



# **CONSTITUTION**

**6 November 2022**

## PRETORIA SAILING CLUB (PSC)

### CONSTITUTION

#### 1. Name

The name of the Club shall be **Pretoria Sailing Club**

#### 2. Colours

##### a. Pennant

The Club Pennant shall be an Isosceles triangle measuring base 200mm, height 380mm. It shall be divided vertically, blue at the hoist and white at the fly with a blue segment 115mm from the base. The blue segment shall carry diagonally in white a three part lightning flash, the flash being uppermost at the hoist.

##### b. Badge

The badge of the Club shall be a reproduction of the Club burgee.

##### c. Dress

All members are requested to dress appropriately on and off the water, and to behave politely and respectfully at all times when on Club premises. If Club Events are held where a dress code is required, details of such shall be emailed to members via the newsletter beforehand. Members are requested to abide by the dress code for such events.

#### 3. Objectives

The objectives of the Club shall be:

- a. Promote interest and activity within the sport of mono-hull dinghy sailing.
- b. Organise Club and inter-club racing.
- c. Preserve and enhance the peace and serenity of the Rietvlei nature reserve by the manner in which we sail and behave on and off the water.

#### 4. Registration

The Club shall maintain membership of or affiliation to South African Sailing (SAS) and shall pay an amount to SA Sailing on behalf of the members by which every member of the Club shall be a member of SA Sailing.

#### 5. Membership

a. The membership of the Club shall consist of the following classes of members

##### i. Individual member

An Individual member shall be 30 or older and shall be entitled to vote at General Meetings, to be elected as an officer and to serve on committees. He/she shall have access to all Club property, and shall be entitled to make use of all Club facilities subject to such restrictions as may be imposed by the Club's bye-laws. Should a member's status change to that of a Family member, he/she must advise the Club Administrator immediately in writing.

##### ii. Family member

A Family member shall be aged 19 or over who has a spouse/partner and/or children involved in the Club. He/she and spouse/partner shall have the same rights and be subject to the same obligations as an Individual member. Should a member's status change to that of an Individual member, he/she must advise the Administrator immediately in writing.

##### iii. Intermediate Member – under 30 (New SA Sailing Category)

An intermediate member shall be between the age of 19 and 29 inclusive and shall be entitled to vote and be elected to serve on committees as an office bearer.

- iv. **Intermediate Member – Tertiary under 30** (Previously Student Member)  
An intermediate member who is still studying at a tertiary institution shall be between the age of 19 and 29 inclusive, and shall be entitled to vote and be elected to serve on committees as an office bearer.  
Such membership granted under this clause shall be subject to renewal at the discretion of the Executive Committee based on proof of tertiary education.
- iv. **Youth member**  
A Youth member shall be under the age of 19. A letter of consent signed by his/her parent or legal guardian to participate in Club activities shall be provided to the Club.
- v. **Country member**  
A Country member shall be resident outside Gauteng and shall rank as a Family or Individual member.
- vi. **Visiting member**  
A Visiting member shall be a member of another recognised yacht club and shall rank as an Individual member but shall not be entitled to vote at any meetings or to be elected to the committees.
- vii. **Life member**  
A Life member shall be a member who paid the prescribed Life membership fee before March 1977. He/she shall rank as an Individual member for the full period during which the Club exists.
- viii. **Honorary member**  
An Honorary member shall be appointed by the Executive Committee at its discretion for good reason. The appointment shall be for a period of 1 year. An Honorary member may be reappointed subject to annual review. He/she shall not be required to pay the annual membership fee and shall not be entitled to vote at any meetings.
- ix. **Honorary Life member**  
An Honorary Life member shall be appointed at an Annual General Meeting (AGM) in recognition of outstanding services to the Club. The appointment shall be for the full period during which the Club exists. He/she shall not be required to pay the annual membership fee and shall have full voting rights.
- x. **Temporary Membership**  
Temporary membership for a period of 6 or 12 months for Individual, Family, Intermediate, Youth or Country membership may be given by the Administrator on recommendation of a Flag Officer to people who are inexperienced sailors and wish to 'try' sailing before committing to joining permanently. At the end of the 6 or 12 month period members must elect to join permanently or leave the Club.
- xi. **Radio Controlled Yachtsmen**  
Sailors over 25 wishing only to sail Radio Controlled Yachts may become members on that basis.
- b. A member's child under the age of 19 shall enjoy the privileges of a Youth member but shall not be required to pay entrance and membership Fees.
- c. A member's child who turns 19 will be required to pay for Intermediate membership, and will not be required to pay an entrance fee.
- d. A Youth member will not be entitled to vote at General Meetings and may not be elected on to the Executive, Sailing or House and Grounds Committees.
- e. All members under the age of 19 shall only make use of the Club facilities under the supervision of a responsible member, except by special permission of the Executive Committee.
- f. Age limits apply to a person's age at the start of each financial year (1 January).

## **6. Entrance fees and membership fees (subs)**

- a. Entrance fees and subs shall be determined by the Executive Committee each year or by the members at a Special General Meeting (SGM). The entrance fees and subs are given in the by-laws of the Club and published on the Club website
- b. The Executive Committee, with the approval of the Trustees, shall have the authority to raise the annual club membership fees, the club joining fee and the boat parking fees (considered separately) by a maximum of 15% per annum should this be necessary without holding an SGM. A budget and explanation giving the reasons for raising subs shall be presented at the next AGM. Should it be necessary to raise subs by more than 15% an SGM must be called. A budget and explanation giving reasons for raising subs shall be presented at the SGM. Entrance fees shall be adjusted accordingly.
- c. Any member who resigns whilst in good standing may be re-elected as a member without payment of an entrance fee at the discretion of the Executive Committee. Furthermore, should a member under the age of 19, or the spouse/partner of a member subsequently apply for membership in his/her own right, the payment of an entrance fee may be waived at the discretion of the Executive Committee.
- d. Payment of Subs
  - i. Annual subs shall fall due and become payable in advance on 1 January each year. Should any member fail to pay his/her subs by 28 February the Executive Committee shall, at its discretion, either cancel his/her membership or charge a late payment fee of 10% of the subs for each month or part thereof that the payment is outstanding after 1 March.
  - ii. Should membership be cancelled, re-election as a member shall be subject to a further payment of the appropriate entrance fee.
  - iii. A member shall only be entitled to take part in Club events if he/she has paid all arrears due to the Club.
- e. New Members
  - i. Applications for Family, Individual and Country membership shall be accompanied by the appropriate entrance fee and pro-rata subs.
  - ii. Applications for Intermediate and Youth membership shall be accompanied by the appropriate pro-rata subs. No entry fee is payable except that when such a member becomes an Individual or Family member, he/she shall pay the entrance fee.
  - iii. Applications for Temporary Membership shall be accompanied by the relevant 6 or 12 monthly payment upfront, based on the membership category of the applicant.
  - iv. In the event of a rejection of an application, the entrance fee (if applicable) and pro-rata membership fee shall be refunded to the applicant. No reason for the rejection need be given.

## **7. Management of the Club**

- a. The affairs of the Club shall be managed by an Executive Committee, assisted by other committees as follows:
  - i. A PSC/CCC Coordinating Committee shall deal with matters concerning the Centurion Canoe Club.
  - ii. A Youth Committee shall represent young members.
  - iii. Other committees may be formed and disbanded by the Executive Committee on an 'as required' basis.
- b. The Executive Committee shall meet as and when required, though not less than 10 times a year. The Sailing Committee and House and Grounds Committees shall meet as and when required, though not less than 4 times a year. Day to day matters may be attended to via electronic media. Meetings may be called to deal with any matter calling for immediate attention. At such meetings no business shall be transacted which can be left over until the next ordinary meeting of the committee concerned.
- c. In the event of a split vote in a committee, the Chairman shall have a casting vote.

## 8. Executive Committee

- a. The Executive Committee shall consist of the Commodore (Chairman), Vice-Commodore (Deputy Chairman), Rear Commodore, Treasurer, Development Officer, Sailing Secretary, Youth Officer, Administrator and Quartermaster. The Chairman or Deputy Chairman and two (2) committee members shall form a quorum.
- b. The Commodore shall be bound to call a meeting of the Executive Committee, Sailing Committee or House and Grounds Committee within seven days of receipt of a request, in writing, from any two members of the committee concerned.
- c. Duties of the Executive Committee
  - i. Interpret and give effect to the policy of the Club, control all assets of the Club and deal with all matters which may arise concerning the welfare of the Club. Any two of the Commodore, Vice-Commodore, Administrator, Treasurer and Accountant shall be signatories for the Club.
  - ii. The Executive Committee shall be required to develop a written strategy for the following year by no later than end October each year as this will inform the budget for the next year. The membership and other fee increases must then be brought into the by-laws for the following year to be published no later than end November providing clarity to the new invoice cycle starting in January.
  - iii. Carry out and give effect to any instructions given it by the members at an AGM or SGM.
  - iv. Draw up bye-laws that shall be observed by all members.
  - v. Accept or reject new members of the Club, except that the Administrator or Treasurer may accept an application for visiting membership. Any application that is rejected by the Executive Committee shall not be proposed again for a period of at least three months.
  - vi. Investigate, suspend or expel any member whose conduct is unbecoming or who has infringed any bye-laws of the Club. Any member so dealt with shall have the right to appeal at the next AGM.
  - vii. Administer Club finances subject to the approval of the Trustees in terms of Clause 12, and render duly audited financial statements at each AGM. Members shall not be individually liable for any debts incurred by the Executive Committee.
  - viii. All permanent employees shall join a provident fund and PSC shall contribute 50% of their monthly instalments.
  - ix. Inform members through the medium of newsletters and / or similar communications of all matters relating to the affairs and activities of the Club. All circulars and suchlike addressed to the membership of the Club as a whole, from any committee, shall be dealt with by the Administrator.
  - x. The Administrator shall keep minutes of all Executive Committee meetings and a copy of the minutes shall be forwarded within seven days to each member of the Executive Committee.
  - xi. The Executive Committee may form a sub-committee for any special purpose and may co-opt any Club member to serve on such committee. All proposals and activities of sub-committees shall be subject to the approval of the Executive Committee.
  - xii. The Executive Committee shall manage and be responsible for all Sailing and House and Grounds matters in the Club. Further:
    - a. The Commodore shall take the lead on House and Grounds matters, assisted by Rear Commodore and / or the Bosun
    - b. The Vice-Commodore for sailing matters on the water, plus the maintenance and upkeep of the racing marks and pick-up buoys, assisted by a Bosun.
    - c. The Development Officer shall take the lead on training matters, and when a Youth Officer is not appointed, take the lead on Youth related matters.
    - d. The Youth Officer shall take the lead on all matters relating to the development and organisation of youth activities on and off the water.
  - xiii. Furnish a report on its activities at the AGM.

## 9. Sailing Committee

- a. The Sailing Committee shall consist of the Vice-Commodore (Chairman), Sailing Secretary, Youth Officer, Development Officer, Class Captains, four elected members and the Commodore (ex officio). The Chairman and two committee members shall form a quorum.
- b. The Vice-Commodore shall be responsible for the activities of the Youth Committee. The Vice-Commodore or in his/her absence, another flag officer shall attend all meetings of the Youth Committee.
- c. Duties of the Sailing Committee
  - i. Act on behalf of the Club in all matters under its control except that any negotiation or transaction which affects the policy of the Club shall be subject to the prior approval of the Executive Committee and any communication addressed to the membership of the Club as a whole shall be dealt with through the Administrator.
  - ii. Organise the Club's activities subject to the requirements, if any, of SA Sailing. These activities include all Club events, Club regattas, bridge and rescue duties, protest committees, handicapping, setting of courses, records of competitors' points, establishment and maintenance of marks on the water, equipping of bridge and rescue boats, maintenance of rescue boats, provision of trophies and prizes, collection of race entry fees and enforcement of bye-laws concerning use of the Club's sailing water.
  - iii. Prepare the Club's Sailing Programme and Sailing Instructions.
  - iv. Responsible for maintaining a register of the Club's fleet of each class of boat. Any boat that does not have a valid measurement certificate issued SA Sailing, shall at the discretion of the Sailing Committee be classified as *Open Class* for the purpose of Club racing. If fewer than four boats of a recognised class compete, they shall be classified as *Open Class*.
  - v. Endeavour to foster a high standard of sportsmanship, seamanship and sailing etiquette at all times.
  - vi. Ensure that a high standard of safety is maintained at all times and not permit any boat in an unsafe condition to sail on Club waters. Provide adequate lifesaving and rescue facilities in all Club events.
  - vii. Ensure that a member of the committee attends all general meetings of the regional sailing association.
  - viii. Properly control and administer funds advanced to it by the Executive Committee. Any funds received shall be paid to the Treasurer as soon as possible. Financial transactions of the Sailing Committee shall be confined to matters for which it is clearly responsible and when in doubt, the decision of the Executive Committee shall be final.
  - ix. Keep minutes of all its meetings and a copy shall be submitted within seven days of the meeting to the Secretary/Administrator. All decisions of the Sailing Committee shall be subject to the approval of the Executive Committee.
  - x. Furnish a report on its activities at the AGM.

## 10. House and Grounds Committee

- a. The House and Grounds Committee shall consist of the Rear-Commodore (Chairman), Bosun, Quartermaster, four elected members and the Commodore (ex-officio). The Chairman and any two committee members shall form a quorum. In the absence of a Rear Commodore, the Commodore will be the Chairman and will co-opt members or external resources, on an ad-hoc basis when necessary.
- b. Duties of the House & Grounds Committee
  - i. Act on behalf of the Club in all matters under its control except that any negotiations or transactions which affect the policy of the Club shall be subject to the prior approval of the Executive Committee and any communication addressed to the membership of the Club as a whole, shall be dealt with by the Secretary/Administrator.

- ii. Responsible for the maintenance of all facilities provided by the Club on shore and for all shore activities. This includes car parking, boat parking, clubhouse and canteen facilities, catering, first-aid facilities, entertainment, grounds and garden, security, maintenance of all buildings, jetties and structures, and enforcement of bye-laws concerning dress, conduct, visitors, limitations to use of Club grounds, and so on.
- iii. Responsible for the orderly control of boat parking, trailer parking and the allocation of covered boat parking. The committee shall be required to keep an up-to-date register of boat parking allocations and shall advise the Administrator of any changes that may take place. Decisions of the Executive Committee concerning all aspects of boat parking including the removal of boats from undercover and/or open parking, shall be final.
- iv. Properly control and administer funds advanced to it by the Executive Committee. Any funds received shall be paid to the Treasurer as soon as possible. Financial transactions of the House & Grounds Committee shall be confined to matters for which it is clearly responsible and when in doubt the decision of the Executive Committee shall be final.
- v. Keep minutes of all its meetings and a copy shall be submitted within seven days of the meeting to the Secretary/Administrator. All decisions of the House and Grounds Committee shall be subject to the approval of the Executive Committee.
- vi. Furnish a report on its activities at the AGM.

#### **11. PSC/CCC Coordinating Committee**

- a. A Memorandum of Agreement between PSC and the Centurion Canoe Club (CCC) entitles CCC limited access to PSC facilities. In terms of the Agreement, a PSC/CCC Coordinating Committee shall deal with matters of mutual interest and concern to both PSC and CCC.
- b. The Coordinating Committee consists of a Chairman being a member of PSC and appointed by PSC at an SGM or AGM, a minimum of four (4) members being the Commodore of PSC, Chairman of CCC, the Administrator of each club and, if necessary, one additional member from each club. The Chairman and three committee members shall form a quorum.
- c. The Coordinating Committee shall meet Quarterly (at least four times per year), or as and when required and minutes of meetings shall be kept by the Administrator of PSC.

#### **12. Trustees**

- a. There shall be four or five Trustees, elected by the members at an AGM, and they shall appoint a Chairman from one of their number. The Chairman and two Trustees shall form a quorum.
- b. The role of the Trustees is to advise the Executive Committee, monitor expenditure and safeguard PSC funds.
- c. The Trustees shall act in an advisory capacity to the Executive Committee on investment and expenditure of PSC funds and proposed budgets, and may provide advice on any other matters referred to them by the Executive Committee.
- d. The Executive Committee shall obtain the approval of the Trustees for any proposed expenditure not included and/or exceeding budgeted expenditure as approved at an AGM.
- e. The Executive Committee shall obtain the approval of the Trustees for any proposed withdrawals from the Capital Reserve Fund (CRF), which is an investment account containing the Club's accumulated savings. The CRF is available for funding projects that are considered vital for the continued well-being and satisfactory functioning of the club, but for which funding from annual club income is insufficient. Only the Trustees shall have the authority to make withdrawals from the Capital Reserve Fund, and payment of these funds shall be made directly into the Club's current account.
- f. In all cases in which Trustee approval is required, the Trustees may have suggestions or other feedback, which may result in modifications to the original proposal. The Trustees may advise against unbudgeted expenditure, or withdrawals from the Capital Reserve Fund, by furnishing reasons to the Executive Committee. Should the Trustees and the Executive Committee not



come to an agreement on proposed unbudgeted expenditure, or on withdrawals (or the amount thereof) from the CRF, such matters shall be referred to the AGM or an SGM of the members.

- g. The Administrator shall keep minutes of meetings between the Trustees and the Executive Committee and a copy of the minutes shall be forwarded within seven days to the Trustees and each member of the Executive Committee.

### **13 Youth Committee**

- a. The Youth Committee shall consist of a Youth Officer (Chairman), Development Officer, two youth members and the Vice-Commodore. The Chairman and three committee members shall form a quorum.
- b. The Youth Committee shall be responsible for assisting the Executive Committee with any matters relating to the youth including Youth Regattas.
- c. Decisions shall be subject to the approval of the Vice-Commodore.
- d. Finances and budget shall be under the control of the Vice-Commodore and any funds received must be paid as soon as possible to the Treasurer.
- e. Minutes of all meetings shall be kept and a copy submitted within seven days to the Administrator.

### **14. Officers of the Club**

The Officers of the Club shall be the following

Flag Officers: Commodore (Chairman)  
Vice-Commodore  
Rear Commodore

Officers: Treasurer  
Development Officer  
Quartermaster  
Youth Officer  
Bosun  
Administrator  
Accountant

### **15. Election of Committee Members and Trustees**

- a. Committee members and Trustees shall be elected at an AGM from members of good standing for one year and three years respectively (subject to clause 15d and 15e). Committee members and Trustees may be re-elected.
- b. Nominations for committee members and Trustees shall be made in writing and posted on the Club notice board before the AGM. Nominations shall close prior to the commencement of the meeting unless no nominations are received, in which case nominations may be accepted during the meeting.
- c. Voting for the election of committee members and Trustees shall be done by ballot or show of hands.
- d. It is desirable Flag Officers should have prior experience of managing sailing and/or sailing club administration in the past.
- e. To qualify for election as a Trustee, a member shall ideally, but not necessarily, be familiar with the management and administration of PSC and be suitably qualified.
- f. Any vacancy in the Executive Committee shall be filled by a member of the Club in good standing appointed by the remaining members of the Executive Committee, until the following AGM as contemplated by 15 a. Should a Trustee resign, the remaining Trustees shall appoint a suitably qualified member of the Club to fill the vacancy until the next AGM.
- g. The Executive Committee can, at its discretion, choose to appoint an independent chairman to run the AGM or SGM.



## **16. General Meetings**

- a. An AGM shall be held on a date to be fixed by the Executive Committee not later than 31 May each year.
- b. An SGM shall be at the discretion of the Executive Committee except that the Committee shall be bound to call an SGM within 14 days of receipt of a request in writing, signed by no less than 10% of the voting members of the Club.
- c. Only business for which an SGM shall have been called shall be transacted or discussed.
- d. The notice calling the AGM or any SGM shall be issued at least seven days before the date of the meeting. Such notice shall state the matters to be discussed.
- e. At any AGM or SGM, 15 members, or 10% of the subscribing members (whichever is the smaller) shall form a quorum. In the event of there being no quorum at the advertised time, the meeting shall be postponed for 14 days at the same time and place, and the members then present, irrespective of the number, shall form a quorum and shall deal with the business of the meeting. All members shall be informed of the postponement.
- f. At general meetings the Commodore shall preside or in his/her absence, the Vice-Commodore. If all the flag officers are absent, the members present shall elect a Chairman for the meeting.

## **17. Amendments to the Constitution**

- a. No alterations or amendments to this Constitution shall be made except by a majority of the members present at an AGM or SGM called for that purpose. The Executive Committee shall have the power to make bye-laws not inconsistent with the Constitution, provided that such bye-laws shall be reviewed at the next AGM.
- b. Notice of any proposed alteration to the Constitution shall be given in writing to the Administrator at least 7 days before the AGM or SGM and shall be included in the agenda.

## **18. Dissolution or Merger of the Club**

- a. The Club shall be dissolved or merged with another club with similar objectives by a vote in favour thereof by at least two-thirds of the total membership as obtained by a referendum.
- b. In the event of dissolution or merger, all assets of the Club remaining after liabilities are met shall be used for the benefit of the amateur sport of dinghy sailing as determined by the Trustees.

## **19. Indemnity**

Pretoria Sailing Club, its officers, committee members, members, staff, course organisers and coaches shall not accept liability or responsibility for, and are indemnified against any damages, accidents, injury, death or loss of any nature whatsoever whether arising from negligence, gross negligence or any other cause, which is suffered by any person while on Pretoria Sailing Club premises, on Rietvlei Dam or at any other place, or while participating in Pretoria Sailing Club activities of any nature whatsoever.

## **20. Abandoned boats and equipment**

- a. Boats, trailers, masts, booms, sails and any other items left on Club premises by owners who have left the Club for any reason or have not paid their outstanding membership fees by 1st June shall be considered as abandoned.
  - i. The Executive Committee shall give written notice to such an owner by any digital or other recognised means to the address and contact details provided in his/her application form (or the address as subsequently changed, this being the owner's responsibility), and afford the defaulting member 30 days to rectify the situation.
  - ii. Should an owner fail to comply, the items may be kept by the Club for training purposes or sold by auction to the highest bidder to defray storage and other costs. The balance after deduction of any monies payable to PSC shall be paid to a claimant after identification and proof of ownership is provided.

- iii. Abandoned equipment not sold by auction or used for training shall be disposed of in a manner deemed appropriate by the Executive Committee.
- b. Owners who lay claim to abandoned items not yet sold or disposed of, shall be charged a monthly storage fee as determined by the Executive Committee.

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Amended as per the SGM held on 6 November 2022.

