

Constitution of Atlantic Athletic Club



**Formed on 20 December 1979
at an inaugural meeting held in the
Arthur Seat Hotel, Arthur's Road, Sea Point.**

December 2019

INCORPORATING AMENDMENTS APPROVED AT THE
40th GENERAL MEETING ON December 2nd 2019

Atlantic Athletic Club
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CONSTITUTION OF ATLANTIC ATHLETIC CLUB

1 NAME OF CLUB

1.1 The Club shall be called the “**Atlantic Athletic Club**” and shall be composed of Members elected in accordance with the articles of this Constitution.

1.2 The shortened name of the Club will be “**AAC**”.

2 OBJECTIVES OF THE CLUB

2.1 The primary objective of the Club is to foster and promote the sport of amateur athletics in all its forms for which there is sufficient interest by Members in the area of the Cape Town City Bowl and Atlantic Seaboard and to this end, it shall maintain an affiliation to Western Province Athletics.

2.2 The secondary objective is to promote social, recreational amenities and facilities for the Members in a non-profit manner to encourage, foster and develop:

2.2.1 a community, open to all, regardless of age, colour, national origin, citizenship status, physical or mental disability, race, religion, creed, gender, sex, sexual orientation, or gender identity;

the friendship of Members based on a common interest;

2.2.2 participation and enjoyment of athletics, and racing at all distances on the road, track, cross-country and trail;

2.3 promote preparation, training and coaching of members for athletic competition;

2.4 promote the health, wellness and fitness of all Members;

2.5 undertake other duties, responsibilities, and activities consistent with the nature and well-being of the Club and its Members.

3 DEFINITIONS

3.1 A “**Member in good standing**” insofar as reference is made in this Constitution to such term shall mean a Member of the Club:

3.1.1 Who is not serving a period of suspension as a consequence of disciplinary measure imposed in terms of Article 11.1; and

3.1.2 Whose subscriptions for the current and all previous years are fully paid-up.

3.2 “**In writing**” shall include electronic notices posted to a Member’s email addresses as maintained in the register of Members.

3.3 A “**former member**” is considered to be an individual who had been an AAC Member in any of the three preceding years.

3.4 “**The Income Tax Act**” refers to the Income Tax Act of South Africa, No. 58 of 1962 (as amended).

4 LEGAL PERSONALITY

4.1 The Club shall have legal personality and shall, through its authorised representatives:

- 4.1.1 Have an independent existence;
- 4.1.2 Be entitled to acquire, lease or dispose of movable or immovable property;
- 4.1.3 Be entitled to enter into legal transactions and to institute or defend legal proceedings.
- 4.1.4 The Club shall continue in existence notwithstanding changes in the composition of its membership or office-bearers

5 CLUB COLOURS

- 5.1 The colours of the Club shall be royal blue and white.
- 5.2 Shorts will be plain royal blue or plain black.
- 5.3 Tights, if worn, will be royal blue or black.
- 5.4 The vest will carry the Club logo which shall be a silhouette graphic of Table Mountain with waves at its foot and the letters "AAC" in the centre of the logo. The colours of the logo shall be royal blue and white.

6 ANNUAL MEMBERSHIP

- 6.1 All Members will be entitled to annual membership, which runs from 1 January to 31 December of any given year.
- 6.2 The annual subscription structure shall be determined by the Committee.
- 6.3 The Committee shall have the power to waive in part or in full any Member's subscription.
- 6.4 A Member who is not in good standing, or whose subscription has not been paid in full or otherwise waived by the Committee, shall not be eligible to receive a prize in a race organised by the Club or any entitlement or financial assistance from the Club. Any prize which has been withheld in terms of this clause shall be handed over to the Member concerned once he or she has paid in full all his or her subscriptions due to the Club.
- 6.5 No Member who is not in good standing, or whose subscription has not been paid in full, shall be issued with a Western Province Athletics licence number until the Member is once more in good standing, or such subscriptions have been paid in full.
- 6.6 Members are prohibited from selling or transferring their membership rights or any entitlement in terms thereof.

7 APPLICATION FOR MEMBERSHIP

- 7.1 Anyone applying for membership shall sign an application form which shall embody amongst others the following requirements:
 - 7.1.1 A declaration of amateur status in accordance with the definition as determined from time to time by Athletics South Africa;
 - 7.1.2 A declaration of the date of birth of the applicant;

7.1.3 A declaration that the applicant is not nor ever has been a member of an athletics club affiliated to an association which is a member of Athletics South Africa; or evidence that the applicant has obtained clearance from and has no outstanding obligations to the previous athletics club to which the applicant belongs or has belonged.

7.2 The appropriate subscription for the current membership year shall accompany the application form.

7.3 No restriction shall be placed on the geographical location of the Club's Members within the limits of the Western Province Athletics catchment area.

7.4 Upon election a new Member shall be entitled to a receipt for his or her subscription.

7.5 Every Member shall cause his or her address or any change thereof to be recorded with the Secretary.

7.6 Any notice or communication of whatever kind to a Member shall, on being posted in an envelope bearing such address as at the time of posting is recorded in the Club's records, or to an e-mail address recorded in the Club's records, be deemed for all purposes to have been received by such Member.

8 VOLUNTARY TERMINATION OF MEMBERSHIP

8.1 The Committee shall have the power to withhold the granting of a clearance certificate to any Member tendering his or her resignation or to a Member whose membership has been terminated under the provisions of Article 11.1, until such Member has met all his or her financial obligations to the Club and has completed in full during the current Western Province licence year any term or suspension that may have been imposed under the provisions of Article 11.1, provided that a clearance may not be refused for that period of suspension imposed in terms of Article 11.1 that traverses the ensuing Western Province Athletics licence year.

9 OFFICE-BEARERS OF THE CLUB

9.1 The office-bearers of the Club shall be:

9.1.1 President

9.1.2 Chair

9.1.3 Secretary

9.1.4 Treasurer

9.1.5 Race Coordinator

9.1.6 Club Captain

9.1.7 Four members who individually shall be styled "first additional member", "second additional member", "third additional member" and "fourth additional member".

9.2 These ten office-bearers shall constitute the Club's Committee.

9.3 The following apply to the position of Secretary:

9.3.1 The position of Secretary shall be a paid one and the Committee shall make the appointment.

9.3.2 The Secretary shall perform duties as in accordance with clause 18.1.

- 9.3.3 The Secretary's remuneration and hours shall be determined from time to time by the Committee.
- 9.3.4 The position of Secretary shall not carry voting rights.
- 9.4 The Committee shall have the power to co-opt additional members to facilitate the running of the Club's affairs, provided that:
 - 9.4.1 the term of office of co-opted members shall expire at the same time as that of the Committee which appointed them;
 - 9.4.2 only Members in good standing may be co-opted to the Committee;
 - 9.4.3 co-opted persons shall not have the right to vote.
- 9.5 Upon the resignation of an office-bearer, or a Committee position becoming vacant for whatever reason, the Committee shall notify the Club Members of such resignation and request nominations from the Members to fill the vacant position in terms of Section 10. Such notification shall be made within two weeks of the resignation by posting to the Club's official web site and by email notification to all Members.

10 NOMINATION AND ELECTION OF OFFICE-BEARERS

- 10.1 Office-bearers shall be appointed in a democratic manner allowing Members to vote for the Nominees they believe are best suited to the role, which shall result in the Club operating proficiently, capably and ensuring good governance.
- 10.2 Nomination for any office referred to in Article 9.1 shall be in writing and be signed by at least two Members in good standing at the time of nomination. Such nominations should also be accepted in writing by the nominee and be handed to the Committee before the Annual General Meeting of each year.
- 10.3 No nomination shall be required in respect of office-bearers who make themselves available for re-election. All office-bearers, except those appointed in terms of Article 9.4, shall be deemed to have been nominated for re-election unless any such office-bearer shall have notified the Committee, in writing, before 31 October of his or her intention not to seek re-election.
- 10.4 Any Member nominated for an office referred to in Article 9.1 or any office-bearer seeking re-election in terms of Article 10.2 shall have his or her nomination declared invalid if, by the closing date of nominations provided for by Article 16.2.2, he or she was not a Member in good standing.
- 10.5 Where only one valid nomination has been received by the Committee before the AGM in respect of any particular office on the Committee, such nominee(s) shall be declared duly elected by the President at the Annual General Meeting.
- 10.6 Where more than one valid nomination has been received by the Committee before the AGM in respect of any particular office on the Committee, the President shall put the matter to the Annual General Meeting for decision by a vote of the meeting.

- 10.7 In the event of no valid nomination having been received in respect of one or more of the ten offices referred to in Article 9.1, the Annual General Meeting shall have the right to fill such vacancy subject to the following process:
- 10.7.1 The President shall call for nominations from the floor in respect of each such vacancy;
 - 10.7.2 Any person nominated shall be a Member in good standing; both the proposer and seconder shall be Members in good standing;
 - 10.7.3 The President shall not accept any nomination unless the Member so nominated indicates that he or she is prepared to accept nomination, or if absent from the general annual meeting, has previously so indicated in writing;
 - 10.7.4 If not more than one valid nomination is received in respect of any vacancy or not more than four valid nominations in respect of the additional members (referred to in Article 9.1.7) in the event of all these positions being vacant, the President shall declare such nominee(s) duly elected;
 - 10.7.5 If more than one valid nomination is received in respect of any vacancy or more than four valid nominations in respect of the additional members (referred to in Article 9.1.7) in the event of these positions being vacant, the President shall put the matter to the meeting for decision by a vote of the meeting.
- 10.8 In the event of a vacancy occurring on the Committee during its term of office the Committee shall have the right to fill such vacancy or to call a Special General Meeting for that purpose.
- 10.9 In the event of any Committee electing to fill any vacancy referred to in Article 9.5 such course of action shall be subject to the following:
- 10.9.1 Any person so nominated shall be a Member in good standing at the time of the nomination;
 - 10.9.2 Such Member shall not have vacated his or her seat on the Committee as a result of the provisions of Articles 15.3 or 15.6 during the period of eighteen months prior to the date of his or her nomination.
- 10.10 In the event of the Committee deciding to call a Special General Meeting to fill a vacancy referred to in Article 9.5 such a course of action shall comply with the procedures, set out in Articles 10.1 to 10.7.5 inclusive, except that:
- 10.10.1 The purpose of such Special General Meeting shall be clearly set out in the notice thereof; and
 - 10.10.2 The closing date for nominations shall be seven days prior to the date of the Special General Meeting.
- 10.11 In the event of an office-bearer being removed from office by a Special General Meeting, duly constituted for that purpose, such meeting shall be entitled to fill the resulting vacancy in terms of the provisions of Articles 10.7.1 to 10.7.5.
- 10.12 Any Member appointed to fill a vacancy on the Committee shall hold office until the next Annual General Meeting subject to the provisions of this Constitution.

11 TERMINATION OF MEMBERSHIP AND/OR REMOVAL OF OFFICE-BEARER FROM OFFICE

11.1 The Committee, by special resolution and after informing the Member concerned of the complaint against him or her and calling for any explanation or representations in writing he or she may wish to make, may discipline a Member as they deem necessary, including the cancellation or suspension for an indefinite period of such Member's membership.

11.1.1 Any such decision shall be conveyed by the Committee to the Member concerned in writing within 72 (seventy-two) hours of such decision, setting out in full the reasons for the suspension.

11.2 Any Member whose membership has been cancelled or suspended shall have the right to request the Committee to hold a General Meeting within three weeks of the date of the notice whereby he or she was informed that his or her membership has been cancelled or suspended. The purpose of such General Meeting shall be to confirm, to amend or to cancel the disciplinary action taken against such Member.

11.3 Any Member wishing to exercise his or her right to request a General Meeting as provided for in Article 11.2 shall do so in writing to the Committee within three days of receiving written notice of the disciplinary action taken against him.

11.4 An office-bearer shall not be removed from office upon suspension of his or her membership, provided that such suspension shall not be for a period in excess of two calendar months.

11.4.1 No Member shall be entitled during his or her period of suspension to attend any Committee or General Meeting save and except any meeting called to discuss his or her suspension;

11.4.2 The provisions of Article 11.4.1 shall apply to a Member who is also the Club's auditor;

11.4.3 The Committee shall not take steps to fill any vacancy on the Committee resulting from the termination or suspension of a Member's membership, until such time as that Member's right in terms of Article 11.2 has lapsed or the Special General Meeting requested by such Member has been held.

12 AUDITOR

12.1 The Annual General Meeting shall appoint an auditor for the ensuing year.

12.2 Should any such auditor be removed from office as provided for in Articles 13.2 and 14.1.2.2, the General Meeting which removed him or her from office shall be entitled to appoint a successor who shall hold office until the next Annual General Meeting.

12.3 Should the office of auditor become vacant for any reason other than that provided for in Articles 13.2 and 14.1.2.2, the Committee shall be entitled by means of a special resolution at a duly constituted meeting to appoint a successor who shall hold office until the next Annual General Meeting.

12.4 The Club's auditor shall have the right to attend all Committee meetings.

12.5 The Club's auditor shall, within six months of the end of the Club's financial year, compile a report stating whether or not the financial statements of the Club are consistent with the accounting policies and practices of the Club.

13 VOTING RIGHTS

13.1 Committee meetings:

- 13.1.1 Unless indicated to the contrary elsewhere in this Constitution all decisions shall be by a majority of those present who are office-bearer in good standing;
- 13.1.2 A special resolution, regarding any matter set out in Article 14.2.2, shall require a vote in favour by a majority of the full Committee, excepting an office-bearer subject to Article 13.1.5;
- 13.1.3 Details of the voting on any matter requiring a special resolution shall be recorded in the official minutes;
- 13.1.4 The Chair shall have a casting vote in addition to his or her deliberative vote.
- 13.1.5 Any office-bearer who has direct or indirect financial or personal interest in any matter to be discussed at a meeting must, before or during the meeting, declare such interest, recuse him- or herself from voting on the matter, and comply with such other rules and policies the Committee may adopt.
 - 13.1.5.1 Failure to disclose any conflict of interest shall result in the withholding of remuneration pending review by the full Committee, excepting the conflicted office-bearer.
 - 13.1.5.2 The full Committee, excepting the conflicted office-bearer, upon review of a conflict of interest in terms of Article 13.1.5, shall either re-approve or cancel any relevant contracts. The Committee may also, at their discretion, impose a disciplinary measure against the conflicted office-bearer in terms of Article 11.1.

13.2 General meetings:

- 13.2.1 Only senior Members in good standing who are present shall have the right to vote at a General Meeting, senior Members being those Members of or over the age of eighteen years;
- 13.2.2 Except as provided in Article 13.2.3, every Member who has the right to vote at a General Meeting shall have one vote. Proxy votes shall not be accepted;
- 13.2.3 The President shall have a casting vote in addition to his or her deliberative vote;
- 13.2.4 Unless indicated to the contrary elsewhere in this Constitution all decisions shall be by a show of hands by a majority of those Members who have the right to vote at a General Meeting;
- 13.2.5 Any Member who is eligible to vote at a General Meeting shall have the right at a General Meeting to request that a matter be resolved by secret ballot;
- 13.2.6 In the event of such a request, the chair of the meeting at the time and the Member responsible for the request shall each appoint a scrutineer to conduct such a ballot;
 - 13.2.6.1 Any person appointed as a scrutineer shall, if such person is so entitled, have the right to vote in such ballot;
 - 13.2.6.2 No person who is not a Member in good standing shall be appointed as scrutineer;

- 13.2.7 A special resolution, regarding any matter set out in Article 14.1.2 or 14.2.2, shall be passed by a two-thirds majority of Members present and entitled to vote at a General Meeting;
- 13.2.8 Details of the voting on any matter requiring more than a simple majority vote shall be recorded in the minutes.

14 RESERVED MATTERS

14.1 General Meetings:

- 14.1.1 Despite anything to the contrary in this Constitution, no decision which deals with a matter set out in Article 14.1.2 below, whether that decision must be made by the Committee or the Members shall be valid and binding, except if the Members have passed a special resolution for that decision.
- 14.1.2 The matters in respect of which the provisions contained in Article 14.1.1 above shall apply are the following:
 - 14.1.2.1 the making of any material amendments or alterations to the Club's Constitution or constitutional documents;
 - 14.1.2.2 the dismissal of the Club's auditors and/or the appointment of different auditors;
 - 14.1.2.3 the changing of the Club's financial year;
 - 14.1.2.4 the changing of the name of the Club;
 - 14.1.2.5 the changing of the Club colours;
 - 14.1.2.6 the changing of the Club logo as described in Article 5.4;
 - 14.1.2.7 the proposal of incurring any unbudgeted expenditure that is outside the ordinary course of operations of the Club which exceeds R100 000 in any one financial year;
 - 14.1.2.8 the proposal of a levy, in addition to the annual subscription fee payable by Members;
 - 14.1.2.9 any proposal that the Club be wound-up or dissolved;
 - 14.1.2.10 any decisions relating to the conduct (including the settlement) of material legal proceedings to which the Club is a Party.

14.2 Committee Meetings:

- 14.2.1 Despite anything to the contrary in this Constitution, no decision which deals with a matter set out in Article 14.2.2 below shall be valid and binding, except if the Members or a majority of the full Committee have passed a special resolution for that decision.
- 14.2.2 The matters in respect of which the provisions contained in Article 14.2.1 above shall apply are the following:
 - 14.2.2.1 the approval of the Club's annual budget;
 - 14.2.2.2 any decision relating to a disciplinary measure imposed in terms of Article 11.1;
 - 14.2.2.3 any decision relating to employment in terms of Article 17.8;

- 14.2.2.4 the increase or decrease of the subscription fee payable by Members;
- 14.2.2.5 the entry into (or termination) by the Club, of any material partnership, association, or collaboration, or of any race or fixture for which the Club is responsible on the Western Province Athletics event calendar;
- 14.2.2.6 the entry into by the Club of any contract, liability or commitment which has a duration in excess of 12 months or is outside the ordinary scope of the Club's objectives;
- 14.2.2.7 the proposal of incurring any unbudgeted expenditure that is outside the ordinary course of operations of the Club which exceeds R10 000 in any one financial year.

15 COMMITTEE MEETINGS

- 15.1 No Committee meeting shall be deemed to be properly constituted unless the Committee shall have given all office-bearers at least seven days notice, in writing, of the date, time and venue of the meeting.
- 15.2 The Committee shall meet at least once a month unless otherwise decided.
- 15.3 Any office-bearer, other than the President, who fails to attend three consecutive meetings without any excuse acceptable to the Committee, shall be deemed to have vacated his or her seat which shall be filled as provided for in Articles 9.5 and 10.8.
- 15.4 The Chair shall take the chair at all meetings.
 - 15.4.1 Should the Chair not be present at any meeting, such meeting shall elect from those office-bearers in good standing who are present to take the chair;
 - 15.4.2 Such person shall then be entitled to exercise all the rights given to the office of Chair under this Constitution.
- 15.5 Five office-bearers in good standing, and holding the right to vote, shall constitute a quorum.
- 15.6 Any office-bearer, whose current annual subscription is not fully paid-up, shall be deemed to be suspended from the Committee until such time as his or her outstanding subscription has been paid in full.

16 GENERAL MEETINGS

- 16.1 The quorum for any General Meeting shall be 20 (twenty) Members in good standing.
 - 16.1.1 No Member referred to in Article 13.2.1 shall participate in or vote at any General Meeting unless his or her outstanding subscriptions have been paid in full before such meeting is commenced.
- 16.2 The Annual General Meeting of the Club shall be held in November each year.
 - 16.2.1 Four weeks notice, in writing, detailing the agenda and either enclosing or offering access to an audited financial statement, must be sent to each Member at the address recorded in the Club's register of Members.

- 16.2.2 Unless provided for to the contrary elsewhere in the Articles of this Constitution, any nomination for an office provided for by Article 9.1 or notice of motion for consideration by the Annual General Meeting shall reach the Secretary, in writing, two weeks prior to the AGM.
- 16.3 If a quorum is not obtained at an Annual General Meeting, then a new meeting shall be called for at a date twenty-one days hence.
- 16.3.1 Fourteen day's notice, in writing, of the new meeting shall be given to each Member;
- 16.3.2 It shall not be necessary for a detailed agenda and audited financial statement to be recirculated to Members.
- 16.3.3 At the new Annual General Meeting those Members in good standing who are present shall be deemed to be a quorum.
- 16.4 An Annual General Meeting shall have the power to amend or to frame rules or to delegate the power to amend or to frame rules to the Chair subject to the Provisions of Article 17.1 and 17.2.
- 16.5 Any Member in good standing shall have the right at an Annual General Meeting without having to give due notice, to discuss any existing or proposed rule or to make suggestions to the Committee relating to any area of the Club's activities which he or she may feel requires their attention.
- 16.6 The Members may, at an Annual General Meeting and on the recommendation of the Committee, confer Honorary Member status on any Member on condition that such Member has provided outstanding service to the Club over a lengthy period. Such Member will no longer be required to pay membership fees for the duration of his or her term of honorary membership.
- 16.7 A Special General Meeting of the Club shall be called by the Committee if so:
- 16.7.1 Directed by the Committee; or
- 16.7.2 Demanded, in writing, by not less than ten Members in good standing who in their application shall state the object for which the meeting is requested.
- 16.8 Seven days' notice in writing, detailing the object for which the meeting has been called, shall be given to each Member.
- 16.9 If a quorum of 20 (twenty) Members in good standing is not obtained at a Special General Meeting then a new meeting shall be called for a date twenty-one days hence.
- 16.9.1 Seven days' notice, in writing, of the new meeting shall be given to each Member;
- 16.9.2 At the new Special General Meeting, those Members in good standing who are present shall be deemed to be a quorum.
- 16.10 The President shall take the chair at all General Meetings except when the office of the President is under discussion. In such instances, the Chair shall take the chair.
- 16.10.1 Should the President not be present at a General Meeting, the Chair shall take the chair;
- 16.10.2 Should the Chair also not be present or if the office of the Chair is under discussion, such meeting shall elect from those Members in good standing who are present a person to take the chair.

16.10.3 Any person who takes the chair in terms of Articles 16.10 to 16.10.2 shall then be entitled to exercise all the rights given to the President under this Constitution.

16.11 The accidental omission to give notice of any meeting to any person or persons entitled to be present thereat shall not invalidate the proceedings of the meeting.

17 DUTIES, RIGHTS AND FUNCTIONS OF THE COMMITTEE

17.1 The Committee shall make such decisions and take such actions deemed necessary to conduct the business and affairs of the Club, provided that such decisions and actions shall in no manner conflict with the Constitution of the Club or any resolution of a General Meeting of the Club, and save in respect to any matter listed in Article 14.1.2.

17.2 The Committee shall have the power to frame rules for the management of the Club provided that such rules shall in no manner conflict with the Constitution of the Club.

17.3 No prize, trophy or award shall be offered in any competition organised by the Club without prior approval of the Committee;

17.4 The Committee shall be responsible for the recording and custody of all assets of the Club, and for the stewardship of the financial affairs of the Club;

17.5 The Committee at its first meeting after an Annual General Meeting shall appoint two office-bearers as delegates and a further two office-bearers as alternative delegates to Western Province Athletics.

17.6 The Committee may at its discretion change such appointees from time to time provided that it ensures that the Club is always fully represented at meetings of the said Association;

17.7 The Committee shall have the power to appoint sub-committees:

17.7.1 Such sub-committees may include persons who are not Club Members;

17.7.2 However, no Club Member shall be appointed to a sub-committee if he or she is not a Member in good standing;

17.7.3 Any sub-committee appointed shall report monthly to the Committee;

17.7.4 The Committee shall have the power to vet any course of action proposed by a sub-committee.

17.8 Should the Committee decide to hire an individual, the Committee shall first circulate the position's opening and job description and anticipated remuneration to the membership by means of posting such intention on the Club's official web site as well as sending emails to the Club's Members and allowing any Member to apply for the position with the Committee within two weeks of the Committee's notifications to hire an individual or related entity. Where possible and feasible, a current or former Member should be given preference for the position.

18 DUTIES OF OFFICE-BEARERS

18.1 The Secretary shall:

18.1.1 Keep proper and adequate minutes of all Meetings of the Club and Committee;

- 18.1.2 Issue notices of all meetings and other functions of the Club to Members as appropriate;
- 18.1.3 not less than 6 (six) weeks prior to an Annual General Meeting, issue a notice to all Members calling for nominations for candidates for election as President and the Committee for the ensuing year, as determined by Articles 10.1 to 10.4, and for items for inclusion on the Agenda;
- 18.1.4 Not less than 14 (fourteen) days prior to an Annual General Meeting send an agenda for the meeting to all Members as determined by Article 16.2;
- 18.1.5 Keep and maintain a register of all Members of the Club in whatever form may be directed by the Committee;
- 18.1.6 Liaise directly with Western Province Athletics in all matters relating to the Club;
- 18.1.7 Ensure that the Club website and communication platforms are kept up to date with relevant information pertaining to the Club;
- 18.1.8 Act as media liaison on behalf of the Club in order to promote the Club and its achievements;
- 18.1.9 Report directly to the Chair;
- 18.1.10 Carry out such additional duties as determined from time to time by the Committee.

18.2 The Treasurer:

- 18.2.1 the Treasurer shall be responsible for ensuring that the money of the Club is safe and is accounted for.
- 18.2.2 The Treasurer shall make regular reports to the Committee on the finances of the Club, which should include all incomes, expenditures and balances that remain according to the accounting practices of the Club.
- 18.2.3 The Treasurer shall include in his or her report to the Annual General Meeting full details of all investments appearing in the balance sheet as at the end of the past financial year, together with details of any changes in the Club's investments during the past financial year.

18.3 The Race Coordinator

- 18.3.1.1 The Race Coordinator shall be responsible for ensuring that the racing events for which the Club is responsible are organised and conducted in a manner that achieves the objectives of the Club and is consistent with this Constitution.
- 18.3.1.2 The Race Coordinator shall make regular reports to the Committee on the organisation of such racing events.
- 18.3.1.3 The Race Coordinator shall act as, or make provision for, the Race Secretary for all the Club's races as indicated on the Western Province Athletics fixtures list.

18.4 At the Annual General Meeting, reports on the Club's activities during the past year shall be presented by the following office-bearers:

- 18.4.1.1 The Chair;

18.4.1.2 The Treasurer.

19 FINANCES AND ASSETS OF THE CLUB, AND NON-PROFIT STATUS

19.1 The financial year of the Club shall be from 1 January to 31 December.

19.2 The Club shall conduct its financial affairs through a banking account opened in the name of the Club with a registered Bank.

19.3 If the organisation has funds that can be invested, the funds may only be invested with registered financial institutions, in low-risk, investment-bearing accounts.

19.4 The Club will submit the required returns for income tax together with the relevant supporting documents.

19.5 The signature of the Treasurer and at least one of two other office-bearers duly authorised by a Committee meeting or a General Meeting shall be required to operate on any current account at a bank or any savings account, to realize any investment, to dispose of any asset, or to acquire an asset on behalf of the Club.

19.5.1 Such duly authorised office-bearers, not including the Treasurer, shall have served for at least two years on the Committee.

19.5.2 Such operations shall be conducted only with the approval of a quorum of the Committee.

19.6 The Club is a recreational club as contemplated in section 30A read with section 10(1)(cO) of the Income Tax Act and approved as such by the South African Revenue Service. To ensure the retention of this status, this Constitution will at all times be applied such that:

19.6.1 at least three elected office-bearers who accept fiduciary responsibility for the Club will not be connected persons in relation to each other;

19.6.2 no single person will directly or indirectly control the decision-making powers of the Club;

19.6.3 the Club shall not engage in any transaction with a view to the pecuniary gain or profit of its Members, and the activities of the Club will be carried out in a non-profit manner;

19.6.4 no surplus funds will be directly or indirectly distributed to any person other than as contemplated by Article 20;

19.6.5 no remuneration will be paid to any office-bearer, Member, or other person that is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered nor may any remuneration be determined as a percentage of any amounts received by or accrued to the Club;

19.6.6 no Members shall have any personal claim on the income or property of the Club or undertake any activity out of her or his membership that will directly or indirectly promote his or her economic self-interest otherwise than by way of reasonable remuneration;

19.6.7 any Member must declare any personal interest in any contract entered into or business undertaken by the Club;

- 19.6.8 the names and amounts paid or accrued during each current calendar year to Members or former Members, must be disclosed and included in the annual audited statements for the Club. In addition, Members interested in this information may request such from the Treasurer at any point in the calendar year. These amounts shall be disclosed whether the payment is made directly to the individual or through another entity for any work performed on behalf of the Club. Any payments made to any entity with which a current Member or former Member is involved with shall also be disclosed;
- 19.6.9 the Club will not knowingly be party to, and shall not knowingly permit itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is or was the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under the Income Tax Act or any other Act administered by the Commissioner for the South African Revenue Service.

20 WINDING UP OF CLUB

- 20.1 The Club shall dissolve or close down if at least two-thirds (2/3) of the Members present and voting in special resolution at a General Meeting as defined in Article 13.2.7, convened for the purpose of considering such matter, are in favour of closing down.
- 20.2 When the organisation closes down it shall pay off all its debts. After doing this, if there is property or money remaining it shall not be paid or given to Members of the Club.
- 20.3 Remaining assets shall be given to an organisation that has similar objectives and which is either:
- 20.3.1 any other recreational club which has been approved by the Commissioner for the South African Revenue Service in terms of section 30 (A) of the Income Tax Act;
 - 20.3.2 a public benefit organisation which has been approved in terms of section 30 of the Income Tax Act;
 - 20.3.3 an institution, board or body which is exempt from the payment of income tax in terms of section 10(1)(cA)(i) of the Income Tax Act, which has as its sole or principle object the carrying on of any public benefit activity; or
 - 20.3.4 any department of state or administration in the national or provincial or local sphere of government of the Republic of South Africa, contemplated in section 10(1)(a) or (b) of the Income Tax Act.
- 20.4 The Club's General Meeting can decide what organisation this should be.

21 AMENDMENT TO CONSTITUTION

- 21.1 No alterations or additions shall be made to the articles of this Constitution except by a special resolution as defined in Article 13.2.7 of this Constitution, at a General Meeting after due notice in terms of the requirements of this Constitution.
- 21.2 A copy of all amendments to the constitution under which the Club was established, will be submitted to the Commissioner of the South African Revenue Service.

This is the official Constitution of the Atlantic Athletics Club, and includes amendments in terms of the directive of the 40th AGM of the Club held on December 2nd 2019 at Hamilton Rugby Club.

Signed: Name:
PRESIDENT

IN **CAPE TOWN** ON THIS DAY OF