



CONSTITUTION OF THE CAPE BULLMASTIFF CLUB

1. INTERPRETATION

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

2. NAME

The name of the club shall be the Cape Bullmastiff Club hereafter referred to as ‘the Club’

3. AFFILIATION WITH THE KENNEL UNION OF SOUTHERN AFRICA

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

4. HEADQUARTERS AND ADDRESS OF CLUB

The headquarters of the Club shall be as determined from time to time by the Committee, but shall be in the Western Province of the Republic of South Africa.

5. OBJECTIVES

Vision: To envisage a future where there will be healthy Bullmastiffs in stable family relationships throughout brought about by the combined and positive and continued input from the breeders and owners.

The objectives and therefore Mission of the Club will be in line with the Vision Statement and will include:

- a. The promotion, encouragement, fostering and advancement of breeding programmes and healthy kennel management with the interest and well being of the Bullmastiff breed as paramount.

- b. To observe and adhere to the Breed Standard of the Bullmastiff breed of dog as recognized and adapted from time to time by the Kennel Union of Southern Africa.
- c. To organize and hold shows or activities, including match meetings, in Breed, Dog Mentality Assessment (DMA) and APT (Aptitude) as well as Breed and Character Assessment (CBA), and any other dog related activities as recognized by the Kennel Union of Southern Africa including training for any of these activities.
- d. To promote a better understanding and wider knowledge of the Bullmastiff and promote goodwill among people interested in Bullmastiffs through Breed Seminars, discussions, educational articles and e-mail postings.

6. POWERS

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

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

7. TRADING AND INCOME

The Club shall not engage in any activity or transaction, which has as its objective the financial gain of any person or persons or any institution other than the Club. The income and property of the Club shall be used solely for the pursuit of the Club's objectives.

8. TRUSTEE

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

9. INDEMNITY

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

10. MEMBERSHIP

a. Membership shall be open to any person who is not disqualified or suspended by The Kennel Union of Southern Africa.

b. There shall be two classes of membership, viz:

i. **Ordinary members. (OM)** These shall be members over 18 (eighteen) years of age who are not otherwise defined in this section. An OM shall be entitled to vote at all general meetings of the Club.

ii. **Pensioners (P)** These are members who must be over 65 years on commencing membership. They will have full voting rights.

c. The liability of each member to and in respect of the obligations of the Club shall be limited to the amount of the annual subscription.

11. APPLICATION FOR MEMBERSHIP

a. Application for membership shall be made in writing on the form prescribed from time to time and shall be considered by the Committee at its first meeting after the receipt of the application and until acceptance by the Committee has been conveyed to the applicant he shall have no members rights.

b. The Committee shall have complete and absolute discretion to accept, refuse or defer any application for membership provided that a written explanation is forwarded to the applicant in terms of the Promotion of Access to Information Act (PAIA) if such an explanation is requested.

12. LAPSING OF MEMBERSHIP

A member's membership will lapse:

a. Upon his failure to pay entry fees or an initial subscription within 60 (sixty) days of the date on which they become due;

b. Upon his failure to pay a renewal subscription within 60 (sixty) days of the date on which it becomes due;

c. Upon receipt by the Secretary of written notice of resignation. All fees, subscriptions and other monies due prior to the date of receipt of resignation shall remain due and payable;

d. Upon the death of the member

e. In the event of any member, including an HLM, being convicted of any offence and sentenced to imprisonment, without the option of a fine or being convicted relating to cruelty towards or neglect of an animal;

f. Upon the member being disqualified or suspended from membership by the Kennel Union of Southern Africa.

13. REPRIMAND, EXPULSION OR SUSPENSION OF A MEMBER

a. Whenever by majority vote of the whole number of its members, the Committee is of the opinion that the behaviour or conduct of a member has been harmful, prejudicial or injurious to the object, interests, good order or character of the Club or the Kennel Union of Southern Africa, the Committee shall have the power to:

i. Reprimand such member in writing, or
ii. Suspend such member from all privileges of membership for a period not exceeding six months in cases where in the opinion of the Committee his conduct was not sufficiently serious to justify expulsion. A member who has been suspended shall not be entitled to the refund of any fee or subscriptions paid or relieved of the liability to pay any fee or subscription due by him; or

iii. Expel such member who shall thereupon be debarred from all privileges of the Club provided that such member shall not be entitled to the refund of any fee or subscription paid by him.

b. Before deciding to expel or suspend a member, such member shall be afforded full opportunity to explain his conduct to the Committee.

c. A member who has been suspended or expelled shall have the right to appeal against his suspension or expulsion to the members of the Club in a Special General Meeting. The member must lodge such appeal in writing with either the Chairman or Secretary within 30 (thirty) days of the receipt of such notification in writing of such suspension or expulsion. The Chairman or Secretary shall take immediate steps to convene the Special General Meeting. At this meeting the case against the member shall be put by one member of the Committee on behalf of the Committee and the member shall be given equal opportunity to defend himself. To reverse the Committee's decision will require two-thirds majority of members with voting rights. The vote shall be taken by ballot. No legal representation shall be permitted at such proceedings.

14. SUBSCRIPTIONS

a. Entrance fees and subscriptions payable by the various categories of members shall be determined from time to time by the Committee and may include special subscriptions from members participating in training.

b. Subscriptions shall be for one year from the 1st January provided that for members joining on or after the 1st June the subscription shall be halved for that year only and shall be due on that date.

c. Renewal subscriptions shall be due and payable on the 1st January each year.

15. PATRONS, PRESIDENT AND HONORARY VICE PRESIDENT

a. At each Annual General Meeting those members with voting rights and who are present may elect to invite such persons as they consider desirable to fill the posts of:

i. Patron / Patrons
ii. President
iii. Honorary Vice President all of whom shall hold office at the members' pleasure.

b. The President and Honorary Vice President may take part in any general meeting of the Club and the President may also attend any meeting of the Committee and participate in the discussion thereat but these offices shall not, per se, carry any entitlement to vote.

16. MANAGEMENT OF THE CLUB

A. Management Committee

i. The management and control of the Club shall be vested in a Committee consisting of not less than 6 (six) members and not more than 10 (ten) Committee members, all of whom shall be:

1. members of the Club
2. not less than 18 years of age
3. elected at an Annual General Meeting

ii. At its first meeting, the Committee shall:

1. from among its members elect a Chairman and Vice Chairman
2. not necessarily from amongst its numbers, appoint a Honorary Secretary and an Honorary Treasurer who may be one and the same person

B. Terms of Office

i. The Chairman of the Committee shall hold office as such for TWO (2) years after which he shall retire as Chairman, provided that he shall be eligible to serve as Chairman, if so elected by the Committee, for a further year thereafter, provided that no other person is proposed for the office, he may:

1. be re-elected annually until such time as another candidate is put forward, or
2. fill the casual vacancy until such time as another candidate is put forward.

v. The offices of Vice Chairman, Honorary Secretary and Honorary treasurer shall be held from the date of appointment thereto until the close of the next Annual General Meeting.

C. Vacancy

a. A committee member's seat shall fall vacant if such member:

- i. dies – from the date of his death
- ii. resigns – from the date of such resignation
- iii. otherwise ceases to be a member of the Club – from the date his membership ceases
- iv. fails to attend three consecutive meetings of the Committee – from the day following the date of the third meeting he has failed to attend, without reason satisfactory to the Committee.

b. The Committee may appoint a member of the Club to fill any vacancy arising in terms of subsection (a) above and such member shall hold office for the remainder of the term of office of the committee member he has replaced.

17. POWERS OF THE COMMITTEE

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

18. DUTIES OF OFFICE BEARERS

A. Chairman and Vice Chairman

- i. It shall be the duty of the Chairman and Vice Chairman to further the interests and prestige of the Club at all times and to ensure that the provisions of this Constitution and any regulations framed there under are complied with and that all decisions of the Club in General Meeting and of the Committee are carried into effect.
- ii. The Chairman shall preside at all meetings of the Club and of the Committee, and in his absence the Vice-Chairman, if present, shall preside. If the Chairman and Vice- Chairman are both absent, the members present shall appoint from amongst their number, a member to preside at such a meeting and the person so appointed shall have and exercise the powers and functions which could have been exercised by the Chairman if present.
- iii. The Chairman or, in his absence, the Vice – Chairman shall, at the Annual General Meeting, report on the activities of the Club during the past year.
- iv. The Chairman, or in his absence, the Vice Chairman, will have full authority to speak publically on behalf of the Club should official statements be needed.

B. Honorary Secretary

- i. It shall be the duty of the Honorary Secretary to attend all general meetings of the Club and all meetings of the Committee and to maintain a correct record of the proceedings and decisions taken there at. In the event of the Honorary Secretary being unable to be present at any meeting he shall ensure that the minute books, correspondence etc required at the meeting are handed to the Chairman or some member of the Committee prior to the meeting. In such event, the meeting shall nominate one of its members to act as Secretary at the meeting.
- ii. Subject to the control of the Committee, to receive and conduct the correspondence, and if applicable, requirements of the Club.
- iii. To ensure that all notices required by this Constitution are properly given.
- iv. To maintain up-to-date a Register of Members and their addresses.
- v. On relinquishment of the position, to hand all books and records to his successor.
- vi. Adhere to the Kennel Union of Southern Africa's requirements for a Club's Secretary as per their schedule.

C. Honorary Treasurer

- i. It shall be the duty of the Honorary Treasurer to attend all meetings of the Committee, the Annual General Meeting and Special General Meetings. Should the Treasurer not be able to attend any meeting the treasurer must ensure that all documents are handed to another person on the Committee. A person is then delegated to take notes and act on behalf of the Treasurer; he must pass all the information and decisions made at the meeting to the treasurer.
- ii. To maintain up to date, proper books of account reflecting the Club's financial transactions and to reflect adequately the financial position of the Club.
- iii. Subject to control of the Committee, to administer the finances of the Club.
- iv. To collect and bank expeditiously all monies owing to the Club and to disburse monies due by the Club without undue delay.
- v. To keep the Committee informed at all times on the general financial position of the Club.
- vi. To prepare a report on the financial transactions of the past financial year for presentation at the Annual General Meeting.

D. Auditor / Finance Master/ Bookkeeper

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

E. President / Vice president

- i. The President or in his absence, the Vice – President shall officiate at the Annual General Meeting and will chair the meeting just while a new Chairman is being elected.
- ii. Once the new Chairman has been elected then he will hand over to the new incumbent.
- iii. There will be no other role for the President or Vice President.

19. FINANCE AND ACCOUNTS

- a. The financial year of the Club shall be the twelve calendar months ending the 31st December in each and every year.
- b. No person other than a person acting within the limits of any authority conferred upon him by this Constitution or by the Committee shall have the authority to give any receipt or discharge on behalf of the Club for money or otherwise to enter into contracts or arrangements which impose or purport to impose any liability of the Club or in any other way pledge the credit of the Club.
- b. The books of account to be kept by the Treasurer in terms of Section 18 C of this Constitution shall be open for inspection by appointment for any member of the Club.

20. MEETINGS

Annual General Meeting

- A i. The Annual General Meeting shall be held in January or February of each year in line with the requirements of the Kennel Union of Southern Africa and will follow the closure of the financial year at the end of each year. It will be at a date, time and place determined by the Committee.
- ii. It shall be competent for any member to request that an item other than a proposal to amend, alter or add to the Constitution, be placed on the Agenda provided that such request is in the hands of the Honorary Secretary not later than 14 (fourteen days) prior to the date of the meeting.
- iii. A notice using e-mail, stating the date, time and place of the Annual General Meeting and including any proposal to amend the Constitution shall be posted to all members not less than 30 (thirty days) before the date of such meeting. Members without e-mail shall have their notices posted not less than 60 (sixty) days before the date of the meeting.
- iv. The Agenda for such a meeting, which shall include the following items, and shall be posted to all members not less than 10 (ten days) before the date of such meeting:
 - Notice convening the meeting
 - Minutes of the immediately preceding Annual General Meeting
 - Minutes of any Special General Meeting since then
 - Matters arising from the foregoing minutes
 - Chairman's report of the year
 - Honorary Treasurers report and audited Balance Sheet and Income Expenditure Account for the year
 - Motions for the amendment of the Constitution as advised in the notice convening the meeting
 - Matters submitted by the Committee

Matters submitted by members

Election of Officers and Committee including the appointment of the auditor as required by clauses 15, 16 and 18d.

Any general matters.

v. Nominations for election to the Management Committee of the Club must reach the Secretary of the Club no later than 30 (thirty days) before the Annual General Meeting and shall be on a prescribed form signed by the proposer and seconded and shall reflect their names and addresses.

Special General Meeting

B. i. A Special General Meeting shall be called by direction of the Committee;

ii. When required to consider any matters in terms of this Constitution and if held in terms of clause 13c, should a quorum not be present then the matter should be referred back to the Committee for further management.

iii. On a requisition (stating clearly in detail the purpose of the meeting) signed by not less than 5 (five) members.

iv. Notice stating the date, time and place of such a meeting and setting out the business to be transacted thereat shall be posted to each member not less than 30 (thirty) days prior to the date of such a meeting.

v. A Special General Meeting required or requisitioned in terms of subsection (ii) or (iii) above, shall be convened within 6 (six) weeks of the receipt by the Honorary Secretary of such requisition or of the information making such a Special General Meeting necessary.

vi. No business except that stated in the notice convening the meeting may be transacted at any Special General Meeting.

Committee Meetings

C. i. The Committee shall meet for the dispatch of business as often as is necessary but not less than once every 3 (three) months, provided that the Secretary shall convene a meeting of the Committee immediately on receipt of a written request signed by at least 5 (five) members of the Committee and setting out in full the purpose of the meeting.

ii. Not less than 7 (seven) days notice of all meetings of the Committee shall be given.

Non-receipt of notices

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

21. QUORUMS AT MEETINGS

a. Subject to the provisions of sub-clause (b) below, and except where else provided, the quorum at any

i. Annual or Special General Meeting shall be 10 paid up members of the Club with voting rights;

ii. Committee Meeting – 5 paid up and elected members

- b. If at the expiration of twenty minutes after the scheduled time of commencement of the meeting a quorum is not present, the meeting shall:
- i. If it is a Special General Meeting called on the requisition of the members – be abandoned;
 - ii. In all other cases adjourn for thirty minutes and then proceed and those members with voting rights present shall be deemed to constitute a quorum.

22. VOTING

- a. At all **General Meetings** of the Club every member vested with a vote in terms of Section 10 shall be entitled to ONE vote. Matters before such meetings shall, subject to subsection (c) and (d) below, be decided by a simple majority of the votes of those present and voting by a show of hands, except where a specific majority is required in terms of this Constitution. If 3 (three) or more voting members demand that such voting be conducted by ballot it shall be a secret ballot.
- b. Subject to subsection (c) below, **at Committee meetings** each committee member shall have one vote. Matters before the Committee shall be decided upon by a simple majority of the votes of those present and voting except where a specific majority is required in terms of this Constitution.
- c. At all meetings of the Club or the Club Committee, the Chairman of the meeting shall, in the event of an equal number of votes cast for and against a motion, have a casting vote in addition to his deliberative vote.
- d. For the purposes of election of members to the management Committee of the Club, members not at the Annual General Meeting shall, subject to the provisions of subsection (e) below, be entitled to ONE postal vote.
- e. The procedure for postal votes shall be the following:
 - i. Not less than 21 (twenty -one) days before the date of the Annual General Meeting, the Secretary shall post to all members a list of those members who have been proposed for election to the Management Committee.
 - ii. Members may then submit postal votes which shall be on a prescribed form and shall be signed by the member and a Commissioner of Oaths who shall certify thereon that the member has identified himself to the satisfaction of the Commissioner of Oaths as being the person purporting to cast the postal vote.
 - iii. In order to be valid such votes shall reach the Club’s secretary by no later than close of business on the last business day before the Annual General Meeting.
 - iv. After the close of business on the last business day before the Annual General Meeting and before the meeting itself, the postal votes shall be handed to the Chairman who will announce the choices in the meeting.

23. AMENDMENT OF THE CONSTITUTION

- a. No alterations, amendments or additions to this Constitution shall:
 - i. be made except at an Annual or Special General Meeting properly convened and then only if not less than two-thirds of the members with voting rights and who vote, vote in favour thereof;
 - ii. become effective until it has been approved by the Federal Council of the Kennel Union of Southern Africa.
- b. A proposal to alter, amend or add to this Constitution may be submitted to a General Meeting only;

- i. By the Committee or
- ii. by a requisition signed by not less than 10 (ten) members addressed to the secretary.

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

24. DISSOLUTION OF THE CLUB

a. Subject to the provision of Article 9 (4) of the Constitution of the Kennel Union of Southern Africa, any proposal to dissolve the Club shall only be considered at a Special General Meeting convened for the purpose, and then only in terms of this section.

b. No proposal to dissolve the Club shall be considered unless 50% (fifty percent) of members present with voting rights are present and at least 26 % vote in favour of closedown.

c. Immediately a decision to dissolve the Club has been carefully taken in terms of this section, the Committee shall forthwith liquidate the affairs of the Club and if there is any surplus it shall be disposed of to another body or bodies with objects similar but not necessarily identical to those of the Club in the manner prescribed by the Special General Meeting at which the decision to dissolve the Club was taken. Should there be no effective membership or Committee, the Federal Council of the Kennel Union of Southern Africa shall appoint a person to liquidate the Club's affairs and the Federal Council shall determine the allocation of any surplus assets.

d. A proposal to merge with any other Club affiliated to the Kennel Union of Southern Africa shall be dealt with in the same manner as a proposal to dissolve the Club, save that the provisions of subsection (c) above shall not be applicable, and the terms of such a merger shall be approved at the Special General Meeting to consider the proposal to merge.

e. Any trophies in the possession of a Club being dissolved shall be disposed of at the direction of the Federal Council of the Kennel Union of Southern Africa.

Re- structured September 2017 with KUSA approval

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Authorized and approved and accepted: KUSA 28 September 2011