



CONSTITUTION OF THE PORT ELIZABETH KENNEL CLUB

1. INTERPRETATION

Throughout this Constitution and in any Regulations framed under it, words importing the singular shall include the plural, words importing the masculine gender shall include the feminine and neuter genders and vice versa, unless such interpretation is inconsistent with the context thereof.

2. NAME

The name of the Club shall be the Port Elizabeth Kennel Club, hereinafter referred to as "the Club"

3. AFFILIATION WITH THE KENNEL UNION OF SOUTHERN AFRICA

The Club shall be affiliated with the Kennel Union of Southern Africa, and shall observe the Constitution, Rules and Regulations of the body.

4. HEADQUARTERS AND ADDRESS OF THE CLUB

The headquarters of the Club shall be as determined from time to time by the Committee, but shall be in the Port Elizabeth area, and the Club's Shows shall take place within that area.

5. OBJECTS

The objects of the Club shall be:

- a) To promote, encourage, foster and advance the breeding, well-being and interest in all breeds of dogs.
- b) To observe and adhere to the Breed Standards of such breeds of dogs as adopted from time to time by the Kennel Union of Southern African.
- c) To organize and hold Shows (including match meetings) in breed, obedience, working trails, fields trails and other dog activities recognized by the Kennel Union of Southern African including training for any or all of these activities.
- d) To promote a better understanding of dogs and a wider knowledge of dogs and dog affairs and to promote goodwill both among people interested in dogs and towards dogs and people interested in dogs.

6. POWERS

For the better attainment of its object, the Club shall be empowered:

- a) To collect, canvas for and to accept subscriptions, donations, bequests, endowments and benefits of any nature for the Club, from any person or body or from any source whatsoever.
- b) To invest the funds and assets of the Club in securities nominated by the Committee
- c) Subject to the approval of a two-thirds majority of members with voting rights present at a General or Special General Meeting.
 - i. To acquire or dispose of immovable property
 - ii. To mortgage the immovable property of the Club or pledge the movable property of the Club.
 - iii. To create and issue debentures and to mortgage the immovable property of the Club to secure such debentures
- d) To offer prizes and trophies in connection with any of the Club's activities
- e) To arrange social functions for members and guests
- f) To design, register and issue any heraldic arms, badges or uniforms
- g) Generally to perform all such acts as may be expedient or necessary to further the interests of the Club and objects for which it is formed.
- h) Buy; dispose of, rent, lease and / or hire movable property, goods and services required for the effective conduct of the Club's affairs or for the advancement of interest of the Club's members.

7. TRADING AND INCOME

The Club shall not engage in any activity or transaction which has as its object the financial gain of any person or persons other than a welfare society for the benefit of Dogdom or any institution other than the Club. The income and property of the Club shall be used solely for the pursuit of the Club's objects.

8. TRUSTEE

The Chairman of the Club for the time being shall be the Trustee of the Club in whom shall vest all movable and immovable property of the Club and who shall be entitled to sue and accept service in the name of the Club. In handling the property of the Club and in dealing with legal issues the Trustee shall always act on directions given or decisions made from time to time by the Committee or passed by members in a General meeting of the Club.

9. INDEMNITY

All office bearers and members of the Club shall be indemnified by the Club in respect by the Club of any legal liability incurred while acting on behalf of the Club, provided they acted in accordance with direction given or decisions made from time to time by the Committee or passed by members in a General meeting of the Club.

10. MEMBERSHIP

- a) Membership shall be open to any person who is not disqualified or suspended by the Kennel Union of Southern Africa
- b) There shall be (6) classes of membership viz:
 - i. Honorary Life Members who shall be persons nominated by the unanimous vote of the Committee and subsequently elected at the next Annual General Meeting of the Club by a two-thirds majority of members with voting rights. Persons nominated for honorary life

membership shall be those considered worthy of special recognition for services to the Club to dog affairs or for an outstanding achievement in connection with dogs. An honorary life member shall enjoy the full privileges of membership of the Club, free of subscription and shall be entitled to vote as an ordinary member.

- ii. Life members who shall be persons or members who have paid the relative subscriptions; Life members shall be entitled to vote as ordinary members.
 - iii. Ordinary members being members over 18 years of age who are not otherwise defined in this section. An ordinary member shall be entitled to vote at all general meetings of the Club.
 - iv. Family members comprising husband, wife and children not over the age 18years. The husband and wife shall each be entitled to vote as ordinary members but the children shall have not vote.
 - v. Junior members being persons not included in a family membership who are attending school for so long as they are attending school. Junior members may participate in the discussion on any matter before the Club, but shall not be entitled to vote thereon.
 - vi. Social members – persons not actively involved in dog training, but who wish to be on mailing list and partake of all social events.
- c) The liability of each member shall be limited to the amount of the annual Subscription.

11. APPLICATION FOR MEMBERSHIP

- a) Application for membership shall be made in writing on the form prescribed from time to time and shall be considered by the Committee at it's first meeting after the receipt of the application and until acceptance by the Committee has been conveyed to the applicant he shall have no voting rights. A member will only be eligible to vote after been a member for 3 months.
- b) The Committee shall have complete and absolute discretion to accept, refuse or refer any application without having to disclose any reason for it's decision.

12. LAPSING OF MEMBERSHIP: Membership will lapse

- a) Upon failure to pay subscription with sixty (60) days of the date on which they become due.
- b) Upon receipt by the Secretary of written notice of resignation. All fees, subscriptions and other monies prior to the date receipt of the notice of resignation shall remain due and payable.
- c) Upon the death of a member
- d) Upon the event of any member, including an honorary life member, being convicted of any offence and sentenced to imprisonment without the option of a fine or being convicted of any offence relating to cruelty towards or neglect of an animal.
- e) Upon the member being disqualified or suspended by the Kennel Union of Southern Africa.

13. REPRIMAND, EXPULSION OR SUSPENSION OF A MEMBER

- a) Whenever by majority vote of the whole number of it's members, the Committee is of the opinion that the behaviour or conduct of a member has been harmful, prejudicial or injurious to the objects, interests, good order or character of the Club or of the kennel Union of Southern African, the Committee shall have power to:
 - i. Reprimand such member in writing
 - ii. Suspend such member from all privileges of membership for a period not exceeding six months in cases where in the opinion of the Committee his conduct was not sufficiently serious to justify expulsion. A member who has been suspended shall not be entitled to the refund of any subscriptions paid or due to him.
 - iii. Expel such member who shall thereupon be debarred from all privileges of the Club
- b) Before deciding to expel or suspend a member, such member shall be afforded full opportunity to explain his conduct to the Committee.

- c) A member who has been suspended or expelled shall have the right to appeal against his suspension or expulsion to the members of the Club in Special General Meeting. Such appeal must be lodged within 30 days of the receipt of notification of such suspension or expulsion with the Chairman or Secretary who shall take immediate steps to convene the Special General Meeting. At this meeting the case against the member shall be put by one member of the Committee of given an equal opportunity to defend himself. To reverse the Committee's decision will require two-thirds majority of members with voting rights present. The vote shall be taken by ballot.

14. SUBSCRIPTIONS

- a) Subscriptions payable by various categories of members shall be as determined from time to time by the Committee and may include special subscriptions from members participating in training.
- b) Subscriptions shall be for one year from 1 July.
- c) Entrance fee to be determined by the committee from time to time.
- d) Renewal subscriptions shall be due and payable on 1 July each year

15. PATRONS, PRESIDENT AND HONORARY VICE-PRESIDENT

- a) At each Annual General Meeting the members with voting rights may elect to invite such persons as they consider desirable to be:
 - i. Patrons
 - ii. President
 - iii. Honorary Vice-Presidentall of whom shall hold office at the members' pleasure.
- b) The President and Honorary Vice-Presidents may take part in any general meeting of the Club and the President may also attend any meeting of the Committee and participate in the discussions thereat but these offices shall not, per se, carry any entitlements to vote.

16. MANAGEMENT COMMITTEE

A

- a) The management and control of the Club shall be vested in a Committee consisting of not more than (10) Committee members all whom shall be:
 - i. Members of the Club
 - ii. Not less than 21 years of age
 - iii. Elected at an Annual General
 - iv. Shall hold office as hereinafter provided
 - v. Eligible by virtue of the fact that they are not on the Committee of any other Dog Club.
- b) At its first meeting which shall be held with seven days of Annual General Meeting at which it was elected, the Committee shall:
 - i. From amongst its number elect a Chairman and Vice-Chairman
 - ii. Not necessarily from amongst its number appoint and Honorary Secretary and an Honorary Treasurer who may be one and the same person.

B TERM OF OFFICE

- a) The committee elected at its first Annual General Meeting held under this Constitution shall retire from office at the end of the next ensuing Annual General Meeting. All Committee members, upon conclusion of their term of office, may offer themselves for re-election provided they remain eligible otherwise.
- b) The offices of Chairman, Vice-Chairman, Honorary Secretary and Honorary Treasurer shall be held from the date of appointment thereto until the close of the next Annual General Meeting

C VACANCY

- a) A Committee members' seat shall fall vacant if such member:
 - i. Dies – from the date of his death
 - ii. Resigns – from the date of such resignation
 - iii. Otherwise ceases to be a member of the Club – from the date his membership ceases.
 - iv. Fails to attend three consecutive meetings of the Committee without permission of the Committee – from the day following the date of the third meeting he has failed to attend.
- b) The Committee may appoint a member of the Club to fill any vacancy arising in terms of sub-section (a) above and such member shall hold office for the remainder of the term of the office of the Committee member he has replaced.

17. POWERS OF COMMITTEE:

- a) The committee shall have full power and authority to carry out all or any of the objects of the Club save where such powers are expressly reserved for a General Meeting.
- b) In particular but without prejudice to this general authority, the committee shall have power and authority:
 - i. To make, vary and repeal regulations for the better conduct of the Club
 - ii. To appoint such Committee and Sub-Committees as may be found necessary for the efficient administration of the Club for any special purpose and to delegate thereunto such of its powers as it may deem desirable. Sub-Committees shall report back to the Committee.
 - iii. To supervise the investment of the funds and assets of the Club and the depositing of Club funds in a Bank, Building Society or Financial Institution selected by it
 - iv. To ensure that all cheques and other negotiable instruments shall be signed by not less than two persons, one of whom shall be the Honorary Treasurer and the other an appointed member of the Committee who may not be the spouse or close relative of the Honorary Treasurer.
 - v. To control the sale and issue of the Club's arms, badges and uniforms
 - vi. To take such disciplinary action in terms of this Constitution as may be necessary
 - vii. To seek the view of members upon matters by means of a questionnaire, referendum or ballot
 - viii. To perform all acts and deeds and do all things as are consistent with this Constitution
 - ix. To seek interpretation from the Kennel Union of Southern Africa of any provision of this Constitution and any rules and regulations made there under.

18. DUTIES OF OFFICERS

A. CHAIRMAN AND VICE-CHAIRMAN

- i. It shall be the duty of the Chairman and Vice-Chairman to further the interests and prestige of the Club at all times and to ensure that the provisions of this Constitution and any regulations framed there under are complied with and that all decisions of the Club in General Meeting and of the Committee are carried into effect.
- ii. The Chairman shall preside at all meetings of the Club (with the exception of the AGM which shall be chaired by the President) and of the Committee and in his absence the Vice-Chairman, if present shall preside. If the Chairman and Vice-chairman are both absent, the members present shall appoint from amongst their numbers a member to preside at such a meeting and the person so appointed shall have and exercise the powers and functions which would have been exercised by the Chairman, if present.
- iii. The Chairman or in his absence the Deputy Chairman shall, at the Annual General Meeting, report on the activities of the Club during the past year.

B. HONORARY SECRETARY

It shall be the duty of the Honorary Secretary

- i. To attend all general meetings of the Club and all meetings of the Committee and to maintain a correct record of the proceedings and decisions taken thereat. In the event of the Honorary Secretary being unable to be present at any meeting he shall ensure that the minute books, correspondence, etc. required at the meeting are handed to the Chairman or some member of the Committee prior to the meeting. In such event the meeting shall nominate one of its members to act as Secretary at the meeting.
- ii. Subject to the control of the Committee, to receive and conduct the correspondence of the Club.
- iii. To ensure that all notices required by this Constitution are properly given.
- iv. To maintain up-to-date, a register of Members and their addresses.

C. HONORARY TREASURER

It shall be the duty of the Honorary Treasurer:

- i. To attend all general meetings of the Club and all meetings of the Committee. In the event of the Treasurer being unable to be present at any meeting, he shall ensure that the financial books and any financial statement or report required at the meeting are handed to the Chairman or a member of the Committee prior to the meeting. In such event it shall be the duty of the Honorary Secretary to inform the Honorary Treasurer of all decisions relating to financial matters taken at the meeting
- ii. To maintain up-to-date, proper books of account reflecting the Club's financial transactions and to reflect adequately the financial position of the Club.
- iii. Subject to the control of the Committee, to administer the finances of the Club
- iv. To collect and bank expeditiously all monies owing to the club and to disburse monies due by the Club without delay
- v. To keep the Committee informed at all times on the general financial position of the Club
- vi. To prepare a report on the financial transaction of the past financial year for presentation at the Annual General Meeting.

D. AUDITOR

- i. At each Annual General Meeting an auditor who may not necessarily be a member, but shall hold adequate experience to discharge his duties, shall be elected and he shall audit the books of account, verify the assets of the Club, audit the annual accounts and balance sheet and report thereon prior to the Annual General Meeting.
- ii. No member of the Committee shall be eligible for appointment as auditor

E. OTHER OFFICERS

The duties of any other officers appointed by the Club or the Committee shall be laid down by the appointing body.

19. FINANCE AND ACCOUNTS

- a) The financial year of the Club shall be twelve calendar months ending 30 June in each year.
- b) No persons other than a person acting within the limits of any authority conferred upon him by this Constitution or by the Committee shall have the authority to give receipt for money or otherwise to the Club or in any other way pledge the credit of the club.
- c) The books of account to be kept by the Treasurer in terms of Section 18 C of this Constitution shall be open at all times to the inspection of any member of the Committee.

20. MEETINGS

A THE ANNUAL GENERAL MEETING

- i. The Annual General Meeting shall be held not later than three months after the close of the Club's financial year on a date and time and place to be determined by the Committee.
- ii. It shall be competent for any members to request that an item other than a proposal to amend, alter or add to the Constitution, be placed on the Agenda provided that such request is in the hands of the Honorary Secretary not later than 14 days prior to the date of the Meeting.
- iii. Notice stating the date, time and place of the Annual General Meeting and including any proposal to amend the Constitution shall be posted to all members not less than 30 days before the date of such meeting
- iv. The agenda for such meeting, which shall include the following items, shall be posted to all members not less than ten days before the date of such meeting:

Notice convening the meeting

Minutes of previous Annual General Meeting and of any Special General Meetings held since then

Matters arising from the foregoing Minutes

Chairman's Report for the year

Honorary Treasurer's report and Audited Balance Sheet and Income and Expenditure Account for the year

Motions for the amendment of the Constitution as advised in the notice convening the meeting

Matters submitted by the Committee

Matters submitted by the Members

Election of Officers and Committee including the appointment of an Auditor

No matter which does not appear on the Agenda may be discussed as part of the business of the meeting.

B SPECIAL GENERAL MEETING

- i. Special General Meetings shall be called:
 - a) By direction of the Committee
 - b) When required to consider any matter in terms of this Constitution
 - c) On a requisition (stating clearly in detail the purpose of the meeting) signed by not less than ten (10) members.
- ii. Notice stating the date, time and place of such meeting and setting out the business to be transacted thereat shall be posted to each member not less than 30 days prior to the date of such meeting
- iii. A special general meeting required or requisitioned in terms of subsection (i) (b) or (c) above shall be convened within six weeks of the receipt by the Honorary Secretary of such requisition or of the information making such special meeting necessary
- iv. No business except that stated in the notice convening the meeting may be transacted at any Special General Meeting.

C COMMITTEE MEETING

- i. The Committee shall meet for the dispatch of business as often as is necessary but not less than once every two months, provided that the Secretary shall convene a meeting of the Committee immediately upon receipt of a written request signed by at least five members of the Committee and setting out in full purpose of the meeting.
- ii. Not less than seven days notice of all meetings of the Committee shall be given.

D NON-RECEIPT OF NOTICES

The non-receipt by a member of a notice convening any meeting of the Club or Committee shall not vitiate the proceedings of such meeting.

21. QUORUMS AT MEETINGS

- a) Except where elsewhere provided, the quorum at any
 - i. Annual or Special General Meeting shall be twelve (12) members with voting rights
 - ii. Committee meetings – one half of the full Committee
- b) If at the expiration of twenty (20) minutes after the scheduled time of commencement of the meeting a quorum is not present, the meeting shall:
 - i. If it is a Special General Meeting called on the requisition of members – be abandoned
 - ii. In all other cases be adjourned to the same day, time and place one week later and at such adjourned meeting those members with voting rights present shall constitute a quorum and shall proceed with the business of the meeting.

22. VOTING

- a) At all general meetings of the Club every member vested with a vote in terms of section 10 shall be entitled to vote. Matters before such meetings shall be decided by a simple majority of the voted of those present and voting except where a specific majority is required in terms of this Constitution or unless three or more voting members demand that such voting be conducted by ballot. If a ballot is so demanded it shall be by secret vote. The results of the ballot shall be deemed to be a decision of the meeting at which the ballot was requested.
- b) At Committee Meetings each Committee member shall have one vote. Matters before the Committee shall be decided upon by a simple majority of the votes of those present and voting except where a specific majority is required in terms of this Constitution.
- c) At all meetings of the Club or the Club Committee, the Chairman of the Meeting shall, in the event of an equal number of votes cast for and against a motion, have a casting vote in addition to his deliberative vote.

23. AMENDMENTS OF THE CONSTITUTION

- a) No alteration, amendments or additions to this Constitution shall:
 - i. Be made except at an Annual or Special General Meeting properly convened and then only if no less than two thirds of the members with voting rights who are present, vote in favour thereof.
 - ii. Become effective until it has been approved by the Federal Council of the Kennel Union.
- b) A proposal to alter, amend or add to this Constitution may be submitted only:
 - i. by the Committee, or
 - ii. by a requisition signed by not less than ten members addressed to the Secretary

c) Notwithstanding section (b) above, any member with voting rights may propose an amendment, alteration or addition to this Constitution by submitting such proposal in writing and fully motivated, to the Secretary who shall lay such proposal before the next meeting of the Committee. The Committee shall have discretion to determine whether or not the proposal will be submitted to a General Meeting.

24. DISSOLUTION OF THE CLUB

- a) Subject to the provision of Article 9 (4) of the Constitution of the Kennel Union of Southern Africa, any proposal to dissolve the Club shall only be considered at a Special General Meeting convened for the purpose, and then only in terms of this section.
- b) No proposal to dissolve the Club shall be considered unless there are present not less than two thirds of the members with voting rights of the Club at the time of such proposals, of whom not less than three quarters vote in favour of such proposal
- c) Immediately a decision to dissolve the Club has been carefully taken in terms of this section, the Committee shall forthwith liquidate the affairs of the Club and if there is any surplus of assets on *realisation*, such surplus shall be held in trust by the Kennel Union of Southern Africa. Should there be no effective membership or Committee, the Federal Council of the Kennel Union of Southern Africa shall appoint a person to liquidate the Club's affairs and the Federal Council shall determine the allocation of any surplus asset.
- d) A proposal to merge with any other Club affiliated to the Kennel Union of Southern Africa shall be dealt with in the same manner as a proposal to dissolve the Club and the terms of such merger shall be approved at the Special General Meeting convened to consider the proposal to merge.
- e) Any trophies in the possession of a Club being dissolved shall be disposed of at the direction of the Federal Council of the Kennel Union of Southern Africa.

NOTE:

It is the policy of the Federal Council to dispose of trophies in the above circumstances in collaboration with the wishes of the Donors where these can be obtained.