

SENIOR GOLFERS'
UNION OF
SOUTH AFRICA



CONSTITUTION
AMENDED: ANNUAL GENERAL MEETING
PORT ELIZABETH, APRIL 2016

SENIOR GOLFERS' UNION OF SOUTH AFRICA

NATIONAL CONSTITUTION

1. NAME

The name of the Union shall be "**THE SENIOR GOLFERS' UNION OF SOUTH AFRICA**".

2. PREAMBLE

2.1. The Union is the controlling body of the Senior Golfers' Societies in the Republic.

2.2. It was established in 1937 and has affiliation with Senior Golfers' Societies in the United States of America, Great Britain and in other countries.

3. DEFINITIONS

3.1. The following words and phrases shall bear the stated meanings in the Constitution:

3.1.1. "**Union**" means the Senior Golfers' Union of South Africa;

3.1.2. "**Republic**" means the Republic of South Africa;

3.1.3. "**Governing Body**" means the Governing Body of the Union as constituted under clause 15;

3.1.4. "**Management Committee**" means the management committee of the Union as constituted under clause 17 and the persons serving on the management committee shall be referred to as "Management Committee Members";

3.1.5. "**Financial Year**" means the period commencing on the 1st January and terminating at the end of December;

3.1.6. "**Societies**" means the existing societies of the Union as specified in clause 10.1 and such further societies as may be admitted to membership as provided in clause 11;

3.1.7. "**Member**" means a golfer who has been admitted to membership of a Society and whose membership has not terminated for any reason;

3.1.8. "**Secretary**" means the secretary or acting secretary for the time being of the Union.

3.2. In case of doubt as to the meaning of any clause of this Constitution the interpretation of the Governing Body shall be binding upon Societies.

4. **HEADQUARTERS**

The headquarters of the Union shall be in Gauteng.

5. **OBJECTS OF THE UNION**

The objects of the Union are:-

- 5.1. to provide golfing, social and recreational amenities and facilities for Members and without detracting from the generality hereof,:-
 - 5.1.1. to promote fellowship and comradeship amongst Members through golfing and social events organised by the Union and its constituent Societies;
 - 5.1.2. to promote, encourage and foster the game of golf in general and particularly amongst Members;
 - 5.1.3. to co-ordinate the activities of the Societies and to bring about close co-operation between them;
 - 5.1.4. to promote and encourage the holding of golf competitions, championships and tournaments for the benefit of Members, to formulate the conditions governing the same and to assist in the conduct and control thereof;
 - 5.1.5. to affiliate with Seniors' Unions or Societies or similar organisations and to arrange golf matches, tournaments or other events with them and the Members thereof;
- 5.2. to raise funds as it may deem fit, to administer such funds as hereinafter provided, to make such payments from the funds as may be necessary to carry out the objects of the Union, including grants and loans to Societies and payments to Members either as individuals or as Members of teams representing the Union and as officials representing the Union for any purpose, and to make donations or grants to approved causes or persons;
- 5.3. to acquire both movable or immovable property and to sell, dispose of or otherwise deal therewith;
- 5.4. to invest any funds not immediately required by the Union in such manner as may from time to time be decided
- 5.5. generally to safeguard and further the interests of the Union, its Societies and the Members thereof and to take such steps as may be necessary for this purpose.

6. **RULES OF GOLF**

The Union accepts and is bound by the Rules of Golf and such amendments or additions thereto as may be adopted by the Royal and Ancient Golf Club of St Andrews, and the decisions which it may from time to time issue on the interpretation of the Rules of Golf.

7. **ASSETS, FUNDS, PROFITS AND GAINS**

7.1. The assets, funds, profits and gains of the Union shall be utilised solely for investment or for the objects of the Union as set out in this Constitution and shall in no circumstances be distributed to any person or persons.

7.2. Nothing contained in clause 7.1 shall preclude the payment to Societies or the Members or officials thereof of travel, subsistence or out of pocket expenses, allowances or other remuneration for services rendered by them to or on behalf of the Union.

8. **LIABILITY OF SOCIETIES**

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

9. **COMPOSITION OF UNION**

The Union shall consist of the existing Societies as specified in clause 10 and such other Societies as may be admitted to membership as provided in clause 11.

10. **EXISTING SOCIETIES**

10.1. The existing Societies of the Union are the following Senior Golfers' Societies, namely:-

- 10.1.1. Border;
- 10.1.2. Eastern Province;
- 10.1.3. Free State;
- 10.1.4. Gauteng;
- 10.1.5. Gauteng North;
- 10.1.6. Kwazulu Natal;

10.1.7. Northern Cape;

10.1.8. Southern Cape;

10.1.9. Western Province.

10.2. It is a condition of the continued membership of a Society that it:-

10.2.1. agrees to abide by and adhere to the rulings and decisions of the Union;

10.2.2. will have inserted in its Constitution a clause similar to clause 6 above;

10.2.3. will admit to membership only Active Members as defined in clause 25 and will retain Members subject to their holding the qualifications prescribed for the class to which they are allocated;

10.2.4. will not admit to membership any person who will remain a Member of another Society after his membership has been approved;

10.2.5. will adhere to the quota of Members as laid down by the Union from time to time.

11. COMPOSITION AND BOUNDARIES OF SOCIETIES AND ESTABLISHMENT OF NEW SOCIETIES

The Governing Body may, if it is in the interests of its Societies and their Members to do so:-

11.1. admit further Societies upon such terms and conditions as it may decide;

11.2. alter the composition or boundaries of Societies.

12. RIGHTS AND PRIVILEGES OF SOCIETIES

12.1. Subject to the provisions of this Constitution and the conditions of their membership, Societies shall be entitled to manage and conduct their affairs in such manner as they may think fit.

12.2. Membership of the Union shall, subject to the provisions of this Constitution, entitle Societies to enjoy the privileges and advantages of the Union including the right of their Members to participate in tournaments and events held under the aegis of the Union and its Societies, upon the conditions covering the same.

13. **SUBSCRIPTIONS**

- 13.1. Each Society shall pay to the Union an annual subscription and such further levies as may be prescribed from time to time at an Annual General Meeting of the Governing Body or at a General Meeting of the Governing Body called for the purpose.
- 13.2. Liability for payment of the annual subscription shall accrue at the beginning of the Financial Year of the Union and shall be paid within one month thereafter.
- 13.3. The annual subscription and levies, if any, shall be based on the number of the Members of each Society.

14. **MANAGEMENT**

The affairs and activities of the Union shall be administered by a Governing Body acting under the authority conveyed to it by this Constitution.

15. **GOVERNING BODY: COMPOSITION OF**

- 15.1. The Governing Body of the Union shall consist of the following:-
 - 15.1.1. the President of the Union;
 - 15.1.2. the immediate Past President of the Union;
 - 15.1.3. the President Elect of the Union;
 - 15.1.4. the Vice-President of the Union;
 - 15.1.5. the Chairman of the Management Committee or his alternate who shall be a Management Committee member;
 - 15.1.6. the President of each Society or an alternate nominated by the Society concerned,

and the foregoing shall hold office until the conclusion of the ensuing Annual General Meeting.

- 15.2. The President, President Elect and Vice-President shall be nominated by Societies in accordance with a rota laid down by the Governing Body. If a person so nominated is unable to assume office the Society concerned shall nominate some other Member to hold office in his stead.

16. GOVERNING BODY: POWERS OF

The Governing Body shall have power to do all things necessary to carry out and promote the objects of the Union. Without limiting the powers of the Governing Body and in addition to such powers as are elsewhere stated in this Constitution its powers shall include the following:-

- 16.1. to adopt, amend and rescind by-laws for the regulation and administration of the affairs of the Union;
- 16.2. to appoint, remove or suspend the Secretary and employees of the Union upon such terms and conditions as may be considered desirable;
- 16.3. to appoint sub-committees from among its number, or otherwise, for such purpose and upon such terms as may be considered desirable and to delegate such powers thereto as may be necessary;
- 16.4. to receive and authorise the investment and the expenditure of monies in accordance with this Constitution;
- 16.5. to open Banking or Building Society accounts in the name of the Union and to resolve the manner of operation of such accounts;
- 16.6. to depute and authorise officers of the Union to act on its behalf in the acquisition of property or the investment of its funds and in the conduct of any legal or other proceedings brought by or against the Union or its officers;
- 16.7. to determine from time to time the quota of Members for each Society;
- 16.8. to organise promote and stage golf tournaments, championships and competitions, to prescribe rules for the right of entry therein and the conduct thereof;
- 16.9. to alter or vary the colours, badge and insignia of the Union and to take such steps as may be necessary to protect the same;
- 16.10. to appoint any person to represent the Union in any golf or other sporting body which the Governing Body considers necessary or desirable.

17. MANAGEMENT COMMITTEE: COMPOSITION AND FUNCTIONS

- 17.1. To facilitate the affairs and management of the Union, the Governing Body shall appoint a Management Committee consisting of at least 3 members (resident in Gauteng) who shall be recommended by the Committee of the Senior Golfers' Society of Gauteng. The President of the Union shall, ex officio, be a member of the Management Committee.

- 17.2. The Management Committee shall handle the administrative and financial affairs of the Union.
- 17.3. The Management Committee shall be entitled to co-opt members for such period as it may determine.
- 17.4. The functions of Chairman, Secretary, Treasurer and Tournament Director shall be shared between the members of the Management Committee.

18. **MANAGEMENT COMMITTEE: MEETINGS OF**

- 18.1. The Management Committee shall meet as often as may be necessary and at such time and place as the Chairman may decide.
- 18.2. Two Management Committee members shall constitute a quorum at meetings of the Management Committee and the Committee shall appoint one of its members as Chairman.
- 18.3. Minutes of the Management Committee meetings shall be kept by the Secretary and these shall be circulated to Management Committee members and to members of the Governing Body.

19. **BOOKS OF ACCOUNT**

Books of account of the affairs of the Union shall be kept by the Treasurer, and such books, together with all the other papers and documents connected with or relating to the business or the affairs of the Union, shall at all times be accessible to Management Committee Members and Members of the Governing Body.

20. **BANKING ACCOUNT**

All monies paid to the Union shall, as soon as possible after receipt, be deposited in the name of the Union with a Bank, Building Society or other public or financial Institution as the Management Committee may decide and shall be withdrawn therefrom from time to time as may be required. All cheques shall be signed or endorsed by such persons or person as may be authorised thereto by the Management Committee.

21. **AUDITORS**

The accounts of the Union shall be audited by a firm of registered accountants and auditors, no partner of which shall be a member of the Management Committee and who shall be appointed at the Annual General Meeting of the Governing Body. In the event of a vacancy occurring in this office during a Financial Year, the Management Committee shall appoint an alternative firm of registered accountants and auditors to fill the vacancy.

22. ANNUAL GENERAL MEETING

- 22.1. An Annual General Meeting of the Governing Body shall be held each year during the annual tournament of the Union at the venue where this is held. Should the tournament not be held in any year the Annual General Meeting shall be held at such place and at such time as the Management Committee may decide, but no later than 15 months after the date on which the previous Annual General Meeting was held.
- 22.2. The Secretary shall give at least 8 weeks preliminary notice of the date and venue of the Annual General Meeting to Societies and to Governing Body members.
- 22.3. Notice of any special business which a Society or the Management Committee wishes to be considered at the Annual General Meeting shall be submitted in writing to the Secretary not less than 6 weeks before the date of the Annual General Meeting.
- 22.4. Formal notice of the Annual General Meeting incorporating the agenda for the meeting shall be given to Societies at least 4 weeks before the date of the Annual General Meeting.

23. PROCEDURE AT THE ANNUAL GENERAL MEETING OF THE GOVERNING BODY

- 23.1. The President shall preside as Chairman at Annual General Meetings. In the absence of the President the Chair at the meeting shall be taken by the immediate Past President or the President Elect or the Vice-President in that order. In the absence of all of the aforementioned the persons present at such meeting shall appoint one of their number to act as Chairman.
- 23.2. There shall be deemed to be a quorum at the Annual General Meeting if there are present not less than 8 Governing Body members of which at least 5 shall represent different Societies and at least 1 shall be a Management Committee member.
- 23.3. If a quorum is not present within half an hour of the time for which the meeting had been called, the Chairman shall declare the meeting stand adjourned to the following day at the same time and place and those present at such postponed meeting shall constitute a quorum, irrespective of the number present, and may transact the business of the Annual General Meeting.
- 23.4. No business or resolution of which notice has not been given pursuant to clause 22 shall be discussed at the Annual General Meeting provided that it shall be competent for the Chairman, in his discretion, to allow any amendment to the wording of any resolution to be moved notwithstanding that due notice has not been given of the intention to move such an amendment.

- 23.5. The Secretary shall take minutes of the proceedings of the Annual General Meeting and shall circulate these to the Governing Body members and Societies as soon as possible after the meeting.
- 23.6. Save as otherwise provided by this Constitution, all resolutions put to an Annual General Meeting shall be passed and shall be held as valid and effectual if carried by a majority of Governing Body members present at the meeting.
- 23.7. The Chairman shall have a deliberative as well as a casting vote and all other Governing Body members shall have one vote. Voting shall be by a show of hands unless a poll is demanded by three of the Governing Body members present at the meeting. The poll shall be taken immediately by secret ballot.

24. **BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING OF THE GOVERNING BODY**

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

- 24.1. to confirm the Minutes of the preceding Annual General Meeting and of any Special General Meeting that may have been held since the preceding Annual General Meeting;
- 24.2. to receive and consider the report of the Management Committee on the affairs of the Union for the preceding year;
- 24.3. to receive and consider the audited financial statements for the past Financial Year;
- 24.4. to appoint Auditors for the ensuing year;
- 24.5. to consider any resolution of which due notice has been given as herein before provided;
- 24.6. to consider any matter brought forward by the Management Committee;
- 24.7. to consider any further business which may be transacted at an Annual General Meeting.

25. **MEMBERS: CLASSES OF**

There shall be the following classes of Members of the Societies to which the various Societies may attach certain privileges, obligations and conditions:-

- 25.1. "**Active**" means an active Member shall mean an amateur male golfer who has been admitted to membership of a Society. At the time of applying for admission he shall have attained the age of 55 years and be a playing Member, in good standing, of a golf club which is affiliated to a Provincial Union or Association of the South African Golf Association. A condition of his continued membership as an Active Member of the Society shall be that he

retains his aforesaid membership of a golf club. As a normal practice no candidate should be admitted to membership if he attained the age of 70 years except by transfer from another Society;

25.2. "**Veteran Senior**" means a Member with 20 or more years of membership of one or more Societies. The Committee of a Society may, at its discretion, exempt such Member from payment of an annual subscription;

25.3. "**Honorary Life**" means a Member elected to Honorary Life membership at a General Meeting of a Society;

25.4. "**Non-Playing**" means an Active Member who, at the discretion of the Committee of his Society, has been transferred to, and remains in, the class of non-playing Member. A Non-Playing Member shall thereafter be required to retain some form of membership of a golf club. A Non-Playing Member may at the discretion of the Committee of his Society be re-admitted to the class of Active Member;

25.5. "**Veteran Non-Playing**" means a Non-Playing Member who has attained the age of 75 years and who has been a Member of the Society for at least 20 years.

26. **TRANSFER OF MEMBERSHIP**

No Member of one of the constituent Societies of the Union shall have an automatic right of transfer to another of the constituent Societies.

27. **MEMBERS: ANNUAL MEETING OF**

The Governing Body shall convene a meeting of Members of Societies during the course of the Union's Annual Tournament to receive the report of the Governing Body and to discuss matters of general interest to such Members. The time and venue for this Meeting shall be determined by the Governing Body.

28. **SPECIAL GENERAL MEETING OF THE GOVERNING BODY**

28.1. The Management Committee may at any time convene a Special General Meeting of the Governing Body and it shall do so upon receiving a requisition to that effect signed by 2 Societies stating the purpose for such meeting.

28.2. Upon receipt of a direction from the Management Committee the Secretary shall give 4 weeks written notice to Governing Body members and Societies of the date, time and place of the proposed meeting and the business to be transacted thereat.

28.3. No business shall be discussed at a Special General Meeting save the business for which the meeting has been called.

28.4. At all Special General Meetings the provision of clause 23 shall apply, provided that if a quorum is not present the Special Meeting shall be deemed to be dissolved.

29. **AMENDMENT OF CONSTITUTION**

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

30. **DISSOLUTION OF THE UNION**

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

30.2. If at a Special General Meeting of the Governing Body it is resolved that the Union be dissolved, a liquidator shall be appointed at that meeting. If after payment of its debts and satisfaction of its liabilities any assets of whatsoever nature remain, the same shall be given or transferred to some other Union, company, society or association having objects similar to those of the Union or to the SA Golf Association.

31. **NOTICES**

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

31.2. Notices posted or electronically transmitted by internet transmission, e-mail or facsimile to the last known addresses of Societies or Governing Body members shall be deemed to constitute effective notice.

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

32. **REPEAL**

The existing Constitution of the Union dated May 2005, as amended, is repealed with effect from the date of adoption hereof.