

SEALS SWIMMING CLUB
FOUNDED 1904
REVISED CONSTITUTION (23 APRIL 2006)

NOTE: All references to “swimmers” means all disciplines, i.e., swimmers, divers, synchronised swimmers and water polo players.

1. TITLE

The club shall be called “SEALS SWIMMING CLUB” and shall be affiliated to the Midlands Amateur Swimming Association (MASA) or any such association as may be determined by Natal Aquatics Association (NAA) from time to time.

2. COLOURS

The Club shall be Green with Yellow/Gold facings.

3. OBJECTIVES

- a) To promote and encourage swimming, diving, water polo and synchronised swimming and to ensure that the Club does not practise any discrimination.
- b) To hold, promote, support and control galas and club championships in swimming, diving, water polo and synchronised swimming.
- c) To ensure that the club is represented at meetings of the Midlands Amateur swimming association and the Natal Aquatics Association Annual General Meeting.
- d) To maintain and improve the club and its swimmers so as to remain a force in South African swimming.
- e) To foster a culture of belonging and team spirit amongst all its swimmers and members.
- f) To provide all swimmers the opportunity to develop to their utmost potential within applicable business constraints.
- g) To ensure that the Club offers such facilities and conditions as to encourage top class coaches to coach its members.
- h) To raise funds and acquire assets, movable and immovable, to enable the Club to best achieve its objectives.
- i) To put in place and give effect to a business plan for the Club.

4. MEMBERSHIP

a) Eligibility

Membership of the club shall be at the discretion of the duly elected Executive Committee and any person so elected shall be entitled to any of the privileges of the Club provided that he/she shall have paid the membership fee applicable at the time.

b) Categories

There shall be the following categories of membership.

- Swimmers – Senior (16 years and older)
- Swimmers – Junior (under 16 years of age)
- Honorary Life Members (elected by the AGM) – do not pay subs.
- Parents or Guardians of swimmers and ordinary members (supporters)

c) Transfers from other clubs.

Registered members of other swimming clubs, on joining the club, shall be expected to furnish the Club Secretary with a certificate of clearance from his/her former club or the ruling of NAA at the time will be obtained.

d) Termination

The Executive Committee shall have the power to suspend or expel from the membership any person whom it may deem desirable in the interest of the Club to suspend or expel. Such member shall have the right to appeal against the decision.

If a member is more than 3 months in arrears with payment of their subscriptions the Executive Committee shall be entitled to suspend such member.

Any member who has been suspended or expelled or who has resigned shall:

- Remain liable for such payments, fees and subscriptions still due and unpaid by him/her and
- Not be entitled to recover any sums by reason of the termination or suspension of his/her membership prior to the end of the current year.

e) Resignations

Any member may resign from the Club by giving written notice to the Club Secretary of his/her intention to do so and by paying any moneys due by him/her under the rules and regulations of the Club.

5. SUBSCRIPTIONS

a) Payment

Subscriptions shall be payable by all member by the first of August of each year, or within 30 days of account submitted by the Club, or on joining the Club.

b) Fee Determination

The Annual General Meeting, on advice from the Executive Committee, shall determine the Club subscription fee for the ensuing year (excluding Registration to NAA, pool fees, etc.)

c) Subscriptions of Honorary/Life Members and paid employees will be deemed to be paid by the Club.

6. VOTING RIGHTS

- Members, having paid their subscription in full shall have full voting rights.
- Swimmers under the age of 16 years shall be deemed to be represented by a parent/legal guardian, voting on his/her behalf provided that such parent/legal guardian is also a member of the Club.
- Honorary/Life Members elected at an AGM shall have full voting rights.
- Any member may exercise his/her right to vote by way of proxy.

7. MANAGEMENT

The structure of the Club shall be as follows:

a) Executive Committee

To be elected at the Annual General Meeting of the Club, by members entitled to vote, shall be responsible for the overall management and direction of the affairs of the Club by setting objectives and managing outputs/achievements.

The Executive shall consist of:

- 1) President
- 2) Vice-President
- 3) Club Captain
- 4) Treasurer/Business Manager
- 5) Diving Rep
- 6) Synchro Swim Rep
- 7) Water Polo Rep
- 8) One Additional Member

together with the following appointees of the Club:

- 9) Head Coach
- 10) Club Secretary
- 11) Midmar Mile Chairman

Should any section of the Club not be active at any time then such vacancy on the executive Committee may be filled by an additional member.

Term of Office

The Executive will hold office until the completion of the AGM following that at which they were elected.

Resignations

Should the Executive resign for whatever reason, or due to resignations a quorum is no longer available from duly elected members then:

- A new Executive shall be elected at a Special Meeting of members where at least 30 members entitled to vote, are present.
- In the absence of this quorum another Special Meeting shall be called in order to duly elect an Executive at which no quorum will be required.

Co-opting

The Executive shall be entitled to co-opt members onto it in the event of a vacancy occurring.

Meetings

Meetings of the Executive shall be held no less than bi-monthly and special meetings may be called by members.

The Club Secretary shall be required to give seven days notice in writing of any such meetings.

In the absence of the President, the Vice President will take the chair, and in the absence of the Vice President the meeting shall appoint a chairman.

Quorum

Five members shall form a quorum for the Executive Committee.

Voting

The Chairman shall have a deliberative as well as a casting vote.

By Laws

By Laws will be drawn up by the Executive from time to time and members will be informed accordingly.

Liabilities etc.

The Executive will have the power to incur liabilities or invest funds on behalf of the Club.

Removal from Office

Any office bearer, appointee or committee member of the club may be removed from office by the votes of the majority of at least two thirds of the members entitled to vote and present at any Special General meeting.

Sub Committee

May be appointed by the Executive from time to time to assist them in the management of the Club. Non-members of the Club could be included in such sub committees. Examples of Sub Committees are:

Competition, Fundraising, Development, Finance, Parents, Technical, Midmar Mile, Swimmers, Club Night etc.

b) Management Committee

Responsible for the day-to-day affairs of the Club.

The Management shall consist of:

- 1) President (Chairman) - (alt Vice-Chairman)
- 2) Club Secretary
- 3) Treasurer/Business Manager (alt other discipline Rep)
- 4) Club Captain

Powers

The Management Committee shall have the power to act on behalf of the Club on day to day matters as well as in the case of an emergency, reporting this matter for ratification to the first Executive Meeting held thereafter. Such an emergency shall exclude capital expenditure or a major deviation from determined policy.

Quorum

Three members shall form a quorum

Voting

The Chairman shall have a deliberative and a casting vote.

In the event of the President or Vice-President being absent, the meeting shall appoint a Chairman.

c) Additional Member

The main purpose is to ensure input into the management of the Club at the level of ordinary membership without being clouded by any specific portfolio and to contribute to the general running of the Club.

Assist other Committee members as and when required.

8. ANNUAL GENERAL MEETING

a) Date and Function

An AGM will be held in the month of May or not later than July and shall consider the following:

- 1) Annual report of the Executive Committee
- 2) Annual Coach report
- 3) Audited Annual Financial statements of the Club
- 4) Annual Seals subscription fee
- 5) Budget for the ensuing year
- 6) Election of executive committee
- 7) Elect Honorary/Life members if applicable
- 8) Elect board of Trustees
- 9) Any other matters placed on the Agenda

b) Notice of Meeting

Members must be notified in writing at least fourteen days in advance of the date of the AGM, such notice is to include the Agenda for the meeting.

c) Quorum

At least 30 members entitled to vote shall form a quorum

d) Voting

In the absence of the President the Vice-President will take the chair, and in the absence of the Vice President the meeting shall appoint a Chairman. The Chairman shall have a deliberative as well as a casting vote.

Voting shall be by ballot or show of hands.

A majority vote of two thirds of those present at a meeting will prevail.

9. SPECIAL GENERAL MEETING

a) Procedure for calling a meeting

A Special General Meeting shall be called by the Executive Committee whenever necessary, or upon a written request, signed by not less than five members of the Executive Committee or twenty members of the Club, entitled to vote. Such request must state clearly the objectives for which it is desired that the meeting be called.

b) Business

No other business shall be transacted at such a meeting other than that in the notice.

c) Notice

The Club Secretary shall give not less than fourteen days notice, clearly stating the objectives for calling such a meeting.

d) Quorum

At least 30 members entitled to vote shall form a quorum.

e) Voting

In the absence of the President the Vice-President will take the chair, and in the absence of the Vice-President the meeting shall appoint a Chairman. The Chairman shall have a deliberative as well as a casting vote.

Voting shall be by ballot or show of hands.

10. AMENDMENTS TO THE CONSTITUTION

Amendments to the Constitution may be made at a Special General Meeting for that purpose and any such amendments shall be confirmed by a majority of two-thirds of those present at the meeting.

11. FINANCE AND ASSETS

a) All assets are controlled by the Board of Trustees.

b) No profits or gains will be distributed to any person and the funds of the association will be utilised solely for investment or the objects for which it was established.

c) Any amendments to the Constitution will be submitted to the Commissioner for the Inland Revenue.

d) On dissolution of the Association, the remaining assets will be given or transferred to another organisation with objectives similar to those of the Association and which is itself exempt from income tax.

e) Funds available for investment may only be invested with registered financial institutions as defined in Section 1 of the Financial Institutions (Investment of Funds) Act 1984, and in securities listed on a licenced stock exchange as defined in the Stock Exchange Control Act, (Act No. 1 of 1985)

- f) The association may not have the power to carry on any business, including, inter alia, ordinary trading operations in the commercial sense, speculative transactions, divided stripping activities as well as the letting of property on a systematic or regular basis.

12. BOARD OF TRUSTEES

- a) There shall be a Board of Trustees, consisting of five Trustees.
- b) All property and funds of the Club shall vest in the Board, who shall hold such property and funds in trust and on behalf of the members for the time being.
- c) The Board shall have the power to:
- Buy, sell, let or hire, exchange, transfer, receive by way of donation or otherwise, movable and immovable property, including debentures, stocks and shares; and to invest in accordance with **11e** the funds in Government or Municipal Stock, mortgage bonds, or on fixed deposit or otherwise, in Banks, Building Societies or like organisations.
 - Borrow money on the security of immovable property, and pass mortgage bonds on the same.
 - Generally, to deal with the property and funds of the Club for the objects and purposes of the Club.
 - To Institute and defend legal proceedings on behalf of the Club, and for that purpose to sign and execute any necessary powers of attorney.
 - To prescribe procedure for meetings of the Board, save that (i) the senior Trustee present shall act as Chairman and shall have a casting vote in the event of an equal division; (ii) three Trustees shall form a quorum of the Board, (iii) two trustees may, on giving four days written notice to the senior Trustee available, demand that a meeting of the Board be held on a date, and for the purposes, to be specified in such notice.
 - To elect, for a period or permanently, successors to vacancies in the Board, save that such successors shall be members of the Club.
 - To request the convening of a special General Meeting.

13. HEADQUARTERS

The Headquarters of the Club shall be in Pietermaritzburg and the Club will use any pools in the district at its disposal.

14. WINDING UP OF THE CLUB

In the event of the Club being dissolved for whatever reason a special General Meeting of members will be called in order to decide on the realisation of assets and the distribution of funds in accordance with Clause 11d of this constitution.