

CHAPTER 20

CONSTITUTION OF THE CAPE GLIDING CLUB

(Amended - February 1999)

Name

1. The Name of the Club shall be the “Cape Gliding Club”.

Object

2. The registered office of the Club shall be situated in the Western Province.
3. The main object of the Club shall be to carry on, develop, support and popularise sporting flying.
4. For the furtherance of the aforesaid main object the following are subsidiary objects of the Club;
 - a. To buy, sell, exchange or let on hire aerial conveyances of every kind, and all articles, tools, materials, parts, accessories and apparatus used in the construction thereof or in connection therewith or necessary or convenient for the purpose of the Club; and to acquire, provide, and maintain hangars, garages, repair shops, sheds, aerodromes and accommodation of every kind for or in relation to aerial conveyances of every description.
 - b. To purchase, take on lease or in exchange hire or otherwise acquire any real or personal property or interest therein, possession or expectancy, and any rights and privileges which the Club may think necessary or convenient, and in particular any land, buildings or servitudes, and to build, maintain, enlarge or alter any buildings necessary or convenient for the purpose of the Club, and to demolish and remove or replace the same.
 - c. To provide any such accommodation, facilities and amenities for members of the Club, and the public as may assist the furtherance of the main

- object of the Club.
- d. To popularise flying by providing members of the Club with facilities for obtaining all such licences as are or hereafter may be granted by any duly constituted authority under the Air Navigation act, and with facilities for obtaining regular flying practice thereafter, and to promote airmindedness among members of the Club and others, and to hold and provide facilities, lectures, exhibitions, demonstrations, shows and other forms of recreation or entertainment.
 - e. To conduct, arrange, promote or participate in aviation rallies, competitions, and all such sporting events whether for the benefit of the Club or charities or other object, and to offer, grant or contribute to the provision of prizes, awards, and distinctions.
 - f. To adopt such means of making known the object of the Club that may from time to time seem expedient.
 - g. To invest and apply any monies not immediately required for the purpose of the Club in such a manner that the Club may from time to time think fit.
 - h. To raise, or borrow, or apply for or secure payment of monies in such manner as may be thought fit for the erection of a Club house or any other purpose, and to redeem or pay off such loans or securities.
 - i. To enter into any partnership, co-operation, or association with any person, persons, club, corporation or company as may assist the furtherance of the main or any subsidiary object of the Club.

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- j. To employ and remunerate any staff as may be required from time to time.
 - k. To do all or any of the above things in any part of the world, either as principals, agents, trustees or otherwise, and alone or in conjunction with others, and by or through agents, sub-contractors, trustees or otherwise.
 - l. To do any such other things that the Club may think conducive to the attainment of all or any of the above objects.
- b. The Committee shall from time to time review the application for membership of each and every probationary member, and upon recommendation of not less than two of its officers, shall consider such applications for election to Ordinary (or Full) membership of the Club.
 - c. The period of probationary membership served by a candidate for ordinary membership shall not exceed six months, at which time the Committee shall vote by ballot to decide whether such period should be extended. A rejected candidate shall cease to be a member of the Club and shall furthermore be ineligible for re-admittance for a period of not less than twelve months.
 - d. Every candidate for temporary membership of the Club shall make application in writing upon the prescribed form and signed by the candidate. Temporary membership may be held for a period not exceeding six months in any twelve.
 - e. Every candidate for Social membership of the Club shall be proposed by one, and seconded by another member, to both of whom the candidate shall be personally known. The application shall be made in writing upon the prescribed form, signed by the candidate and by his or her proposer and seconder. No person shall be admitted to Social membership of the Club unless the application is supported by an officer of the Committee to whom the Candidate has been introduced.
 - f. Members of the Club or any other person whose ordinary place of residence is more than 100km for Cape Town, may at the discretion of the Committee be elected Country members of the Club.
 - g. The Committee shall have the right to elect persons to Honorary Life

Membership

- 5. There shall be six classes of membership, namely:
 - i) Ordinary (full) members
 - ii) Probationary members
 - iii) Temporary (daily) members
 - iv) Social members
 - v. Country members
 - vi) Honorary Life members

Subscriptions

- 6. The entrance fees and subscription payable by each class of member shall be determined by the Committee.
- 7. The Committee may at any time decide to admit persons belonging to any approved club, institute or body without payment of entrance fee.
- 8. The Committee shall have the power in its discretion to waive payment of a monthly subscription due or overdue from any member at any time.
- 9. a. Every candidate for Ordinary membership shall serve a period of probationary membership whose duration shall be determined by the Committee. Application for membership shall be made in writing upon the prescribed form and signed by the candidate, who upon payment of the appropriate entry fee and subscription shall be admitted to Probationary membership of the

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- membership.
- h The Committee shall have absolute discretion as to the admission of any person to any class of membership.
10. Social members are expressly excluded from receiving instruction in, or flying in aircraft owned, leased or otherwise acquired by the Club, other than as a passenger in an aircraft flown by a duly rated member of the club.
11. Any member wishing to resign his or her membership shall give notice in writing of his or her intention so to do, addressed to the Secretary and deposited at the headquarters of the club before the first day of the month, failing which the member shall be liable to pay the subscription for the month.
12. Any member whose account stands in arrears shall forfeit the privileges of membership until such time as the balance of the account is paid. The standing of any member whose account remains persistently in arrears shall be reviewed by the Committee, at whose discretion such member may be cautioned, suspended or expelled.
13. Any member who is adjudged insolvent, or assigns his or her estate, or makes any composition or arrangement with creditors, or, being engaged in any profession be prohibited by the governing body of such profession from continuing to practice, shall ipso facto cease to be a member of the Club, but may upon application arrangement or prohibition, be re-admitted to membership at the absolute discretion of the Committee.
14. A person who ceases to be a member for these or any other reasons shall forfeit all rights in and claims upon the Club and its property.
15. Subject to the express provisions of this Constitution, and to any Rules or Flying Regulations in force for the time being, all members of the Club shall be entitled at all times to use in common all premises, property and services of the Club, and to be provided at such charges as the Committee may from time to time determine, all facilities and services as may be provided by the Club for the use of its members.

Meetings

16. Every Ordinary member, Country member and Honorary Life member shall be entitled subject to the provisions of the Constitution, to the right to be elected as an officer of the Club, and to attend and vote at any General Meeting.
17. A General Meeting shall be held at least once in every year at such time and at such place as may be determined by the Committee, except that the meeting shall be held not more than fifteen months after the holding of the last preceding General Meeting. Such General Meetings shall be called "Ordinary Meetings" and any other meetings of the Club shall be called "Extraordinary Meetings".
18. The business of an Ordinary meeting shall be:
- i to receive and consider the report of the Treasurer, Officers of the Committee and Auditor
 - ii to elect and appoint Officers of the Club in place of those retiring, and to appoint an Auditor or Auditors
 - iii to transact any other business which under this Constitution ought to be transacted at an Ordinary meeting.
- All other business transacted shall be deemed special.
19. The Club in Ordinary General meeting may elect or appoint a patron or patrons, President, Vice-Presidents and other such honorary officers as the meeting may deem fit, to hold office until the next Annual General Meeting.
20. Any member wishing to raise any business at the Annual Ordinary General Meeting shall give notice in writing of such business, addressed to the Secretary and deposited at the headquarters of the Club not less than seven days before the date of the

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- meeting. Such business shall be transacted as special business.
21. The Secretary shall on requisition in writing signed by five or more members, or on a resolution passed in Committee convene an Extraordinary General meeting. Any such requisition shall state the object of the proposed meeting, and be addressed to the Secretary and deposited at the headquarters of the Club. The Committee shall decide the date, time and place of any such meeting save that it shall be called within one month of the date of requisition.
22. Notice of any General meeting shall be given by post or otherwise to every member of the Club not less than fourteen days before the date of the meeting. Such notice shall specify the date, time and place of the meeting and the nature of any special business to be transacted.
23. The Chairman of the Committee shall take the chair at a General meeting. If there be no Chairman or if at any meeting he is not present within fifteen minutes of the time appointed for the meeting or he is unwilling or otherwise disqualified from acting then the Officers of the Club present shall choose a Chairman, and in default of their so doing the members present shall choose one of the Officers to be Chairman, and if no Officer present be willing to take the chair, shall choose one of their number to be Chairman.
24. Twenty members present and entitled to vote shall form a quorum, and no business shall be transacted at any General Meeting unless the quorum requisite be present at the commencement of the business.
25. If within thirty minutes of the item appointed for the meeting a quorum be not present then the meeting, if convened by requisition shall be dissolved, but if otherwise convened it shall stand adjourned to any date, time and place as the Committee may by notice to the members appoint.
26. Every item of business submitted to a meeting shall in the first instance be decided by a show of hands, and in the case of an equality of votes cast by members present and entitled to vote then the Chairman shall have a casting or additional vote, save on matters elsewhere provided for by this Constitution.
27. At any General Meeting, unless a poll is demanded by the Chairman, or by not less than seven members present and entitled to vote, a declaration by the chairman that a resolution has been carried or not carried, and an entry to that effect in the minutes of the meeting shall be conclusive and binding.
28. If at any meeting a poll is demanded as aforesaid then the poll shall be taken in such a manner as the Chairman directs, save that notice of the poll shall be given to every member, and the poll taken within one month of the meeting at which it was demanded.
29. The Chairman of a General Meeting may with the consent of the meeting adjourn the meeting from place to place or from time to time excepting that no business other than the unfinished business shall be transacted at the adjourned meeting.

Committee

30. The Committee of the Club shall consist of the Chairman, a Secretary, a Treasurer and four ordinary members. The Chief Flying Instructor shall be ex officio member of the Committee.

31. Nominations for Officers of the Committee shall be made in writing upon the prescribed form and conveyed to the Secretary or deposited at the headquarters of the Club not less than seven days before the date of the Annual General Meeting. Such nominations shall be specifically for the offices of Chairman, Secretary, Treasurer and ordinary member, and shall bear the signatures of two members of the Club, being the proposer and seconder of the nominee, and shall further bear the counter-

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- signature of the nominee, signifying thereby his or her consent to serve if elected.
32. Members of the Flying Panel may not be elected to the Committee as ordinary members.
33. No member shall propose, second or vote for more than one candidate for the respective offices of Chairman, Secretary or Treasurer, and shall not propose, second or vote for more than the requisite number of ordinary Committee members. In the event of the nominations not exceeding the vacancies the candidates shall be declared elected, but otherwise each member present and eligible shall have one vote as herein described, on ballot slips supplied for the purpose by the Secretary. If two or more candidates obtain an equal number of votes then there shall be a re-ballot for these candidates only. Should this re-ballot result in a further equality of votes then the election shall be decided by lot.
34. In the event of insufficient nominations to fill the vacancies then the candidates shall be declared elected. Remaining vacancies shall be filled by the Annual General Meeting.
35. The Chairman and ordinary Committee members shall hold office for a period not exceeding two years save that the ordinary Committee members shall be eligible for election to any other office in the committee. Retiring members shall be eligible for re-election after a period of not less than nine months.
36. The Secretary of the outgoing Committee shall convene the first meeting of the incoming Committee within one month of the Annual General Meeting, and the newly-elected Committee shall hold office until the close of the next annual General Meeting.
37. The committee shall meet as often as shall be requisite to transact the business of the Club, provided that a meeting shall be held at least once in any two months. Not less than two days notice shall be given to each member of the Committee, such notice to specify the business to requisition signed by three members of the Committee.
38. The accidental omission to give notice of any meeting to, or the non-receipt of any such notice by any member shall not invalidate any resolution passed at such a meeting.
39. Members of the Committee shall attend all Committee meetings in person and no alternatives or proxies shall be permitted. No officer of the Committee shall be permitted to introduce a member of the Club or any other person into a Committee meeting, unless it be with the consent of the Chairman.
40. Any officer of the Committee who is absent without explanation from two consecutive meetings shall ipso facto cease to hold office, unless at the next meeting it be shewn to the satisfaction of the Committee that such unexplained absences were beyond the control of the officer.
41. Four officers of the Committee shall form a quorum at any meeting of the Committee.
42. The Secretary shall record minutes of the proceedings at meetings of the Committee, and such minutes, upon signature of the Chairman shall be evidence of the proceedings. In the absence of the Secretary the officers present shall elect one of their number to act as Secretary.
43. A vacancy caused by resignation of an officer or otherwise may be filled by the committee. The Committee may also, at its discretion, co-opt additional members for any purpose the Committee thinks fit, such members to hold office until the next Annual General Meeting.
44. The Committee shall undertake the entire direction, management and control of the Club other than the flying matters which it may delegate to the Flying Panel.
45. The Committee shall have the power, subject to the provisions of this constitution, and in addition to any powers elsewhere conferred upon it:
- a To make, amend or repeal all such

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- rules as it shall deem necessary, expedient or convenient for the proper conduct and management of the Club's affairs.
- b To act, proceed or direct by such means as to further the attainment of all or any of the main and subsidiary objects of the Club.
 - c To appoint any such sub-committee as it may deem fit, and to depute or delegate any of the powers of the Committee to any such sub-committee either temporarily or otherwise.
 - d To institute, conduct, defend or abandon any legal proceedings by or against the Club or its officers, or otherwise concerning the affairs of the Club, and to refer any claims or demands by or against the Club to arbitration, and to observe and perform the awards.
 - e To determine who shall be entitled to sign on behalf of the Club all bills, notes, receipts, endorsements, cheques, releases, contracts and documents, and to manage and administer the same for the benefit of the Club.
 - f To nominate and appoint such branch or branches of such banks as they think fit wherein the banking account or accounts of the Club shall be kept, and to direct the payment into such account of all monies, cheques and other negotiable instruments received by, belonging to, or accruing to the Club.
 - g To prescribe the standard of conduct of members engaged in the activities of the Club, and to impose such fines that it may consider fitting for breaches of any rule, regulation or clause contained in this Constitution.
 - h To define and amend the duties of any servant of the Club.
 - i To arrange, negotiate and grant reciprocity between members of the Club and members of any other club or association.
 - j To regulate and control the procedure at its own meetings.

46. The Committee shall, if the interests of the Club so require, call before it any member to provide a satisfactory explanation of any matter which the Committee deem to require explaining, and upon failure of any such member to so provide, the Committee may at its absolute discretion cause the member to be cautioned, suspended, required to resign or expelled. Any officer of the Committee shall have the power to suspend any member pending investigation by the Committee for any act or omission which in his or her opinion justifies suspension. In the event of such suspension the Secretary shall convene a meeting of the Committee within seven days to investigate the matter.

Flying Panel

47. The outgoing Committee shall, prior to the Annual General Meeting, appoint a Flying Panel upon the advice of the Flying Instructors. The Flying Panel shall consist of a Chief Flying Instructor, an Assistant Chief Flying Instructor, a Safety Officer, a Chief Tug Pilot and the Flying Panel may co-opt as many additional members as it may deem necessary who are either rated Instructors or tug pilots.

48. The Flying Panel shall convene their first meeting within one month of the Annual General Meeting, and shall hold office until the close of the next Annual General Meeting. The Chief Flying Instructor shall take the chair at all meetings of the Flying Panel, and shall have the casting vote. The Panel shall meet as often as shall be requisite for urgent business.

49. The Flying Panel shall nominate a Secretary to record minutes of the proceedings at their meeting.

50. The Flying Panel shall regularly hold meetings with all the Instructors, such meetings to take place not less than once in any two months. Only the members of the Flying Panel shall be entitled to vote.

51. The Flying Panel shall have the power, subject to the provisions of this Constitution:

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- a To make, alter and repeal all Flying Regulations as it shall from time to time deem necessary or expedient.
- b To institute, control and conduct flight training programmes.
- c To institute, control and conduct aircraft maintenance programmes as may be considered necessary or as may be required by law.
- d To undertake the control of flying activity at any aerodrome or other landing ground owned, leased or otherwise used by the Club.

Financial Matters

52. True accounts shall be kept of all sums of money received and expended by the Club, and the manner in respect of which such receipts and expenditure takes place and of the property, credits, and liabilities of the Club; and subject to any reasonable restrictions as to the time and manner of inspecting the same shall be open to the inspection of the members. At least once in every year the accounts of the Club shall be examined and the correctness thereof ascertained by one or more properly qualified auditors.
53. The income and property of the Club whencesoever derived shall be applied wholly towards the furtherance of all or any of the main or subsidiary objects of the Club, and no portion thereof shall be paid or transferred directly or indirectly by any means whatsoever to the members of the Club, provided that nothing herein shall prevent the payment in good faith of remuneration to any servant of the Club, of expenses to any member of the Club in return for any services actually rendered to the Club, or to any honorary officer of the Club for clerical or other assistance.
54. The liability of the members shall be limited, and each member shall undertake to contribute to the assets of the Club in the event of it being wound up whilst he or she is a member of within one year afterwards,
55. for payment of the debts and liabilities of the Club contracted before he or she ceased to be a member; such amount as may be required not exceeding R25,00.
56. If, upon the winding up or dissolution of the Club, there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed to the members but shall be given or transferred to some other institution or institutions having objects similar to those of the Club, to be determined by the Club prior to its dissolution, and in default thereof, by the Minister of Justice.
57. The officers of the Club for the time being shall be secured harmless and indemnified out of the assets of the Club from and against all actions, costs, charges, losses, damages and expenses which they may incur or sustain by reason of any act committed or omitted in the execution of the duties of their office, unless the same shall happen through their own wilful neglect or default.
58. No amendment or alteration shall be made to any clause of this Constitution except by the approval of the Club in General Meeting, such approval requiring the support of two thirds of the members present and voting.
59. No member of the Club, otherwise entitled to vote at a General Meeting, or by privilege of office at a Committee meeting or meeting of the Flying Panel, shall be permitted to vote on any question, motion or measure in which he or she may be financially or commercially interested, and such member shall declare that interest prior to the discussion of such measure. The member may retire from the meeting, take no part of the discussion or be asked for opinion at the discretion of the Chairman.
59. The Committee is the sole authority for the Interpretation of this Constitution, and the decision of the Committee upon any question of interpretation shall be final. The Committee shall also determine any

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question upon any matter which is not provided for by this Constitution.