



# **FootGolf South Africa Constitution**

FOOTGOLF SOUTH AFRICA

## 1. PREAMBLE

FootGolf South Africa (FGSA) is the sole governing body for the sport of FootGolf in South Africa and the official member of Federation for International FootGolf (FIGG). The main objectives of FGSA are to develop, create structures, and promote the sport of FootGolf within South Africa.

## 2. NAME

The name of the Federation is FootGolf South Africa (FGSA).

## 3. HEADQUARTERS

FGSA's headquarters will be at Olifantsfontein or at such another place which the federation may determine from time to time.

## 4. DEFINITIONS AND INTERPRETATION

### 4.1. Definitions:

Affiliation Fee: shall mean an amount paid to the Federation annually by an affiliate member.

Area of Jurisdiction: shall mean the Republic of South Africa.

Federation: shall mean FootGolf South Africa.

Executive: shall mean the Executive Committee of the Federation as hereinafter referred to, and members of the Executive Committee shall be referred to as the "Executive Board Members".

FootGolf Club: shall mean and include an affiliated FootGolf Club, operating on a private or public sports facility/golf course, having an assigned section which

encompasses a FootGolf course or has a permanent right to the use of a FootGolf course.

FGSA: shall mean the Federation.

Members: shall mean the Member structures of the Federation as specified in clause 11 and such further Members as may hereafter be admitted to membership in terms of clause 12.

National Council: Shall mean the highest decision-making body of the Federation, constituted by at least two (2) representatives (President and General Secretary) of the ordinary members (Provincial Associations) of the Federation.

Player: shall mean a FootGolfer being a member of an affiliated Member body.

Priority Groups: shall mean Government's Priority Groups as stipulated in the National Sport and Recreation Plan (NSRP), namely the youth, the aged, women, rural communities, and people with disabilities.

SAIDS: shall mean the South African Institute of Drug-Free Sport, which is a public entity established by an Act of Parliament, Act No. 14 of 1997: to promote participation in sport free from the use of prohibited substances or methods intended to artificially enhance performance, thereby rendering impermissible doping practices which are contrary to the principles of fair play and medical ethics, in the interest of the health and well-being of sportspersons; and to provide for matters connected therewith.

SASCOC: shall mean South African Sport Confederation and Olympic Committee and is South Africa's national multi-coded sporting body responsible for the preparation, presentation, and performance of teams to all multi-coded events, namely the Olympic Games, Paralympic Games, Commonwealth Games, World Games, All Africa Games, Olympic Youth Games, Commonwealth Youth Games and Zone VI Games.

SASCOC also looks after all our various National Federations who are affiliated to it, together with the various provincial sports confederations.

Transformation Charter: The Transformation Charter is based on designing, structuring, and implementing a range of broad-based transformation initiatives as part of a process of re-organising the operational and strategic initiatives of Government, SASCOC and its membership on and off the field of play.

The purpose of the process is the establishment of a sport system focused on the principles of: human capital development; equitable resource distribution; elimination of all inequalities and; increased access to participation opportunities; skill and capability development at all levels and in all areas of activity; greater community involvement through new sport infrastructure development; empowerment; respect for each other; fair and just behaviour, innovation to stay ahead of competition; sustainable internationally competitive performance; and good governance.

The concept of transformation has its foundations in the 1996 Constitution of the Republic of South Africa. There are four distinct parts of the Constitution that set the tone, the parameters, and the rationale for transformation in our country and consequently in our sport. These are:

- The Preamble to the Constitution
- The Founding Values of the Constitution
- The Equality Clause of the Bill of Rights
- The Human Dignity clause of the Bill of Rights.

#### **4.2. Interpretation:**

In case of doubt as to the meaning of any clause hereof, the interpretation of the Executive shall be binding upon Members, until such time as the Federation may otherwise determine at a General Meeting. Any decision made by the Federation at a General Meeting, under the provisions of this paragraph, shall not affect the validity of any act done or omitted in terms of a prior valid ruling given by the

Executive. Any disputes not resolved by the established FGSA Judicial Committee shall be referred to the SASCOC for resolution through mediation or expedited arbitration in terms of the Rules and Procedure for the Resolution of Disputes in Sport, in accordance with clause 32.

## **5. STATUS AND PURPOSE OF THE FEDERATION**

5.1. The Federation is the controlling body of all FootGolf in its Area of Jurisdiction, and its purpose is to co-ordinate the activities of its Members and to ensure the maintenance of the traditions of FootGolf in the Area of Jurisdiction.

5.2. The Federation's mandate is to encourage, promote, develop and oversee FootGolf at all levels throughout the Area of Jurisdiction.

5.3. The Federation's obligation is to establish and maintain the effective administration of the sport of FootGolf and safeguard good governance practices.

5.3.1. No activity will directly or indirectly promote the economic self-interest of any fiduciary or employee of the organisation otherwise than by way of reasonable remuneration.

5.3.2. At least three persons will accept fiduciary responsibilities for the public benefit organisation. They will not be connected persons in relation to each other, and no single person directly or indirectly controls the decision-making powers relating to such an organisation.

5.3.3. The funds of the public benefit organisation will be used solely for the objects for which it was established.

5.3.4. No funds will be distributed to any person (other than in the course of undertaking any public benefit activity).

5.3.5. No donation will be accepted which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation.

5.3.6.No remuneration will be paid to any employee, office bearer, Executive Member, or other person, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its objects.

5.3.7.The public benefit organisation will not be party to, or does not knowingly permit, or has not knowingly permitted, itself to be used as a part of any transaction, operation or scheme of which the sole or main purpose is the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under this Act or any other Act administered by the commissioner.

## **6. OBJECTIVES OF THE FEDERATION**

6.1.To promote, advance, encourage and foster the sport of FootGolf in the interests of the sport and its Members and their Players.

6.2.To bring about and maintain close co-operation between its Members.

6.3.To guide and assist Members in their administration and general conduct of the sport of FootGolf.

6.4.To promote and encourage the establishment of FootGolf Clubs by its Members in all municipalities within the Area of Jurisdiction.

6.5.To promote and encourage the hosting of competitions, championships, and tournaments on the FootGolf courses of its Members and to assist in the conduct and control thereof.

6.6.To formulate, control and regulate the conditions governing the playing of FootGolf tournaments, championships, and events as it may, from time to time.

- 6.7. To organise and manage championships and tournaments and arrange for participation by Players either as individuals or as Members of teams, in international tournaments, competitions and events.
- 6.8. To afford means whereby disputes and differences between Members and between Members and Players may be resolved.
- 6.9. To raise funds as it may deem fit, to administer such funds as herein provided, to make payments from such funds as may be necessary to carry out the objects of the Federation, including grants and loans to its Members and payments to Players, either as individuals or as members of teams, and officials representing the Federation at authorised championships, tournaments, events and functions. It may also make donations or grants to approved causes or persons.
- 6.10. To acquire by purchase, lease or otherwise, both movable and immovable property and to sell, dispose of or otherwise deal with any of the property or the assets of the Federation.
- 6.11. To invest any funds not immediately required by the Federation in such a manner as may from time to time be decided.
- 6.12. To institute, conduct and defend any legal proceedings by or against the Federation or its officers.
- 6.13. To formulate and prescribe rules of conduct and etiquette to be observed by Players and to take such steps as may be necessary to ensure that these are observed.
- 6.14. To promote and encourage Members to adopt and adhere to SAIDS anti-doping standards and practices and assist SAIDS where necessary to realise the objectives of the World Anti-Doping Code.

- 6.15. To collaborate with SAIDS to implement anti-doping, values-based education and drug-testing amongst Members in order to:
- 6.15.1. Know the rules and responsibilities; and
  - 6.15.2. Promote the values of clean sport and help foster a clean sport environment.
- 6.16. To establish and cooperate with other bodies and administer a fund for the development of FootGolf among the disadvantaged sections of the community.
- 6.17. To further safeguard the interests of the Federation.
- 6.18. To ensure that Members undertake to subscribe to the objectives of the Federation as set out in this Constitution.
- 6.19. To award National Colours and awards to Players in accordance with SASCOC Regulations.
- 6.20. To encourage the playing of FootGolf by Priority Groups, through tuition and competition, or by any other means as decided upon by the Executive.
- 6.21. To promote inclusivity by encouraging players with a disability to participate in FootGolf including participation in our annual tournaments for the deaf.
- 6.22. To encourage the formation of Priority Groups divisions across all levels of Footgolf structures within the Area of Jurisdiction.
- 6.23. To develop and encourage correct etiquette amongst all FootGolfers.
- 6.24. To entitle the Federation to conduct its own audit of any Member should there be reasonable grounds to suspect mismanagement exists.



6.25. To encourage life-long learning on FootGolf through our education and training initiatives.

## **7. FOOTGOLF GROUPINGS AND PLAYERS' AGE CATEGORIES**

7.1. The Federation shall integrate and incorporate operations in relation to FootGolf age category groupings. The Federation shall for each grouping stipulate any player age participation criteria.

7.2. Player (Men and Women) Category Groupings (which include people with disabilities) will be as follows:

7.2.1. Juniors (under 18)

7.2.2. Seniors (18 - 45)

7.2.3. Seniors + (45+)

7.2.4. Teams

## **8. RULES OF FOOTGOLF**

The Federation accepts and is bound by the Rules of the Federation for International FootGolf (FIG).

### **8.1. Rules Pertaining to FootGolf Events**

8.1.1. All rights pertaining to FootGolf events staged under the auspices or within the jurisdiction of FGSA shall be vested in FGSA subject thereto that such rights may be ceded or sold to FGSA Members or third parties.

8.1.2. All broadcasting rights, namely TV, radio, streaming, and any other broadcast rights, to any FootGolf event taking place in South Africa, shall be vested in FGSA.

8.1.3. The respective Members shall have the right to negotiate with regard to the sale of promotional and sponsorship rights thereof, subject to the provisions of this Constitution and FGSA Rules and Regulations.

8.1.4. All surplus funds derived from any FootGolf event staged by any person, organization, or member of FGSA in the area of jurisdiction of FGSA will

be used strictly for the promotion and advancement of FootGolf within that area of jurisdiction of FGSA, or as the Executive Board Members may decide.

8.1.5. In a case where a right to organise an event is ceded to a third party, Clause 8.1.4. shall be strictly enforceable, to ensure that no funds are siphoned out of FootGolf.

8.1.6. No FootGolfer shall be allowed to participate in events sanctioned by FGSA (or its Members) without valid FGSA license numbers, unless the Executive Board Members decides otherwise in exceptional cases.

## **9. INCOME, PROPERTIES AND MONIES**

9.1. The income, property and monies of the Federation from whatever source derived shall be applied and invested solely towards the promotion of the objects of the Federation as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any Member. Nothing herein contained shall however, prevent the making of grants by the Federation to a Member for the purpose of carrying out its objects or furthering its interests or the payment of out-of-pocket expenses to any Member of the Executive or to the payment of remuneration to any person for any service actually rendered to the Federation.

9.2. The public benefit organisation will not be party to, or does not knowingly permit, or has not knowingly permitted, itself to be used as a part of any transaction, operation or scheme of which the sole or main purpose is the reduction, postponement or avoidance of liability for any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under this Act or any other Act administered by the commissioner.

9.3. No resources will be used, directly or indirectly, to support advance or oppose any political party.

## **10. LIABILITY OF MEMBERS**

The Federation shall be a body corporate having an existence independent of its Members with perpetual succession capable of suing or being sued in its own name. All its assets shall be registered or held in the name of, or on behalf of the Federation. Members who shall not be liable to meet the debts, engagements and liabilities of the Federation and the liability of Members shall be limited solely to the amounts due by them in respect of Affiliation Fees or other monies payable by them in terms of this Constitution.

## **11. MEMBERSHIP**

Membership of the Federation consists of three Categories of members, namely:

11.1. Ordinary Members shall each establish themselves in terms of the geographical/Provincial demarcations for the administration of Footgolf in their area or Province which shall be classified as the Provincial Association. The nine (9) Provincial Associations shall duly elect its Provincial President, First Vice President, Second Vice President, Treasurer, General Secretary, and any co-opted member who shall have a vote.

11.1.1. Every ordinary Member shall upon request submit: Evidence of the democratic election of its own office bearers.

11.2. Honorary Life Members: Executive Committee Members shall from time to time, nominate any individual who has rendered exceptionally meritorious service or outstanding and notable service over a long period of time, to whom it wishes to recognise and honour as an Honorary Life Member.

11.2.1. Such nomination shall be presented to the National Council for adoption at the next A. G. M. and, if adopted by the National Council, such person shall become an Honorary Life Member and shall enjoy the rights and privileges, namely to attend the A.G.M. with the right to speak if invited to do so by the President but with no right to vote, and to be a special guest of the President or the organisers of any event or championship held under the auspices of FootGolf SA.

11.2.2. Any past President of the Federation or its Affiliate Member may become an Honorary Life Member of the Federation if so nominated and such nomination is adopted at an A G.M. of the National Council.

11.2.3. The names of all Honorary Life Members of the Federation shall be continuously displayed on the Website of the Federation.

11.3. All Members shall be bound by this Constitution.

11.4. Membership to the Federation shall, subject to the provisions of this Constitution, entitle Members to enjoy the privileges and advantages of the Federation including the rights of Players to participate in FootGolf tournaments and events held under the aegis of the Federation and its Members and under the conditions governing the sport.

## **12. AFFILIATION FEES PAYABLE BY MEMBERS**

12.1. Each Member shall pay to the Federation an annual Affiliation Fee as may be prescribed from time to time at a General Meeting.

12.2. Liability for payment of Affiliation Fees if and when prescribed, by Members shall accrue as from the 1<sup>st</sup> day of January and these shall be paid by not later than 31<sup>st</sup> May in the same year.

## **13. TERMINATION OF MEMBERSHIP**

13.1. A Member shall cease to be a Member of the Federation and to enjoy the privileges thereof if it resigns, in writing, from the Federation or, if its membership is withdrawn by the Federation at a General Meeting.

13.2. If in the opinion of the Executive, a Member has conducted its affairs in an irregular or improper manner, or has wilfully committed a breach of the provisions of this Constitution, or any of the terms and conditions upon which it was admitted to membership or has contravened any of the basic rules of

FootGolf in the conduct of its affairs or has disregarded or contravened any ruling issued by the Federation in General Meeting or the Executive, the Executive may after giving such Member an opportunity to be heard, suspend such Member for such period as the Executive may deem fit or may terminate its membership of Association, provided that the Member concerned may within one week after receipt of written notification of the decision of the Executive require the Executive to call a Special General Meeting to consider the said decision. The Federation may at such Special General Meeting or any lawful adjournment thereof, confirm, vary or set aside the decision of the Executive. The decision of the Executive shall remain in full force and effect until it be varied or set aside by the Federation as aforesaid.

#### **14. REINSTATEMENT OF MEMBERSHIP**

The Executive may, upon receipt of an application, in writing, from a Member whose membership has been terminated in terms of any of the foregoing sub-clauses, reinstate such Member upon such terms and conditions as it may decide.

#### **15. MANAGEMENT**

15.1. The Federation shall be governed, and its affairs and activities administered by an Executive Committee, acting under the authority conveyed to it by this Constitution or by any mandate given to it by the National Council of the Federation

15.2. The Executive is empowered to take forthwith all steps as are necessary to form and have incorporated the Company (Registration Number: 2020/925279/08), being a Non-Profit Company (NPC) in terms of Section 8, read with Schedule 1 of the Companies Act No 71 of 2008.

15.3. The founding members of the said NPC shall be FGSA.

15.4. The initial directors of the said NPC shall be the President, Vice-President and two other nominees of FGSA. All other directors shall be appointed by the members of the said NPC, in accordance with the prescripts of the Memorandum of Incorporation of the said NPC.

15.5. The founding members of the said NPC shall have the right to invite FootGolf Associations to be incorporated as Members of the said NPC, when pertinent and practical, and at the level to be agreed at that time.

**16. NATIONAL COUNCIL**

16.1. Subject to the terms of this Constitution, the National Council shall be the highest authority of the Federation and shall determine its policy, ratify budget, and give directives to the Executive Committee.

16.1.1. The National Council shall also the following specific functions and powers;

16.1.1.1. To determine the policy of Footgolf, as well as to comply with the provisions of the Transformation Charter, for the execution of which the Executive Committee shall be responsible;

16.1.1.2. To ratify the rules, by-laws and regulations formulated by Executive Committee;

16.1.1.3. To elect for a four (4) year term, a President, First and Second Vice Presidents, Treasurer, General Secretary and members of the Executive Committee

16.2. There shall be a minimum of 50 percent (50%) females amongst the members of Council.

16.3. The National Council shall be constituted by at least two (2) representatives from each affiliated member of the Federation, namely the Provincial President and the Provincial General Secretary.

- 16.4. Members of the Executive Committee are de facto members of the National Council. Members of the National Council shall elect the chairperson of the Council amongst its members who may not be the same person as the President of the Executive Committee.
- 16.5. The Chairperson of the National Council shall be responsible for the calling of National Council meetings at his/her discretion or on requisition by at least 6 members of the National Council to the executive director but no less than 2 times in the Federations year.
- 16.5.1. Notice of any National Council meeting shall be sent to all members and individuals entitled to attend not less than 30 (thirty) days before the date of such meeting, however on good cause shown, and based on urgency of the business to be dealt with, a special meeting may be convened on 7 (seven) days' notice.
- 16.5.2. The Chairperson of the National Council shall be responsible for the chairing of all council meetings, however, in the absence of the Chairperson, members of the National Council present in a duly convened meeting are entitled to appoint, among themselves a chairperson of that meeting.
- 16.5.3. The General Secretary shall be responsible for taking minutes of all meetings of the National Council. In the absence of the General Secretary the chairperson of the council meeting is entitled to appoint amongst the members present in a meeting a person to take minutes of that particular meeting.
- 16.6. The following persons shall be eligible to attend and speak at meetings of the National Council;
- 16.6.1. All Honorary Life members;
- 16.6.2. Invited individuals which shall include but not limited to the Auditor, and/or bookkeeper.
- 16.6.3. The Chairperson of the Judicial Committee.

## 17. EXECUTIVE COMMITTEE COMPOSITION

- 17.1. The Executive Committee shall consist of:
- a. The President
  - b. 1st Vice President
  - c. 2<sup>nd</sup> Vice President
  - d. Treasurer
  - e. General Secretary
  - f. 1<sup>st</sup> Board Member
  - g. 2<sup>nd</sup> Board Member
  - h. 3<sup>rd</sup> Board Member
  - i. Executive Director: Non-Voting Member
- 17.2. All of whom shall be elected at the Quadrennial General Meeting of the Federation.
- 17.3. Each delegate shall have one voting power at the time of the meeting.
- 17.4. Voting shall be subject to be by show of hands unless a ballot is demanded by the majority of the persons present at the meeting subject to proxy votes.
- 17.5. Each Member shall three (3) weeks prior to the Annual General Meeting of the Federation, notify the Executive Director in writing of the persons nominated by it to serve on the Executive for the ensuing year. Until such time as a Member has notified the Executive Director of its nominees, it shall not be entitled to be represented at meetings of the Executive.
- 17.6. Members shall from time to time be entitled to change their nominated persons or to appoint alternates for any particular meeting. Such alternates shall however be entitled to vote at Annual or Special General Meetings and Meetings of the Executive or Sub-Committees. Notice of any change of



nomination or of the appointment of an alternate shall be given to the Executive Director in writing prior to any meeting.

17.7. In order to provide for and pursue the development of FootGolf in the Republic of South Africa and elsewhere and to provide a broader basis of Group Representatives:

17.7.1. Five (5) persons nominated in accordance with affirmative action principles shall serve on the Executive Committee who shall each have one (1) vote on the Executive Committee and at the Annual General Meeting.

17.7.2. Any person nominated in terms of this clause will serve a maximum term of four (4) years. The National Council may, at its discretion and by a majority vote in favour, be authorised to extend this term of office, to a maximum of an additional four years for each individual so nominated. Such renewal must be approved by the National Council on an annual basis at the Annual General Meeting.

## **18. PRESIDENT AND VICE PRESIDENT OF THE FEDERATION**

18.1. A President and First Vice-President of the Federation shall be elected and shall hold office until the next Quadrennial General Meeting of the National Council of the Federation.

18.2. Nominations for the office bearers referred to in clause 16 shall be made in writing by any Member. If duly nominated, the existing officebearers are eligible for re-election, if duly nominated. The persons so nominated shall in writing signify their acceptance of nomination.

18.3. The aforesaid nominations and acceptances shall be in the hands of the Executive Director at least three (3) weeks before the date of the Annual General Meeting of the Federation. Two (2) weeks prior to which the Executive Director shall give Notice to Members and Executive Board Members of the nominations and acceptances which have been received.

18.4. In the event of there being more than one nomination for any of the foregoing offices, elections shall be elimination of the candidate receiving the least number of votes *et sequendi* until the successful candidate is obtained by a majority of the votes cast.

18.5. No person shall serve as President of the Federation for more than two (2) consecutive terms of office.

18.6. If for any cause whatever there is at the time of the Annual General Meeting no valid and effective nomination for anyone of the office bearers, or if a vacancy among the office bearers shall occur at any time after their elections, the Executive shall be empowered to appoint one of its number to fill the vacancy until the next Annual General Meeting.

18.7. No member/person whose Affiliation Fees are in arrears at the date of any meeting shall be entitled to be voted to any Executive Office, as an Office Bearer, or to vote at any Annual or Special General Meeting.

18.8. The President and Vice-presidents shall have one (1) vote each at any meeting of the Executive Committee.

## **19. EXECUTIVE MEETINGS**

19.1. The executive shall meet no less than two times within the Federation's financial year.

19.2. Further meetings of the Executive shall be held on the directions of the President or on a requisition in writing to the Executive Director by not less than three (3) Executive Board Members.

19.3. At least two (2) weeks written notice of meetings shall be given to the Executive Board Members by the Executive Director.

- 19.4. Minutes shall be kept by the Executive Director (or duly appointed person) of all Executive meetings.
- 19.5. All minutes shall be circulated to Members and to Executive Board Members.
- 19.6. Six (6) Executive Board Members shall constitute a quorum for meetings of the Executive.
- 19.7. The President or in his absence the First Vice-President, or in his absence the Second Vice-President or in the absence of all of them a person appointed by the Executive Board Members present at the meeting shall preside as Chairman at meetings of the Executive and he shall have a casting vote as well as a deliberative vote.
- 19.8. The remaining Executive Board Members shall each have the vote.
- 19.9. Voting at meetings shall be by show of hands unless a ballot is demanded by majority of the Executive Board Members present.

## 20. **EXECUTIVE COMMITTEE POWERS**

The Executive shall have the power to do all things necessary to carry out and promote the objects of the Federation except such matters as are required by this Constitution to be submitted to a General Meeting. Without limiting the powers and duties of the Executive and in addition to such powers as are conferred upon the Executive by this Constitution, the powers and duties of the Executive shall include the following:

- 20.1. To adopt, amend, review or rescind by-laws for the regulation and administration of the affairs of the Association and its Members.

- 20.2. A motion to review and rescind a decision shall require a two-thirds majority; such motion to be submitted to the office in writing fourteen (14) days before a meeting at which such motion is to be considered and/or reviewed. A new countermotion must accompany such a review. Once a motion to review and rescind is successful, a simple majority will be required to pass such motion.
- 20.3. To appoint, remove or suspend the Executive Director, General Manager and employees of the Federation upon such terms and conditions as may be considered appropriate.
- 20.4. To appoint such Committees and sub-committees from among its number, or otherwise, for such purposes and upon such terms as may be considered desirable and to delegate such powers thereto as may be necessary.
- 20.5. To summon, at any time a Special General Meeting of the Federation.
- 20.6. To receive and authorise the investment and the expenditure of monies in accordance with this Constitution.
- 20.7. To open banking accounts in the name of the Federation and to resolve the manner of operation of such accounts.
- 20.8. To depute and authorise officers of the Federation to act on its behalf in the acquisition and alienation of property and to mortgage or use the same as security.
- 20.9. To select teams to represent the Federation in FootGolf competitions and to prescribe the rules of conduct to be observed by such Players and officials.
- 20.10. To determine the manner in which national colours shall be awarded to Players and officials.

- 20.11. To organise, promote and stage FootGolf tournaments, championships and competitions, to prescribe rules for the right of entry therein and the conduct thereof and to endeavour in its discretion to arrange sponsors for tournaments staged by the Federation.
- 20.12. To issue rulings and interpretations on any matter submitted to it or falling within the Area of Jurisdiction.
- 20.13. To take disciplinary action against any Member who, in the opinion of the Executive, has committed a breach of the Rules of FootGolf in any competition, whether national or otherwise, or whose conduct in the opinion of the Executive is unbecoming of a Player or detrimental to the sport of FootGolf, or who has in any other way committed a breach of any rule falling within the Area of Jurisdiction of the Federation.
- 20.14. To appoint any person to represent the Federation on any FootGolf or other sporting body, which the Executive considers necessary or advantageous.

## 21. SUB COMMITTEES

- 21.1. Recognising the fact that various aspects of the duties performed by the Executive Committee may require certain expertise or experience for the most effective discharge of those duties, the following Sub committees are hereby established;
- 21.1.1. **Finance and Remuneration Committee** whose duty is to deal with all financial matters including but not limited to budgeting, considering remuneration packages for employees, ensuring that financial statements are produced timeously.
- 21.1.2. **Judicial Committee** whose duty is to deal with all legal matters including but not limited to assist the Federation with legal matters in all forms inclusive of investigations and hearings, set up and continuously update a Code of Conduct at all levels of participation and management,

set up and continuously update a Resolution of Disputes Code to be adopted by the Executive Committee, hear internal appeals against any decision of any Member affiliated to the Federation as contemplated in the disciplinary Code, to hear any matter falling under the Judicial Committee, as well as to adjudicate thereon in terms of their powers in any dispute and/or disciplinary matter of whatever nature, including decisions relating to any selection criteria or dispute, and to adjudicate, mediate and arbitrate upon other legal matters.

- 21.2. Subject to provisions of Sub-clause 21.1 which deals with the constitution of the Sub Committees, the convenors and membership of each Sub Committee shall be decided by the Executive Committee.
- 21.3. The Sub Committee shall maintain the balance between female and male Committee members.
- 21.4. The Sub Committees report to the Executive Committee.
- 21.5. The roles and responsibilities of Committee members in each Sub Committee shall be defined in the respective Committee's bylaws.
- 21.6. Other subcommittees may be established as and when the need arises by the Executive Committee and ratified by the National Council.
- 21.7. People living with disability are encouraged to volunteer to be members of committees, to an extent that there are no potential contraventions with FIGF.
- 21.8. Whenever deemed necessary by the Executive Committee, a training and education committee may be established to assist it in discharging its duties effectively.

## **22. FINANCIAL YEAR**

The financial year of the Federation shall run from the 1st day of April to the 31st day of March.

## **23. BOOKS OF ACCOUNT**

Books of account of the affairs of the Federation shall be kept and such books, together with all other papers and documents connected with or relating to the business or the affairs of the Federation, shall be kept by the Executive Director and shall be at all times accessible to the Executive Board Members. The Executive shall from time to time determine under what conditions or regulations the books of account and other documents of the Federation shall be open to inspection.

## **24. BANKING ACCOUNT**

All monies paid to the Federation shall, as soon as possible after receipt, be deposited in the name of the Federation with a Bank, or other financial institution as the Executive may decide and shall be withdrawn therefrom, from time to time as may be required. All cheques or electronic funds transfers shall be signed, endorsed or released by such person or persons as may be authorised thereto by the Executive.

## **25. AUDITORS**

The Accounts of the Federation shall be audited annually by a Registered Public Accountant and Auditor, who shall not be an Executive member and who shall be appointed at the Annual General Meeting of the Federation. In case of a vacancy occurring in the office of Auditor during the year, the Executive shall forthwith appoint a Registered Public Accountant and Auditor to fill the vacancy.

## 26. ANNUAL GENERAL MEETING

- 26.1. An Annual General Meeting of the Federation shall be held each year. Should the Executive agree to change the time of year in which the Annual General Meeting is held, the Annual General Meeting shall be held at such place and at such time as the Executive may decide, but not later than eighteen (18) months after the date on which the previous Annual General Meeting was held.
- 26.2. The Executive Director shall give at least eight (8) weeks preliminary notice of the date of the Annual General Meeting to members of the Executive and Members.
- 26.3. Notice of any special business which the Executive or any Member wishes to be considered at the Annual General Meeting shall be submitted in writing to the Executive Director not less than six (6) weeks before the date of the Annual General Meeting.
- 26.4. Formal notice of the Annual General Meeting incorporating:
- 26.4.1. the Agenda for the meeting;
  - 26.4.2. any special business or resolution to be considered thereat,
  - 26.4.3. the Annual Report of the Executive; and
  - 26.4.4. the Audited Financial Statements for the past financial year
- 26.5. Shall be given to Executive Board Members, past Presidents and Members at least four (4) weeks before the date of the Annual General Meeting.
- 26.6. Each Member shall notify the Executive Director, in writing, prior to the holding of the Annual General Meeting, of the names of its delegates who will attend and represent it at the Annual General Meeting. Any omission to do so will disentitle the delegates of the Member concerned from voting at such a meeting.



## **27. PROCEDURE AT ANNUAL GENERAL MEETING**

- 27.1. The President or in his absence the Vice-President or in his absence the Second Vice-President, shall preside as Chairman at Annual General Meetings. In the absence of all the aforementioned, the persons present at such Meeting shall appoint one of its numbers to act as Chairman.
- 27.2. There shall be deemed to be a quorum at the Annual General Meeting if there are present not less than twenty (10) Executive Board Members and delegates. If a quorum is not present within half an hour of the time for which the meeting has been called, the Chairman shall declare the meeting stand adjourned to the following day at the same time and place and those persons present at such postponed meeting shall constitute a quorum, irrespective of the number present, and may transact the business of the Annual General Meeting.
- 27.3. No business or resolution of which due notice has not been given shall be discussed at the Annual General Meeting provided that it shall be competent for the Chairman, at his discretion, to allow any amendment of wording of any resolution to be moved notwithstanding that due notice has not been given of the intention to move such amendment.
- 27.4. The Executive Director shall take minutes of the proceedings of the Annual General Meeting and shall circularise these to Executive Board Members, past Presidents and Members as soon as possible after the meeting.
- 27.5. Save as is otherwise provided by this Constitution, all resolutions put to an Annual General Meeting shall be passed and shall be held as valid and effectual if carried by a majority of the Executive Board Members, past Presidents and delegates present and entitled to vote at the Meeting.
- 27.6. The Chairperson shall have a deliberative as well as a casting vote and the Executive Board Members, past Presidents and delegates present shall each have the votes prescribed. Voting shall subject to be by show of hands

unless a ballot is demanded by a majority of the persons present at the Meeting, subject to proxy votes.

27.7. Any Member which has not paid its affiliations fees or levies as hereinbefore provided by the date of the Annual General Meeting shall not be entitled to attend or vote at such Annual or Special General Meeting.

## **28. THE BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING**

- 28.1. The business to be transacted at the Annual General Meeting shall be:
- 28.1.1. To receive the delegates' credentials.
  - 28.1.2. To confirm the minutes of the preceding Annual General Meeting and of any Special General Meetings that may have been held since the preceding Annual General Meeting.
  - 28.1.3. To receive, consider and, if approved, adopt the Report of the Executive on the affairs of the Federation for the preceding year.
  - 28.1.4. To receive, consider and if approved, adopt the Audited Financial Statements for the past financial year.
  - 28.1.5. To appoint an Auditor for the ensuing year.
  - 28.1.6. To consider any resolution of which due notice has been given as hereinbefore provided.
  - 28.1.7. To appoint Honorary Members of the Executive.
  - 28.1.8. To consider any matter brought forward by the Executive.
  - 28.1.9. To consider any further business of a general or competent nature.

## **29. SPECIAL GENERAL MEETINGS**

- 29.1. The Executive may at any time convene a Special General Meeting of the Federation and it shall do so if so requested in terms of sub-clause 18.2 or upon receiving a requisition to that effect signed by three members and stating the purpose of such Meeting.

29.2. Upon receipt of a directive from the Executive or a request as aforesaid the Executive Director shall, subject to the provisions of the sub-clause 28.2 give four (4) weeks' written notice to Executive Board Members and Members, of the date, time and place of the proposed Meeting and the business to be transacted thereat.

29.3. No business shall be discussed at a Special General Meeting save the business for which the Meeting shall have been called.

29.4. At all Special General Meetings, the provisions of clauses 24 and 25 shall, *mutatis mutandis*, apply, provided, however, that if a quorum is not present the Special General Meeting shall be deemed to be dissolved except in the case of a Special General Meeting convened pursuant to be a request in terms of sub-clause

### 30. AMENDMENT OF CONSTITUTION

30.1. The Constitution shall not be repealed or amended except by resolution passed at an Annual General Meeting or at a Special General Meeting called for that purpose, which resolution shall be passed by not less than two-thirds of the Executive Board Members, past Presidents and delegates present. A copy of all amendments to the constitution must be submitted to the Commissioner for the South African Revenue Services.

30.2. Where a Special General Meeting is convened for the purpose of sub-clause 29.1 the provisions of clause 27 regarding notices of a meeting shall, *mutatis mutandis*, apply.

### 31. DISSOLUTION

31.1. The Federation may not be dissolved, wound up or placed in liquidation except by a resolution passed at a Special General Meeting of the Federation called for that specific purpose which resolution shall be passed by not less

than two-thirds of the Executive Board Members, past Presidents and delegates present at such meeting and entitled to vote.

31.2. If at a Special General Meeting of the Federation, it is resolved that the Federation is to be dissolved or wound up and placed in liquidation, a liquidator shall be appointed at that meeting. If after payment of all debts and liabilities of the Federation any property of whatsoever nature remains, the same shall be given to any similar public benefit organization which has been approved in terms of section 30 of the Act.

## 32. NOTICES

All notices to be given in terms hereof shall be in writing and signed by the Executive Director.

32.1. Notices posted to the last known address of the persons entitled to receive the same shall be deemed to constitute effective notice.

32.2. The accidental omission to give notice to a person entitled to receive the same or the non-receipt of such notice shall not invalidate any meeting or proceedings to which such notice is related, or any decision taken thereat.

32.3. All property vesting in the Association shall be registered in the name of the Trustees for the time being of the South African FootGolf Federation and all documents necessary for signature and authentication shall be deemed to have been duly signed and authenticated on behalf of the Federation, when signed by the signature of either the President/First Vice-President/ Second Vice-President, and by the Executive Director.

### **33. SASCOC CONSTITUTION COMPLIANCE**

The powers of FootGolf South Africa shall not be exercised in a manner which is contrary to the Constitution of SASCOC. In the event of a conflict, the Constitution of SASCOC will take precedence.

### **34. DISPUTE RESOLUTION**

34.1. Every Member affiliated to FootGolf South Africa shall ensure that any dispute that it has with the Federation is resolved in accordance with the Dispute Prevention and Resolution Procedures set out in the Constitution, Rules and Regulations of SASCOC.

34.2. Where no specific dispute resolution procedure is set out in the Constitution, Rules or Regulations, or set out by the Judicial Committee disputes shall be resolved by arbitration in terms of the Rules of SASCOC or its successor or, if appropriate, by the Court of Arbitration of Sport (CAS) in terms of CAS's Rules and Regulations.

34.3. The decision of SASCOC shall be final and binding on all parties, in all manners whatsoever.

### **35. PROXIES**

Voting by Proxy shall be permissible at all Annual or Special General Meetings in which amendments to this Constitution are voted upon. The Instrument of Proxy shall be in the hands of the Executive Director at least 1 hour before the advertised time of the meeting.

**36. INTERPRETATION OF THE CONSTITUTION**

36.1. Any disputes arising out of or in connection with the enforceability of this constitution or the application and interpretation of the provisions hereof or any dispute between:

36.1.1. The Federation and another National Sports Federation; or

36.1.2. Between Members of the Executive Committee; or

36.1.3. Between a Member of the Executive Committee and the Executive Committee; or

36.1.4. Between the Executive Committee and a Member or Player;

- shall be referred to the established Judicial Committee of the Federation and if need be, elevated to SASCOC for resolution through mediation or expedited arbitration in terms of the Rules and Procedure for the Resolution of Disputes in Sport prevailing at the time such dispute is so referred. In the event of arbitration in terms of the foregoing, such resolution shall be final and binding on the parties to the dispute.

**Adopted at the FGSA Annual General Meeting on 08 August 2024**



\_\_\_\_\_  
President: Norman Mphake



\_\_\_\_\_  
General Secretary: Akhona Flatela

FOOTGOLF SOUTH AFRICA