



CONSTITUTION



PORT ELIZABETH RIDING CLUB

SUBJECT : CONSTITUTION

SIGNED :

CHAIRMAN : G Seton Smith 12 Nov 2022

CREATED BY : C Smith

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The Port Elizabeth Riding Club (herein referred to as the “Club”) has been operational for more than 60 years. This is a Club for all levels of rider (amateur or professional), enthusiasts or just lovers of anything relating to the equestrian world to enjoy. The venue play host to many riders from different clubs, schools and provinces on a regular basis. Disciplines catered for include but are not limited to show jumping, showing, dressage, equitation and arena eventing.

1. DEFINITIONS

- 1.1 In all cases where the word “Club” is used in this Constitution it shall, unless inconsistent with the context, include the grounds, clubhouse and other buildings and premises acquired by the Port Elizabeth Riding Club or its Members or servants and equipment owned by Port Elizabeth Riding Club.
- 1.2 The definition of the terms Members, Chairman, Vice-Chairman, Treasurer and Committee shall, unless inconsistent with the context, be as per the relevant sections in this Constitution.
- 1.3 In this Constitution, unless inconsistent with the context, words imparting the singular shall include the plural, any implying the masculine shall include the feminine, and any references to horses shall include ponies and vice versa.
- 1.4 The Members shall be divided into the below classes:
- 1.4.1 Ordinary Members: who shall be eighteen (18) years and over, who shall enjoy all rights and privileges of the Club including the right to vote at any meeting of the Club, and who may be further categorised as;
- a) Adult Members.
 - b) Life Members: The Committee shall have the right to grant Life Membership to such person or persons, or Corporate Bodies (represented by their nominee), as it sees fit.
 - c) Social Members: This category is not available to competitors
 - d) Family Members: This category has been formed for the purposes of subscription fee payment terms, and is limited to 4 Members, being a maximum of 2 adults and maximum of 2 children per family. Family Memberships shall have the consolidated equivalent of one (1) Ordinary Member vote.
- 1.4.2 Minor Members: Those Members who have not reached eighteen (18) years of age. Minor Members are not permitted to vote , however one and only one parent of each paid up registered Minor Member shall be granted a right to vote at General Meetings. This right is applicable only

if such parent is also an ordinary member of the club , in which case such parent will carry 2 votes.

1.4.3 Temporary Members: The Committee shall have the right to grant Temporary Membership on payment of a non-Membership levy, to such person or persons as it may decide, for events at the Club. Temporary Members shall not have the right to vote at any meeting of the Club.

1.4.4 Honorary Members: The Committee shall have the right to grant Honorary Membership to such person or persons, or Corporate Bodies (represented by their nominee), as it sees fit; for such period in each case as it may determine. Honorary Members shall not be entitled to vote at Annual and Special General meetings unless they are also Ordinary Members

2. MISSION

2.1 The mission of the Club is to –

2.1.1 promote participation in equestrian sport;

2.1.2 develop and promote skills and expertise in equestrian sport and make such expertise available to Club Members; and

2.1.3 contribute to the development of equestrian sport in South and Southern Africa.

3. OBJECTIVES

3.1 The name of the Club shall be THE PORT ELIZABETH RIDING CLUB.

3.2 The Purpose and Objective of the Club shall be to promote all equestrian activities, to provide facilities for these activities, as far as possible, and to undertake and promote all such other activities as may be convenient and

beneficially undertaken in connection therewith.

3.3 The Club Year shall run from 1st January to 31st December.

4. LEGAL STATUS

4.1 The Club shall have perpetual succession and may sue and be sued in any Court of Law in its name and may be represented in any legal proceedings by any person or persons delegated for such purpose by the Committee.

5. HONORARY POSITIONS

5.1 The Club may appoint an Honorary President on the resolution of the Executive Committee, or by a vote at an Annual or Special General Meeting.

5.2 The Honorary President shall stand for a period of one year and shall endure until the next Annual General Meeting.

5.3 The holder of any honorary position shall have no voting rights unless such holder is also an Ordinary Member of the Club.

6. EXECUTIVE COMMITTEE

6.1 COMPOSITION OF THE EXECUTIVE COMMITTEE

6.1.1 There shall be a Committee consisting of a minimum of three Ordinary Members of the Club, being the Chairperson, Secretary and Treasurer. In addition there shall be a minimum of one (1) Ordinary Member of the Club for each equestrian discipline offered by the Club.

Additional Committee Members may be elected from the body of Ordinary Club Members, including but not limited to a Vice Chairman , Groundsman, Facilities Manager, Hospitality Manager and Marketing Manager. These positions must be filled with either Ordinary Members or employees of the Club , save that club employees who are appointed to the Committee shall not have a Committee vote.

- 6.1.2 The Management of the affairs of the Club shall be vested in the Committee. The Committee shall meet regularly, at least once per month throughout the year, and proper minutes of all meetings of the Committee shall be kept by the Secretary of the Committee.

6.2 ELECTION OF THE EXECUTIVE COMMITTEE

At every Annual General Meeting:

- 6.2.1 A Chairperson shall be elected, and such Chairperson shall hold office until the election of a Chairperson at the next Annual General Meeting.
- 6.2.2 No person shall hold office as Chairperson for more than two successive years unless the Annual General Meeting, on a simple majority vote, decides that there are exceptional circumstances which warrant his/her election for a further term.
- 6.2.3 No person shall hold office as Vice-Chairperson for more than two successive years, unless the Annual General Meeting, on a simple majority vote, decides that there are exceptional circumstances which warrant his/her election for a further term.
- 6.2.4 Should a Committee Member resign , retires or for any other reason is unable to continue to act as such, then the Committee may appoint an acting Committee Member in their place until such time as the following AGM ratifies such appointment, or elects an alternative.

6.3 POWERS AND OBLIGATIONS OF THE COMMITTEE

The Committee shall have the power:

- 6.3.1 Generally, to administer and manage the affairs of the Club.
- 6.3.2 To prescribe procedure for meetings of the Committee, save that:

- 6.3.2.1 The Chairperson shall have a casting vote in the event of an equality of votes; and
- 6.3.2.2 All Committee members are entitled to vote at Committee meetings , except for Club employees who are Committee members who shall not be entitled to vote. Five (5) Members who are entitled to vote shall constitute a quorum.
- 6.3.3 To buy, sell, let or hire, exchange, transfer, receive by way of donation or otherwise, Im/movable Property, including Debentures, Stocks and Shares; and to invest the funds of the Club in Government or Municipal Stocks, Mortgage Bonds, or on Fixed Deposit, Savings Accounts or otherwise in Banks, Building Societies or like organisations.
- 6.3.4 To borrow money on the security of Immovable Property and pass Mortgage Bonds on the same.
- 6.3.5 Generally to deal with the property and funds of the Club in the pursuance of the objectives and purposes of the Club.
- 6.3.6 To institute and defend legal proceedings on behalf of the Club.
- 6.3.7 To employ people to fill positions as deemed necessary by the Committee including but not limited to a Groundsman, Facilities Manager, Hospitality Manager and Marketing Manager and any casual labour deemed necessary.
- 6.3.8 Without stating any reason therefore, to
 - 6.3.8.1 decline to accept Membership;
 - 6.3.8.2 decline to renew Membership; and
 - 6.3.8.3 remove or suspend any Membership.

- 6.3.9 To appoint an acting successor to any Committee Member who vacates office for any reason other than effluxion of time. Such appointment shall be ratified at the first subsequent AGM after the appointment , alternatively a new successor shall be elected
- 6.3.10 To make Bye-Laws not inconsistent with this Constitution, including Regulations governing the right of Members to admit Guests to the Club. Any making, alteration, or repeal, of a Bye-Law by the Committee shall be published to Members via email and published on the Club notice board for a period of two (2) weeks and shall only on the expiry of such period become effective and binding.
- 6.3.11 To appoint Sub-Committees for special purposes: save that:
- 6.3.11.1 at least one (1) Member of each sub-Committee shall be a Member of the Committee.
 - 6.3.11.2 keep an up to date Register of Members of the Club at all times.
 - 6.3.11.3 keep proper minutes of meetings of the Committee, and of any and all General Meetings of the Club.
- 6.3.12 To apply for the grant of a Club Liquor Licence in respect of the Club premises in Lorraine, including all and whatever other Licences, Authorities and Permits, are prescribed as necessary for the conducting of all affairs of the Club.

6.4 RESIGNATION, SUSPENSION AND DISQUALIFICATION OF COMMITTEE MEMBERS

A Committee Member shall cease to hold office as such:

- 6.4.1 upon receipt by the Committee of the Club of his/her resignation in writing;

- 6.4.2 upon his/her ceasing to be a Member of the Club, or upon his/her Membership being suspended;
- 6.4.3 upon his absenting himself/herself without leave from all meeting of the Committee held over a period of three (3) consecutive calendar months;
- 6.4.4 any Member of the Committee shall be disqualified from voting at any meeting of the Committee if in arrears with any payment due to the Club;
- 6.4.5 upon his/her ceasing to be an employee of the Club, or upon his/her employment being suspended;
- 6.4.6 any Member may be removed by the affirmative vote of a Majority of the remaining Committee Members for misconduct.

7. MEMBERSHIP

- 7.1 The Club shall consist only of those Membership categories in this constitution, or as defined and recorded by the Committee from time to time, provided that no person under the age of eighteen (18) years may become an Ordinary Member under any circumstances.
- 7.2 Application for Membership shall be made on the prescribed form, and shall be signed by the Applicant and shall be forwarded to the secretary of the Club who shall submit same to the Executive Committee. On an Application for Membership being accepted by the Committee, the Applicant shall be:
 - 7.2.1 Become entitled to the benefits and privileges of the Club ; and
 - 7.2.2 Become liable for all payments, fees and subscriptions due for the year in which he/she is accepted and shall be immediately be bound by this Constitution and Bye-Laws made hereunder, and shall be presumed to

be aware of all the provisions of the Constitution and Bye-Laws.

- 7.3 Subscriptions shall be due and payable to the Club Treasurer by the last day of January in each year, and all other payments or fees on such date as a General Meeting, or the Committee, may decide. A Member will not be in good standing if his subscriptions are not paid by the date stipulated in the annual fee notice submitted to all Members for that particular year.
- 7.4 Any Member intending to resign from the Club shall, in writing, notify the Secretary of such resignation on or before the start of the new year 1 January , and shall otherwise be liable for his subscription for the ensuing year, except in such cases in which the Committee consider; in their discretion that such payment may be waived. Any Member whose subscription is unpaid after three (3) months of it becoming due shall cease to be a Member, but may be reinstated by the Committee, at their discretion, on payment of arrears.
- 7.5 A Member whose Membership has been cancelled, or who has been expelled, suspended or who has resigned:
- 7.5.1 shall remain liable for such payments, fees and subscriptions still due and payable by him/her.
- 7.5.2 shall not be entitled to recover any sums by reason of the termination or suspension at his/her Membership prior to the end of the current year.
- 7.5.3 shall pay the current entrance fee upon re-joining.
- 7.6 Every Member shall cause his or her contact details, or any change thereof, to be recorded with the Secretary who shall keep an updated Register of Members at all times.
- 7.7 Any Notice or communication of whatever kind to a Member shall, on being posted

either by email or in an envelope bearing such address as at the time of posting is recorded in the Club's Register, be deemed for all purposes to have been received by such Member within seventy-two (72) hours of its being placed in the post or sent by email.

7.8 The accidental omission to give Notice of any Meeting to any person or persons entitled to be present thereat shall not invalidate the proceedings of that Meeting.

7.9 A Member of the Club in good standing shall be entitled to inspect, at reasonable times, all books of account of the Club; which the Treasurer, or other custodian, shall accordingly produce within ten (10) days of receipt of request which shall be in writing.

7.10 As further defined in clause 1.4 , membership of the Club consists of :

7.10.1 Ordinary Members (categorised as Adult, Life, Family and Social Members)

7.10.2 Minor Members

7.10.3 Honorary Members.

7.10.4 Temporary Members

7.11 LIABILITY OF MEMBERS

The Liability of a Member shall be limited to:

7.11.1 the Subscription to the end of the current year in which he or she ceases to be a Member.

7.11.2 any indebtedness to the Club.

7.11.3 any fine which may have been lawfully imposed, or damages which may have been lawfully and reasonably assessed by the Committee against him or her.

7.11.4 damaged/injury caused.

8. DISCIPLINE

- 8.1 The Committee of the Club are entitled to discipline any Member of the Club should they deem it necessary.
- 8.2 The Committee shall appoint three (3) Ordinary or Honorary Members of the Club to constitute the Disciplinary Sub-Committee for a disciplinary hearing, save that, on the recusation or unavailability of any of the above mentioned the Committee shall have the power to fill any vacancies from among the Members of the Committee.
- 8.3 The Disciplinary Sub-Committee shall have power to formulate, enquire into and decide on charges against Members and to reprimand, fine, suspend and/or expel Members who have duly been found guilty of:
- 8.3.1 a wilful breach of the provisions of this constitution or of the Bye-Laws made hereunder, save that a Member shall not be expelled for breach of the Bye-Law; or
 - 8.3.2 conduct prejudicial to the interests or reputation of the Club; or
 - 8.3.3 non-payment, within a month of its imposition, or a fine imposed by the Sub-Committee; or
 - 8.3.4 bringing the Club into disrepute or bringing dishonour to the sport, or
 - 8.3.5 cruelty to animals or any kind of ill-treatment whatsoever, in accordance with the Regulations of the South African Equestrian Association or
 - 8.3.6 misconduct at Club premises or events, including but not limited to drunken, disorderly, abusive, insulting or aggressive behaviour.
- 8.4 The accused Member must be given seven (7) days' notice of the charge preferred against him/her. This must be in the form of a registered written letter

or email. The accused Member shall be called to the meeting by reasonable notice, which must be within six (6) weeks of the incident, or the Club becoming aware of the incident and the accused Member must be given every opportunity to put his/her case before the disciplinary Committee. No legal representation will be permitted.

8.5 An appeal shall arise from any decision or order made by the Disciplinary Committee, provided that:

8.5.1 a notice of appeal shall be lodged with the Secretary within one (1) month of the date of the decision or order appealed against,

8.5.2 a minimum of 3 members of the Executive Committee , of which 1 shall be nominated as Chairman , shall hear the appeal. It's decision shall be made based on a majority vote. If there are more than 3 Committee members present , in the case of an equal division, the Chairman of the appeal shall have a casting vote.

8.5.3 that the person referred to in clause 8.2 be present, and

8.5.4 that the Committee shall have power to confirm, alter or set aside the decision of the Disciplinary Committee .

9. MEETINGS

9.1 An Annual General Meeting of Members shall be held as soon after the end of the Club's financial year as may be convenient, but not later than the 30 September of each year.

9.2 A Special General Meeting of Members shall be held on the written request, setting out the purposes of the meeting and made to the Secretary by:

9.2.1 the Committee; or,

- 9.2.2 any twenty (20) Ordinary Members in good standing.
- 9.3 General Meetings shall be convened by the Secretary on the direction of the Committee, and she/he shall give Notice thereof on the Club Notice Board and in writing to all Members. Such Notices shall be given in the case of Annual General Meetings and Special General Meetings twenty-one (21) calendar days before the dates of such meetings, and such Notices shall set out the Agenda for the relative meeting.
- 9.4 It is accepted that virtual meetings will be allowed as will voting on virtual platforms for any meeting to be called
- 9.5 The quorum of the general meeting shall be the lessor of twenty-five (25) or twenty percent (20%) of Ordinary Members in good standing.
- 9.6 An Annual General Meeting shall, subject to Article 9.1, have power:
- 9.6.1 to raise, discuss and decide any matter whatsoever, including the election annually of an Honorary President, Chairperson, Vice Chairperson, Treasurer, other Committee Members and any other such Officers as may be considered necessary and the removal of any such Officers.
- 9.6.2 to appoint Honorary and / or Life Members, providing that such election be supported by the unanimous vote of all Members present.
- 9.7 No person shall be eligible for election in terms of Article 8.5.2 unless:
- 9.7.1 a properly completed Nomination Form, as set out in Annexure "A" hereto, is in the hands of the Secretary by 17h00 on the 10th day preceding the day of the Annual General Meeting.
- 9.7.2 in the case of a nomination for the position of Honorary President, or Honorary or Life Members, such nomination is approved by the

Committee before the Annual General Meeting, and the Committee shall not be obliged to give reasons for the rejection of any nomination.

- 9.8 A Special General Meeting shall have power to raise, discuss and decide only such specific matters as have been set out for consideration in the Notice of Meeting.
- 9.9 The Chairperson of the Club, or in his/her absence, the Vice-Chairperson or in his absence any Member elected by the Meeting, shall act as Chairperson of a General Meeting.
- 9.10 The Chairperson shall prescribe the procedure to be adopted at any General Meeting, save that:
- 9.10.1 All matters shall be decided by a show of hands or polling in the case of virtual meetings, provided that decisions shall be by ballot where the Chairperson deems it necessary, or on a motion to that effect by a Member, duly seconded.
- 9.10.2 Ordinary members have the right to vote by Proxy, provided that it is a proxy on behalf of no more than two other members. The Committee shall be entitled to set additional requirements for Proxy voting where deemed necessary
- 9.10.3 In the case of an equal division, the Chairperson shall have a casting vote.
- 9.10.4 Should no Quorum be attained at a General Meeting, the Members entitled to vote and are present at this meeting may,
- 9.10.4.1 subject to a two-thirds (2/3) majority, adjourn the meeting once to an alternative date, or
- 9.10.4.2 if unanimous, elect to proceed with the business of the meeting.

9.10.5 Any Member of the Club in arrear with any payment due to the Club shall be disqualified from voting at any General Meeting of the Club during his/her period of such indebtedness to the Club.

10. OWN RISK INDEMNITY

10.1 Every Member who acts for or on behalf of the Club , including but not limited to Committee members and volunteers , shall be indemnified by the Club against all costs, losses and expenses which such person or persons may incur or become liable for by reason of any lawful act or deed done by such person or persons in the discharge of their respective duties for or on behalf of the club.

11. CONDUCT

11.1 A Member of the Club is at all times subject to this Constitution, the rules made in terms of this Constitution, the laws, Bye-Laws, regulations and any Code of Conduct which may be adopted by the Club.

11.2 A Member of the Club shall at all times conduct himself or herself in such a way that the good name and reputation of the Club may not suffer prejudice as a result of his or her conduct.

12. FINANCE

12.1. The administration of the funds is as follows:

12.1.1 Club funds are administered by the Executive Committee.

12.1.2 an Income Statement and Balance Statement of the financial year must be submitted annually at the Annual General Meeting.

12.1.3 budgets for each following year must be set up by the Executive Committee and be revised on a continual basis.

- 12.2 Club funds are generated from , but not limited to , Membership fees, livery fees, entry fees, lessons, donations, sponsorships, fines, sales and specific projects which are approved by the Executive Committee.
- 12.3 The financial year of the Club is from 1 January to 31 December.
- 12.4 At the Annual General Meeting a person who may not be a Member of the Executive Committee, is nominated to review the books of the Club. The statements will be presented by the Treasurer at the Annual General Meeting.
- 12.5 The Treasurer may, with the approval of the Executive Committee, open one or more bank accounts into which the funds or surplus funds of the Club may be deposited and from which payments on behalf of the Club may be made.
- 12.6 Withdrawal of funds from any account contemplated, whether by cheque or otherwise, shall only be done on authorisation of the Treasurer and the Chairman / Vice Chairman. Should the amount exceed R 50 000 then the full Executive Committee shall be required to authorize such withdrawal
- 12.7 The accounts and books of the Club shall be open to inspection by Members at all reasonable times during business hours.
- 12.8 The accounts of the Club shall be compiled and examined annually in terms of the IAASB ISRS 4410 (Revised) : Compilation Engagements , and the correctness thereof ascertained by the practitioner in accordance with generally acceptable accounting practice.

13. LIABILITY COVER

- 13.1 Members may be aware of the risks of horse riding but occasionally an incident may occur involving them or Members of the public that results in an injury or

property damage , and they are expected to have public liability against loss, injury or damage that might be caused at any given time.

13.2 The horses remain the responsibility of the owner & rider at all times and they are expected to have public liability against loss, injury or damage that might be caused at any given time.

13.3 The Club is to take out insurance to cover liability for itself and its officials.

14. GENERAL

14.1 The provisions of this Constitution may be altered by a Special Resolution, duly passed by a majority of not less than two-thirds (2/3rds) of those Members present and entitled to vote at a General Meeting of Members, provided that the precise terms of any proposed alteration shall be set out in the Notice convening the meeting and fourteen (14) days' notice.

14.2 The Club may be dissolved, or merged with another Club with similar Purposes and Objects, in each case only:

14.2.1 On a Resolution passed by a majority of two-thirds (2/3rds) of the Members present at a duly constituted Special General Meeting of Members; or

14.2.2 On an Order of Court made after Application to a Court of Law by any Member on the ground that the Club has become dormant or is unable to fulfil its Purposes and Objects.

14.3 On merger, the nett Assets of the Club , after all liabilities and financial commitments and obligations have been met , shall accrue to the merged entity.

14.4 On dissolution, the the nett Assets of the Club , after all liabilities and financial commitments and obligations have been met shall be realised by a Liquidator appointed by the Special General Meeting or the Court, as the case may be,

failing which an independent professional shall be appointed by the Committee , and the nett proceeds shall be paid and delivered to the Eastern Cape Equestrian Federation or to the South African Equestrian Federation, or to any registered equestrian Club or Show Holding Body , or to the Successor/s of any of the above.

14.5 The Club shall be registered with the South African Equestrian Federation , or the Successor/s thereof , any other national or provincial bodies that are necessary to fulfil its Mission and Objectives.

14.6 Where this Constitution is silent on any matter , then the Constitution of the South African Equestrian Federation shall prevail.

15. CONTACT

15.1 **Physical address:** Erf 210 Bergeus St , Lorraine, Port Elizabeth

15.2 **Contact:** 041 367 4220

15.3 **Email:** percoffice@gmail.com
percaccts@gmail.com

