

**CONSTITUTION
OF
Chess Vikings Club**

Version 1.2



1. CONSTITUTION, NAME AND CORPORATE PERSONALITY

- 1.1 This is the Constitution of the Chess Vikings Club (hereinafter “the Club”).
- 1.2 The Club is a voluntary association with a distinct corporate identity, separate from that of its members. It is entitled to own property, both movable and immovable, and has the right to sue and be sued in its own name. The Club shall enjoy perpetual succession, maintaining its existence irrespective of changes in its membership.
- 1.3 The Club's mission is to promote chess in all its forms, utilizing all available means to support this aim. Central to this mission is the support and development of our academy, which is dedicated to producing top-level chess players. The Club actively engages in competitive play with other clubs, fostering a spirit of healthy competition.
- 1.4 In addition to its primary focus on chess, the Club is committed to innovation in all aspects of its operations and activities. This commitment extends to exploring new and creative ways to promote and enjoy the game of chess.
- 1.5 The club operates primarily in East London, South Africa, and falls under the jurisdiction of the Buffalo City region. In conducting its affairs, the Club adheres to the principles of human dignity, equality, the advancement of human rights and freedoms, non-racialism, non-sexism, and the right to freedom of association. The Club recognizes and upholds the supremacy of the Constitution of the Republic of South Africa (1996), the rule of law, and good corporate governance.

2. DEFINITIONS AND ABBREVIATIONS USED

For the purposes of this Constitution, the following words and expressions shall have the following meanings unless the subject or context indicates otherwise:

- 2.1 “Act of Parliament” refers to the Provincial Sport and Recreation Act, (Act No 110 of 1998), as amended by the Provincial Sport and Recreation Amendment Act (Act No 18 of 2007), also referred to as “The Act”.
- 2.2 "A.G.M." means the Annual General Meeting of Members, above the age of 18, held in accordance with the provisions of this Constitution.
- 2.3 "Annual Financial Statements" means the annual audited balance sheet, income and expenditure statement, Treasurer’s report and Auditor’s report.



- 2.4 "CHESS" means the game or sport of Chess, whether played in the presence of the opponent, or by way of correspondence, or by way of the internet, computer software programs or otherwise and includes the disciplines referred to in this Constitution and as defined by FIDE.
- 2.5 "CHESS S.A." means the national chess federation of South Africa.
- 2.6 "Club" means any CHESS club which caters for any discipline of CHESS in a local district or area, and which is a member of a Regional Chess Body or whose interests are represented by such Regional Chess Body.
- 2.7 "Coach" shall for the purposes of this Constitution have the same meaning as "trainer" or "instructor".
- 2.8 "Commission" means a commission established in terms of clause 28.1 of the CHESS S.A. constitution.
- 2.9 "Constitution" means this Constitution.
- 2.10 "Day" means a calendar day. "Working day" means a calendar day excluding Saturdays, Sundays and Public Holidays.
- 2.11 "Deputy President" means the member of Exco duly elected to that position.
- 2.12 "Event" means a CHESS event held in South Africa under the auspices of CHESS S.A. or FIDE.
- 2.13 "Event Organizer" means a person duly authorised to manage an event on behalf of CHESS S.A. either directly or indirectly through its members.
- 2.14 "Exco" means the Executive Committee of the Club as constituted in terms of this Constitution.
- 2.15 "FIDE" means the World Chess Federation known as Fédération Internationale des Échecs, being the supreme controlling body of Chess at global and continental levels.
- 2.16 "Head Coach" means the person appointed as such by the Exco Council, on recommendation of Exco.
- 2.17 "Honorary Life Members" means all those persons bestowed with this honour by the Club Council.



- 2.18 "Legal & Appeal Committee" means the CHESS S.A. committee appointed in terms of the CHESS S.A constitution.
- 2.19 "Levies" means the monies levied and due by the membership to the Club as approved and agreed to by membership at each A.G.M. of the Club.
- 2.20 "Member" shall mean a Club duly accepted as a member of the Club. Note only members above the age of 18 has voting rights.
- 2.21 "Month" means a calendar month.
- 2.22 "Provincial Council" means the membership of the Provincial Chess Association in general meeting.
- 2.23 "Ordinary General Meeting" means a meeting of Members, above the age of 18, other than an A.G.M. or Special General Meeting convened in terms of this Constitution.
- 2.24 "Organisers" shall mean those persons who have been duly authorised by CHESS S.A. or the Club either directly or through their provincial membership to stage a CHESS event inclusive of the hosting, managing, organising, planning, and supervision of such an event.
- 2.25 "Other club member" means a member of a Regional Chess Body other than a school chess club member.
- 2.26 "Person" means a natural or legal person.
- 2.27 "President" means the President of the Club duly elected by the Club Council in terms of this Constitution.
- 2.28 "the Province" means the Provincial Chess Association in whose area of jurisdiction the Region falls.
- 2.29 "Provincial Chess Association" means a body consisting of more than one Regional Chess Body within a province associated with each other for the development and administration of chess in that province.
- 2.30 "Provincial Chess Council" means the membership of a Provincial Chess Association in general meeting.
- 2.31 "Region" means the Regional Chess Body established and constituted in terms of this constitution and recognised by CHESS S.A. as the body responsible for CHESS in the relevant geo-political Region of South Africa.



- 2.32 "Registered individuals" mean the players, arbiters, coaches / trainers / instructors, managers, administrators and chess friends / workers registered as such with CHESS S.A.
- 2.33 "Regional Chess Body" means a body established to attend to the development and administration of chess within a demarcated area.
- 2.34 "Club Chess Council" means the membership of a Club Chess Body in general meeting.
- 2.35 "Rules" means the rules, regulations, procedures and by-laws in force from time to time in accordance with which the affairs of the Region will be conducted.
- 2.36 "SAIDS" means the South African Institute for Drug-Free Sport.
- 2.37 "SASCOC" means the South African Sport Confederation and Olympic Committee duly recognized and approved by SRSA as the governing body of Sport in the Republic of South Africa.
- 2.38 "School club" means a chess club at a primary or secondary school, whether a private or public school.
- 2.39 "School club member" means a school club accepted as a member of the Region by the Regional Council.
- 2.40 "Secretary" means the person elected as such by the Club Council.
- 2.41 "Special General Meeting" means a meeting of Members, above the age of 18, other than an Ordinary or Annual General Meeting convened for a special purpose in terms of this Constitution.
- 2.42 "SRSA", means the Department of Sport & Recreation in South Africa.
- 2.43 "Trainer" shall for the purposes of this Constitution have the same meaning as "coach" or "instructor".
- 2.44 "Treasurer" means the person elected by the Club Council in terms of the provisions of this Constitution.
- 2.45 "WADA" means the World Anti-Doping Agency.
- 2.46 "Year" means a calendar year.



3. INTERPRETATION

- 3.1 The headings to the clauses or paragraphs of this Constitution are for descriptive purposes only and shall not be used in the interpretation hereof.
- 3.2 Unless the context indicates a contrasting intention, the singular shall include the plural and vice versa.
- 3.3 Any words importing one gender include the other.

4. DOMICILE

The domicile and seat of management of the Club shall be deemed to be situated at the residential address of the President from time to time, or any other physical address nominated by Exco, as published on the Club's website, provided that it shall always be at a place within the Club boundaries of the Club.

5. AREA OF JURISDICTION OF THE CLUB

- 5.1 The geographical area of jurisdiction of the Club shall be East London, or more broadly the Buffalo City Region.

6. MAIN BUSINESS

- 6.1 The Club shall at all times remain affiliated to CHESS S.A. and the Region.
- 6.2 The Club shall direct, promote and co-ordinate the activities of individuals.
- 6.3 The Club may affiliate with any other body or sporting code with compatible aims with a view to enhancing the interests and status of chess within its area of jurisdiction, unless approved by the clubs Exco. The Club may not become a member or affiliate to any other body without the prior written consent of the Exco of the Club.

7. THE ORGANISATIONAL STRUCTURE OF THE CLUB

- 7.1 The members of the Club are the Persons Bodies, each governed by its Club Council according to its own constitution.
- 7.2 The Club shall consist of Registered Individuals as its members, each governed by its Management Committee according to its own constitution.
- 7.3 Chess players shall have freedom of association to belong to a chess club or chess clubs of his or her choice, provided that he or she is eligible for membership of the chess club



concerned and with the understanding that any participation of the chess player at Club and provincial levels will be determined according to the locality of the chess club of which he or she is a member.

8. OBJECTIVES

The objectives of the Club are:

- 8.1 The aims of the Club shall be to promote the game of chess and to organize activities for the players interested in playing chess at the Club.
- 8.2 The Club commits itself to the promotion of chess in a non-racial and democratic way, to provide equal rights for all chess players and administrators or facilitators under its jurisdiction.
- 8.3 The Club aims to participate actively in the League for Chess Club Teams and other competitions for Club organised regionally, provincially, nationally or internationally.
- 8.4 The Club prioritizes the engagement of qualified and competent individuals in the administration and management of chess activities. While recognizing the value of volunteerism, the Club ensures that key roles in management, administration, and chess-related activities are filled by individuals who possess the necessary skills, expertise, and experience. This approach is integral to maintaining high standards of chess play, organization, and governance within the Club.
- 8.5 To participate or be aware of all management activities of CHESS S.A., Province and the Region and to ensure that the interests of the Club is adequately represented at that level.
- 8.6 To foster a spirit of healthy competition, sportsmanship and fair play among players of all races, gender and ages.
- 8.7 To encourage the qualification of individuals as arbiters, trainers and tournament organisers.
- 8.8 The Club is dedicated to the advancement of its chess academy, aiming to cultivate top-level chess players. To achieve this, the Club will appoint competent and skilled individuals who will be granted full control and authority over the academy's operations and training programs. These appointments will be made with a focus on expertise and a proven track record in chess education and player development. This strategy ensures that the academy is led by individuals who are not only adept in chess but also possess the necessary management and organizational skills to create an environment where emerging chess talents can thrive and reach their full potenti

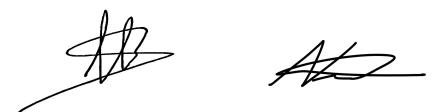


9. POWERS OF THE CLUB TO CARRY OUT ITS OBJECTS

- 9.1 The Club shall have all such powers and authorities as shall be deemed necessary or desirable of achieving any and all of the objects of the Club.
- 9.2 These powers and authorities shall be exercised by the Club Council and/or Exco in accordance with and subject to the provisions of this Constitution.
- 9.3 Any of these powers and authorities may be delegated to an Exco member or committee, whether a sub-committee of Exco or a standing committee in terms of this Constitution, for a specific purpose.
- 9.4 Notwithstanding anything herein contained, it is recorded that:
- 9.4.1 The Club's income and property are not distributable to its Members or office bearers except as reasonable compensation for services rendered or reimbursement of expenses bona fide incurred to advance the interests of the Club or upon dissolution in terms of this Constitution.
- 9.4.2 Members or office bearers have no rights in the property or other assets of the Club solely by virtue of their being members or office bearers;
- 9.4.3 The Club is a non-profit and public benefit organisation and will not carry on any business, undertaking or trading activity, save to the extent permitted in terms of section 30 of the Income Tax Act, 1962 as provided for more fully in terms of Schedule Three of the Rules and Regulations of CHESS S.A. which schedule is incorporated into this Constitution by reference;
- 9.4.4 The Club shall not have any authority to contract on behalf of any Member or Club or to bind the credit of any Member or Club;
- 9.4.5 The Club shall not be liable for any debts or other liabilities, whether of a contractual or delictual basis, incurred by any Member or Club or any official of these bodies.
- 9.4.6 The Club's financial transactions shall be conducted by means of a banking account or banking accounts opened and maintained by the Treasurer at the direction of the Club Council.
- 9.4.7 the Club may not authorise, send or sanction any team to go on a tour outside the boundaries of the Republic of South Africa without having first obtained the written consent of the Exco of the Club.

10. MEMBERSHIP

- 10.1 The Club shall have as members such Persons as are admitted to membership of the Club.



- 10.2 The Club shall be entitled to stipulate any conditions it considers desirable for the admission of new members, the continuance of membership or the termination of membership. These conditions shall be stipulated in the code of conduct which is approved by the clubs Exco.
- 10.3 All applications for membership must be in writing and shall include the following:
- 10.3.1 The name and surname of the Person.
 - 10.3.2 The South African ID number or Passport number in case of foreign nationals.
 - 10.3.3 The email address of the Person.
 - 10.3.4 The contact number of the Person.
- 10.4 Suspensions and or terminations of membership shall be dealt with at a properly constituted meeting or special general meeting called for that purpose exclusively.

11. LIMITATION OF LIABILITY AND INDEMNITY

- 11.1 Each member of the chess club shares equal responsibility with other members for any expenses incurred by the club. However, an individual member's financial liability is capped at the amount they owe the club, which includes their membership fees, or any additional charges determined by the club's council.
- 11.2 The President, Treasurer, Secretary, all members of the Executive Committee (Exco), and anyone working for the club, or its committees are protected from being personally blamed or facing legal claims for anything they do or don't do while doing their jobs for the club. This protection applies as long as they are acting honestly and for the club's benefit.

12. ANNUAL GENERAL MEETING ("A.G.M.")

- 12.1 An A.G.M. shall be held once in every year, provided that unless there is good reason to the contrary, the A.G.M. shall be held within 3 (three) months from the end of the financial year and not more than fifteen (15) months after the date of the previous A.G.M.
- 12.2 Exco shall decide the date, time and place on which each A.G.M. shall be held.
- 12.3 The business to be transacted at an A.G.M. shall be:
- 12.3.1 To read the notice convening the Meeting.
 - 12.3.2 To read and confirm the Minutes of the previous A.G.M and S.G.M. and to consider any matters arising therefrom.



- 12.3.3 To receive and consider the Annual Report of the President, for the period since the date of the previous A.G.M.
- 12.3.4 To receive and consider the report of the Treasurer and to adopt with or without modification, the audited Annual Financial Statements for the period since the date of the previous A.G.M., provided that if not so adopted the Annual Financial Statements shall stand for consideration and adoption, with or without modification, or rejection by the Club Council at its following meeting or by the Exco in terms of the decision of the A.G.M.;
- 12.3.5 To appoint the auditors of the Club to hold office until the next A.G.M.;
- 12.3.6 To consider and to adopt with or without modification, or to reject any recommendations of Exco;
- 12.4 Notice of each A.G.M. shall be sent to all the Members and Exco members no less than than 14 (fourteen) days prior to the date of the A.G.M.
- 12.5 Not less than 4 (four) days prior to the date of any A.G.M, copies of the Agenda for that A.G.M. and the Annual Financial Statements for the financial year preceding the date of the A.G.M. shall be send to all Members and Exco members.

13. SPECIAL GENERAL MEETINGS ("S.G.M.'s")

- 13.1 17.1. An S.G.M. of Members shall be convened:
 - 13.1.1 By resolution of Exco, or
 - 13.1.2 Upon the written requisition of not less than 25% total number of Members over the age of 18, addressed and sent to the Secretary, which written requisition shall state the exclusive purpose for which the S.G.M. is to be called and the text of the motion to be put to the meeting.
- 13.2 Within 7 (seven) days after receipt of the resolution or requisition, the Secretary shall send written notification to all Members, which notice shall specify:
 - 13.2.1 the date, time and place of the S.G.M., (which date, time and place shall have been determined by Exco) provided that the date shall not be more than 21 (twenty-one) days and not less than 7 (seven) days after the date of posting the notice.
 - 13.2.2 Together with written notification of the purpose of and measures to be transacted at the S.G.M.
 - 13.2.3 The text of the motions to be put to and considered by the meeting.
- 13.3 No business other than that stated in the notification shall be transacted at the S.G.M.



14. REPRESENTATION AND VOTING RIGHTS

- 14.1 Each Member over the age of 18, shall be entitled to attend and to vote at any general meeting of the Club Council.
- 14.2 Each members over the age of 18, shall each have the right to exercise 1 (one) vote.
- 14.3 Only representatives of Members who are personally present at the meeting concerned shall be allowed to exercise the right to vote.
- 14.4 Each member of Exco present shall have 1 (one) vote and the Chairperson of any general meeting shall have a second or casting vote in the event of an equality of votes, save for and except at an Elective A.G.M. where the Exco shall have no vote in the election of the new Exco members.
- 14.5 No proxy votes will be allowed.
- 14.6 Save for motions where a higher pass rate is required in terms of this Constitution, a motion shall pass if a majority of 50% plus one vote of the votes exercised is attained in favour of the motion.

15. GENERAL PROVISIONS RELATING TO COUNCIL MEETINGS

- 15.1 A.G.M.'s and S.G.M.'s shall, subject to the terms of this Constitution, be held at such date, time and place as shall be decided by Exco.
- 15.2 The chairperson of any A.G.M. or S.G.M. shall be the President, or in his or her absence the Treasurer, or in his or her absence such other person as shall be elected for that purpose by the representatives of Members present at the Meeting and entitled to vote.
- 15.3 A quorum shall consist of 33% (thirty-three per centum) plus 1 (one) of the total votes available to Members in good standing.
- 15.4 If a quorum shall not be present at the place of the meeting within 30 (thirty) minutes after the time set for commencement of the meeting, or if sufficient representatives of Members do not remain present to constitute a quorum until the proceedings have been duly declared to have been concluded by the President, the meeting if convened upon the requisition of Members, shall be dissolved; in any other case, it shall stand adjourned to a date not earlier than 5 (five) working days and not later than 15 (fifteen) working days after the date of that meeting, and, at such adjourned meeting the representatives of Members present and entitled to vote, shall constitute a quorum and may transact the business of that meeting.



- 15.5 Where a meeting has been adjourned as aforesaid, the Secretary shall, upon a date not later than 3 (three) working days after the adjournment, disseminate a written notice to each Member, which notice shall have been settled by the President, stating:
- 15.5.1 the date, time and place to which the meeting is adjourned;
 - 15.5.2 the matter before the meeting, when it was adjourned;
 - 15.5.3 the ground for the adjournment.
- 15.6 Voting shall be on a show of hands unless a poll be demanded by representatives of not less than one third of the votes available to Members represented and entitled to vote, and in such event, the poll shall be conducted in such manner as the Chairperson of the meeting shall decide.

16. EXCO

- 16.1 The Executive Committee of the Club ("Exco") shall consist of the following persons:
- 16.1.1 The President;
 - 16.1.2 The Treasurer;
 - 16.1.3 The Secretary;
 - 16.1.4 Any other appointed council member approved by the council.
- 16.2 There shall be a minimum of 1 (one) male and 1 (female) females amongst the members of Exco but Exco Meetings shall be deemed to be validly constituted notwithstanding the fact that at any time there are fewer than 1 (one) males or 1 (one) females present.
- 16.3 No person may serve for more than 8 (eight) consecutive years as President.
- 16.4 Exco may co-opt other individuals as members for short-term and project-orientated appointments in order to discharge specific functions provided that no co-opted member shall have a vote and provided further that although the predominant criterion for co-option shall always be merit, Exco shall, as far as possible, seek to preserve a balance of men and women members.
- 16.5 Exco shall perform inter alia the following functions:
- 16.5.1 The administrative functions of the Club shall be the responsibility of Exco. In addition.
 - 16.5.2 Exco shall decide on the executive structures and administrative procedures of the Club as may be required from time to time.



- 16.5.3 Exco controls and oversees the work of all committees including any sub-committee of Exco, and has to ratify all their decisions of a major nature.
- 16.6 Members of Exco shall vote on all resolutions by a show of hands.
- 16.7 Members of Exco shall decide on all matters by a simple majority vote of those present at the meeting.
- 16.8 Each member of Exco shall have 1 (one) vote, and the Chairperson of any meeting of Exco shall have a second or casting vote, in the event of an equality of votes.
- 16.9 The chairperson of any meeting of Exco shall be the President, or in his or her absence Treasurer, or in their absence such other Member of Exco as shall have been appointed at that meeting by the Members of Exco present and entitled to vote.
- 16.10 Exco shall meet not less than 4 (four) times per annum in addition to meeting at the time of each of the two bi-annual general meetings of the Club Council.
- 16.11 A quorum of members of Exco shall consist of not less than 2 (two) such members, and if there is not a quorum present at the appointed time and place for any meeting of Exco or if there is not a quorum present during the whole of the meeting until proceedings have been duly concluded and declared by the chairperson of that meeting to have been concluded, such meeting shall stand adjourned until a date, time and place to be determined by those members of Exco who are present at that meeting provided that such date shall not be more than 10 working days after such meeting; and at such adjourned meeting those members of Exco present and entitled to vote shall constitute a quorum and may transact the business of that meeting.
- 16.12 The Secretary shall, by such means as is most expedient and by such means as appears most appropriate in the circumstances, inform those members of Exco who were not present at the meeting of the date, time and place to which the meeting has been adjourned.
- 16.13 Any member of Exco who, without having first obtained leave of absence from Exco, shall otherwise than in circumstances beyond his or her control, not attend 3 (three) consecutive meetings of Exco, of which meetings due notice has been given, shall be deemed to have resigned from Exco.
- 16.14 No member of Exco shall be entitled to any remuneration, except as reasonable compensation for services rendered or reimbursement of expenses bona fide incurred to advance the interests of the Club or upon dissolution in terms of this Constitution.



17. POWERS OF EXCO

- 17.1 Except where otherwise stated herein and subject to the provisions of this Constitution, Exco shall be vested generally with all such powers and authorities as are necessary to perform its functions as stated herein and to promote and attain the objects of the Club and, without in any way limiting the generality of the foregoing, Exco shall have all such powers and authorities specifically mentioned hereunder.
- 17.2 Exco shall control all expenditure of the funds of the Club and shall not incur any liability nor enter into any commitment which cannot be discharged out of the funds of the Club.
- 17.3 No cheque or promissory note drawn on behalf of the Club shall be valid unless signed by any 2 (two) of the President, the Deputy President, the Treasurer, the Secretary, or any other official of the Club who has been authorised by Exco to have signing powers. The same restriction applies mutatis mutandis to electronic (Internet) payments.
- 17.4 Exco shall be entitled to make any and all by-laws or regulations necessary to promote the aims and objects of the Club and such by-laws and/or regulations shall be binding upon members. Such regulations shall be ratified at the next General Meeting of the Club Council.
- 17.5 Exco may delegate the exercise of any of its powers and functions to one of its members, or a committee established in terms of this Constitution, or to a sub-committee of Exco.
- 17.6 In addition to the foregoing, Exco shall:
- 17.6.1 undertake and perform all such duties and functions as shall be decided by the Club Council;
 - 17.6.2 formulate recommendations and resolutions for the consideration of the Club Council and prepare the agenda for Club Council meetings;
 - 17.6.3 refer matters to the Ethics Committee for investigation and/or the conduct of disciplinary proceedings in respect of any infringement of this Constitution or the by-laws, rules or regulations, including the Code of Conduct in force from time to time, or the violation of the Rules of the Game and to enforce the sanctions imposed by the Ethics Committee whether by way of fines, or suspension or banning/ exclusion from participating in any championships or event or the activities of the Club or by way of withdrawing monies for which any person would otherwise be eligible. For the purposes of this Constitution, all events and championships of whatsoever nature organised and/or run by Members of the Club shall be deemed to be under the auspices of the Club;
 - 17.6.4 impose and collect levies, subscriptions, dues and imposts;



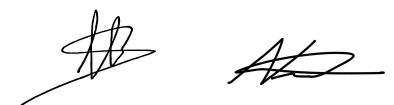
- 17.6.5 arrange, control, regulate and promote events, championships and any other forms of competition;
- 17.6.6 employ any person upon such terms and conditions as shall be decided and, when considered necessary or desirable, terminate the employment of any such person.
- 17.6.7 decide upon and resolve any dispute between any Members and/or Clubs and/or persons who are members of such Clubs;
- 17.6.8 co-opt any person to Exco as may be required to achieve the objects of the Club or fulfil any purpose incidental thereto;
- 17.6.9 form sub-committees, consisting of one or more persons, for any purpose incidental to the objects and powers of the Club and, subject to this Constitution, by-laws, rules and regulations, delegate such of its powers to such sub-committees as may be required;
- 17.6.10 appoint special advisers and consultants, for any purposes, and terminate such appointment/s;
- 17.6.11 consider and make a recommendation to the Club Council in regard to any application for membership of the Club;
- 17.6.12 open accounts with any recognised commercial banking or other financial institution, and invest any funds of the Club and pay any such funds to any person (natural, corporate or otherwise) who has a valid claim for payment against the Club;
- 17.6.13 ensure that full and proper books of accounts are kept in accordance with sound accounting principles;
- 17.6.14 ensure that the said books of account and all records of the Club's finances and assets are duly audited each year as soon as is practicable after the financial year end of the Club which shall be 31st December of each year and that annual financial statements are prepared for approval at the A.G.M.;
- 17.6.15 deal with any question or issue arising out of or relating to or incidental to non-racialism as described in the Schedule One of the Rules and Regulations of CHESS S.A.;
- 17.6.16 deal with any question or issue arising out of or relating to or incidental to non-sexism or discrimination on any grounds as referred to in this Constitution.
- 17.6.17 address any question or issue or matter concerning or incidental to development including budgeting for and expenditure on development;
- 17.6.18 approve the employment and termination of employment of staff by the Club including all matters incidental thereto and the review from time to time of all existing contracts of employment of staff and all matters incidental thereto;



- 17.6.19 decide any question, issue or matter relating to emblems, colours, or anthems for the Club;
- 17.6.20 make recommendations on any question or issue relating to the affiliation to or disaffiliation from any other body;
- 17.6.21 decide any question or issue relating to the use of CHESS facilities and/or other facilities incidental thereto and/or the standard thereof.

18. ELECTION OF THE PRESIDENT, TREASURER AND SECRETARY

- 18.1 There shall be annual elections for the elected positions on Exco to be held at the A.G.M. of the Club Council. The elections shall be conducted by an Elections Officer appointed by Exco and assisted by the Secretary.
- 18.2 Each Member shall be entitled to nominate 1 (one) individual for election as President, 1 (one) individual for election as Treasurer and 1 (one) individual for election as Secretary.
- 18.3 Each nomination by a Member shall be in writing, shall be seconded on behalf of any other Member and shall be signed by the nominee to indicate his or her acceptance of the nomination.
- 18.4 It shall be permissible for the same individual to be nominated for more than one office/position. The nomination for any alternative post is conditional upon him or her not being elected to the first post for which he or she is nominated.
- 18.5 No less than 14 (fourteen) days before the election date, the Secretary shall send notification to every Member and Exco member:
 - 18.5.1 informing them that the elections for Exco are to take place at the next meeting of the Provincial Council and of the date and place of this meeting;
 - 18.5.2 advising them of the name of the appointed Elections Officer (who shall not be a member of Exco);
 - 18.5.3 providing them with an extract of those provisions of the Constitution which are relevant to the elections; and
 - 18.5.4 calling for nominations for each position on the Exco to be filled by election.
 - 18.5.5 All such written nominations, together with a copy of a brief curriculum vitae of the nominee, shall be received by the Elections Officer not less than 7 (seven) days prior to the date of elections.
 - 18.5.6 No less than 4 (four) days before the election date, the Elections Officer shall send to every Member and every Exco member a list of the nominations received with their curricula vitae.



- 18.6 If no nominations are received for the election of the President, the current President shall continue in office until the first meeting of the new Exco after that A.G.M., at which the elected members of the new Exco shall elect from their ranks an individual as the President and shall further fill the vacant position on Exco so occurring by the election of an individual from the ranks of the unsuccessful nominees at the elections held by the Club Council. The same shall apply mutatis mutandis in the event of there being no nominations for the positions Treasurer and Secretary or if any position could not be filled at the elections for reasons of the gender requirements referred to hereunder.
- 18.7 22.11. If there is more than one nomination for any of the posts of President, Treasurer and Secretary, then such posts shall be elected separately by secret ballot, such elections to be held in the sequence aforesaid.
- 18.8 The nominee who is successful by commanding a majority vote shall be appointed to the position. The unsuccessful nominee shall not be passed to other positions unless he was properly nominated for those positions.
- 18.9 Election will be by an outright majority of those voting, i.e. the successful candidate must win at least 50% (fifty per centum) plus 1 vote of the total votes casted, regardless of the number of candidates for the particular position. If the first round of voting does not produce an outright winner, the candidate with the least number of votes will drop out (if two candidates tie for last place, they both drop out) and further rounds of voting will take place in similar fashion until one candidate emerges as the outright winner.
- 18.10 Once the number of men elected reach 2 (two), no other male candidate shall be eligible for election until at least 2 (two) women has been elected, providing they are available, and thereafter the remaining male candidates shall again be eligible for election and the remaining positions on Exco shall be filled by the candidates who have received the highest number of votes irrespective of the gender of the candidates.
- 18.11 Once the number of women elected reach 2 (two), no other female candidate shall be eligible for election until at least 2 (two) men have been elected, providing they are available, and thereafter the remaining female candidates shall again be eligible for election and the remaining positions on Exco shall be filled by the candidates who have received the highest number of votes irrespective of the gender of the candidates.
- 18.12 Each person who votes shall record a vote for not more and not less than the number of vacancies.
- 18.13 Any elected member of Exco shall hold office for a period of two years until the date of the following elections, unless he or she resigns, or is removed from office by virtue of a vote



of no confidence adopted by the Club Council with at least a two-thirds majority, or dies, or becomes permanently incapacitated before the expiry of his or her term.

- 18.14 The President, or such other member of Exco as Exco may decide, shall represent the Club at the Regional Council meetings of the Region.

19. RULES, REGULATIONS, PROCEDURES AND BY-LAWS

19.1 Exco shall formulate and publish the rules, regulations, procedures and by-laws ("the Rules") in force from time to time in accordance with which the affairs of the Club will be conducted. A copy of the Rules in force at any time shall be kept by the Secretary and made available, upon request, to the Province and any Member, Exco member or player or other individual registered with CHESS S.A.

19.2 The Rules may include the following:

19.2.1 Roles & Responsibilities of Exco Members;

19.2.2 Selection criteria;

19.2.3 Code of conduct for office bearers (including a disciplinary procedure);

19.2.4 Code of conduct for players and other registered individuals (including a disciplinary procedure);

19.2.5 Grievance procedure.

19.3 Substitution and amendment of the Rules will be effected by Exco upon approval by at least a two-thirds majority of the members of the Exco.

20. FINANCE

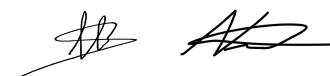
20.1 The financial year of the Club is the 12 (twelve) month period commencing on 1 January in one year and ending on 31 December of the same year.

20.2 The Finance Committee shall be chaired by the Treasurer.

20.3 The Finance Committee shall cause to be prepared an annual budget for the ensuing year to be presented and approved at the first general meeting of the Club Council each year.

21. NOTIFICATION

21.1 For the purposes of this Constitution, all notifications by the Club to any person shall, unless delivered by hand, be effective from the date of dissemination by post, and/or by hand, and/or by fax, and/or by electronic mail to the last known postal or e-mail address,



or any other social media means, as the case may be, of the addressee, by any official of the Club, but all notifications to the Club by any person (natural, corporate or otherwise) or any Member or shall only be effective from the date of receipt thereof by the Secretary. In no respects shall any postal authority be, or be deemed to be, the agent of the Club.

22. ALTERATION OR VARIATION OF THIS CONSTITUTION

22.1 This Constitution may be altered or varied, at any time, by the Council in a Council Meeting, upon a majority vote of not less than 50 plus 1 percent of the total votes available, provided that not less than 14 (fourteen) days written notification of such Meeting, together with a copy of a proposed resolution/s shall have been given to all Council Members.

23. DISSOLUTION OR WINDING UP OF THE CLUB

23.1 The Club may be dissolved or wound-up, at any time, by the Members in Council Meeting, upon a majority vote of not less than 80% (eighty per centum) of the total votes all Council Members, provided that not less than 10 (ten) working days written notification of such Meeting and of any resolution aimed at dissolving or winding-up the Club shall have been given to all Members.

23.2 Upon dissolution or winding up of the Club, all the property and assets of the Club, after payment of all monies owing to any third parties, shall be transferred free of compensation to a body such as a school(s) (not an individual) of the Councils choosing which will require 50% + 1 of the total votes.

This Constitution was adopted by the Membership present at the Club Council Meeting held at East London on the 15 day of January 2024



PRESIDENT



Treasurer