

ALCHEMY CYCLING CLUB

CONSTITUTION

1. NAME AND STATUS

- a) The name of the club shall be: ALCHEMY CYCLING CLUB, hereinafter referred to as “the club”.
- b) The club shall be an association not for gain and be a separate legal entity.

2. OBJECTIVES

The objectives of the club shall be:

- a) To promote recreational cycling including development.
- b) To co-operate with other associations or clubs interested in cycling so as to further matters of common interest.
- c) To carry out any other duties or activities conducive to the welfare of the members.

3. MEMBERSHIP

- a) There shall be four types of members, being:
 - ❖ Ordinary members (*individual members over the age of 17*)
 - ❖ Junior members (*individual members 17 years or younger or presently studying full time*)

- ❖ Honorary members (Executive Board to approve)

- b) The Club will take reasonable steps to provide access to the Club and its activities by the indigent.

4. **VOTING POWERS**

Every fully paid-up member shall be entitled to attend and vote at meetings of the Club, provided that junior members will not be entitled to vote. Voting shall be by a show of hands. Voting by proxy shall not be permitted. Each member shall have one vote. The Chairman at any meeting, whether it be a General or an Extraordinary meeting, shall have only one vote.

5. **MANAGEMENT**

- a) The management of the Club shall vest in and Executive committee, consisting of elected or *ex officio* members.
- b) The Executive committee shall be elected at the Annual General meeting of the Club. Nomination for election to the Executive committee must be received in writing by the secretary, duly proposed and seconded, at least seven days before the Annual general meeting. A member may be elected in absentia to the Executive committee should the proposer have a written undertaking from such a member that, in the event of his being elected, such member is prepared to take office.
- c) The number of elected members may vary between four and eleven, the precise number for each year being decided by the Executive Committee.

- d) Elected members shall be elected for a period of two years. There shall be no limit to the number of years a member may serve, subject to him offering himself for re-election each year.
- e) The Executive Committee may at any time, co-opt additional members to it, either to fill vacancies which may occur between Annual General Meetings or to assist the committee when necessary.
- f) The Executive Committee shall consist of at least a chairman, secretary and treasurer and at least three other members elected at the Annual General Meeting.
- g) The Executive Committee may appoint ad hoc or permanent sub committees deemed necessary for the pursuance of the Club objectives.
- h) Any elected Executive Committee member absenting himself from three consecutive Executive committee Meetings without valid reason, shall ***ipso facto*** cease to be a member of the Executive committee.
- i) The business of the Executive Committee shall be conducted as determined by the Executive Committee in accordance with normally accepted business procedures. Two thirds of elected members of the Exco shall form a quorum and voting by proxy shall not be permitted. Decisions should be made in the committee by resolution, duly seconded and voted on by those members present. In the case of equality of votes, the chairman shall NOT have a casting vote. In the absence of the chairman, those present shall elect a chairman from amongst themselves for the meeting. All members of the Executive Committee shall have a vote.

6. **POWERS OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall have the power to:

- a) Appoint sub-committees and to delegate to them all such powers as may be deemed fit.
- b) Manage the affairs of the Club in accordance with the terms of this constitution and to make rules and regulations regulating the affairs of the club.
- c) Decide when and where all meetings of the club shall be held and to make all arrangements for such meetings.
- d) Administer the assets and finances for the club in terms of this constitution. Finances as per the Financial Resolutions document.
- e) Elect honorary members from time to time as it deems fit.
- f) Determine joining fees and annual membership fees from time to time.

Monies collected by the club shall be deposited in a Club fund at any bank, building society or financial institution agreed to by the Executive Committee.

Either the elected chairman or the elected secretary with the elected treasurer shall be authorized to transact or sign any other financial documentation on behalf of the Club.

The Executive Committee shall ensure that proper books of account are kept and that annual financial statements are prepared timeously for consideration at the AGM.

7. ANNUAL GENERAL MEETING (AGM)

The AGM of the club shall be held on or as close to the 15th of January each year. At least fourteen days notice in writing of such meeting shall be given to members.

The quorum for an AGM shall be twelve members. The business to be conducted at the AGM shall be:

- a) To confirm the minutes of the previous AGM and of any special meeting.
- b) To receive and consider a report from the chairman, of the preceding year's activities.
- c) To receive and consider annual financial statements.
- d) To elect the executive committee for the ensuing 2-year period.
- e) To consider notices of motion and to transact any other relevant business.

8. EXTRAORDINARY GENERAL MEETINGS

- a) Requests for Extraordinary general meetings shall be made in writing to the secretary. Such request to be signed by twelve fully paid-up members of the Club. The meetings shall be held within 21 days of the receipt of such requests by the secretary.
- b) The Executive committee shall be competent to call and Extraordinary general meeting, whenever deemed necessary.
- c) Notice in writing of all extraordinary general meetings shall be given to all members at least fourteen days before the holding of such meetings.
- d) The quorum for an extraordinary general meeting shall be two thirds of fully paid up members.

9. AMENDMENTS TO THE CONSTITUTION

This constitution may only be altered if so agreed by two thirds majority of those members entitled to vote, who are present at the AGM or at a special general meeting called for the purpose. Notice of the motion involving any proposed amendment to the constitution shall be embodied in the notice convening the meeting.

10. INTERPRETATION

Should the interpretation of any clause in this constitution be in dispute, the interpretation of such clause shall be that given by the Executive committee.

11. OBLIGATIONS OF MEMBERSHIP

- a)** All members are bound by and undertake to abide by this constitution, any rules and regulations made in terms of this constitution and any decision of any person or committee authorized to take that decision.
- b)** The Club and all its members are bound by and must abide by the constitution of the Central Gauteng Cycling, and rules and regulations made under that constitution and any decision of any committee, body or person authorized in terms of that constitution to take that decision.
- c)** Every member shall cause his address and contact details or any change thereof to be recorded with the secretaries of both the Club and CGC.
- d)** No member will be liable for any debts or expenses of the Club. The liability of any member is limited to the amount, if any, payable by the member in terms of the constitution for joining fees, membership fees or

any fines or special levies imposed under, or enforceable under, this constitution.

12. INDEMNITY

- a)** All members of the club or any relatives or friends or dependants or next-of-kin will have no claim whatsoever against any member of the CGC or the club, member of their Executive committees, or any other committee, sponsor or any individual acting for or on behalf of the CGC or the club, in respect of any cycling event organized by the CGC or the club or any person who is affiliated to or a member of the CGC or the club or by any sponsor or any individual acting for or on behalf of the CGC or the club, and all such persons participating in any such event participate entirely at their own risk.

- b)** No Executive committee members shall be liable to the club or to any member thereof, or to any other person whomsoever, for any act or omission by himself, by the club or by its servants or agents. All Executive committee members shall be indemnified by the club against any loss or damage suffered by him in consequence of any purported liability, provided that such member had, upon the basis of information known to him, or which reasonably should have been known to him, acted in good faith and without gross negligence.

13. DISSOLUTION OF THE CLUB

The club may be dissolved if at least two thirds of the members present and voting at an AGM or extraordinary general meeting of members convened for the purpose of considering such matter are in favour of dissolution. Not less than fourteen days notice shall be given of such meeting and the notice convening the meeting shall state clearly that the question of dissolution of the

Club and disposal of its assets will be considered. If there is no quorum at such a meeting, the meeting shall stand adjourned to the same place, time and day of the following week and the members attending such adjourned meeting shall constitute a quorum.

On dissolution of the Club and after satisfaction of all liabilities, all remaining assets shall be transferred to such club or clubs having similar objectives as the Club as decided upon by the majority of members present.