

ALFRED ROWING CLUB

(A division of Zeekoevlei Yacht Club)

CONSTITUTION

NAME

1. The name of the Club shall be Alfred Rowing Club ("the Club").

CORPORATE STATUS

2. The Club shall be a division within Zeekoevlei Yacht Club and shall, subject to the overriding provisions of the Constitution of the Zeekoevlei Yacht Club, maintain a separate identity and operate its own bank account and governing body.

PURPOSE

3. (1) The primary purpose of the Club shall be to promote and foster the sport and discipline of rowing.
(2) The Club and its members shall not discriminate against any individual on the basis of race, religion, sex or political affiliation, and shall strive to promote the best practices of rowing.
(3) The Club shall represent its Members at all governing bodies of the sport of rowing, both internationally and locally.
(4) The Club shall be bound by the provisions of the Rowing South Africa ("RowSA") Constitution, the provisions of which shall take precedence in any conflict with this Constitution.

POWERS

- 4.1 In furtherance of the above purpose the Club shall have all such powers as may be necessary or appropriate for that purpose, and in particular (without limiting the generality of the foregoing) shall have such power as is delegated by Zeekoevlei Yacht Club -
 - (a) to sue or be sued in its own name and to be represented in Courts of Law;
 - (b) to possess, apart from its Members and in its own name, movable or immovable property, assets and rights; to purchase, hire or otherwise acquire the same; and to manage, transfer, sell, cede or otherwise dispose of the same;
 - (c) to obtain funds wholly or partly from the State, from a local or other governmental authority, from private institutions, organisations, corporations and sponsors, or from the public;
 - (d) to accept any gift, endowment or bequest made to or for the Club and to carry out any Trust allotted to any such gift, endowment or bequest;
 - (e) to borrow in its own name and in such manner as the Club shall think fit, and in particular (but without limitation) by overdraft or loan from bankers or others or by passing mortgage or notarial bonds for registration with the proper authorities;
 - (f) to open and operate a banking account in the name of the Club, to make and receive electronic payments and to draw, accept, discount, endorse, execute, and issue promissory notes, bills of exchange, cheques and other negotiable instruments;
 - (g) to invest and deal with the monies of the Club not immediately required in such manner and upon such securities (if any) as may from time to time be determined by the Committee; provided that funds available for investment shall only be invested with registered financial institutions as defined in section 1 of the Financial Institutions (Investment of Funds) Act, 1984,

and in securities listed on a licensed stock exchange as defined in the Stock Exchanges Control Act, 1995 (No 1 of 1995);

- (h) to associate and/or affiliate with any other club or organisation having similar objects;
- (i) to transfer, sell, cede or donate to its Members or to any similar club any monies, assets, rights or interest in respect of any property, whether movable or immovable;
- (j) to construct, maintain and alter any property or buildings required for the purposes of the Club;
- (k) to publish and distribute to members and/or members of the public, reports of the proceedings and activities of the Club, to maintain a website and to publish and circulate a magazine and/or other literature for the information and enlightenment of its Members and the public;
- (l) to appoint or dismiss any agents, officials or employees and to determine and pay their remuneration and/or salaries;
- (m) to assume to be in law, theory and practice the sole representative of the rowing community in the Eastern Cape, subject to the provisions of Article 8 (8) hereof;
- (n) to make and enforce rulings in disputes between clubs and/or individuals in clubs, affiliated to the Club;
- (o) apply and enforce directives, rules and regulations as issued by the Club and by RowSA from time to time;
- (p) to do all such acts and things as are incidental to the attainment of the objects of the Club, and which may be legally accomplished by an *universitas personarum*.

4.2 Any occurrence not covered by the constitution will be decided on by the Committee and ratified at the next general meeting.

CORPORATE EXISTENCE

- 5. (1) The Club is an independent legal persona or entity distinct from its Members and office bearers, having capacity of acquiring rights or property, of incurring obligations and of suing or being sued in its own name and having perpetual succession, notwithstanding changes in its membership and office bearers.
- (2) The Members and office bearers of the Club shall not be answerable for the debts or engagements of the Club, except where the Members or office bearers have acted 'Ultra Vires', and shall have no rights in the property or other assets of the Club solely by virtue of their being Members or office bearers.
- (3) All property, whether movable or immovable, corporeal or incorporeal, and as requires registration, shall be registered in the name of the Club.

INCOME AND PROPERTY

- 6. The income and property of the Club wheresoever derived shall be applied solely towards the promotion of its objects, and no portion thereof shall be paid or transferred directly or indirectly in any manner whatsoever to the Members, office bearers, trustees, directors, officials or donors of the Club, provided that nothing herein contained shall prevent the payment in good faith of remuneration or other consideration to any officer, employee or servant of the Club, or to any Member thereof in consideration of any service actually rendered to the Club and/or the reimbursement of actual costs and expenses incurred on behalf of the Club.

AFFILIATION

- 7. The Club shall be affiliated to Rowing South Africa (RowSA), Provincial sporting organisations, and other organisations as deemed necessary by the Committee from time to time.

MEMBERSHIP

8. (1) Membership of the Club shall be available to all persons who are approved by the Committee and who have complied with the requirements of this Constitution and any other requirements laid down by the Committee.
- (2) Written application for membership of the Club shall be made by a person wishing to join the Club, which application shall be submitted to the secretary of the Club.
- (3) A Member shall remain a Member of the Club for as long as the Member remains in good standing with the Club as set out herein.
- (4) Temporary membership may be conferred on non-members at the discretion of the Committee of the Club; in this event the person in question shall be bound by the provisions of this Constitution and any rules and regulations enforced by the Club, but shall not be entitled to vote at meetings of the Club.
- (5) Every Member of the Club shall be subject to its rules, code of conduct and this Constitution.
- (6) The Club shall consist of at least 2 members; should the Club consist of less than 2 members, it shall de facto be dissolved and all its property shall devolve on the Zeekoevlei Yacht Club.
- (7) A Member who is defined as 'being in good standing' with the Club is one that -
 - (a) has paid his or her affiliation fees and/or levies to the Club timeously;
 - (b) is not suspended by the Club or by RowSA; and
 - (c) has not been expelled by the Club.
- (8) The Committee may confer honorary membership on any person in recognition of that person's contribution to the sport of rowing or to the Club.

MEMBERS' RIGHTS AND OBLIGATIONS

9. (1) All Members in good standing with the Club may exercise the rights and privileges due to them and shall be entitled to exercise voting rights equal in weight, authority and responsibility to other Members of the Club.
- (2) All Members shall be entitled to make equal use of the equipment and facilities provided by the Club, provided that such equipment or facilities have not been reserved by the Committee for the exclusive use of one or other club, group or individual.
- (3) Notwithstanding the provisions of Article 9(1) hereof, the Club and its office-bearers shall not be held personally liable by any of its Members, nor by other clubs or individuals associated with these clubs, for any loss, accident, damage, death or injury, resulting from any activities arranged by the Club and its office-bearers or from the use of its facilities.
- (4) Members shall be obliged to abide by bona fide decisions made by RowSA, the Club and/or its office-bearers, by the RowSA Code of Conduct and by the RowSA Rules of Racing as amended from time to time, and when necessary or applicable shall execute and implement decisions, policies and regulations promulgated by RowSA and by the Club from time to time.

TERMINATION AND/OR SUSPENSION OF MEMBERSHIP

10. (1) A Member shall cease to be a Member, upon the resignation being submitted in writing to the Committee, which if accepted shall mean that the Member in question shall forthwith lose all his or her rights and privileges in terms of this Constitution.
- (2) The Club may terminate or suspend the membership of a Member in the following instances -
 - (a) when the Member brings the sport of rowing into disrepute;
 - (b) when a Member seriously and/or repeatedly contravene the provisions of -
 - (i) this Constitution;
 - (ii) the Club's and/or RowSA's Code of Conduct;

- (iii) the RowSA Rules of Racing and annexures thereto; or
 - (iv) any other rules and regulations as promulgated in writing from time to time, by the Club or by RowSA;
- (c) when a Member fails to pay his or her annual fees and/or levies to the Club and/or to RowSA, subject to the provisions of Articles 23. (3), (4) & (5) hereof;
 - (d) when a Member participates in criminal activities;
 - (e) when a Member uses performance-enhancing drugs or other forms of cheating;
 - (f) when a Member encourages or condones discrimination against other members of the Club, or against members of other clubs on the basis of sex, race, religion or political affiliation;
 - (g) when a Member consciously and deliberately undermines the objects of the Club;
 - (h) when a Member flouts, ignores or undermines safety regulations issued by RowSA and/or the Club; and
 - (i) in the event that RowSA has suspended the Member for whatever reason.
- (3) Termination or suspension of membership of a Member by the Committee shall follow due process, which shall be as follows -
- (a) a written complaint by a member of the Club, the rowing community or a member of the public must be handed to the Committee, together with a record of any prima facie evidence to support the complaint;
 - (b) the Committee shall consider the complaint, and may elect to suspend the membership of the person in question, for a limited period of time;
 - (c) should a vote be required, a majority of members of the Committee present at a meeting convened to discuss the matter, shall be required to vote in favour of a motion to suspend a Member;
 - (d) the Member shall be notified of hi or her suspension and the terms thereof, in writing and without undue delay.
- (4) A Member whose membership is terminated or suspended by the Committee shall have the automatic right of appeal, and if it chooses to exercise this right, the following process will apply, which shall be facilitated by the Member -
- (a) the Member shall make written and/or oral submissions to the Committee, within 21 days of receiving notification of hi or her suspension;
 - (b) the Committee shall review its decision based on the information presented to it, and if its decision is reaffirmed, the Member may -
 - (i) elect to accept the decision and the terms thereof; or
 - (ii) call for a special general meeting of the Club in order to state his or her case and win backing for a reversal of the Committee's decision, in which event the Committee shall call such a meeting without delay.
- (5) The terminaton or suspension of membership of a Member shall remain in force whilst the appeal process runs its course.
- (6) A Member whose membership is terminated or suspended for any reason shall lose his or her right to -
- (a) participate in the affairs of the Club;
 - (b) attend and participate in any regattas or other events arranged under the auspices of the Club; and
 - (c) attend, participate in or vote at meetings of the Club, bar those meetings which he or she is obliged to attend in terms of the appeals procedure.

- (7) Should a Member who has been suspended fail to abide by the terms of his or her suspension, and fail to remedy the problem leading to such suspension within a period of 60 days of the date of the suspension, the Committee may elect to expel the Member from the Club.
- (8) The Committee may at any time appoint a sub-committee to deal with disciplinary matters relating to a Member, and shall clearly define the scope and parameters of its powers, and shall delegate the necessary authority to such sub-committee in order to facilitate a speedy and transparent resolution to such matters.

CODE OF CONDUCT

11. All elected and appointed officers of the Club and its components, and individuals participating in the activities of the clubs affiliated to the Club, shall be bound by the provisions and disciplinary procedures contained in the RowSA Code of Conduct.

ADMINISTRATION AND MANAGEMENT

12. (1) The Club shall be managed and administered by a Committee (the Committee), which shall consist of the following portfolios -
 - (a) Vice Commodore, who shall also represent the Club's interests on the Committee of Zeekoevlei Yacht Club;
 - (b) Captain;
 - (c) Secretary;
 - (d) Treasurer;
 - (e) Other, as may be determined by the Committee.
- (2) The Committee shall at all times include at least one female member.
- (3) Acknowledging the necessity to transform the sport of Rowing, the Club will at all times endeavour to elect members of the previously disadvantaged communities to positions on the Committee.

ELECTION OF THE COMMITTEE

13. (1) The Committee shall be elected at the Annual General Meeting of the Club and shall manage the day to day affairs of the Club.
- (3) If a Member of the Club feels it necessary for an appointed member of the Committee to be dismissed, a fully motivated motion must be forwarded by the club concerned, together with written support from a second Member, to the Vice Commodore who shall be obliged to present the motion for consideration and a decision at a Committee Meeting, which the individual concerned shall be entitled to attend.
- (4) In order for the Vice Commodore to be suspended, this will require a 2/3rds vote in favour of the necessary motion at a properly constituted meeting of the Committee, with the concerned individual being entitled to attend the meeting in a non-voting capacity; such a decision, possibly leading to dismissal, shall be ratified by a Special General Meeting to be held within 60 days of such suspension.
- (5) Should the Vice Commodore resign, be relieved of his duties or be temporarily or permanently incapacitated, the Captain shall assume the role of Vice Commodore; in this event, he shall convene a Special General Meeting of the Club within 60 days in order to elect a new Vice Commodore, nominations for whom shall be submitted to the Secretary of the Club in terms of normal procedures.
- (6) The Vice Commodore, Captain, Secretary and Treasurer shall retire annually, but may offer themselves for re-election; they may not serve for more than 8 consecutive terms in office.

- (7) The terms in office of the existing office-bearers shall be calculated according to the date upon which they first took office, notwithstanding the date of adoption of this new Constitution.

POWERS AND DUTIES OF THE COMMITTEE

14. (1) Without prejudice to its general powers of conducting the affairs of the Club, the Committee shall have the power and duty to -
- (a) supervise and manage individuals working as employees of the Club, and define their tasks, duties and responsibilities;
 - (b) engage or dismiss employees of the Club, to fix their remuneration (if any) and set terms and conditions of their employment;
 - (c) transact all business of the Club - other than matters which in terms hereof specifically require the sanction of a General Meeting or Special General Meeting;
 - (d) supervise, administer and control all finances of the Club and to ensure that they are administered in a sound and businesslike manner in the best interests of the Club and its Members;
 - (e) make and approve all loans and overdrafts up to a maximum of R50.000,00 (Fifty Thousand Rand);
 - (f) open banking accounts for the Club and appoint the signatories thereof;
 - (g) levy Club affiliation and rower registration fees;
 - (h) formulate policies and regulations to give effect to the Objects of the Club and ensure that Members conform to the policies;
 - (i) settle all matters in dispute which may be submitted to it verbally or in writing;
 - (j) terminate or suspend a Member's membership in terms of Article 10.(2) hereof;
 - (k) take over the management of any of its portfolios and sub-committee's which, for whatever reason, are unable to function properly;
 - (l) ensure the maintenance in good order of the assets of the Club and/or those under its control;
 - (m) acquire by purchase, lease, sub-lease or otherwise any movable or immovable property for the Club calculated to benefit the Club and to advance its objects;
 - (n) institute, conduct, defend, compound or abandon any legal proceedings by and against the Club and/or its officers, concerning the affairs of the Club; also to compound and allow time for payment or satisfaction of any debts due to the Club, and of any claims or demands by the Club;
 - (o) obtain and maintain membership of such organizations and institutions which may be deemed necessary from time to time;
 - (p) elect sub-committees from amongst its own members and if necessary, to co-opt any individual to serve on such sub-committees;
 - (q) arrange, manage, sanction and control regattas and other representative events;
 - (r) delegate any of its powers to a member of the Committee;
 - (s) adjudicate and intervene in disputes between Members, and enforce any resolution agreed to by the parties concerned; and
 - (t) allocate funds to its sub-committees, development programmes, representative tour groups, Members and others, in pursuance of its objects.
- (2) The powers of the Committee as set out in the preceding Clauses of this Article are expressly declared to be subject to the following restrictions, which may only be lifted or changed by a

resolution adopted at a Special General Meeting of the Club, namely that it should not have the power to -

- (a) embark upon or commit the Club to any one project or transaction involving the Club in expenditure exceeding R500.000,00 (Five Hundred Thousand Rand); or
 - (b) mortgage, pledge or otherwise encumber any portion of the movable property or assets of the Club for an amount exceeding R100.000,00 (One Hundred Thousand Rand); or
 - (c) sell, exchange or otherwise dispose, in any one transaction, of any portion of the movable property or assets of the Club exceeding R100.000,00 (One Hundred Thousand Rand) in value; or
 - (d) disband the Club; or
 - (e) make changes to the Constitution of the Club.
- (3) The aforementioned limitations and changes thereto, and business which would not ordinarily be dealt with at a General or at an Annual General Meeting, will be regarded as being 'Special Business' for the purposes of this Constitution.
 - (4) All acts committed and debts incurred by members of the Committee or its Sub-Committees, or by paid employees of the Club, in bona fide execution of their duty, shall be deemed to have been committed or incurred by the Club as a whole, and the members of the Committee or of Sub-Committees shall not be held personally liable.
 - (5) All payment of funds and other fiduciary acts required of the Club, shall require approval in advance by the Committee, but where circumstances necessitate it and the Vice Commodore gives his approval, the disbursement of funds may be approved by the Committee in arrears.
 - (6) The Treasurer shall have signing powers over the disbursement of funds, which transactions shall at all times require the written approval of the Vice Commodore. The Vice Commodore may, at his discretion, elect to become a co-signatory to the bank account and the disbursement of funds.
 - (7) Subject to obtaining the necessary authority as recorded in the minutes of a formal meeting or in writing from the Committee, the Vice Commodore together with the Treasurer – and at the Vice Commodore's discretion, the Captain – shall be responsible for signing all documents binding the Club in any way to any other party.
 - (8) Should the Captain assume the role of the Vice Commodore in terms of Article 13 hereof, he shall automatically assume the power vested in the Vice Commodore in terms of this Constitution, to become a co-signatory with the Treasurer in the disbursement of funds and in matters binding on the Club as referred to in Article 13 hereof.

MEETINGS OF THE COMMITTEE

15. (1) The Committee shall meet not less than 4 times a year and once a quarter, with the resolutions and transactions at such meetings being recorded electronically and in a Minute Book.
- (2) At all meetings of the Committee, the Vice Commodore, alternatively the Captain, together with 2 Committee members shall constitute a quorum.
- (3) The Vice Commodore shall chair all meetings of the Committee; in his absence the Captain shall do so.
- (4) The Secretary shall give no less than 7 days notice of a meeting, and shall before such meeting circulate to each member of the Committee, an agenda to be followed at that meeting together with minutes of the previous meeting.
- (5) Each member of the Committee, including co-opted members, shall have a single vote; the Chair of the meeting shall have the right to exercise an additional, casting vote.
- (6) A simple majority of votes shall at all times be required to approve a motion or resolution.
- (7) Business at Committee meetings shall include -
 - (a) a review and approval of minutes of the previous meeting;

- (b) a review and approval of financial expenditure incurred since the previous meeting; and
 - (c) consideration of motions and proposals submitted by members of the Committee.
- (8) Should the Committee be unable to reach a decision on important matters, the Committee may elect to refer such matters for a decision to a General Meeting of the Club.

ADMINISTRATIVE PERIOD

16. The financial and administrative year of the Club shall be from the 1st of September to the 31st of August each year.

GENERAL MEETINGS OF THE CLUB

17. (1) General Meetings, including Special General Meetings, shall be held when convened by the Committee. If a General Meeting is demanded by not less than 5 Members, the Committee shall be obliged to call such General Meeting.
- (2) At least 14 days notice of a General Meeting shall be given, by circular sent to each Member via electronic mail, which circular shall set out the agenda to be dealt with at the meeting and which shall include the minutes of the previous meeting.
- (3) All Member may attend and may propose motions to be debated at such a meeting, which proposals should be forwarded to the Secretary of the Club no later than 48 hours prior to the meeting; additional motions may be tabled by members at the discretion of the Chair of the meeting.
- (4) The quorum at General Meetings shall consist of the following:
- (a) the Vice Commodore or Captain;
 - (b) an additional member of the Committee;
 - (c) not fewer than five members.
- (5) If at the time appointed for the General Meeting a quorum is not present, the meeting shall stand adjourned for up to 30 minutes, and if a quorum is still not present, the meeting shall be dissolved and 7 days notice shall be given for the recall of the General Meeting where those present shall form a quorum.
- (6) members of the Committee shall be entitled to vote at General Meetings of the Club.
- (7) Members of the Committee may not represent and vote on behalf of Members at General Meetings of the Club.
- (8) The Committee may without previous notice, bring forward any business which it considers urgently requires decision or action by members of the Club.
- (9) No Special Business as defined in Article 14 (3) hereof shall be voted on at a General Meeting.

ANNUAL GENERAL MEETINGS

18. (1) The Annual General Meeting of the Club shall be held during the months of March or April each year and at such a time and place as the Committee may determine.
- (2) At least 21 days notice shall be given by circular sent to each member via electronic mail, which circular shall set out the agenda to be dealt with at the meeting, and which shall include minutes of the previous meeting.
- (3) The business to be transacted at the Annual General Meeting shall be to -
- (a) confirm the minutes of the previous Annual General Meeting;
 - (b) receive and consider the Vice Commodore's Report, the Captain's report and the Statement of Accounts for the previous financial year;

- (c) elect the members of the Committee;
 - (f) deal with any resolution concerning the affairs of the Club, of which due notice has been given, and any other business concerning the affairs of the Club which is brought under consideration by the report of the Committee. The Committee may at this meeting, without previous notice, bring forward any business which it considers requires urgent decision by the members;
 - (g) discuss any matters of a general nature.
- (4) No Special Business as defined in Article 14 (3) hereof shall be voted on at a General Meeting.
 - (5) Written nominations for the position of Vice Commodore, Captain, Secretary, Treasurer and any other portfolio shall be submitted by Members to the Secretary of the Club at least 7 days before the Annual General Meeting. In the absence of nominations, incumbents shall retain their seats.
 - (6) Voting for individuals to sit on the Committee shall be by a show of hands, the results of which shall be determined by the Vice Commodore or, if the vote concerns his position, by the Captain.
 - (7) Notice of any resolution to be proposed at the Annual General Meeting, other than Special Business, must be lodged with the Secretary at least seven (7) days before the date of the Annual General Meeting; such motions shall be circulated to Members. Additional motions and proposals may be tabled by Members, at the discretion of the Chair of the meeting.
 - (8) The quorum at Annual General Meetings shall consist of the following:
 - (a) the Vice Commodore or Captain;
 - (b) 2 additional members of the Committee;
 - (c) not fewer than 5 Members.
 - (9) If at the time appointed for the Annual General Meeting a quorum is not present, the meeting shall stand adjourned for up to 30 minutes, and if a quorum is still not present, the meeting shall be dissolved and 14 days notice shall be given for the recall of the Annual General Meeting where those present shall form a quorum.
 - (10) Only Members who are in good standing with the Club and who as a consequence enjoy full voting rights at meetings, shall be entitled to attend the Annual General Meeting.
 - (11) Voting at the Annual General Meeting shall be by a show of hands unless the Vice Commodore or not less than three Members present demand a poll, which shall be held by secret ballot.
 - (12) Only those Members represented by individuals physically present shall be entitled to a vote, and each shall be entitled to cast a single vote on all matters;
 - (13) in the event of a tie in voting on any matter, the chair of the meeting shall have a casting vote;
 - (14) with the exception of a vote to terminate membership of a Member where a two thirds majority is required, a simple majority of votes cast shall carry a motion or resolution.

AFFILIATION FEES AND LEVIES

- 19. (1) Each Member shall pay Membership fees and/or a levy to the Club, which fee structure shall be proposed annually by the Committee after Annual Subscriptions have been determined by Zeekoevlei Yacht Club in terms of its Constitution and approved by Members voting at the AGM.
- (2) Membership fees and/or levies shall become due and payable on the 1st day of each financial year, and are payable in advance.
- (3) A Member who fails to pay his or her fees and/or levies within a period of 30 days of the due date without making representations to the Committee, shall be suspended and shall lose his or her rights and benefits of membership of the Club; the Committee shall however have the power and discretion to reinstate such a Member upon payment of the due amount or to determine extended terms of payment.

- (4) Written application for a reduction or waiver of a fee or levy or payment in instalments may be made to the Committee by a Member, prior to the due date, in the event of such Member undergoing severe financial hardship.

ROWSA CONSTITUTION AND RULES OF RACING

20. In the event of any dispute or any matter arising which this Constitution fails to address or provide for, the Club and its members shall be bound by the provisions of the RowSA Constitution, Code of Conduct and Rules of Racing; in all other circumstances, Special General Meetings shall be called to resolve such issues.

CHANGES TO THE CONSTITUTION

21. Amendments to articles of the Constitution shall be proposed by a Member and forwarded to the Secretary of the Club at least 21 days before a Special General Meeting; the proposed changes shall be circulated to Members together with notice of the meeting.

TRADING

22. The Club shall be prohibited from carrying on any business or trade other than to the extent that -
- (a) the gross revenue from any business or trade does not exceed the greater of 20% of the total gross receipts of the Club or R20,000;
 - (b) the business or trade is integral to the Objects of the Club and the business or trade is conducted towards recovery of costs, not in unfair competition with taxable entities;
 - (c) the business or trade is not integral to the sole or main objects but is occasional in nature and is conducted substantially with unpaid voluntary assistance.

DISSOLUTION OF THE CLUB

23. (1) In the event of the Club having to be disbanded for whatever reason, a motion proposing such a step shall be made by a Member in writing, and seconded by another Member; such motion shall be handed to the Vice Commodore or Secretary of the Club, no less than 21 days in advance of a Special General Meeting.
- (2) In response to the motion, the Committee shall formulate a plan of disbursement of the assets and settling of the liabilities of the Club for presentation to the Members at a Special General Meeting. Such plan shall also be forwarded to RowSA for their consideration and input.
- (3) The motion to disband the Club shall require the approval of two thirds of the Members present and voting at the meeting, in order to take effect.
- (4) Should the motion to disband be approved, Members shall consider the plan presented by the Committee for the disposal of assets and settlement of liabilities, and shall be required to approve the plan by a simple majority.
- (5) Should the plan, with or without amendments, be rejected, the Committee shall call for nominations for an independent individual who shall act as - or who may himself appoint - an arbiter. Should there be more than one such nomination, the Members shall vote to decide the matter, with a simple majority being required. The individual thus appointed shall act as an independent arbiter who shall give final direction in the disbursement of the assets.

CONSTITUTION

24. This Constitution shall be binding on the Club and its officers and employees, the Members and officers thereof.

**Confirmed as a true copy of the Constitution approved at the General Meeting held at
..... on this day of
2013.**

Vice Commodore: _____

Secretary: _____