

**THE
CONSTITUTION
OF THE

KIMBERLEY
EQUESTRIAN CENTRE**

AS AMENDED APRIL 2018

KIMBERLEY EQUESTRIAN CENTRE CONSTITUTION

1 NAME OF THE CLUB

The name of the club shall be "The Kimberley Equestrian Centre" (hereinafter referred to as the "Club").

2 AIMS OF THE CLUB

The aims of the club shall be:

- 2.1 To encourage, promote and foster horse riding and other aspects of equitation and related activities for its members.
- 2.2 To cultivate in the members of the club a love for and understanding of horses and horsemanship, i.e. the welfare and care for horses.
- 2.3 To manage the club, the property, finances and all other facets thereof in such a manner as to address the abovementioned aims.

3 MEMBERSHIP OF THE CLUB AND CATEGORIES THEREOF

- 3.1 Membership of the club shall be open to all persons interested in encouraging the aims of the club, subject to his/her membership application being accepted and approved by the Management Committee of the club. Applications should be posted on the noticeboard for 21 days prior to acceptance. Should any member in good standing object to a new membership application, such objection shall be sent to the committee for their consideration during the 21 day period.

3.2 Categories of Membership

3.2.1 Family Membership

- 3.2.1.1 A Family Member is an individual who is part of a family in which one adult has applied for, and has been accepted for Family Membership by the committee in terms of the rules of the Club. Once over the age of 18 years, and being self-sufficient, such a family member should join as an ordinary member.

- 3.2.1.2 Family Membership will be divided into the following three sub-categories:

- Full family membership
- Social family membership
- Temporary family membership

3.2.2 Ordinary membership

3.2.2.1 An ordinary member is an individual over the age of 18 years who has applied for, and has been accepted for membership by the committee in terms of the rules of the Club.

3.2.2.2 Membership will be divided into the following three sub-categories:

- Full membership
- Social membership
- Temporary membership

3.2.3 Honorary membership

The management committee, at its discretion, shall hold the power to accord honorary membership to persons holding high public office or who have rendered some special benefit or service to the club, provided always, that not more than 5 persons shall at any one time be registered as honorary members of the club.

3.3 Conditions for Membership

3.3.1 Full membership

3.3.1.1 Full members will have access to all the facilities offered by the Club.

3.3.1.2 Full members may stable a horse on Club grounds.

3.3.2 Temporary membership

3.3.2.1 Temporary membership applies for a period not exceeding six (6) months. Thereafter, application for full membership must be pursued.

3.3.2.2 Temporary members will have access to all the facilities offered by the Club.

3.3.2.3 Temporary members may stable a horse on Club grounds for a period not exceeding six (6) months.

3.3.3 Social Membership

3.3.3.1 Social members will have access to Club facilities socially and occasionally for horse riding.

3.3.3.2 At the discretion of the committee, a social member will be asked to pursue full membership should he or she use the Club's riding facilities more regularly.

3.3.3.3 A social member may not stable a horse on Club grounds.

3.4 Membership Fees

3.4.1 Membership fees as prescribed and amended annually by the management committee are to be paid in advance by members depending on his/her type of membership.

3.4.2 Any member whose account is in arrears shall be excluded from the privileges offered by the Club at the discretion of the committee.

3.4.2.1 Family Membership Fees

- i) Full Family Membership Fees - 100% of the fee set down for family membership each year, paid annually in advance.
- ii) Social Family Membership Fees - 50% of the fee set down for family membership each year, paid annually in advance. .
- iii) Temporary Family Membership Fees – 10% of the fee set down for family membership each year, paid per month in advance.

3.4.2.2 Ordinary Membership Fees

- i) Full Membership Fees - 100% of the fee set down for membership each year, paid annually in advance.
- ii) Social Membership Fees - 50% of the fee set down for membership each year, paid annually in advance.
- iii) Temporary Membership Fees - 10% fee per month of the annual fee set down for membership each year, paid in advance.

3.4.2.3 Honorary Membership Fees

Honorary Members are not required to pay membership fees.

3.4.3 Election of members

3.4.3.1 Every candidate for any category of membership (par 3.2) shall apply for membership according to the Club's prescribed and approved procedure.

3.4.3.2 The committee reserves the sole right to, after proper discussion and consultation, accept or refuse any membership application.

3.4.4 Resignation and termination of any member

3.4.4.1 One month's notice, in writing, of intention to resign must be submitted to the committee by any member. Failure to submit one month's notice of the removal of horses(s) will render the member liable for one month's livery fees in lieu of notice.

3.4.4.2 Upon cessation of the membership for any reason, subscriptions and levies paid in advance shall not be refunded.

3.4.4.3 No such member shall have the right to remove his/her horse(s) until all outstanding fees and livery are fully paid.

3.4.4.4 In the event of a member being unable to pay the outstanding fees and livery due, the committee reserves the right to take legal action in order to take possession of the horse to cover the costs.

3.4.4.5 Non-payment may cause the membership to be terminated, at the discretion of the management committee.

3.4.5 Liability of members

3.4.5.1 Members are expected to join in the activities of the club and to perform duties as requested in the running of the Club.

4 MANAGEMENT OF THE AFFAIRS OF THE CLUB

4.1 The Management Committee

4.1.1 Election of the Management Committee

The Club shall be managed and controlled in a responsible and acceptable manner by a Management Committee (hereinafter called the Committee) consisting of the following members:

- Chairperson
- Vice-chairperson
- Treasurer
- Secretary
- A minimum of Two (2) and a maximum of Four (4) additional members

4.1.1.1 The abovementioned Committee shall be elected during the Annual General Meeting.

4.1.1.2 The Management Committee may co-opt any member onto the Committee if and when his/her services and/or skills are needed.

4.1.1.3 No more than two representatives on the committee shall be members who do not stable horses at the club.

4.1.1.4 No member may be elected to the Committee in their absence unless there is written consent, by the members in question, that they are willing and available to serve on the committee.

4.1.2 Operation of the Management Committee

4.1.2.1 The Committee shall have the authority to manage the Club in a professional manner in order to achieve the aims and objectives thereof (Par 2).

4.1.2.2 The Chairman is responsible to call monthly committee meetings to ensure the professional running of the Club.

4.1.2.3 Any Committee member absent from 3 consecutive meetings without a valid reason may be asked to step down from the committee following a written notice.

4.1.2.4 Committee members should always be members in good standing, failing which their position shall be deemed vacant, and the committee may fill this vacancy or leave the position open until the next AGM, at its discretion.

4.1.2.5 The Chairman of the Club:

- can convene Committee meetings, and in his/her absence this function is delegated to the Vice-Chairman.
- will not have the right to veto any decisions;
- will have the right during a deadlock voting situation to cast his/her deciding vote; and
- he/she shall be a member of good standing and shall stable a horse in his/her name at the Club.

- 4.1.2.6 At all Committee meetings a minimum of four (4) committee members will be required to form a quorum.
- 4.1.2.7 In the event of no quorum being present, the meeting shall stand down for a maximum of 45 minutes in an endeavour to fill the quorum; failing this, those committee members present shall form a quorum.
- 4.1.3 Functions of the Management Committee
- The Committee is responsible for:
- 4.1.3.1 Dealing with any condition or circumstances arising for the proper management of the Club.
- 4.1.3.2 Making bylaws and rules for the regulation of the affairs of the Club, its officials and employees, provided that such bylaws do not conflict with the Club's constitution.
- 4.1.3.3 Controlling club finances and presenting financial reports at each Committee Meeting including but not limited to:
- opening of bank accounts;
 - signing authority on documentation;
 - appointing of accountants; and
 - managing any investments made by the club.
- 4.1.3.4 Presentation of independently reviewed financial statements at the Annual General Meeting.
- 4.1.3.5 Maintaining full and proper records including minutes of meetings, register of members and any additional records that may be required to ensure the proper running of the Club.
- 4.1.3.6 Appointment of Club employees, determining terms of engagement including remuneration, applying and enforcing disciplinary procedures including suspensions and/or dismissals and adherence to applicable disciplinary codes and current labour laws.
- 4.1.3.7 To institute, conduct, defend, compound or abandon any legal proceedings regarding the Club or otherwise concerning the affairs of the Club; in consultation with the Club's legal advisors.
- 4.1.3.8 Purchasing, leasing or in any other way acquiring movable property on behalf of the Club.
- 4.1.3.9 Regulating and maintaining the facilities of the Club.

5 ANNUAL GENERAL MEETINGS

- 5.1 An Annual General Meeting (AGM) of members shall be held not later than the end of April each year. At least 14 days prior to the meeting the Club's secretary shall post a notice on the Club notice board and also notify the individual members in writing, specifying the date and place of the meeting.
- 5.2 At least 14 days before the AGM the secretary will send each member a copy of the financial statement to be discussed at the AGM.

- 5.3 Up to 7 days prior to the meeting any member may give written notice to the secretary of any motion to be discussed at the AGM. No matters other than those appearing on the agenda will be brought before the meeting.
- 5.4 A quorum will consist of 40% of the members of the Club who have a Vote. If 40% of the members are not present, the meeting shall be adjourned for 45 minutes and then reconvened. The members then present shall represent a quorum.
- 5.5 No proxy votes will be accepted.
- 5.6 Voting may take place with closed voting papers if more than 50% of the members present at the meeting indicate their preference to do so.
- 5.7 All issues will be decided with a Majority Vote.
- 5.8 The business at any Annual General Meeting will be decided by the Committee.
- 5.9 In all matters brought before the Annual General Meeting members may vote as follows:
 - 5.9.1 In the case of Ordinary or Family membership only one member over the age of 18 years may vote.
 - 5.9.2 Honorary members, Family members and Ordinary members have one vote each
 - 5.9.3 Members who have stabled one or more horses at KEC for a six month period immediately before the AGM have one additional vote.
 - 5.9.4 Only members whose membership and livery are paid up will have a vote.
 - 5.9.5 Temporary and social members do not have a vote.

6 SPECIAL GENERAL MEETINGS

- 6.1 A Special General Meeting may be convened at any time by the Committee:
 - if and when deemed necessary by the committee; or
 - if and when requested in writing by the majority of the members.
- 6.2 Such a meeting should be held within 21 days of receiving the request from the members or following a decision by the Committee to hold a special AGM.
- 6.3 A minimum of seven (7) days' notice is required to members.
- 6.4 All the items as specified in par 5.4; 5.5; 5.6; 5.7; 5.8 & 5.9 would be applicable in this case.

7 CHANGES TO THIS CONSTITUTION

- 7.1 No alteration or amendment hereto shall be effected unless with the consent of not less than 40% of the club's total voting members assembled at a general meeting. A draft of the proposed alteration or amendment shall be posted on the club notice board for at least 14 days prior to the day of the meeting. In addition, proper notice convening the meeting, together with the said draft, shall be provided to all members, at least 14 days prior to the day of the meeting.

8 CODE OF CONDUCT / DISCIPLINING OF MEMBERS

- 8.1 The code of conduct of the Club shall be as prescribed in the bylaws and rules as specified by the Committee.
- 8.2 The Committee will have the power to discipline any member who does not adhere to the code of conduct or who persistently refuses to conform to any by-law, rule or regulation of the club.
- 8.3 The actions decided on would be at the discretion of the Committee who will be objective and fair in such instances. These actions may include termination or suspension of membership.
- 8.4 In the event of a charge being brought against a member that may result in the termination or suspension of his / her membership, the chairman of the management committee will call a disciplinary hearing where the hearing committee will consist of a quorum of the management committee.
- 8.5 This committee will hear the complaint against the member, the defence from the member or his / her representative, and consider any mitigating or aggravating circumstances.
- 8.6 The charged member will be entitled to a representative drawn from the membership of the Club to assist in his / her defence
- 8.7 Witnesses may be called if necessary.
- 8.8 Only members of the club may be present at the hearing (other than called witnesses, who will be excused after their statements).
- 8.9 In the event of the absence of the charged member, or in the event of an unreasonable delay by the member in holding the hearing, the hearing will be held in the absence of the charged member.
- 8.10 The decision of the committee will be decided by majority decision of the quorum present at the hearing, and will be final.

9 SUBSIDIARY EQUESTRIAN AND OTHER CLUBS

- 9.1 The Committee may, at its discretion, allow the establishment of subsidiary Clubs.

- 9.2 The operation, name, rules, activities, membership, management, colours, etc. however, will be subject to the approval of the Committee.

10 LEGAL STATUS OF CLUB AND INTEREST OF MEMBERS

- 10.1 The Club shall be an Association of Persons, having independent legal personality, and it shall have the capacity to acquire rights and assets, and to incur obligations, independently of its members.
- 10.2 All assets, funds or property of the club shall be held or registered at all times in the name of the Club.
- 10.3 The committee reserves the right to pay an employee and/or committee member a bona fide remuneration.
- 10.4 All the income and property of the club shall be applied solely towards the promotion of its aims.
- 10.5 Membership of the club shall not give to any member any rights, title, interest, claim or demand in or to any of the funds, property or assets of the club, but merely confers upon such members the right and privilege of entering upon and of using and enjoying the premises of the club, subject to such charges and restrictions as the management committee may from time to time impose, and subject at all times to the rules and bylaws of the club in force from time to time.
- 10.6 The club will have the capacity to sue or to be sued in its own name.

11 WINDING UP

- 11.1 The club may be wound up if at least three-quarters of the members present and voting at a general meeting of the club convened for this purpose, vote in favour of winding-up.
- 11.2 As soon as is reasonably possible after a resolution for winding-up of the club has been passed, all the debts and obligations of the club shall be paid and settled, after which any assets of whatsoever nature of the club remaining shall be paid or transferred to other clubs or institutions having similar aims to those of the club.

12 CONTROL OF LIQUOR

- 12.1 Control and management of such liquor facilities as the club may be licensed to conduct from time to time, shall be vested in the management committee, which committee is empowered and obliged to ensure that the provisions of the liquor act and regulations promulgated hereunder, are at all times complied with, to properly control the times during which such liquor facilities

are available for use by members and to determine the prices to be charged for any refreshments and liquor supplied.

13 USAGE OF CLUB PREMISES BY MEMBERS

- 13.1 Members are expected, and obliged, to behave in a decorous and proper manner, at all times, whilst on any portion of the club premises, and to display courtesy to fellow members and their guests, and members will be required to undertake such duties and services as may be determined from the management committee from time to time.
- 13.2 The management committee shall, at its sole discretion, determine the hours and conditions upon which the various facilities of the club shall be available for use by members and visitors.
- 13.3 Credit will only be permitted to any member or person at the discretion of the committee.
- 13.4 No person shall remove any article or item belonging to the club from any portion of the club premises, for any reason whatsoever, except with the prior consent of the committee.
- 13.5 No pamphlet, advertisement or circular of any description shall be displayed upon any portion of the club premises without the consent of the committee.
- 13.6 The management committee at its sole discretion, and subject to such conditions as it shall determine, may let for entertainment, meetings, and other purposes, any portion of the club premises provided however, that such premises shall not be utilised for any political or similar purpose.
- 13.7 Members shall have the privilege of introducing visitors to the club. The responsibility for the behaviour and conduct of such a visitor would be the responsibility of the host member.

14 STABLING OF HORSES

14.1 Application to Stable a Horse on the Club Grounds

14.1.1 Members must apply for permission to stable a horse on the Club grounds, as set out in the Club Rules. Should a member bring a horse onto the club grounds without applying or being granted permission to do so, the Committee may take disciplinary action.

14.1.2 By signing the application form, the applicant undertakes to abide by all the conditions therein that apply to bringing a horse or horses onto Club grounds in the event that permission to do so is granted. Should he or she not abide by these conditions the Committee may take disciplinary action.

14.2 Conditions Applicable to Stabling a Horse on Club Grounds

14.2.1 Members who stable a horse or horses on Club grounds must agree that inoculations and de-worming medication will be administered to their horse or horses as required by the Committee.

14.2.2 The horse would be stabled, managed and fed according to the current applicable feeding system and stable management procedure.

14.2.3 Stabling fees as set down from time to time are payable monthly in advance.

14.3 Removal of Horses from Club Grounds

14.3.1 When a member resigns, he/she will have thirty days to remove his/her horse from the Club's property.

14.3.2 Such member must advise the Committee as to what arrangements have been made for the care and well-being of the horse(s) should such member relocate before the removal of the horse(s). Should such arrangements not be acceptable to the Committee, the Committee will set acceptable conditions.

14.3.3 The member will be responsible for the payment of any debts incurred on his/her behalf in respect of the welfare of his/her horse(s).

15 LIABILITY AND INDEMNITY

15.1 The club indemnifies itself against any damages and/or injuries sustained by any person(s) while on the club property or using club facilities.

15.2 The individual involved would be held accountable for any damage and/or injuries or damage to persons, horses or personal effects due to negligence or ignorance.

16 GENERAL

16.1 Members shall be bound in all respects by this Constitution and the Regulations and Bylaws of the Kimberley Equestrian Centre. The Management Committee's decision in the interpretation of the Regulations and Bylaws shall be final and binding on all members.

16.2 In the event of any "causus omissus" in this Constitution, the Management Committee shall be empowered to make any decision which it considers to be in the interests of the Kimberley Equestrian Centre and its members.

The above Constitution incorporates amendments as presented to the members of the Club during a Special General Meeting held on 25 April 2018 and approved as such.

A handwritten signature in red ink, appearing to be 'N. D.', with a stylized flourish extending to the right.

Chairperson

A handwritten signature in blue ink, appearing to be 'M. Fane', with a stylized flourish extending to the right.

Secretary