newly accepted members will be subject to a six month probation period where Commitment and interest in the club will be monitored. The committee reserves the right to terminate membership if no such commitment or interest is observed during that period.

5. RESIGNATIONS

Resignations must be submitted to the Secretary of the Club in writing. A Member who fails to notify the Secretary before the end of June in any year of such member's intention to resign from the Club, shall be liable for the subscription for the ensuing season.

6. ENTRANCE FEES AND SUBSCRIPTIONS

- 6.1 With the exception of former Members of the Club who were in good standing at the time of their resignation, all persons shall be liable for the payment of an Entrance Fee on election to membership of the Club.

- 6.2 Members who are in good standing are defined as having been previously active, paid-up members and the period for absence from resignation to re-application for membership does not exceed five years.
- 6.3 Subscriptions shall be due and payable on the 1st July each year and notices to this effect shall be sent to Members at their last known addresses prior to that date.
- 6.4 All Subscriptions, Fees, including Levies payable by Members shall be decided upon at a General Meeting.
- 6.5 Any person who becomes a Member of the Club after the 1st July in any year, shall be liable for the pro-rata portion of the subscription for the remainder of that season.
- 6.6 Individuals who formed part of a family membership can, with approval from the Executive Committee, ask to have the entrance fee waived provided the original Family membership is in good standing and active as defined.

7. NON-PAYMENT OF SUBSCRIPTIONS

- 7.1 Should any Member fail to pay the applicable subscription by the 30th September in any year, the Secretary/Treasurer shall send such Member a written notice calling upon such Member to pay same forthwith.
- 7.2 If such subscription shall remain unpaid on the 31st October of that year, the name of such member shall be posted on the Club notice Board and removed from the list of Members, which list shall be kept posted in the Club House at all times.
- 7.3 Such defaulting Member shall automatically cease to be a Member of the Club unless and until such person has furnished a satisfactory explanation to the Executive Committee which may, thereafter, upon payment by such person of all arrears, re-instate such person as a Member.
- 7.4 The procedure set out above in clause 7.1 to 7.3, shall also be applicable in respect of boat parking fees, caravan parking fees and all charges of a similar nature levied on an annual or seasonal basis.

8. CLUB MANAGEMENT

- 8.1 Management of the Club shall be vested in the Executive Committee with the assistance of the following Sub-Committees:
 - 8.1.1 The Sailing Committee
 - 8.1.2 The Finance Committee
 - 8.1.3 The House and Entertainment Committee
 - 8.1.4 The Grounds Committee
 - 8.1.5 Such other Sub-Committees as may be appointed from time to time in terms of clause 12.8

9. EXECUTIVE COMMITTEE

- 9.1 The Executive Committee shall consist of 12 Senior Members, comprising three Flag Officers and nine Committee Members, who shall include the Secretary and Treasurer. The retiring Commodore shall automatically be elected to the Executive Committee unless he be elected as a Flag Officer.
- 9.2 The retiring Commodore shall automatically be elected to the Executive Committee for a period of one year. The retiring commodore reserves the right to decline this election, if said election to the Committee results in conflict within the Committee.
- 9.3 No person who has not been a Club Member for a least one full year, shall be eligible for election to the Executive Committee.
- 9.4 The Executive Committee shall meet at least once every month and any member who has failed to attend three consecutive meetings (not having received leave of absence), shall furnish a reasonable explanation or resign from the Executive Committee.

- 9.5 Unless otherwise provided in this Constitution, seven members shall form a quorum at any Executive Committee meeting and any decision shall be made by majority vote, the Commodore having a casting vote.
- 9.6 Any Member of the Executive Committee having a personal interest in any contract or financial dealing of the Club, shall be precluded from voting on that matter. Should any such Member not disclose such Member's said interest, such Member shall be deemed guilty of improper conduct.
- 9.7 The Executive Committee may fill any vacancy other than the Office of Commodore, that may occur in its body during its year of office.
- 9.8 The Executive Committee may appoint a Manager and such staff as are required for the efficient running of the Club and fix their remuneration and duties.
- 9.9 The Executive Committee shall have full power to transact all the business of the Club which does not specifically require the sanction of a General meeting under this Constitution, and to deal with any condition or circumstance arising for which specific provision is not made in the Constitution.
- 9.10 The Executive Committee shall have the power to make, amend and rescind Bye-Laws for the conduct of the Club, provided such Bye-Laws are not in conflict with this Constitution. A copy of all such Bye-Laws shall be posted in the Club House for the information of the Members.
- 9.11 The Executive Committee may, at its discretion, give reciprocity terms to any Yacht Club or other appropriate club.
- 9.12 All matters discussed by the Executive Committee shall be confidential and only the resolutions adopted at meetings of the Executive Committee shall be made known to the Members and/or the public.

10. FLAG OFFICERS

- 10.1 The Flag Officers of the Club shall be:
- 10.1.1 The Commodore
- 10.1.2 The Vice-Commodore
- 10.1.3 The Rear-Commodore
- 10.1.4 Only persons who have served on the Executive Committee for at least one full year, shall be eligible for the Office of Commodore.
- 10.1.5 Should the Office of Commodore become vacant, a Special General Meeting shall be called within 30 days of the vacancy occurring, to fill such Office.

11. JUNIORS' REPRESENTATIVE

- 11.1 The Juniors; Representative shall be a Senior Member elected by the Junior Members of the Club at a meeting under the Chairmanship of a Flag Officer, called by the Secretary of the Club prior to the Annual General Meeting. A quorum at such meeting shall be six. If for any reason the Junior Members, having been given due notice, fail to elect a Juniors' Representative, such person shall be elected by the Senior Members of the Club at the said Annual General Meeting.

12. SUB-COMMITTEES

- 12.1 The Commodore shall be an ex-officio member of all sub-committees.
- 12.2 The Members of sub-committees, apart from the respective Chairman, shall be appointed by the Executive Committee at its first meeting after assuming office. The Executive Committee may at any time make further appointments or terminate any appointments.
- 12.3 The Sailing Committee shall consist of not less than three Senior Members, one of whom shall be the Chairman. It shall have the power to regulate all matters relating to sailing.

- 12.4 The Finance Committee shall consist of not less than three Senior Members, one of whom shall be the Chairman. It shall have the power to regulate all matters relating to the finances of the Club and shall, in particular, examine the books at least once every three months to satisfy itself that proper books of account are being kept. Failing this, the Finance Committee has the right to delegate the examination of its books to one of its members, who shall not be the Treasurer. It shall approve the Annual Accounts and Balance Sheet of the Club prior to same being presented at the Annual General Meeting.
- 12.5 The House and Entertainment Committee shall consist of not less than two Senior Members, one of whom shall be the Chairman. It shall have the power to regulate all matters relating to the Club House and Entertainment.
- 12.6 The Grounds Committee shall consist of not less than two Senior Members, one of whom shall be the Chairman. It shall have the power to regulate all matters relating to the grounds.
- 12.7 The Executive Committee shall have the right to overrule any decision of any Sub-Committee.
- 12.8 In addition to the Sub-Committees aforementioned, a Sub-Committee of Senior Members may be appointed at any time either by the Executive Committee or by Senior Members at a General Meeting to attend to any special matter.

13. GENERAL MEETINGS

13.1 Annual General Meetings

- 13.1.1 The Club's accounts shall be closed annually on the 31st March.
- 13.1.2 The Annual General Meeting shall be held annually as soon as possible after the closing cruise.
- 13.1.2 The business of the Annual general Meeting shall be as follows:
 - 13.1.3.1 Confirmation of Minutes.
 - 13.1.3.2 Presentation of the approved Annual Accounts and Balance Sheet of the Club.
 - 13.1.3.3 Presentation of the Annual Reports.
 - 13.1.3.4 Election of President, Vice Presidents, Patron-in-Chief, Patrons and Honorary Life Members (if any).
 - 13.1.3.5 Election of Flag Offices, Members of the Executive Committee and Juniors' Representative (if necessary).
- 13.1.4 Nominations of the Office of President, Vice-President, Flag Officer, member of the Executive committee and Juniors' Representative (if such Representative has not been previously elected in terms of clause 11 of this Constitution) shall be proposed and seconded by a Senior member. Should the nominee be unable to attend the Annual General Meeting, such nomination shall be in writing and shall be signed by the proposer and the seconder, and such nominee's acceptance shall be in writing and shall be signed by such nominee.

13.2 Special General Meeting

- 13.2.1 The Executive Committee may on its own initiative, and shall upon receipt of a written requisition signed by not less than twelve Senior Members, call a Special General Meeting of the Club. Any such requisition shall state the business for which such meeting is desired.

13.3 Notice of Meetings

- 13.3.1 Not less than 14 days prior to any General Meeting of the Club, a notice shall be posted at the headquarters of the Club, and not less than eight days prior to such General Meeting, a circular shall be sent to the last known address of each Senior Member. Such notice and circular shall state the business for which such meeting is called and any discussions and resolutions shall be confined to the scope thereof.
- 13.4 A quorum at any Annual or Special General Meeting shall be twenty-five Senior Members.

13.5 Chairman at General Meeting

- 13.5.1 The President or, failing that person, a Vice-President or, failing that person, the Senior Flag Officer present shall preside at any General Meeting.
- 13.5.2 Should none of the aforementioned Office-Bearers be present, the meeting shall appoint a Chairman.
- 13.5.3 The Chairman shall in addition to a deliberative vote, have a casting vote in the event of equality of voting.

13.6 Interpretation

- 13.6.1 If any question or dispute should arise at any General Meeting of the Club as to the interpretation or meaning of the Constitution, the Chairman of such meeting shall give ruling thereon.
- 13.6.2 Any Senior Member present may object to such ruling, whereupon the ruling shall be submitted to the meeting for a final decision.

13.7 Voting

- 13.7.1 Only Senior Members shall be entitled to vote at any General Meeting of the Club.
- 13.7.2 Senior members shall each have one vote, save in the case of Family Members, when the husband and wife shall each have one vote.
- 13.7.3 Voting shall be by a show of hands unless any Senior Member requests that the vote be taken by means of a ballot.
- 13.7.4 Unless otherwise specifically provided in this Constitution, a decision or resolution of a General Meeting shall be by majority vote.

13.8 Motions

- 13.8.1 Any motion put at any General Meeting of the Club shall be proposed and seconded by a Senior Member.

13.9 Amendments

- 13.9.1 No alteration to, addition to or deletion from this Constitution shall be allowed except when resolved accordingly by a majority of not less than two-thirds of the Senior Members present and voting at a General Meeting.
- 13.9.2 No resolution involving any alteration to, addition to or deletion from this Constitution shall be put to a General Meeting unless notice thereof shall have been posted at the headquarters of the Club for a period of not less than 14 days immediately prior to such General Meeting.

14. BANK ACCOUNT

- 14.1 Monies received on behalf of the Club shall be placed to the credit of the club in its Cheque Bank Account or in its Savings Bank Account or in its Fixed Deposit Account as the Executive Committee may from time to time direct.
- 14.2 All cheques drawn against the Club's Cheque Bank Account aforesaid as also withdrawals from its Savings Bank Account or short term loans or withdrawals against its Fixed Deposit Account, shall be signed by any two of the following:

The Commodore, the Vice-Commodore, the Rear-Commodore, the Treasurer or the Secretary.

15. IMMOVABLE PROPERTY

- 15.1 The Club shall have the power to lease, acquire and dispose of the immovable property.

15.2 The management and control of such immovable property vest entirely in the hands of the Executive Committee provided that no sale, purchase or mortgage of any such immovable property shall be made without the consent of a two-thirds majority of Senior Members present and voting at a General Meeting.

15.3 The club shall have the power to borrow money under security of immovable and movable property, and to authorize the execution of such mortgage or notarial bonds may be necessary to effect this purpose.

16. LEGAL PROCEEDINGS

16.1 The Commodore for the time being shall, when authorized to do so by the Executive Committee, take or defend any legal proceedings for or on behalf of the Club. Service of any process upon the Commodore shall be deemed to be service upon the Club.

17. DAMAGE TO CLUB PROPERTY

17.1 A Member shall be liable to make good any damage done to Club property, whether such damage is done by the member personally or any one or more of such Member's family or guests.

18. TROPHIES

18.1 Floating trophies may be retained by their winners after presentation provided that a written undertaking to return the trophy or trophies on request is sent to the Secretary and the approval of the Executive Committee is obtained.

18.2 A record of all floating trophies shall be kept by the Secretary in a book kept for that purpose.

18.3 A receipt shall be obtained for all floating trophies taken and a receipt given on the return of the said floating trophies.

19. IMPROPER CONDUCT

19.1 Should any Member in the opinion of the Executive Committee, be guilty of conduct unbecoming a Member, or prejudicial to the interests and reputation of the Club, whether within the Club precincts or outside them, the Executive Committee shall have the power to call upon such Member in writing through the Secretary, to resign and to suspend such Member forthwith from the use of the Club's premises and privileges.

19.2 If such Member fails to resign within seven days from receipt of such request, then the Executive Committee shall be entitled to expel such Member summarily.

19.3 The Executive Committee shall afford such Member a reasonable opportunity of disproving, explaining or justifying such Member's conduct before taking action under this clause.

19.4 For the purpose of considering the expulsion of a Member, a quorum of not less than two-thirds of the members of the Executive Committee shall be present and the decision shall be arrived at by ballot by majority vote.

19.5 Any Member so expelled, may appeal against the decision of the Executive Committee by giving notice of his/her intention to appeal to the Secretary within ten days of receipt of this notification of such decision.

19.6 Upon receipt of such notice, the Secretary shall call a Special General Meeting of the Club to consider such appeal and the decision of such meeting shall be final.

19.7 Any Member so expelled shall not be eligible for any refund in terms of Section 6 of the Constitution.

19.8 CLUB FLAG

20.1 The Club Flag shall be a gold-bordered green pennant with a black goose flying away from the hoist.

20.2 The Commodore's Flag shall be the same as the Club Flag, but shall be swallow-tailed.

- 20.3 The Vice-Commodore's Flag shall be the same as the Commodore's Flag, but shall bear one white disc against the hoist.
- 20.4 The Rear-Commodore's Flag shall be the same as the Commodore's Flag but shall bear two white discs against the hoist.
- 20.5 No person shall use the Club Flag as an emblem for any purpose whatsoever without the prior written approval of the Executive Committee.

21. RACING

- 21.1 All races shall be conducted in accordance with the rules laid down by South African Sailing together with such local rules as may be authorised by the Executive Committee from time to time.
- 21.2 Only Club Members, members of other sailing clubs or guests of Club Members may participate as crew in Club races.

22. FUNCTIONS ON CLUB PREMISES

- 22.1 Members may obtain the use of the Club premises for dances or other functions after having received written approval from the Executive Committee or its nominee.
- 22.2 Entertainment for Junior Members shall be supervised by a Senior Member and shall terminate at midnight.

23. VISITORS

- 23.1 Members introducing guests shall be present at the Club's premises at all times while the guests are at the Club's premises.
- 23.2 Members introducing guests shall insert their guests' names in the Visitors' Book immediately on arrival.
- 23.3 No guest may be introduced more than six times during a period of twelve consecutive months. Thereafter serious consideration must be given to applying for membership of the Club.
- 23.4 If any guest sails in a Club race without such guest's name first being entered in the Visitors Book, the boat in which such guest sails shall be disqualified.
- 23.5 No Member shall knowingly introduce anyone who has been posted a defaulter in terms of clause 7 to the Club premises.
- 23.6 No candidate for Membership who has been rejected in terms of clause (4) and (19) or whose name has been posted and withdrawn, shall be introduced as a guest without the approval of the Executive Committee within a period of twelve months thereafter, and no candidate who has been rejected twice, shall be introduced as a guest at any time thereafter.

24. DISSOLUTION OF THE CLUB

- 24.1 The Club shall be deemed to be automatically dissolved if the Membership falls below twenty-five Senior Members.
- 24.2 The Club may be wound up by a resolution to be passed at an Annual General Meeting or Special General Meeting specifically called for that purpose, provided that such resolution shall be passed by a two-thirds majority of the Senior Members present and voting.
- 24.3 If upon the dissolution of the Club for any reason whatsoever, there remain any assets after the settlement of all its debts, liabilities and obligations, then such remaining assets shall be donated to the governing body of sailing in South Africa, presently South African Sailing, to be used towards the development of junior sailing in the Western Cape.