



**Constitution of Nantes Athletic Club**  
**November 2019**

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## **1. DEFINITIONS**

In this Constitution, unless the context otherwise indicates,

- 1.1 “Athletics” means track and field, road running, race walking and cross country running.
- 1.2 “ASA” means Athletics South Africa
- 1.3 “Club” means Nantes Athletic Club.
- 1.4 “Constitution” means the Constitution of the Nantes Athletic Club approved and signed in accordance with Article 23 of this Constitution.
- 1.5 “Member” means a member as defined in paragraph 6 of this Constitution.
- 1.6 “Day” means a calendar day.
- 1.7 “Good Standing” means a member of the Nantes AC who adheres to the letter and ethos of the Nantes AC Constitution in its entirety; who has no outstanding financial obligations towards the club older than 1 month; who has no current disciplinary sanctions of whatever kind instituted by Nantes AC, WPA or ASA.
- 1.8 “Notice” means by ordinary or electronic post to the last address of the member provided to the secretary, and notice shall be deemed to have been given seven days after the date on which the notice is posted.
- 1.9 “WPA” means Western Province Athletics
- 1.10 Words in the singular number include the plural, and words in the plural number include the singular, where the context so indicates.

## **2. NAME AND LEGAL PERSONALITY**

- 2.1 The name of the Club is Nantes Athletic Club.
- 2.2 Nantes Athletic Club is registered as a non-profit organisation (with NPO Registration Number: NPO 136– 938) and shall operate as such in accordance with the provisions of the current legislation.
- 2.3 The Club shall have legal personality and shall, through its authorised representatives —
  - 2.3.1 have an independent existence;
  - 2.3.2 be entitled to acquire, encumber or dispose of movable or immovable property;
  - 2.3.3 be entitled to enter into legal transactions and to institute or defend legal proceedings.

2.4 The Club shall continue in existence notwithstanding changes in the composition of its membership or office-bearers.

2.5 The official colours of the Club shall be black, purple and lime.

### **3. MISSION**

The primary mission of the Club is to promote a healthy and active lifestyle through the sport of running.

### **4. OBJECTIVES**

In pursuit of the mission of the Club, the following objectives guide the activities of Nantes Athletic Club:

4.1 to appoint coaches that will train kids and adults in athletics and overall wellness

4.2 to have regular weekday and/or weekend training sessions, workshops, information sessions, race participation, etc.

4.3 Nantes Athletic Club will endeavour to reward its athletes and members for their personal achievements and commitment.

4.4 To develop and foster the sport of athletics amongst its members.

4.5 To encourage its members to participate in athletics at all levels.

4.6 To provide coaching to enable members to participate at all levels in athletics.

4.7 To represent the interests of its members at all levels.

### **5. ASSETS OF THE CLUB AND NON-PROFIT OBJECTIVE**

5.1 No members shall have any personal claim on the income or property of the club or make any profit out of her or his membership, save where such member is also a duly appointed and salaried employee of the club.

5.2 The club shall conduct its financial affairs through a banking account.

5.3 Any member must declare any personal interest in any contract entered into or business undertaken by the club.

## 6. MEMBERSHIP OF THE CLUB

- 6.1 Candidate members shall
  - 6.1.1 duly complete and sign a Nantes Athletic Club Membership application form;
  - 6.1.2 pay the required membership fee as determined by the Members of Nantes Athletic Club at a General Meeting in the preceding year.
- 6.2 The completed Nantes Athletic Club Membership form must be submitted via email or by hand, together with the full membership fee, to the designated registration officer. A receipt will be issued by the registration officer to the payee.
- 6.3 Club attire can only be purchased by registered members.
- 6.4 The payment of membership fee and/or the completion of a membership registration form does not mean automatic membership. A member who is not in good standing will have his or her application for membership reviewed by the Executive Committee of Nantes Athletic Club.
- 6.5 Nantes Athletic Club membership ends on:
  - 6.5.1 expulsion of an existing Nantes Athletic Club member
  - 6.5.2 resignation of a Nantes Athletic Club member
  - 6.5.3 on 31 December of each year.
- 6.6 Nantes Athletic Club membership for the following year can be renewed from December in the current membership year.
- 6.7 ASA licenses will only be issued to registered Nantes Athletic Club members:
  - 6.7.1 who have completed and signed the Nantes Athletic Club membership application Forms
  - 6.7.2 paid the required ASA membership fees in full
  - 6.7.3 whose application for membership has not been rejected by the Executive Committee of Nantes Athletic Club.
- 6.8 At the AGM the Members may on the recommendation of the Executive Committee confer Honorary Member and Life Member status on any member on condition that such member has provided outstanding service to the club over a period of 15 years. Such member will no longer be required to pay membership fees for the duration of his/her term of honorary membership.

## **GENERAL MEETINGS OF THE CLUB**

### **7. ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS**

- 7.1 A General Meeting of the Club may be either the Annual General Meeting or a Special General Meeting.
- 7.2 All meetings shall be advertised via the Club's official communication platforms which shall include, but not be limited to, a notice thereof being affixed to the noticeboard in the Clubhouse, electronic communications and notice on the Club's official Facebook page.
- 7.3 Notice of General Meetings will be advertised at least 30 days before the meeting.
- 7.4 All General Meetings of the Club shall be presided over by the Chairperson of the Club. In the absence of the Chairperson, all the powers and duties of the Chairperson shall devolve on the Vice-Chairperson and if the Vice-Chairperson too is absent, the said power and duties shall devolve on a member elected by the remaining members of meeting, during such absence. The presiding officer at any meeting shall have both a deliberative and a casting vote.

### **8. QUORUM FOR GENERAL MEETINGS OF THE CLUB**

- 8.1 The quorum for a General meeting shall be 25% (Twenty Five Percent) of the Club's members in good standing.
- 8.2 In the absence of the required quorum at any meeting, the meeting shall be adjourned. Notice shall thereafter be given to all the members of the club of the date and time on which the meeting shall be reconvened, which shall not be less than seven days and not more than 21 days after the meeting at which a quorum was not reached. When the meeting reconvenes, it shall conduct all business which was on the agenda for the initial date regardless of the existence or not of a quorum.

**9. VOTING AT GENERAL MEETINGS**

- 9.1 Only members in good standing, 18 (eighteen) years or older, who are present may vote at a General Meeting.
- 9.2 Every member who has the right to vote shall have one vote.
- 9.3 Voting shall be by show of hands or, if the meeting so decides, by secret ballot.
- 9.4 No voting may be effected by proxy.
- 9.5 Except where otherwise provided in this Constitution all matters determined by vote shall be decided by a majority of those present.

**10. ANNUAL GENERAL MEETING**

- 10.1 An Annual General Meeting of the Club shall be held each year and not more than eighteen months shall elapse between such meetings.
- 10.2 The Executive Committee for the ensuing two year cycle shall be elected at the Annual General Meeting.
- 10.3 At every Annual General Meeting the following reports shall be presented to the meeting:
  - 10.3.1 The Chairperson's report on the activities of the Club over the past year.
  - 10.3.2 The Treasurer's report on the financial state of the Club.
- 10.4 The Club's Auditors will be appointed by the members.
- 10.5 Any motions submitted to the Secretary by not later than two days prior to the meeting shall be considered.

**11. SPECIAL GENERAL MEETING**

- 11.1 A Special General Meeting may be convened as and when required, at the written request of at least 20 members in good standing or by the Executive Committee.
- 11.2 The request to convene a Special General Meeting shall state the business to be considered at the meeting.

## **THE EXECUTIVE COMMITTEE**

### **12. MEMBERS OF THE EXECUTIVE COMMITTEE**

- 12.1 The Executive Committee shall consist of the following members:
- 12.1.1 Chairperson
  - 12.1.2 Vice-Chairperson
  - 12.1.3 Secretary
  - 12.1.4 Treasurer
  - 12.1.5 Head Coach
  - 12.1.6 Public Relations Officer
- 12.2 The Executive Committee shall have the power to co-opt additional members to facilitate the smooth running of the club's affairs. The term of office of co-opted members shall expire at the same time as that of the Executive committee which appointed them.
- 12.3 A person co-opted to the Executive Committee shall have all the rights, including the right to vote, of an Executive Committee member.
- 12.4 Co-opted persons may not exceed more than one third of the members of the Executive Committee membership.
- 12.5 Only members of the Club may be co-opted to the Executive Committee.
- 12.6 All positions on the Executive Committee are voluntary, unless any payment is expressly approved in advance by a General Meeting.
- 12.7 The Executive Committee further has the option of creating an Advisory Council for the sole purpose of adding special expertise and skills transfer to both the Executive Committee and any working committees, ultimately for the benefit of improving the smooth running of the club.

### **13. VACANIES ON THE EXECUTIVE COMMITTEE**

- 13.1 An Executive member will cease to be an Executive Committee member and his/her position will be deemed vacant when:
- 13.1.1 that Executive member ceases to be a member of the Club.
  - 13.1.2 that Executive member is excluded or suspended from the Club.



- 13.1.3 that Executive member tenders a resignation in writing and such resignation is accepted by the Executive Committee.
- 13.1.4 that Executive member misses three consecutive Executive Committee meetings without advancing good cause and/or without giving notice of such non-attendance to the Secretary, and, after having received written notice from the Secretary, misses a further meeting.
- 13.2 Any vacancy on the Executive Committee may be filled by co-option or at a Special General Meeting of the Club.
- 13.3 In the event of the Executive Committee deciding to call a Special General Meeting to fill a vacancy referred to in 13.1 such a course of action shall comply with the procedures, set out in Article 7.2 – 7.4 and Article 14.
- 13.4 In the event of an officer being removed from office by a Special General Meeting, duly constituted for that purpose, such meeting shall be entitled to fill the resulting vacancy in terms of the provisions of Article 14.
- 13.5 Any Member appointed to fill a vacancy on the Executive Committee shall hold office until the next election of Office Bearers at an AGM subject to the provisions of this Constitution.

#### **14. NOMINATION, ELECTION AND TENURE OF OFFICE BEARERS**

- 14.1 Nominations for any office shall be in writing and signed by the proposer who must be in good standing at the time of nomination. Such nomination should also be accepted in writing by the nominee and be submitted to the Secretary at least 7 (seven) days before the election proceedings at the General Meeting.
- 14.2 Any member nominated for an office referred to in Article 12.1 shall have his/her nomination declared invalid if he/she is not a member in good standing. The Secretary should have a list of members who are not in good standing available before the start of the General Meeting.
- 14.3 To be eligible to participate in the election process, a member needs to be in good standing and have membership for not less than 4 weeks prior to the General Meeting.

- 14.4 Where only one valid written nomination has been received in respect of any particular office on the Executive Committee, it is deemed that those present at the General Meeting has duly elected the nominee for the vacant Executive position.
- 14.5 Where more than one valid written nomination has been received by the Executive Committee before the General Meeting in respect of any particular office on the Executive Committee, the Election Officer shall put the matter to the General Meeting for decision by secret vote at the meeting.
- 14.6 In the event of no valid written nomination having been received in respect of any of the positions referred to in Article 12.1, the Executive Committee shall have the right to fill such vacancy, subject to the following:
- 14.6.1 Any person so nominated shall be a member in good standing at the time of the nomination.
  - 14.6.2 Such members shall not have vacated his/her seat on the Executive Committee as a result of the provisions of Articles 13.1.2 or 13.1.4 during the period of eighteen months prior to the date of his/her nomination.
- 14.7 The tenure of any Executive Committee member will be for 24 months (2 years), after which time a new election process takes place.

## **15. FUNCTIONS OF THE EXECUTIVE COMMITTEE**

- 15.1 The functions of the Executive Committee shall be the following:
- 15.1.1 to convene meetings of the Club.
  - 15.1.2 to deal with matters of urgency.
  - 15.1.3 to co-opt any member of the Club to the Executive committee either generally or for a special purpose.
  - 15.1.4 to conduct, generally, the affairs of the Club.
  - 15.1.5 to create and constitute such sub-committees as may be necessary for the better running of the affairs of the Club, which sub-committee shall report directly to the Executive Committee.

- 15.1.6 to open such accounts as are necessary for the better conducting of the affairs of the Club and to nominate the members who are permitted to draw upon such accounts.
- 15.1.7 to make, amend and suspend rules and regulations for the Club.
- 15.1.8 to recommend the annual subscription payable by the members of the Club.
- 15.1.9 to maintain discipline within the Club, subject to paragraph 17.

## **16. MEETINGS OF THE EXECUTIVE COMMITTEE**

- 16.1 All meetings of the Executive committee shall be presided over by the chairperson. In the absence of the Chairperson, all the powers and duties of the Chairperson shall devolve on the Vice-Chairperson and if the Vice-Chairperson too is absent, then the said power and duties shall devolve on a member elected by the remaining members of Executive Committee, during such absence.
- 16.2 Meetings of the Executive Committee shall be held regularly, but no less than four times annually.
- 16.3 The Executive Committee shall be given at least seven days' notice, in writing, of the date, time and venue of the meeting. However, very urgent meetings may be called at short notice.
- 16.4 An Executive member who misses three consecutive Executive Committee meetings without advancing good cause and/or without giving notice of such non-attendance to the Secretary, and, after having received written notice from the Secretary, misses a further meeting shall be deemed to have vacated his/her seat which shall be filled as provided for in this Constitution.
- 16.5 A quorum will be present if at least 50% of the Executive Committee plus 1 other executive committee member in good standing are present at the meeting.
- 16.6 Each Executive Committee Member will have one vote.

## **GENERAL**

### **17. DISCIPLINE**

- 17.1 The Executive Committee may suspend a member for a period no longer than two years, expel or fine any member of the Club found guilty of assaulting, harassing or interfering with any other member of the Club; disobeying any of the rules of the sport of athletics; conducting herself or himself in such a way as to wrongfully harm the image of the Club or the sport of athletics; or to bring the sport of athletics or the Club into disrepute.
- 17.2 Any fine imposed in terms of sub-paragraph 17.1 shall not exceed R500.
- 17.3 Any member adversely affected by a decision made in terms of this paragraph may appeal against such decision to a general meeting of the club within seven days of the decision against which is being appealed. The secretary shall then convene a meeting of the club for the purpose of hearing such appeal.
- 17.4 After exhausting all internal remedies, the said member may further appeal to any organisation to which the Club is affiliated, and which permits such appeals.
- 17.5 All internal remedies and possible further appeals in terms of sub-paragraph 17.4 shall be exhausted before the said member may approach a court of law.

### **18. APPOINTMENT OF AUDITOR**

- 18.1 The AGM shall appoint an external auditor for the ensuing year.
- 18.2 Such appointee shall only be removed from office by a majority vote at a general meeting convened for the specific purpose of removing such auditor from office.

### **19. FINANCIAL YEAR**

- 19.1 The financial year of the club shall run from 1 January to 31 December every year.

### **20. RULES AND REGULATIONS**

- 20.1 The Executive Committee may make such by-laws for the Club as it deems to be in the interest of the better conduct of the affairs and management of the Club.
- 20.2 The Executive Committee may, in the interests of the Club, amend or suspend the by-laws.

- 20.3 Any by-laws made by the Executive Committee shall not be inconsistent with this Constitution.

## **21. CONSTITUTION**

- 21.1 A copy of the Club's approved Constitution shall be kept in the Club's Minute Book.
- 21.2 Any amendment to this Constitution shall be considered only at a General Meeting of the Club in accordance with the provisions of this clause.
- 21.3 At least 30 (thirty) days notice must be given of the meeting at which an amendment of this Constitution will be considered.
- 21.4 The quorum of the meeting at which an amendment to the Constitution is to be considered shall be the same as for meetings subject to paragraph 8 hereinabove.
- 21.5 Any amendment to this Constitution requires a vote in favour thereof of at least two thirds of the members present and voting at the meeting.
- 21.6 After the amendment has been approved it shall be entered in the copy of the Constitution in the Minute Book of the Club under the signature of the Chairperson and Secretary of the Club.

## **22. DISSOLUTION OF THE CLUB**

- 22.1 Should the club be unable to achieve the objectives for which it was formed, the Executive Committee shall call a general meeting for the sole purpose of deciding whether to continue with the club.
- 22.2 At least 30 days notice of such meeting shall be given and the notice shall state the purpose of the meeting.
- 22.3 At such meeting a decision may be taken by two-thirds of those present to dissolve the club.
- 22.4 Should such a decision be taken, the meeting shall appoint an Executor, who may or may not be a member of the club, to wind up the affairs of the club.
- 22.5 Once the Executor has finalised the winding up of the club, it shall cease to exist. Any asset remaining after all the club's liabilities have been met must be transferred to another non-profit organisation having similar objectives.

**23. AUTHORITY AND APPROVAL OF THE CONSTITUTION**

- 23.1 This is the official Constitution of Nantes Athletic Club. It supersedes any previous version of the Nantes Athletic Club Constitution.
- 23.2 It is the prerogative of the Executive Committee of Nantes Athletic Club to consider taking disciplinary action against any Member of Nantes Athletic Club who disrespects the letter and ethos of this Constitution.
- 23.3 This Constitution was approved by a Special General Meeting of the Nantes Athletic Club members held at Bridgetown, Athlone, Cape Town, on this the ..... day of **November 2019**, at which the Chairperson and Secretary of Nantes Athletic Club was duly authorised to sign this Constitution as the approved Constitution of Nantes Athletic Club.

Signed by


1. Chairperson: Leon Hendricks

NAME &amp; SURNAME:

DATE: 28 November 20192. SECRETARY: MIRANDA JACKSON

NAME &amp; SURNAME:


DATE: 28 . 11 . 2019

## **APPENDIX 1: CODE OF CONDUCT**

This code of conduct is applicable to all members of Nantes Athletic Club Athletics Club, who are expected to:

### **1. STANDARDS**

- 1.1 Comply at all times with the constitution, rules, policies and regulations of Nantes Athletic Club Athletics Club and its parent structures.
- 1.2 Demonstrate through words and actions a spirit of sportsmanship, sports leadership and ethical conduct including fair and consistent application of rules without bias or favouritism.
- 1.3 Uphold all codes, policies and programmes to combat abuse of banned substances in Athletics.
- 1.4 Uphold and implement standards and procedures to ensure event safety and environmental sustainability.
- 1.5 Conform to stipulated dress codes for participating, officiating or travelling as part of a team.
- 1.6 Be particularly conscious of the safety and wellbeing of children and protection of the rights of minors (under the age of 18).

### **2. INTEGRITY**

- 2.1 Not act in a manner likely to bring the sport into disrepute or affect adversely the reputation of Nantes Athletic Club Athletics Club or its parent structures, or the sport of Athletics generally.
- 2.2 Act with the utmost integrity, honesty and responsibility in fulfilling their role in the sport.
- 2.3 Not knowingly place themselves in a situation that could give rise to a conflict between personal interests, the interests of other stakeholders, the interests of Nantes Athletic Club or its parent structures.
- 2.4 Act in good faith towards all members of the athletics family with mutual trust and understanding.

### **3. EQUALITY**

- 3.1 Ensure there is no discrimination on the basis of race, sex, ethnic origin, colour, culture, religion, political opinion, marital status, sexual orientation or any unfair or other irrelevant factor.
- 3.2 Facilitate an inclusive and welcoming environment for persons with disabilities.

#### **4. DIGNITY**

- 4.1 Treat all involved in the sport with respect and professionalism and refrain from negativity or disparaging remarks or conduct; including at meetings and on social media.
- 4.2 Refrain from any behaviour that constitutes harassment, where harassment is defined as comment or conduct directed towards an individual or group, which is offensive, abusive, racist, sexist, degrading or malicious, or creates an environment that is hostile or offensive.

#### **5. CONFIDENTIALITY**

- 5.1 To hold information entrusted to them in connection with their role or activities in Athletics in confidence and to not use confidential information for personal gain or benefit, or to use such information to the detriment of others.
- 5.2 Disclose any personal or private, direct or indirect interests that they, family or business associates may have in any activities undertaken by Nantes Athletic Club Athletics Club or its parent structures.

#### **6. BEHAVIOUR**

- 6.1 Work in a spirit of cooperation with other stakeholders, assisting less experienced colleagues, and refraining from public criticism of individuals.
- 6.2 Demonstrate a high level of personal conduct including; refraining from audible profanity, obscene gestures, verbal abuse including derogatory, insulting or accusing language or tone, inappropriate behaviour, dress or attitude.
- 6.3 Display a high level of professionalism through punctuality, timeous action and considered opinion.
- 6.4 To actively uphold this code by positively influencing the behaviour of others.
- 6.5 Be subject to the disciplinary processes of Nantes Athletic Club Athletics Club or its parent structures for any violation of this Code.



## **APPENDIX II: MEMBERSHIP CLASSIFICATION**

### **TYPES OF MEMBERSHIP**

There shall be the following types of membership:

1. Ordinary members
2. Scholar members
3. Student members
4. Junior members
5. Life members and
6. Honorary members.

### **DEFINITION OF CATEGORY**

1. Ordinary members shall be those Members of the Club not falling into any other category as mentioned below.
2. Scholar members shall be those members of the Club attending primary or secondary school.
3. Student members shall be those members of the Club studying on a full time basis at a recognised learning institute for tertiary education.
4. Junior members shall be those members of the club who do not qualify as either Scholar or Student members but are under the age of twenty as at 31 December of the applicable year of membership.
5. Life members shall be entitled to all the privileges of Membership of the Club but shall not be required to pay any membership fee or subscription. The conferring of life membership shall be an exceptional event and will require extraordinary service over a significant period of time as an athlete, an administrator or both. Such appointment must be motivated at the Annual General Meeting of the Club and will be decided on by a majority decision of the Membership in a secret ballot.
6. Honorary members shall be the individuals outside of the Club who have contributed significantly to the growth, development and image of the Club. Such individuals need not necessarily be active in the sport or its administration. Such appointments will be made at the Annual General Meeting in the same manner as for the Life Members as described above.