



**FALSE BAY YACHT CLUB**

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# CONSTITUTION

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(As amended and approved at the Annual General Meeting held on 24<sup>th</sup> August, 2023)

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## **FALSE BAY YACHT CLUB CONSTITUTION**

(As amended and approved at the Annual General Meeting held on 24<sup>th</sup> August, 2023)

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**1. TITLE:**

The name of the club shall be **False Bay Yacht Club**, hereinafter referred to as the “club”, and the headquarters shall be at Simon’s Town.

**2. OBJECT:**

- 2.1 The objects of the club shall be to promote and take part in all forms of aquatic sport in False Bay and adjacent waters and
- 2.2 The encouragement of participants of all ages and backgrounds in those aquatic sports.

**3. CLUB INSIGNIA:**

Club insignia shall comprise flags, uniform, tie and badge as specified in Appendix A hereto; right of use registered where appropriate in terms of the Names, Uniforms & Badges Act No. 23 of 1935 and examples to be retained in the club records for reference purposes.

**4. MEMBERSHIP:**

- 4.1 The membership of the club may be limited as to numbers and shall include the following categories:
  - 4.1.1 Foundation Members
  - 4.1.2 Ordinary Members
  - 4.1.3 Life Members
  - 4.1.4 Family Members
  - 4.1.5 Junior Members
  - 4.1.6 Cadet Members
  - 4.1.7 Absentee or Country Members
  - 4.1.8 Honorary Life Members
  - 4.1.9 Honorary Members
  - 4.1.10 Senior Members
  - 4.1.11 Special Membership
  - 4.1.12 Affiliated Members
  - 4.1.13 Introductory Members
  - 4.1.14 Temporary, Visiting or Day Members
  - 4.1.15 Reciprocity Members
- 4.2 Membership Categories shall be defined as follows:
  - 4.2.1 **Foundation Members** shall have the right to vote and shall consist of the first 15 ordinary or life members elected to membership.
  - 4.2.2 **Ordinary Members** shall have the right to vote and shall consist of all members who reside within a radius of 80 kilometres of the club headquarters or own a mooring (swing or walk-on) or who keep a vessel on a mooring in Simon’s Bay anchorage or on the club premises or who have a ski-boat or other powered craft registered with the club although resident outside the abovementioned radius of 80 kilometres.
  - 4.2.3 At the discretion of the General Committee, **Life Members** shall have the right to vote and shall consist of members in good standing who have maintained a continuous period of 10 years membership as an

Ordinary Member and have paid a compounded subscription as stated in clause 7.3.

- 4.2.4 **Family Members** shall cover a family unit consisting of the ordinary, senior, life or honorary life member – the primary member – and their spouse or partner and dependent children up to the age of 12. Children over 12 are required to take out junior membership. There shall be only one vote per family membership unit. However, a spouse may apply in the normal manner to be an ordinary member with full rights. The aforesaid children may only use the facilities of the club when accompanied by another adult member.
- 4.2.5 **Junior Members** shall consist of members other than family members who are under the age of 21 years. Junior members shall have no voice in the affairs of the club and shall only use the club on such conditions as may be decided upon by the General Committee from time to time.
- 4.2.6 **Cadet/Youth Members** shall consist of persons between the ages of 21 and 26. Upon attaining the age of 26 years the person shall be bound to present themselves for election as an Ordinary Member without payment of the entrance fee, before their next subscription falls due. A Cadet/Youth member shall have no voice in the affairs of the club.
- 4.2.7 **Absentee or Country Members** shall have no voice in the affairs of the club and shall consist of members who ordinarily reside outside a radius of 80 kilometres from the club headquarters, or who during a particular year will be away from their normal residence beyond a radius of 80 kilometres for more than 11 months of that year and who give due notice in writing to that effect, and who will not use the club for more than 30 days a year whilst enjoying this category of membership. Members who keep a vessel on a mooring or on the club premises or who own the rights to a marina berth in the Simon's Bay anchorage or have a ski-boat or other powered craft registered with the club, although resident outside the radius of 80 kilometres, are not eligible for this class of membership and should be full members. Upon resuming residence within the radius of 80 kilometres membership will revert to the appropriate category of membership.
- 4.2.8 **Honorary Life Members** shall have the right to vote and shall consist of persons who have rendered distinguished service in promoting the objects of the club and aquatic sports who, on the recommendation of the General Committee, have been elected as such by the club at an annual general meeting by secret ballot and shall thereupon become entitled, without annual subscription, to all privileges of membership.
- 4.2.9 **Honorary Members** shall consist of persons who have been granted such membership by the General Committee for such time as it deems fit and without payment of entrance fee or subscription, by reason of their high office or commission, or other distinguished persons, including the members of any congress, conference or other public representative body or any other person whom the General Committee thinks fit. Such honorary members shall not be entitled to vote at any meeting of the club, but shall have the privilege of introducing guests.
- 4.2.10 **Senior Members** shall have the right to vote and shall consist of any Foundation, Ordinary and Family Member (one vote) who has attained the age of 65 (sixty five) years.
- 4.2.11 **Special Members** shall have the right to vote and shall consist of any Foundation, Ordinary or Family Member (one vote) who has attained the age of 75 years and who has been a member in good standing continuously for a period of 30 years will be exempt from membership fees from the end of the financial year in which their 75<sup>th</sup> birthday occurs.

- 4.2.12 **Affiliated Members** shall consist of the crew of vessels representing the club in events for which membership of a recognized club is a prerequisite. Such affiliated membership is renewable after each tournament or regatta. These members may not use the facilities of the club on other occasions and shall have no voice in the affairs of the club.
- 4.2.13 **Introductory Members** shall consist of earmarked participants as approved by the General Committee in organized club development programmes designed to introduce inexperienced and novice persons to the respective aquatic sports offered by the club without payment of entrance fee or subscription. Such membership may not exceed the term of the designated programme and these members may not use the facilities of the club on other occasions and shall have no voice in the affairs of the club.
- 4.2.14 **Temporary, Visiting or Day Membership** may be granted at the discretion of the General Committee to the following persons, who may not introduce guests or vote at any club meeting and who:
- 4.2.14.1 are temporarily residing in the south peninsula or visiting Simon's Town by yacht and wish to use the club's facilities during the course of their visit, or
- 4.2.14.2 are participating in a regatta, competition or function organized or hosted by the club, or
- 4.2.14.3 have applied for membership of the club and whose names have been posted on the club notice board, but have not yet been elected to membership
- 4.2.15 Such Temporary Membership may be granted for a limited period of time not exceeding:
- 4.2.15.1 one month in the case of persons mentioned in 4.2.14.1 (visitors), which period may be extended from time to time
- 4.2.15.2 the period of the regatta, competition or function in the case of persons mentioned in 4.2.14.2 (participants)
- 4.2.15.3 three months in the case of persons mentioned in 4.2.14.3 (applicants for membership)
- 4.2.16 **Reciprocity Members** shall consist of members of other similar clubs with whom the club has arranged reciprocity in terms of clause 28, subject to restrictions which may be imposed by the General Committee from time to time.
- 4.3 Notwithstanding anything to the contrary herein contained, no persons residing within 30 kilometres from the headquarters of the club shall be eligible as an Honorary, Temporary or Reciprocity Member of the club (Liquor Act requirement) except where:
- 4.3.1 such person is eligible under the rules of the club by reason of his holding a public office or is a bona fide candidate for membership or having conferred some special benefit upon the club, or
- 4.3.2 by resolution of the General Committee, such person is allowed the privilege of membership while engaged in any match or competition.

## 5. ELECTION TO MEMBERSHIP:

- 5.1 Any person wishing to join the club shall be proposed by an Ordinary, Senior, Life or Honorary Life Member to whom the candidate should be personally known. Their name, and such other information as the General Committee may require, together with the name of their proposer shall be signed on the club's nomination form, provided that this provision shall not apply to a person wishing to join as a Temporary, Visiting or Day member, who shall do so in such manner as the General Committee may from time to time determine in terms of clause 5.11.

- 5.2 No candidate for any class of membership shall be considered who has left another club in bad-standing and has been preceded or followed by any advice from any club that the applicant departed that club in bad-standing or with outstanding unpaid accounts.
- 5.3 Candidates shall be introduced by their proposer to a panel comprising at least 2 members of the General Committee before the date of the General Committee meeting at which their applications are tabled. This may be waived at the discretion of the General Committee in the case of absentee or country members or when an applicant is referred from another club which has similar objectives.
- 5.4 The application form of the candidate and the name of their proposer shall be posted on the club notice board at least 14 days before the date of the General Committee meeting at which their applications are tabled. (Liquor Act requirement).
- 5.5 The General Committee shall be entitled to put such questions as it may deem fit to the proposer concerning the candidate. The proposer shall reply giving all material particulars as to their knowledge of the candidate.
- 5.6 The candidate shall pay his entrance fee and subscriptions prior to the interview by the panel of Committee Members. Thereafter he is entitled to Temporary Membership pending acceptance by the following meeting of the General Committee.
- 5.7 The election or re-admission of members shall be vested in the General Committee, who shall vote by ballot, a simple majority prevailing. Every candidate shall be notified of the outcome of their application and all successful applicants furnished with a copy of the constitution and bye-laws.
- 5.8 No rejected candidate shall be proposed again until the expiration of 12 months from date of rejection.
- 5.9 No member shall be eligible to propose new members until he has been an ordinary member of the club for one year.
- 5.10 Any person elected as a member of the club ipso facto agrees to and shall be bound by the constitution, and Bye-laws in force and any further Bye-laws that may be promulgated from time to time.
- 5.11 Applications for Temporary or Visiting Membership duly proposed and countersigned by 2 members of the General Committee shall constitute election to membership and full details shall be recorded in a book kept for the purpose. Any person applying for Junior Membership shall state the applicant's age on the application form.

## **6. OBJECTIONS:**

- 6.1 Any objections to a person being elected a member shall be lodged with the General Committee during the period that the applicant's name is posted on the club noticeboard (see 5.4 above).
- 6.2 Such objections shall be in writing and signed by the member lodging the objection and shall set out the reasons for such objection.
- 6.3 The General Committee shall, on receipt of an objection, investigate the matter and shall reply to the objector in writing.
- 6.4 The General Committee has full discretion as to the extent of its investigation and shall not be obliged to give the objector any reason for its findings and conclusion in the matter.

## **7. ENTRANCE FEES & SUBSCRIPTIONS:**

All subscriptions shall fall due on the 1<sup>st</sup> July of each year and are payable by the 1<sup>st</sup> August. Any member whose subscription is not paid within 3 months of due

- date, i.e. by 1 October, shall cease to be a member and be barred from entering the club, except that the General Committee may, for good cause, grant a member extended terms for the payment of subscriptions. (Liquor Act requirement).
- 7.1 The entrance fees and annual subscriptions shall be determined by the General Committee provided that any increase shall not exceed 12% of the current annual subscription. Should a larger increase be thought necessary, it must be authorized by the club in General Meeting of members.
- 7.2 Applicants for **Ordinary and Absentee/Country Membership** are required to pay an entrance fee equivalent to the annual subscription payable by an ordinary member at the time the application is received by the club. At the discretion of the General Committee, full members in good standing of other registered sailing and angling clubs in the Western Cape may be exempted from the payment of such entrance fee.
- 7.3 The sum required to purchase **Life Membership** shall be approved by an Annual or Special General Meeting of members and will not normally be less than 15 times the annual subscription payable by ordinary members at that time.
- 7.4 The annual subscription for **Family Membership** shall be that applicable to the primary member plus 10% of the ordinary membership subscription.
- 7.5 The annual subscription of **Junior Members** shall be 10% of the annual subscription payable by ordinary members provided that if a junior member has a moored vessel or ski-boat or other powered craft boat registered with the club, the full subscription becomes payable.
- 7.6 The annual subscription of a **Cadet/Youth Member** shall be determined by the General Committee as per Entrance Fees and Subscriptions, provided that, if a Cadet/Youth Member has a moored vessel or ski-boat or other powered craft registered with the club, the full subscription becomes payable.
- 7.7 The annual subscription of **Absentee or Country Members** shall be 25% of the annual subscription payable by ordinary members.
- 7.8 **Honorary Life Members and Honorary Members** are not required to pay an entrance fee or annual subscriptions.
- 7.9 A **Senior Member** shall pay a subscription reduced by 50%.
- 7.10 The subscriptions of **Temporary, Visiting or Day Members** shall be:
- 7.10.1 in respect of those referred to in clause 4.2.14.1 (visitors) as determined from time to time by the General Committee.
- 7.10.2 in respect of those referred to in clause 4.2.14.2 (participants) as determined from time to time by the General Committee.
- 7.10.3 in respect of those referred to in clause 4.2.14.3 (applicants for membership), Nil, provided their application for membership has been accompanied by the appropriate entrance fee and annual subscription.
- 7.10.4 In respect of Day Members shall be as determined by the General Committee from time to time.
- 7.11 **Reciprocity Members** are not required to pay an entrance fee or annual subscription.
- 7.12 Any past member of the club, who resigned in good standing shall, on rejoining, not be required to pay another entrance fee.
- 7.13 Persons applying for membership after 1<sup>st</sup> August in any year shall pay the full entrance fee and a pro-rata portion of the annual subscription calculated on a monthly basis.

- 7.14 Any fraction of the rand arrived at by the application of any pro-rata or percentage calculations in respect of fees or subscriptions shall be rounded up to the next rand.
- 7.15 The General Committee may at its discretion charge interest on any amount overdue from members in respect of subscriptions or any other charge.

**8. GUESTS:**

- 8.1 Conditions of entry for introduction of guests shall be as determined by the General Committee and published in the club bye-laws from time to time.
- 8.2 Each member shall be responsible for the conduct of guests introduced by him while on the club premises.

**9. CLUB OFFICERS:**

- 9.1 The officers of the club shall be the Flag Officers viz.  
Commodore  
Vice-Commodore  
Rear-Commodore Sailing – elected by the sailing members  
Rear-Commodore Angling – elected by the angling members
- 9.2 Each of the Flag Officers shall, prior to his election in terms of clause 10, have been a member of the General Committee at any previous time for at least one year, but this requirement may be waived by a vote at the annual general meeting of members in respect of any candidate for Flag Officer.

**10. GENERAL COMMITTEE:**

- 10.1 The management of the affairs of the club shall be under the authority of the General Committee, in order to achieve the objectives of the organization. The General Committee shall consist of four Flag Officers of the club and six other elected members. The General Committee which shall be answerable to the members for its decisions and those of (any) appointed sub-committees shall meet once every month or more often if necessary.
- 10.2 Five General Committee members present shall form a quorum. An attendance register and proper minutes of such meetings shall be kept.
- 10.3 Election of the Flag Officers and members of the General Committee shall be by ballot annually at the Annual General Meeting of members from the members entitled to vote and in good standing. If previously elected by either the angling or sailing members in separate meeting, the appointment of the respective Rear-Commodore and sub-committee chairmen shall be ratified by the meeting. All nominations for the positions of Commodore, Vice-Commodore, Flag Officers and Committee Members, shall be posted, together with name of proposer and motivation, on the club notice-board not less than 14 days prior to the meeting at which their election is sought.
- 10.4 Any member of the General Committee who stands to gain commercially or financially from any matter coming before the General Committee, shall declare his/her interest in the matter and recuse himself/herself from all discussion or decision-making related thereto.
- 10.5 The General Committee shall have power to make and amend bye-laws not inconsistent with this constitution for the regulation of the affairs of the club. Such bye-laws shall be posted on the notice board in the club premises for the information of members.
- 10.6 Any vacancy occurring in the General Committee during its term of office shall, in the case of club officers, be filled by a club officer elected by the General Committee. Any consequent vacancy in the case of a club officer or a vacancy in



the case of other committee members shall be filled by an Ordinary Member co-opted by the General Committee.

- 10.7 Any member of the General Committee, who absents himself from three consecutive meetings without first having obtained leave of absence shall vacate his seat forthwith, unless upon request he furnishes reasons satisfactory to the Commodore.
- 10.8 The General Committee shall have power to appoint a Club Manager and other necessary staff to whom it may delegate any of the powers vested in the General Committee.
- 10.9 The General Committee shall appoint a Treasurer who will be accountable to the members for ensuring that the club's financial affairs are conducted in a fit and proper manner. The Treasurer and the Club Manager may not be the same person. The General Committee may in its discretion co-opt the Treasurer to the General Committee.
- 10.10 The General Committee shall maintain a register of members, skipper's licences and safety certificates of all vessels operating from the club's premises, and any other information required by the SA Navy and the local, provincial and national governments.
- 10.11 The Club's financial transactions shall be conducted by means of a banking account. The financial year of the Club ends 30 June of each year.

## **11. SUB COMMITTEES:**

- 11.1 The General Committee may appoint sub-committees, consisting of a convenient number of members, the chairman of which will normally be a member of the General Committee, in particular to manage the sporting affairs of the club. A sub-committee may also be appointed for any special purposes to exercise any of the powers vested in the General Committee in terms of this constitution.
- 11.2 The General Committee shall appoint a finance sub-committee to attend to the financial affairs of the club, which shall be chaired by either the Commodore, Vice-Commodore, Treasurer or a suitably qualified person appointed by the General Committee. This sub-committee shall meet regularly, and file a monthly report to both the General Committee and Treasurer.

## **12. ACCOUNTS AND AUDIT:**

- 12.1 The General Committee shall appoint a practicing audit firm to audit the accounts and balance sheet of the club. Such auditor shall be neither an officer of the club nor a member of the General Committee or finance sub-committee.
- 12.2 The banking account of the club shall be kept in such bank as the General Committee may decide. All cheques or electronic fund transfers drawn on account of the club shall be signed by two persons being Flag Officers of the club, or their delegated nominees.
- 12.3 Any monies invested by the General Committee shall be invested on deposit with a registered bank.
- 12.4 Every member of the club shall be entitled at all reasonable times, upon 7 (seven) days written notice to the General Committee stating their specific requirements, to inspect the books of account of the club, which the finance sub-committee shall accordingly be obliged to make available.
- 12.5 The General Committee in conjunction with the Treasurer shall prepare an annual budget for approval at the Annual General Meeting of members, which shall include the capital and general expenditure for the club for the following 12 months. The General Committee shall not incur expenditure in any financial year

which exceeds said budget by more than 12% in total, without first obtaining the approval of a General Meeting of members.

- 12.6 The General Committee and any of its sub-committees or club staff may not borrow money on behalf of the club other than trade credit arising from the ordinary course of the club's business. Such trade credit must be approved by the General Committee.
- 12.7 The General Committee shall maintain a register of the club's fixed assets.

### **13. DISCIPLINARY PROCEEDINGS:**

13.1 There shall be a disciplinary sub-committee which shall:

13.1.1 consist of a Flag Officer (who shall act as chairman of the sub-committee) and such

number of members as may be appointed by the General Committee from time to time

13.1.2 have power summarily to suspend a member pending an inquiry in terms of 13.1.3 if the

General Committee considers that the circumstances warrant such a suspension provided

that the inquiry in terms of 13.1.3 shall in that event take place within ten days of such

suspension.

13.1.3 have power to inquire into and decide on charges against members and to impose such

penalty, including fines, as they deem fit including the right to suspend or expel members

who have been duly found guilty of:

13.1.3.1 a willful breach of the provisions of this constitution or of the bye-laws made hereunder;

13.1.3.2 conduct prejudicial to the interests or reputation of the club or its members; or

13.1.3.3 conduct unbecoming of a lady or a gentleman; or

13.1.3.4 non-payment of any amount owing by a member to the club or marina company including

unpaid subscriptions or any fine imposed by the sub-committee.

13.2 All suspensions exceeding three months in duration, expulsions and fines exceeding 50% (fifty percent) of current subscription for ordinary members shall be subject to automatic review by the General Committee.

13.3 An appeal may be lodged against any decision or order made by the disciplinary sub-committee to the General Committee, provided that:

13.3.1 a notice of appeal shall be lodged with the club within 7 (seven) days of the date of the

decision or order appealed against;

13.3.2 the quorum of the General Committee at the hearing of such appeal shall be 4 (four); and

13.3.3 the General Committee shall have the power to confirm, alter or set aside in any manner

whatever any such decision or order. The General Committee's decision shall be final.

The Chairman of the disciplinary sub-committee will have the casting vote as well as a

deliberative vote.

13.4 Members shall not be entitled to legal representation at any disciplinary hearing or at the appeal against its findings unless the chairman so rules.

13.5 Members are entitled to apply for a review of the disciplinary committee's deliberations to the Club Trustees who may advise the General Committee in the interests of transparency and fairness that the matter be reopened, if in their unanimous view the original hearing was procedurally or administratively flawed. The decision whether to reopen the hearing and/or the power to impose sanctions rests solely with the General Committee, who's decision in this regard shall be final.

**14. RESIGNATIONS:**

Any member may resign from the club by giving written notice to that effect:

14.1 not later than 30<sup>th</sup> June in the year in which the resignation is desired, and upon payment of all liabilities due by him to the club.

14.2 not later than 30<sup>th</sup> September in the year in which the resignation is desired, and upon payment of three months new subscription and all liabilities due to the club. Any member having resigned in good standing, as defined in clause 22.2, may be readmitted to the club following written request and payment of appropriate fees.

**15. ANNUAL GENERAL MEETING OF MEMBERS:**

The Annual General Meeting of members of the club shall be held before the end of August in each year. A special notice and the agenda of the meeting, together with the names of the candidates for Commodore, Vice-Commodore, Flag Officers and General Committee shall be posted on the club notice board 14 (fourteen) days before the meeting and sent to the last known postal or e-mail address of each member not less than 8 (eight) days before the meeting.

**16. CHAIRMAN:**

A Flag Officer or, failing him, a chairman to be selected by those present, shall preside at all meetings of members of the club or of the General Committee. Only the chairman of the General Committee meeting shall have a casting vote in addition to a deliberative vote.

**17. AGENDA:**

The business of the Annual General Meeting shall include:

17.1 presentation of the annual report of the General Committee.

17.2 presentation of the audited accounts and balance sheet for the year ended 30<sup>th</sup> June.

17.3 election of Trustees.

17.4 election (by ballot) of Flag Officers and General Committee.

17.5 general business.

**18. SPECIAL GENERAL MEETINGS:**

The General Committee may, and shall, upon the requisition of not less than 40 members eligible to vote, call a Special General Meeting of the club of which not less notice than that provided in clause 15 and in the manner provided therein, shall be given. The notice and requisition shall state the business for which such meeting is called, and the discussion and motion or amendments shall be confined within the scope of such notice. At least 80% of those calling for such Special General Meeting shall be present for a quorum to exist.

**19. QUORUM:**

A quorum of any General Meeting of the club shall consist of not less than 40 members eligible to vote.

**20. VOTING:**

- 20.1 Except where otherwise provided in this Constitution, a decision or resolution of the General Committee of the club or of a General Meeting of the members shall be by majority of members in good standing, present and voting, there being no proxy votes allowed. Members under suspension for any reason at the time of voting are not entitled to vote.
- 20.2 Members entitled to vote shall be Foundation Members, Ordinary Members, Life Members, Honorary Life Members, Senior Members and Special Members. In the case of Family Membership only one vote per family is permitted.

**21. AMENDMENTS TO CONSTITUTION:**

Amendments to this constitution may only be made at a General Meeting of members. No motion involving an amendment of, or addition to, this constitution shall be tabled at any General Meeting of members, unless notice thereof shall have been posted on the notice board in the club premises not less than 14 (fourteen) days prior to the date of the meeting, and special notice of the meeting and the proposed amendment has been sent to the last known postal or e-mail address of each member not less than 8 (eight) days before the meeting. No motion shall be declared carried unless a majority of not less than two-thirds of those present and voting shall be in favour thereof.

**22. INTERPRETATION OF CONSTITUTION OR BY-LAWS:**

- 22.1 If any questions or dispute should arise at any General Meeting of members or the General Committee as to the interpretation or meaning of any of the provisions of this constitution or any bye-laws, the chairman of the meeting shall rule thereon, provided that any member there present and objecting to or aggrieved thereby may demand to have such ruling submitted to the meeting, which shall finally decide the question or dispute by vote.
- 22.2 “Good standing” shall mean that the member is not guilty of any of the offences listed in sub-clauses 13.1.3.1 to 13.1.3.4.

**23. TRUSTEES:**

There shall be four Trustees, inclusive of the sitting Commodore, who shall be suitably experienced club members, in impeccable standing, elected at the Annual General Meeting of members for an initial term of 2 (two) years, with the option to offer themselves for an additional 2 (two) year term. No Trustee shall hold office for a continuous period of more than 4 (four) years.

The Trustees are specifically charged with ensuring that the assets and property of the club, both movable and immovable, are adequately insured, legally and financially secure and properly maintained. The Trustees shall, in addition, have a sensitive over-arching responsibility for the broader interests and overall direction of the Club and Membership, including dealing with specific or urgent matters that the Commodore and/or GenCom may call upon them to address.

The running and control of the Club will always remain the express function and responsibility of the Commodore and GenCom. In exercising any of their functions the Trustees are expected to act “with a light touch “, and always

through the Commodore (or the Vice Commodore, if applicable), and never directly with staff or members.

The Trustees, will normally meet twice a year – either side of the AGM for a general overview of the Club’s activities and performance.

The Trustees are entitled to attend any meetings of the GenCom, or any sub-committees, in a purely observer capacity. Should they collectively wish to raise items for consideration they shall obtain prior permission from the Commodore / Chairperson.

Any 2 (two) Trustees, who together feel that an issue facing the club warrants serious and urgent attention, may attend and address a GenCom meeting, or any other meeting of the Club, by simply advising the Commodore / Chairman of their intention to do so. Under these special circumstances the Commodore / Chairman’s permission is not required.

The Commodore shall provide the Trustees with the minutes of all GenCom meetings, and in addition, the Trustees may at any reasonable time call upon the Commodore (or his proxy) to provide them with any official Club documents.

## **24. CORPORATE STATUS:**

24.1 The club is an independent legal persona or entity distinct from the individuals who compose it, having capacity of acquiring rights of property, of incurring obligations and of suing or being sued in its own name and having perpetual succession and neither members nor the General Committee shall be answerable for the debts or engagements of the club.

24.2 No member or any guest shall have the right of action against the club or any member of the General Committee or official thereof for any damage suffered by him or her through any action, default or neglect of the club, its committees or its servants. For the purpose of this rule, the term “member” shall include all classes of members referred to in clause 4 above.

24.3 The General Committee shall take out insurance with a reputable company to give the club adequate cover against any claim or contingencies arising out of the club activities, including indemnification against claims in respect of possible liability in terms of the Occupational Health and Safety Act 85 of 1993 (as amended from time to time).

24.4 Every member of the General Committee or any of its sub-committees or panels or any servant of the Club shall be indemnified out of the Club’s funds or insurances against all losses, liabilities, suits, claims and the like incurred by him in the conduct of the Club’s business or in the discharge of his duties, provided that no such indemnification shall be permitted under any circumstances to any such person who has committed any criminal act or acted in bad faith or with gross negligence causing such losses.

## **25. PROHIBITION AGAINST THE USE OF THE CLUB FOR BUSINESS:**

25.1 No member shall use the club address on any communication intended to appear in any newspaper, periodical or publication, or for use on radio or television, except such communications as may be authorised in writing by the General Committee, nor shall any member use the club address for business purposes.

25.2 no person shall be eligible to be or continue as a member of the club or committee who, in the opinion of the General Committee, misuses the privileges of membership for business reasons contrary to the general interests of members.

- 26. DESTRUCTION OF CLUB PROPERTY:**  
No member of the club shall destroy, mutilate or without the prior sanction of the General Committee or their delegate, willfully remove from the club premises upon any pretext whatever, any newspaper, book, pamphlet or any other property of the club, under pain of being dealt with under provisions of clause 13.
- 27. SUGGESTIONS AND COMPLAINTS:**  
All suggestions and complaints by a member shall be made in writing and shall be considered by the General Committee at its next ordinary meeting.
- 28. RECIPROCITY AND AFFILIATION:**  
The General Committee shall have power to arrange terms of reciprocity and affiliation with other clubs should they consider it in the interests of the club. Regulations governing reciprocity will be decided by the General Committee from time to time.
- 29. PROFIT ON LIQUOR SALES:**  
No profit from the sale of liquor by the club shall accrue to any individual. (Liquor Act requirement).
- 30. TARIFFS AND FEES:**  
The General Committee shall draw up schedules of tariffs and fees for various club services. These shall be posted on the club notice board 1 (one) month prior to implementation.
- 31. DISSOLUTION:**  
31.1 The club may be dissolved or merged with another club with similar purposes and objects only:  
31.1.1 on resolution passed by not less than two-thirds of voting members present at a duly constituted General Meeting of members; or  
31.1.2 on an application to the High Court by a voting member on the grounds that the club has become dormant or is unable to fulfill its purpose and objects.  
31.2 In the event of a merger, the assets of the club shall accrue to the club with which the merger is effected.  
31.3 On dissolution the assets of the club shall be realized by a liquidator appointed by General Meeting or the court, as the case may be, and the proceeds shall be donated to such club having similar objects to this club as the meeting or court may decide.
- 32. CONDUCT OF BUSINESS:**  
No business of any description shall be conducted on or from the club's premises unless approved by the General Committee and set out in a written agreement.
- 33. DEFINITIONS:**  
In the interpretation of this constitution, words importing the singular shall include the plural and vice versa. Words importing one gender shall include all

genders, and the clause headings and numbers shall be for information only and not used as an aid to interpretation of the contents.

**APPENDICES:**

**A. CLUB FLAGS, FORM OF THE CLUB NAME, UNIFORMS AND BADGE:**

A.1 **CLUB FLAG:** A white burgee with a royal blue border and a black fouled anchor on the white ground; an example of which will be retained in the club records for reference purposes.

A.2 **HOUSE FLAGS:** The club will from time to time determine “house versions” of the club burgee that may be flown by then current Flag Officers as well as by past Commodores.

A.3 **NAME:** The club name False Bay Yacht Club shall be printed with the first letter of each word capitalized and the other letters in lower case using the font “Times New Roman” and in the colour Royal Blue.

(Items A.4 through A.6 below are registered under Certificate Number 819 dated 31 Jan 1961 in terms of Section 5 of Protection of Names, Uniforms and Badges Act No. 23 of 1935):

A.4 **BLAZER:** On a navy blue background, on the left breast pocket the badge as described under the Act specified above, outlined in gold, and thereunder the letters FBYC in gold.

A.5 **TIE:** Royal Blue, and thereon the badge as described under the Act specified above, displayed in diagonal rows.

A.6 **BADGE:** A white triangular pennant with a royal blue border on the upper and lower sides and a black, fouled anchor on the white ground next to the staff.

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**Commodore:**

**24th August, 2023**