

# **BOOTS & BRIDLES EQUESTRIAN CLUB**

**"BBEC"**

## **CONSTITUTION**

**The Boots and Bridles Equestrian Club was started on 1 September 2018 to be a safe, friendly, fun organisation hosting shows for the various disciplines.**

**This, above all, is the most important feature of the club and any actions by members or non-members that cause it to be otherwise, will result in those guilty being permanently removed/banned without warning.**

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## 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/*rented* by the Boots & Bridles Equestrian Club or its members or servants and equipment owned by the Boots & Bridles Equestrian 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 In this constitution, when referred to a written request or application, it shall include requests or applications sent via e-mail.

## 2. Name and address of the Club:

The name of the Club shall be **Boots & Bridles Equestrian Club**, which is referred to hereinafter as “the Club”.

The Club is a common law corporate body and as such:

- 2.1 Its assets, liabilities, rights and obligations vest in it independently of its members.
- 2.2 It may not distribute any of its profits and gains to any person and will use its funds solely for the objects for which it has been established.
- 2.3 It will have perpetual succession.
- 2.4 It may sue or be sued in its own name.
- 2.5 The members will not by reason of their membership be liable for the liabilities and obligations of the Club.
- 2.6 The Club’s domicilium citandi et executandi shall be:

*NO 54 on R40 (Barberton Road)*

*Plot 15 House 3*

*Hilltop, Nelspruit*

*Mpumalanga*

**3. Affiliations:**

- 3.1 The Club shall affiliate with representative associations of the South African Equestrian Federation (SAEF) and subscribe to objectives of such associations and of the federation *as required by its members*.
- 3.2 If there is any inconsistency between the constitution of a representative equestrian association or the SAEF to which the Club is affiliated and this Constitution, the two instruments shall as far as reasonably possible be reconciled and if the inconsistency cannot be reconciled, the constitution of the Club shall prevail.

**4. Objectives:**

4.1 The Club is formed to:

- 4.1.1 Protect the interests of all horses, horse owners and riders in the Ehlanzeni area.
- 4.1.2 Preserve the tradition of horse riding in the Ehlanzeni area.
- 4.1.3 Promote and develop the sport of horsemanship within the Ehlanzeni area, and Southern Africa where appropriate.
- 4.1.4 Within its means, the Club shall create and provide for the benefits of its members any such amenities, facilities and equipment as are reasonably required to further its objects.
- 4.1.5 Provide a venue, lease, purchase or acquire in any other manner immovable property suitable for the general purpose of the Club.
- 4.1.6 Promote and encourage development and upliftment of previously disadvantaged individuals and disabled riders.
- 4.1.7 Promote and encourage provincial horses and riders and especially team members, by being an affiliated body of the SAEF or its successor bodies.

4.2 The mission of the Club, as set out in Paragraph 4.1 above shall be promoted by:

- 4.2.1 Registration as an official Equestrian Club with the SAEF and the various Equestrian Associations as deemed appropriate by the Committee.
- 4.2.2 Providing a portal for the receiving of member registration fees to the SAEF and various Equestrian Associations as deemed appropriate by the Committee.
- 4.2.3 Providing competition results to the provincial and national bodies of the various Equestrian Associations as deemed appropriate by the Committee and where needed by the SAEF.

## 5. Members

The members of the Club shall be all persons who are founder members in good standing at the date of coming into operation of this constitution and such other persons who thereafter become such in a manner provided by these rules. *Committee/board members reserve the right to deny a person membership should a person be in bad standing with the club, or their reputation be such that it may be detrimental to the club and its members to be associated with said person.*

The members of the Club shall be divided into the classes below:

- 5.1 *Riding Member:* Any person, wishing to *participate in events*, who has paid the necessary fees and dues. *Riding* members over the age of 18 shall be entitled to vote in respect of all matters arising at an annual general meeting or a special general meeting of the Club. *If a riding member is under the age of 18, an adult member may vote on their behalf.*
- 5.2 *Non-riding Member:* Any person, *wishing to support the objectives of the Club and who has paid the necessary fees and dues, but does not wish to participate in events. Non-riding members will not be entitled to vote.*
- 5.4 *Honorary Member:* An honorary member shall be one who holds some important office or who has conferred some exceptional benefit on the Club and has been elected as an Honorary Member at an annual general meeting. He or she shall be entitled to make full use of the amenities of the Club without payment of *membership fees (show entry fees will need to be paid)*. His or her election may be for a year or any such longer period as the meeting of the Club may resolve. An honorary member shall be entitled to vote in respect of all matters arising at an annual general meeting or a special general meeting of the Club.
- 5.7 *Banned Person:* This is a person who shall not be accepted as a member of the club or be allowed to enter club events, due to being in bad standing with the club for whatever reason, or a person whose reputation is cause for not being accepted into the club. A list shall be created to keep record of banned persons. Banned persons will not have the right to appeal this decision by the committee.
- 5.8 From time to time the committee may suggest other categories of membership and such categories will be approved by the members at an AGM.

## 7. Becoming a member:

- 7.1 A candidate who wishes to become a member of the club must fill in the prescribed form supplied by the Club, signed by the candidate, and accompanied by the required fees. *The board reserves the right to deny membership.*

**8. *Membership* fees:**

- 8.1 The following categories of *membership* fees shall apply.
  - a. *Riding Member*
  - b. *Non-riding Member*
- 8.2 Annual *membership* fees shall be payable by 31 January in each year.
- 8.3 Late *membership* fees may be subject to a late fee charge determined by the Committee.
- 8.4 The annual *membership* fees may increase annually as appropriately determined by the Committee.
- 8.5 Revised fees shall be recorded in the minutes of the Club, circulated by e-mail to all paid members, and specified on the membership form.
- 8.3 Any member failing to pay his *membership* within the prescribed period shall cease to be a member of the club.
- 8.4 Members resigning during the financial year shall have no claim on the Club for portions of the annual *membership* paid.

**9. *Privileges of members*:**

Every member shall be entitled to such rights and privileges regarding the use of the Club's property and amenities and participation in the activities of the Club as shall be prescribed in this constitution or by-laws or regulations by the Committee in terms of these rules. On cessation of membership, no rights whatsoever shall remain vested in any ex-member.

- 9.1 Benefits of membership
  - a. No day fees paid when participating in shows
  - b. Eligible for Club prizes
  - c. Eligible to earn points to participate at national level (if *they* are registered with the *national discipline association* as well)
  - d. Discounted fees (such as renewing your membership)

**10. *Liability of Club members*:**

The liability of a member shall be limited to the amount due in respect of his or her unpaid subscriptions, entrance fees and any other monies they may owe to the Club.

**11. *Officers of the Club***

The following officers of the Club shall jointly be referred to as the Committee/Board and shall comprise the following:

- 11.1 The Chairman (founding member unless he or she resigns or if there is not enough founding members available, in which case the new Chairman must have served on the Committee for a minimum of two years).
- 11.2 The Vice-Chairman (founding member unless he or she resigns or if there is not enough founding members available, in which case the new vice-chairman must have served on the Committee for a minimum of 1 year)
- 11.3 The Treasurer
- 11.4 The Secretary (founding member unless he or she resigns or if there is not enough founding members available, in which case the new Secretary must have served on the Committee for a minimum of 1 year)
- 11.5 A total of 4 (four) other Committee members *may be assigned*.

## **12. Candidates for election as Committee members:**

The Committee shall be elected as follows:

- 12.1 The Committee positions shall firstly be filled by founding members, then by members voted in by the club if not enough founding members are available. If such a member resigns then his or her position may be filled by nominations and votes by club members.
- 12.2 Committee members (Chair, Vice-chair, Secretary, Treasurer and general committee members) shall be voted in by members at the Annual General Meeting or Special General Meeting of the Club if a current committee member resigns or if a current committee member is no longer fit for the position.
- 12.3 The Committee shall consist of members, who exceed the age of 18 (eighteen) years. Committee positions not filled by founding members shall be elected by club members entitled to vote at the annual general meeting or special general meeting.
- 12.4 In the event of there being no nominations, the position shall be filled by the Committee co-opting other members, who exceed the age of 18 (eighteen) years, to fill such vacancies.
- 12.5 In the event of there being more nominations than required to fill the vacancies on the Committee, an election shall be held by voting members.

## **13. Cessation of duties as committee member:**

A committee member will be removed from serving on the committee if:

- 13.1 He or she is excluded in terms of proper disciplinary proceedings under this Constitution.
- 13.2 He or she resigns from office by giving written notice to the Club.
- 13.3 He or she is convicted of an offence which involves dishonesty.
- 13.4 He or she is removed from office by a resolution passed at a general meeting of the Club if the intention to vote upon the removal from office has been specified in the notice convening the general meeting; or
- 13.5 If he or she is or becomes of unsound mind.

#### **14. Management of the Club**

- 14.1 The Club shall be managed and controlled by the Committee as provided in this constitution who have been elected at an annual general meeting or selected or appointed as otherwise provided in this constitution.
- 14.2 Without derogation from the generality of its authority to manage, control and conduct the affairs, business and activities of the Club, the Committee shall be empowered to:
  - 14.2.1 Purchase or otherwise acquire, lease, sell, alienate or otherwise dispose of any part of the property or major assets of the Club with the approval of *the committee members*.
  - 14.2.2 Sign any lease renewal documents that are substantially the same as the previous lease or where the terms are no more onerous on the Club as provided in the previous lease.
  - 14.2.3 Invest the funds of the Club in such interest-bearing bank accounts held at a registered South African bank as may be deemed appropriate for the furtherance of the objectives of the Club.
  - 14.2.4 Appoint the individual members, who may but need not necessarily be members of the Committee, to control and manage any of the various disciplines of the sport of horse riding and to delegate to them such authority as may be necessary, on specified terms and conditions, which may be cancelled, withdrawn, substituted or amended in the discretion of the Committee at any time. In exercising this power of control, the Committee shall:
    - 14.2.4.1 Consult with a delegate of the discipline or activity concerned.
    - 14.2.4.2 Take into consideration but not be bound by, the views and opinions of the members who are active participants

in the discipline concerned, whether they be voting or non-voting members of the Club.

- 14.3 Appoint the treasurer and at least one other committee member to sign cheques and other instruments to give effect to the financial transactions of the Club.
- 14.4 Employ or dismiss servants of the Club, whether casual, part-time or full-time and determine their conditions of service and remuneration.
- 14.5 Keep records of all financial and other transactions of the Club and the lists of all the members of the Club in their various classes and categories.
- 14.6 Determine from time to time, the annual subscription fees for the various categories of membership within the scope as laid down in this constitution.
- 14.7 Prescribes such rules consistent with this constitution for the ordering of the Club's premises and the conduct of its activities which shall specifically prohibit payment for facilities, liquor or refreshments supplied on the premises of the Club by any person not a member of the Club.
- 14.8 The Committee may meet as frequently as it deems necessary to carry out its functions. Four members shall be a quorum. The Chairman or failing him / her, then the deputy shall act as Chairman. If both are absent, the members present shall elect of their number to act as Chairman. Matters not requiring consensus shall be carried by a majority vote of those present and in the event of a deadlock, the member presiding will have a casting vote.
- 14.9 It shall be the duty of the committee to keep minutes of all meetings and the committee may employ and pay a Club secretary to do this. Minutes of meetings must be made available to any Member in good standing within 7 days of a written request to the Committee.

## **15. General meetings**

- 15.1 The annual general meeting of the members shall be held yearly for the purpose of:
  - 15.1.1 Receiving the report of the outgoing Committee and approving the financial statements of the year ended 31 *December* preceding.
  - 15.1.2 Electing the members to serve on the Committee *if necessary*.
  - 15.1.3 Appointing and determining the remuneration of the auditors or independent accountants.
  - 15.1.4 Transacting any other business consummate with the annual general meetings of the Club.

- 15.2 Special general meetings: The Committee may at any time and shall within 14 (fourteen) days of receipt by the Secretary of a requisition signed by no less than 15 (fifteen) members, convene a special general meeting, at which the only business shall be that for which the meeting shall have been summoned, and no other.
- 15.3 The Committee may convene any ordinary general meeting whenever it considers a matter sufficiently important, serious or urgent to warrant such a meeting.
- 15.4 Notices: all general meetings shall be convened by written notice or by e-mail addressed to each member and dispatched to his/her address as recorded in the members' register not less than 14 (fourteen) days clear before the date of the meeting. In the case of a special general meeting, such notice shall clearly state the business for which the meeting is being convened.

The accidental omission to give notice of any resolution, or to give any other notification, or present any document required to be given or sent in terms of this Constitution, or the non-receipt of any such notice, notification or document by any member or other person entitled to receive such notice, notification or document, shall not invalidate the proceedings at, or any resolution passed at, any meeting.

- 15.5 Quorum: 10% of members present in person or by proxy, and entitled to vote shall be a quorum. Should a quorum not be present at the time appointed for the meeting, those present may adjourn it to another date at which time the members present shall constitute a quorum; however, in the case of a meeting by requisition, the absence of a quorum at the date appointed shall nullify the business of the meeting.

## **16. Proxies**

- 16.1 A member may be represented at a general meeting by a proxy, who must be a member of the Club.
- 16.2 The instrument appointing a proxy shall be in writing and signed by the member concerned or his or her agent, duly authorised in writing, but need not be in any particular form.
- 16.3 The instrument appointing a proxy and the power of attorney or any other authority under which it is signed shall be tabled at the meeting at which the person named the instrument proposes to vote.
- 16.4 No instrument appointing a proxy shall be valid after the expiration of three months from the date of its execution.

## **17. Voting**

- 17.1 At any general meeting of the Club, every member who is present in person or represented by proxy and entitled to vote, shall have one vote.
- 17.2 At any general meeting a resolution put to the vote shall be decided on a show of hands and a declaration by that a resolution has, on a show of hands, been carried or carried unanimously or by a particular majority, and an entry to that effect in the book containing the minutes of the proceedings of the Club, shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against such resolution.
- 17.2.1.1 If a poll is demanded, the poll shall be taken in such a manner, including the manner in which the result of the poll shall be determined, as the Chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- 17.2.1.2 In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman shall have a casting vote.
- 17.2.1.3 A poll demanded on the election of an Official or on a question of adjournment shall be taken forthwith and a poll demanded on any other question shall be taken at such a time as the Chairman directs.
- 17.2.1.4 The demand for a poll shall not prevent the continuation of a meeting for the transaction of any business other than the question upon which the poll has been demanded.
- 17.3 Every resolution and every amended resolution proposed for adoption by a general meeting shall be seconded at the meeting and, if not so seconded, shall be deemed not to have been proposed.
- 17.4 An ordinary resolution or the amendment of an ordinary resolution shall be carried on a simple majority of all votes cast.
- 17.5 Unless any member present in person or by proxy at a general meeting, objects before the closure of the meeting to any declaration made by the Chairman as to the result of any voting at the meeting, whether by show of hands or otherwise, or to the propriety or validity of the procedure at such meeting, such declaration by the Chairman shall be deemed to be a true and correct statement of the voting, and the meeting shall in all respects be deemed to have been properly and validly constituted and conducted.

## **18. Dissolution or merger**

- 18.1 In the event that the Club is wound up by special resolution of the Club's voting members, the Committee shall liquidate all the assets of the Club, pay all the duly proven debts and liabilities incurred by the Club and pay the net credit balance of such liquidations to a non-profit organisation *or split it between the committee members.*
- 18.2 The Club may merge with any other body with similar objects, by resolution of a Special General/AGM meeting passed by a majority of not less than 75% of the votes cast. In the event of a merger as contemplated in this paragraph the Club's net assets after discharge of its liabilities, together with its rights and obligations under this Constitution, shall vest in the merged entity.

## **19. Members bound by rules**

The signature to any application form for membership shall upon election of a member be deemed to be a distinct acknowledgement made by such member that he/she is bound by the rules *and code of conduct* of the Club and by all by-laws that have been or may be made by the Club thereafter and no person shall be absolved from the effect of the rules in the plea of not having copies of them or any of them.

## **20. Discipline:**

Any contravention by a member of any class of any rule of this constitution or *code of conduct* shall be deemed per se conduct unworthy of membership and / or prejudicial to the interest of the Club.

Should any member, in the opinion of the Committee, commit any wilful breach of the rules or by-laws and regulations *or code of conduct* of the Club, conduct or fail to make payments of monies due to the Club, or the Club's office bearers after due notice, or be guilty of conduct unbecoming or prejudicial to the interest of the Club, whether within the Club's precincts or outside them, the Committee shall have the following power:-

- 20.1 To expel such members, provided at least two-thirds of all the members of the Committee for the time being shall vote in favour of such expulsion.
- 20.2 To deprive such member of any or all rights and advantages of this membership during such time or period as the Committee in its absolute discretion may deem fit and advisable.
- 20.3 To call upon such member, in writing, through the Secretary, to resign, in which event a bare majority of the Committee present shall be sufficient, and if he fails to resign within 7 (seven) days, to expel such member.
- 20.4 To call upon such member, in writing, to appear before the Committee and there explain his conduct, and should such member fail to appear when called upon, to expel or deal with such member in such manner as the Committee in its discretion may deem fit.

20.5 To call such member to explain his conduct in writing and thereafter to deal with such member, whether he complies with such request or not, in terms of any other subsection of this rule.

In the event of any person ceasing to be a member by reason of this rule, the said person shall not have any right to a refund of any contribution, subscription, or fee paid by him.

No member shall be expelled unless and until the Committee shall have given him an opportunity to appear before it at such time and place as, in its discretion, it may deem fit, to explain his/her conduct, *unless otherwise specified in the code of conduct.*

At the hearing of the Committee arising by virtue of this rule, the Committee shall have the power to summon any member or any other person to appear before it to give evidence for or against such member and any such member shall have the power to cross examine any such witness and shall have the power to tender evidence of any other member or person, he may deem fit.

The right of any such member to legal representation shall be at the discretion of the Committee.

The Committee's decision regarding any matter arising out of this rule shall in each instance be final.

## **22. Financial Year**

*The financial year shall commence on 1 January in each year and run until the 31 December.*

## **23. Complaints**

Any member having cause for complaint against another member of the Club or against the Club itself, shall present it in writing via email or *via the official form* to the Secretary or to a Committee member, which complaint shall be tabled to the committee for discussion.

## **24. Resignations**

A member may at any time, resign his/her membership of the Club, provided, however, that he/she shall, notwithstanding such resignation, remain liable for the annual subscription due and unpaid at the date of resignation and for any other amounts due to the Club.

## **25. Damaged property**

*Any participant at an event* shall pay for replacement or repair (as Committee may determine) of any article, the property of the Club, which shall be broken or damaged by them, their horses or their guests.

## **26. Damage to personal property**

Neither the member nor a guest shall have the right to be compensated by the Club nor its officials, for any injury or damage to his person or property sustained from whatsoever cause while on the Club premises, or at a Club event or meeting or activity at any venue.

## **27. Alteration of constitution and rules**

No rules of the constitution of the Club shall be repealed or altered and no new rule shall be made unless the proposal be supported by at least two-thirds of the members entitled to vote, at a meeting.

## **28. Addresses and notices to members**

Every member shall cause his address / email address or any change thereof to be recorded by the Secretary.

Any notice or communication or show schedule of whatever kind given to a member shall, on being *published*, bearing such address as at the time as recorded in the Club's records, be deemed for all purposes to have been received by such member within 7 (seven) days of its being placed in the post or electronic format.

## **29. Constitutions**

Any decisions of the Committee as to the intention, meaning and effect of any of the constitution's articles shall be final and binding.

Every member shall be entitled to be furnished with a copy of the constitution and any amendments of interpretation pertaining thereto.

### **Code of Conduct**

The Boots & Bridles Equestrian Club (BBEC) prides itself in good sportsmanship, horsemanship, teamwork and well-behaved members. BBEC expects appropriate behaviour at all our events.

Inappropriate behaviour may include, but is not limited to:

- Profanity, vulgar language or gestures, harassment (e.g. using words or actions that intimidate, threaten or persecute others before, during or following any club activity), failure to follow rules, cheating or abusive behaviour. Any practices towards horses that could cause physical or mental suffering, in or out of competition, will not be tolerated.

- Disruptive or disrespectful behaviour.

### **Standard of behaviour:**

- Be accountable.
- Admit mistakes and be prompt with apologies.
- Demonstrate good manners, courtesy, respect and consideration.
- Respect the rights, dignity and values of others.
- Operate within the rules of the sport.
- Treat facilities, staff & students at shows with respect and abide by any rules that may apply.
- Be aware of how their actions may be perceived by others – never put the discipline, club or venue in a bad light!
- Always maintain high standards of personal behaviour.
- Conduct themselves in a reasonable manner relating to offensive language and temperament.
- Refrain from any form of bullying or harassment of others. Harassment is any offensive conduct based on a person's race, gender, national origin, colour, disability, age, marital status, religion or any other status protected by law.
- Respect the decisions of officials, making all appeals through the appropriate formal process and respecting the final decision.
- Not condone, or allow to go unchallenged, any form of bullying, harassment or discrimination if witnessed.
- Refrain from the use of and involvement with illegal substances at all times
- Not act in an unlawful manner.
- Not encourage or pressure others into acting against the code of conduct
- Understand the repercussions of any breaches of this code of conduct.

Abusive behaviour towards animals or other persons will result in immediate elimination from the show and suspension (or banning) from club membership and activities. There will be no tolerance for abuse, the use of derogatory remarks, personal insults, threats or any form of discrimination.

Any member who is found to be in breach of the conditions set out in this Code of Conduct may be expelled from the club at the discretion of the committee **without warning and without a hearing.**

Any member who is found to have endangered themselves, those around them or the horses while acting under the alias of the club, may also be expelled from the club at the discretion of the committee.

Discipline Code of Conduct may overrule Club Code of Conduct.