

# THE SOUTH AFRICAN HOCKEY ASSOCIATION

## CONSTITUTION

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## **1. NAME**

- 1.1 The body shall be called the South African Hockey Association (the “Association”) or “SAHA” in its shortened form.

## **2. FOUNDING STATEMENT**

### **2.1 Preamble**

The Association was formed in August 1992 at a time when South African society and sport was deeply divided owing to inherently discriminatory racial policies and practices.

These policies denied fundamental rights to the majority of South Africa’s peoples and gave rise to deep-rooted disparities in all fields of endeavour, not least in sport and in Hockey.

### **2.2 Principles**

Recognising the need to move away from the injustices of the past and to unite their membership, the parties to the unity process in Hockey (the Founders, as defined in clause 3.5) committed themselves to the establishment of an Association that would serve to:

2.2.1 Enshrine principles of equality, accountability, mutual respect and recognition;

2.2.2 Embody democratic, non-racial and non-sexist policies and practices;

2.2.3 Create opportunities for participation without distinction based on colour, race, creed, religion or gender;

2.2.4 Redress historical disparities to allow all to participate and compete equally and specifically address the needs of historically disadvantaged communities through special programmes.

2.2.5 Act with general unity of purpose.

These principles underpin the aims, objects and operations of the Association.

### 3 INTERPRETATION

Unless the context otherwise requires, the following words and expressions have the meanings set out hereunder.

- 3.1. “South Africa” means the Republic of South Africa as constituted on 31<sup>st</sup> May 1961.
- 3.2. “Hockey” embraces field and indoor hockey.
- 3.3. “FIH” means the International Hockey Federation.
- 3.4. “Criminal record” means as recorded by the Judicial Record of South Africa.
- 3.5. “AfHF” means the African Hockey Federation.
- 3.6. “Founder Associations”:
  - 3.6.1. The South African Men’s Hockey Association;
  - 3.6.2. The South African Men’s Hockey Congress;
  - 3.6.3. The South African Women’s Hockey Association;
  - 3.6.4. The South African Women’s Hockey Board; and
  - 3.6.5. The South African Women’s Hockey Congress.
- 3.7. “Members” shall mean a representative from each of the following Provinces:
  - Eastern Cape:
    - Border Hockey Association
    - Eastern Province Hockey Federation
  - Free State:
    - Free State Hockey Association
    - Northern Free State Hockey Association
  - Gauteng:
    - Eastern Gauteng Hockey Association
    - Northerns Blues Hockey Association
    - Southern Gauteng Hockey Association
  - Kwazulu Natal:
    - KZN-Natal Coastal Hockey Association
    - KZN-Natal Inland Hockey Association
  - Limpopo:
    - Limpopo Hockey Association
  - Mpumalanga:
    - Mpumalanga Hockey Association

North West:

- North West Hockey Association

Northern Cape:

- Northern Cape Hockey Association

Western Cape:

- Western Province Hockey Union
- Boland Hockey Association
- Southern Cape Hockey Association

3.8. “Affiliate Members”:

3.8.1. . South African Schools Hockey;

3.8.2. University Sports South Africa – Hockey;

3.8.3. The South African Masters’ Hockey Association;

3.8.4. The South African Country Districts Hockey Association; and

3.9. “Membership” means collectively the Members, the Affiliate Members, the officers of the Executive Board, the Honorary Life Vice-Presidents and Honorary Life Members.

3.10. “Simple majority” means the majority of votes cast.

3.11. “Absolute majority” means more than half of those present and entitled to vote.

3.12. “Special majority” means more than two-thirds (or sixty seven percent) of those present and entitled to vote.

3.13. “SASCOC” means the South African Sports Confederation and Olympic Committee.

3.14. “IOC” means the International Olympic Committee.

3.15. “Representative” or “Inclusive” means representative and inclusive of all peoples of the country and constituents of the Association.

3.16. “Equity requirements” embrace the concepts or principles of representivity and inclusivity.

3.17. “Office” means the registered office or headquarters of the Association as defined in clause 11.

## 4. AIMS AND OBJECTS

- 4.1.** The main objective of the Association is the administration, development, co-ordination and promotion of hockey in which participants that take part on a non-professional basis as a pastime.
- 4.1.1.** To promote, advance, administer, co-ordinate and generally encourage the game of Hockey in South Africa.
- 4.1.2.** To govern and to make, alter, repeal and enforce laws, rules, policies and regulations for Hockey under the jurisdiction of the Association, as required.
- 4.1.3.** To seek and maintain membership of the AfHF and FIH in accordance with the Statutes and Codes of Conduct of those bodies and to support and promote the Rules of Hockey as determined by the FIH.
- 4.1.4.** the National Olympic Committee of South Africa and the FIH.
- 4.1.5.** To seek and maintain good standing with the SASCOC, and to strive for good relations with its partners, other multi-code structures and other National Federations.
- 4.1.6.** To abide by the anti-doping policies of the Institute for Drug-Free Sport (as adopted by the SASCOC) and determined by the FIH, SASCOC and the IOC from time to time.
- 4.1.7.** To formulate, control and amend the conditions under which competitions are contested.
- 4.1.8.** To settle disputes arising between Members or Affiliate Members or bodies connected directly or indirectly with Hockey within the jurisdiction of the Association.
- 4.1.9.** To encourage participation, development and transformation (through access, equity and affirmative action measures) and to actively implement sustainable programmes to:
- 4.1.9.1 Promote the development of playing facilities and the provision of equipment;
  - 4.1.9.2 Provide opportunities for players to improve their performance levels;
  - 4.1.9.3 Train leaders, administrators, coaches, umpires and technical officials; with the objective of

ensuring that resources are accessible to all participants in Hockey on an equal basis.

4.1.10 to establish and maintain an efficient administration that is accountable and transparent in its actions.

4.1.11 to preserve the independence and autonomy of the Association subject to the Constitution of South Africa.

## **5. AREA OF OPERATION**

5.1 As required in terms of the Fund-Raising Act of 1978 (as amended by the Nonprofit Organisations Act of 1997 and the Income Tax Act), the area in which contributions may be collected and in which services may be rendered, shall be South Africa.

5.2 At least 85% of the public benefit activities of the Association, measured either in cost or time spent, shall be carried out for the benefit of persons in the Republic of South Africa.”

## **6. MEMBERSHIP**

6.1 Membership of the Association on the date of adoption of the Constitution shall comprise the Members, the Affiliate Members,) and the Honorary Members.

6.2 The geographical boundaries of the Members shall be defined in the Bye Laws of the Association.

6.3 In the event of a Member being incorporated into the geographical boundaries of another Member, then the Member being so incorporated shall cease to exist with effect from the date of incorporation and its name shall be removed from the list of Members set out in clause 3.6.

## **7. ORGANISATION**

7.1 The supreme authority of the Association shall be the collective Membership assembled in duly constituted meetings.

7.2 The legislative and administrative power of the Association shall be vested in the Annual (or Special) General Meeting, the Council, the Executive Board, subject to such limits of authority specified in the Constitution.

## **8. COUNCIL**

- 8.1 Council shall comprise:
  - 8.1.1 The Executive Board;
  - 8.1.2 The Members, each represented by one or two persons;
  - 8.1.3 The Affiliate Members, each represented by one or two persons.
- 8.2 In the event that the Members and Affiliate Members appoint delegations of two persons, it shall be incumbent on them to ensure that the composition of such delegations complies substantially with the Association's equity requirements.
- 8.3 Council shall meet at least twice per annum.
- 8.4 Recommendations/proposals/motions on policy decisions passed at Council meetings shall be tabled at AGMs for adoption and ratification.
- 8.5 The following powers shall vest in the Council:
  - 8.5.1 To do anything that is in the interest of SAHA, provided that it is in keeping with its mission and objectives and complies with the provisions of the Constitution and the directives of the Annual General Meeting.
  - 8.5.2 To deliberate on any matters, which may be brought before it and to make recommendations on the same matters to the AGM.

## **9. EXECUTIVE BOARD**

- 9.1 The Executive Board shall be responsible and accountable to the Membership and shall effect and implement the policies of the Association as determined by the Membership in duly constituted meetings.
- 9.2 The Executive Board shall consist of nine (9) persons, and the Chief Executive Officer who shall serve ex officio without voting rights. The 9 elected officers shall comprise:
  - 9.2.1 The President;

- 9.2.2 The Treasurer; and
- 9.2.3 One member to be responsible for Rules, Technical & Education.
- 9.2.4 One member to be responsible for High Performance
- 9.2.5 One member to be responsible for Events
- 9.2.6 One member to be responsible for Corporate Governance
- 9.2.7 One member to be responsible for Schools
- 9.2.8 One member to be responsible for USSA
- 9.2.9 One member to be responsible for the Athletes Commission
- 9.2.10 the CEO of the Association
- 9.3 Nominations and elections shall be conducted in terms of the procedures set out in clause 14.
- 9.4 Subject to the approval of the Executive Board, the President shall have the right to co-opt any other person or persons to assist the Board in the execution of specific duties. Such person or persons shall be required to attend meetings of the Board for the specific business for which he or she was co-opted.
- 9.5 The Executive Board shall meet not less than FOUR (4) times per annum and shall report in writing to the Membership and Council on any material matters arising from its meetings.
- 9.6 Duly authorised officers of Members and the Affiliate Members (i.e. the Presidents or Chairpersons of Provincial Associations and Affiliates) shall have the right to attend, but may not vote at, meetings of the Executive Board on a rotational basis to be agreed by the Board. No costs arising from their attendance at such meetings shall be borne by the Association.
- 9.7 The powers, duties and operations of the Executive Board shall be as defined in clauses 4 and 14 of the Bye Laws.
- 9.8. The members of the Executive board may elect a person to designate the vice presidency to. This person may only come from a directly elected portfolio namely corporate governance, Events, High performance and Rules & Technical, and Education and may not be the Treasurer.

9.9A Management Committee shall comprise of the President, Vice President, CEO and the Treasurer of the Executive. The President shall be the Chairperson of the Management Committee.

9.10 Be responsible for the day-to-day operation of the Association necessary to implement the directives of the Executive and the Council and ensure that the ongoing activities of The Association are carried out.

9.11 No decisions with regards to any changes of policies that affect any member, may be dealt with by this committee and this committee shall be responsible for attending to day to day matters which arise affecting the Federation. It shall report to the Executive on its decisions for ratification and meet whenever matters find it necessary.

## **10. HEADQUARTERS**

The registered office of the Association shall be located in the Gauteng Province, unless otherwise agreed by the Members.

## **11. ANNUAL GENERAL MEETING OF THE ASSOCIATION**

11.1 It shall be incumbent upon the Executive Board to ensure that an Annual General Meeting of the Membership is held every year on such date and at such venue as may be determined by the Board.

11.2 Notice of such meeting shall be posted not later than 30 (thirty) days prior to the date of such meeting, to the Honorary Life Vice-Presidents and Honorary Life Members of the Association, the members of the Executive Board, the Members, the Affiliate Members and such other persons entitled to receive notice. The notice shall be accompanied by an agenda of business to be conducted at the meeting, minutes of the previous Annual General Meeting and one copy of the annual financial statements for the year ended 31 March of that year.

11.3 The President, and in his or her absence, the Vice-President, and failing them any other member of the Executive Board, shall serve as Chairperson at Annual General Meetings.

11.4 The agenda for the Annual General Meeting shall be as follows:

11.4.1 Presentation and approval of credentials;

11.4.2 Approval of the notice of meeting;

- 11.4.3 Apologies;
  - 11.4.4 Ratification of the minutes of the previous Annual General Meeting;
  - 11.4.5 Matters arising from the minutes of the previous Annual General Meeting;
  - 11.4.6 To receive from the President the Annual Report on the activities of the Association for the period under review;
  - 11.4.7 Matters arising from the Annual Report;
  - 11.4.8 To receive, consider and approve the audited annual financial statements for the year ended 31 March of that year;
  - 11.4.9 To elect Honorary Life Vice-Presidents and Honorary Life Members;
  - 11.4.10 To elect members of the Executive Board;
  - 11.4.11 To consider any proposals from the Members and/or the Affiliate Members which have been received by the office in time for inclusion on the agenda;
  - 11.4.12 To consider any other business set down for discussion at the Annual General Meeting.
- 11.5 Attendance at the Annual General Meeting shall be restricted to the Honorary Members, the Executive Board and the delegates of the Members and Affiliate Members and such other persons as the Board may deem fit to invite. The Members and the Affiliate Members may send as many delegates at their cost as they wish, provided that:
- 11.5.1 The names and credentials of such delegates are submitted in writing to the Associations office 10 calendar days prior to the meeting; and
  - 11.5.2 The composition of each delegation of two or more persons complies substantially with the Association's equity requirements.

## **12. SPECIAL GENERAL MEETING**

- 12.1 The office, upon a written notice made by the Members and/or Affiliate Members representing a total of not less than 25% (twenty five percent) of the votes of the Members and Affiliate Members, shall convene a Special General Meeting. The agenda shall express the purpose of the meeting to be called and no business other than that which is specified shall be transacted at the Special General Meeting.
- 12.2 Notice of a Special General Meeting shall be posted not later than 30 (thirty) days prior to the date of such meeting to all persons entitled to receive notice of such meeting. The notice shall be accompanied by an agenda of business to be conducted at the Special General Meeting.
- 12.3 Attendance at Special General Meetings shall be restricted to delegates of the Members, Affiliate Members, the Executive Board and any other persons who the Board may deem fit to invite. The Members and the Affiliate Members may send as many delegates as they wish at their cost provided that:
- 12.3.1 The names and credentials of such delegates are submitted in writing to the office prior to any Special General Meeting; and
  - 12.3.2 The composition of each delegation of two or more persons complies substantially with the Association's equity requirements.
- 12.4 The President, and in his or her absence, the Vice-President, and failing them any other member of the Executive Board, shall serve as Chairperson at Special General Meetings.

## **13. NOMINATION AND ELECTION - THE EXECUTIVE BOARD**

### **13.1 Nominations**

- 13.1.1 The officers of the Executive Board shall be nominated and elected biennially, as required in terms of the provisions of this clause and succeeding sub-clauses.
- 13.1.2 Annually or as required, the Members and the Affiliate Members shall be entitled to nominate persons for election as officers as set out in clause 9.2. The nominations must be received by the office

not less than 45 (forty five) days before the Annual General Meeting and must be accompanied by the written acceptance of the nominee. All incumbent members of the Executive Board shall be deemed to be available for re-election unless they formally give notice to the contrary not less than 45 (forty five) days prior to the Annual General Meeting. The office shall circulate all nominations together with the names of those office-bearers available for re-election, to the Membership not less than 30 (thirty) days prior to the Annual General Meeting.

13.1.3 No person who is a paid official of the Association and who has a criminal record can be eligible for nomination and election as a member of the Executive Board.

13.1.4 All members of the Executive Board shall hold office in their personal capacity and not as representatives of any Member or Affiliate Member or any other organisation.

## 13.2 **Balloting**

13.2.1 The persons present or represented by proxy and entitled to vote at the Annual General Meeting shall elect the members of the Executive Board from amongst the eligible nominees and retiring office-bearers standing for re-election.

13.2.2 The elections shall be conducted by separate ballot for each of the positions of  
 President  
 Treasurer  
 Rules, Technical and Education  
 High Performance  
 Events  
 Transformation  
 and shall require absolute majorities.

13.2.3 To ensure that the Executive Board is representative or inclusive in its composition not only with respect to gender but also in respect of race, it shall be incumbent on the Members and Affiliate Members in considering candidates for nomination and election to office, to recognise the requirements for equity on the Executive Board.

- 13.2.5 On the first ballot for each vacancy, each of those present or represented and entitled to vote shall cast a vote and the candidate/s who receive an absolute majority of votes shall be elected.
- 13.2.6 If any vacancy still remains, there shall be a second and subsequent ballots until all vacancies have been filled and, in each such ballot the number of remaining candidates shall be reduced (if necessary) by removing those receiving the least number of votes so that there are no more than twice the number of candidates as there are remaining vacancies, subject to the Association's equity requirements. (in the instincence of a lack of absolute majority, the

### 13.3 Term

- 13.3.1 The President and the Treasurer shall hold office for terms of two (2) years and can serve 3 terms of 2 years.
- 13.3.2 The Additional Members shall hold office for terms of two years and there shall be no limitation on the number of terms they may serve. They shall retire by rotation at each Annual General Meeting of the Association and shall be eligible for re-election.
- 13.3.3 For the purpose of introducing a system of rotational retirement at the Annual General Meeting immediately following the Special General Meeting at which the Constitution is adopted, the following provisions shall apply:
- 13.3.3.1 Those members currently in place and having served only one year of their two year period of office, may remain in office as Additional Members and the remaining positions shall be filled by nomination and ballot.
- 13.3.3.2 In the event that any of the aforesaid members elect to stand down or to contest one of the other positions on the Executive Board, they shall give due notice of their intention in terms of clause 13.1.2.

13.3.3.3 Headquarters shall formally advise the Membership of the number of vacancies - which may number from two to five - and shall call for nominations accordingly.

13.3.3.4 In the event that the number of vacancies exceeds 2 (two), the basis for rotation shall be determined by the ballots in order to achieve the requirement that 2 (two) of the Additional Members serve for 2 (two) years and 3 (three) for a period of 1 (one) year.

#### **13.4 Vacancies**

Subject to the Association's stated equity requirements, the following procedure shall be adopted for the replacement of elected officers of the Executive Board in the event a vacancy occurs:

13.4.1 Nominations shall be called for from the Members and the Affiliate Members and the Executive Board shall arrange a replacement through the medium of a (electronic ballot.)

13.4.2 The candidate so elected shall hold office until the next Annual General Meeting and shall be eligible for re-election.

13.4.3 If no nominations are received by the date stipulated (which may not be less than seven (7) days from the date on which nominations are called), the Executive Board shall have the right to fill the vacancy. The candidate so appointed shall hold office until the next Annual General Meeting and shall be eligible for re-election.

13.4.4 In special circumstances, the Membership may exercise their right to call a Special General Meeting for the purpose of electing officers to vacant positions, subject to the provisions of clause 12.

### **14. NOMINATION AND ELECTION – HONORARY MEMBERS**

14.1 Honorary Life Presidents, Honorary Life Vice-Presidents and Honorary Life Members of the Founder Associations shall retain their status in the Association.

- 14.2 The persons present or represented and entitled to vote at the Annual General Meeting may elect Honorary Life Vice-Presidents and Honorary Life Members.
- 14.3 The criteria for such positions and the procedures for the nomination and election of candidates shall be as set out in clause 6 of the Bye Laws.

## **15. REGISTRATION**

- 15.1 The Members and the Affiliate Members shall maintain a register of their players and only players so registered shall be eligible to play Hockey under the auspices of such Member and Affiliate Member.
- 15.2 A schedule of names of the registered players shall be submitted by the Members and the Affiliate Members to the Headquarters of the Association annually at a date determined by the Executive Board and advised to the Members and the Affiliate Members.

## **16. VOTING**

### **16.1 Council, Annual & Special General Meetings**

16.1.1 The number of votes shall be allocated as follows:

- 16.1.1.1 Any Member having 150 (one hundred and fifty) or more registered field hockey teams participating in club leagues, which teams have been registered with the Association and the Member, shall be entitled to 3 (three) votes;
- 16.1.1.2 Any Member having less than 150 (one hundred and fifty) field hockey teams participating in club leagues, which teams have been registered with the Association and the Member, shall be entitled to 2 (two) votes;
- 16.1.1.3 Each Affiliate Member shall have 1 (one) vote; and
- 16.1.1.4 Each member of the Executive Board shall be entitled to 1 (one) vote.

16.1.2 The Chairperson shall direct the manner in which voting shall be conducted subject to the provisions of the Constitution and Bye Laws.

16.1.3 Alterations to the Constitution shall require a special majority at a Special General Meeting.

16.1.4 Alterations to the Bye Laws shall require a special majority of the Council.

16.1.5 The election of members of the Executive Board and of Honorary Members, shall require absolute majorities.

16.1.6 Other decisions of the Council shall require a simple majority.

16.1.7 All proposals receiving an equal number of votes shall be deemed to have failed.

16.1.8 Proxies shall not be permitted at meetings of the Council but shall be allowed at Annual and Special General Meetings in accordance with the regulations contained in clause 17 of the Bye Laws.

## **16.2 Meetings of the Executive Board**

16.2.1 Each member present shall be entitled to 1 (one) vote and the President shall have a casting vote in the event of an equality of votes.

16.2.2 The President, or in his or her absence, the Vice-President, and failing them, the Chairperson of the meeting, shall direct the manner in which any voting shall be conducted.

## **17. QUORUMS**

17.1 For meetings of the Council, a quorum shall consist of at least 50% (fifty percent) plus one of the total membership comprising the Members and Affiliate Members, provided that if such quorum is not present within one hour of the time appointed for the meeting, the meeting shall stand adjourned for 24 (twenty four) hours from the appointed hour. At such adjourned meeting, the members present shall constitute a quorum.

17.2 At Annual or Special General Meetings, a quorum shall consist of at least 50% (fifty percent) plus one of the total membership comprising the Members and the Affiliate Members present in

person or represented by proxy, provided that if such quorum is not present within one hour of the time appointed for the meeting, the meeting shall stand adjourned for 24 (twenty four) hours from the appointed hour. At such adjourned meeting, the members present or represented by proxy shall constitute a quorum.

- 17.3 For Executive Board meetings a quorum shall consist of 50% (fifty percent) of the members plus one.

## **18. FINANCE**

### **18.1 Fees**

18.1.1 Each Member and Affiliate Member shall pay an annual subscription to the Association as determined by the Council annually at its meeting closest to the end of each calendar year.

18.1.2 On the recommendation of the Executive Board, the Council shall have the power to impose an affiliation fee on each registered player, or a capitation fee for each player clubs and teams or for junior players or for new teams and clubs and it may also impose tournament entry fees and umpire levies.

### **18.2 Financial Year**

The financial year end of the Association shall be 31 March each year.

### **18.3 Accounts**

18.3.1 The Executive Board shall be accountable for the keeping of proper books of account and records of income and expenditure of the Association and shall at the close of each financial year cause to be prepared and audited Annual Financial Statements for that year which shall be received, considered and approved at the Annual General Meeting of the Association.

18.3.2 The Annual Financial Statements shall be submitted to the Association's Auditors for audit and copies of the audited statements shall be circulated to all persons entitled to receive such statements as set out in clause 11.2.

18.3.3 On approval, a signed audited copy of the

Annual Financial Statements shall be affixed in the Minute Book of the Association.

**18.4 The Bank Accounts**

The Association's financial transactions shall be conducted by means of a banking Account. Cheques shall be signed by any 2 (two) authorised signatories of the Association as determined by the Executive Board." For the purposes of Internet Banking adherence of security procedures as laid out by the banking institution and as per FICA Regulations shall be adhered to.

**18.5 Borrowing Powers**

The Association shall, in addition to all powers enjoyed by it under the common law or by statute, have the power to borrow money from time to time, subject to limitations as are agreed by the Members, such sums of money on such terms and conditions as it considers fit with the power to consent to any variation or alterations of the terms of any such borrowings."

**19. AMENDMENTS TO THE CONSTITUTION**

- 19.1 The Constitution of the Association shall not be altered except at a Special General Meeting called for the purpose, and no alteration shall be made to the Constitution unless supported by a special majority of not less than 67% (sixty seven percent) of the total votes of those present or represented and eligible to vote.
- 19.2 Notice of the intention to amend, rescind or add any article or provision of the Constitution shall be given to the office which shall within 14 (fourteen) days of receipt of such notice call the meeting by a notice posted not less than 30 (thirty) days prior to the date of the meeting to those entitled to receive such notice.
- 19.3 All amendments to the Constitution shall be submitted to the Commissioner for the South African Revenue Services and shall be subject to the approval of the Director of Non Profit Organisations and / or such other authority as may from time to time be required in law."

## **20. AMATEUR STATUS**

The amateur status or otherwise of individuals shall be governed mutatis mutandis by the provisions relating thereto contained in the Statutes of the International Hockey Federation.

## **21. COLOURS**

The official colours of the Association shall be green and gold.

## **22. MISCONDUCT AND DISCIPLINE**

22.1 The Members and Affiliate Members shall at all times:

22.1.1 Abide by the provisions of the Constitution and the Bye Laws, and the rules and regulations framed and promulgated in terms thereof;

22.1.2 Conduct their own affairs in the best interests of the Association and Hockey;

22.1.3 Insofar as is applicable, procure and ensure that their respective representatives, clubs, teams, officials and players, comply with and abide by the Constitution, Bye Laws, rules and regulations and conduct themselves appropriately with a view to maintaining the best interests of the Association and Hockey.

22.2 Without derogating from the generality of the foregoing provisions, the Association from time to time, and always consistent with the Rules of the FIH by which it is bound, may frame, adopt and promulgate its own Bye Laws for the purpose of maintaining the best interests of the Association and Hockey and for governing misconduct. Such Bye Laws shall include the appointment of a disciplinary committee and its method of constitution and powers subject to principles of common law.

22.2.1 Any Member or Affiliate Member guilty of any breach of a provision of the Constitution or the Bye Laws, or any club, team or official or player who brings Hockey into disrepute shall be liable to discipline by the Executive Board at its sole discretion.

22.2.2 Where any Member or Affiliate Member has

not disciplined any club, team, official or player, for a breach of the provisions of the Constitution, Bye Laws, rules and regulations, or in the opinion of the Executive Board does not properly discipline such person or entity for a breach as aforesaid, the Executive Board may require the club or team, duly represented, or the official or the player and the Member or Affiliate Member concerned to appear before it for the purpose of inquiring into the alleged misconduct and, if necessary, may discipline such a club, team, official or player, Member or Affiliate Member and may rule on the apportionment of the costs of holding such an inquiry as well as the imposition of sanctions including a fine or fines on the guilty party or parties (as the case may be) as provided in clause 23.3 and its succeeding sub-clauses.

22.2.3 Where any Member or Affiliate Member disciplines any club, team, official or player falling under its control and/or jurisdiction, such club, team, official or player shall, subject to prepayment of an appropriate fee laid down by the Executive Board from time to time, have the right to appeal to the Executive Board.

22.3 At any disciplinary or appeal hearing, the Executive Board shall adopt such rules of procedure as laid down in the Bye Laws or, in the absence thereof, such rules as it may deem appropriate subject to common law principles of due process and the right to fair and proper hearing. Any individual, team or club or other entity shall have the right to be heard, which right shall include the right to be acquainted with the charges and the right to appear personally or to submit a defence in writing.

22.3.1 In the event of it being found that:

22.3.11 A Member or Affiliate Member is guilty of a breach of the Constitution or Bye Laws, rules and regulations framed hereunder or of conduct which would bring Hockey into disrepute, the Executive Board may in its discretion impose a monetary fine and/or other sanctions, provided that no fine shall exceed treble the annual subscriptions payable by such Member or Affiliate Member for the year in which such Member or Affiliate Member is found guilty.

22.3.1.2 A club, team, official or player is guilty of misconduct, the Executive Board may impose a monetary fine and/or other sanctions on such club, team, official or player, which may include suspension from participation in the playing or administration of Hockey for such period as the Board, in its sole discretion, shall determine.

22.3.2 Every Member or Affiliate Member shall ensure the effectiveness of any disciplinary action imposed in terms of this clause and shall preclude any such disciplined club, team, official or player from participation in Hockey during the period of suspension.

22.3.3 Every disciplinary meeting or appeal hearing held by the Executive Board shall be reported to the next Council Meeting.

22.4 The first obligation of the Membership shall be to seek and exhaust internal remedies in matters of misconduct and discipline.

## **23. DISPUTE RESOLUTION**

Subject to the regulations set out in clause 23 of the Constitution, any dispute arising out of or in connection with the enforceability of the Constitution, or the application and interpretation of the provisions thereof, or any dispute between any Members and/or Affiliate Members of the Association or between a Member or Affiliate Member and the Executive Board of the Association, shall be referred to the Arbitration Foundation of South Africa (AFSA) for resolution through mediation or expedited arbitration in terms of the Rules and Procedures 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 or finding shall be final and binding on the parties to the dispute.

## **24. INDEMNITY**

24.1 Any action instituted by or against the Association shall be taken or defended in the name of the Association and no member of the Association shall be personally liable for any debts or obligations, irrespective of the manner incurred.

24.2 Any Member or Affiliate Member of the Association shall be indemnified by the Association, and it shall be the duty of the Association, out of its funds to pay all costs, losses and expenses which any Member or Affiliate Member or other officer may incur or

may become liable for by reason of any contract entered into or any act or deed done in any way in the discharge of his or her duty.

No Member or Affiliate Member or other officer or employee of the Association through the insufficiency or deficiency of any security in or upon which any of the monies of the Association shall be deposited shall be liable for any loss, damage or misfortune whichever shall happen in the execution of the duty of the person concerned unless the same happens through his own wilful act or default.

- 24.3 The Association shall under no circumstances whatsoever be liable for injury or losses sustained by any player, official, club or team affiliated to the Association.

## **25. PUBLIC STATEMENTS**

- 25.1 The official mouthpiece of the Association shall be the President and CEO. All releases to the media (in its electronic and print forms) shall be authorised by the President in consultation with the Executive Board, before any such release is made.
- 25.2 No registered player or other official whosoever shall make any public statement on behalf of the Association without the prior approval of the President.
- 25.3 Members of and other sub-committees of the Executive Board shall not divulge any matters of a confidential nature to the media.

## **26. MINUTES OF MEETINGS**

The office shall keep minutes in books provided for the purpose of all resolutions and proceedings of all meetings and such minutes shall, when signed by the President of the Association, be conclusive evidence of the correctness of the entries therein. Included in this record of minutes shall be copies of all minutes of any sub-committee of the Executive Board and any reports prepared by the Executive Board or other bodies or persons holding office in the Association.

## **27. AUDITORS**

The books and records of the Association shall be subjected to an annual audit by a firm of public accountants registered under the Public Accountants and Auditors Act, 1951 (as amended).

## **28. DISSOLUTION OF THE ASSOCIATION**

- 28.1 The Association shall endure indefinitely notwithstanding any changes in the composition of its Membership, Council, Executive Board or Management Committee, until such time as the Members resolve, or are obliged by any duly authorised body, to dissolve the Association.
- 28.2 The Association may be dissolved if at least two-thirds of the Members present and voting at a general meeting of Members convened for the purpose of considering such matter are in favour of dissolution. Not less than 21 (twenty one) days notice shall be given of such meeting and the notice convening the meeting shall clearly state that the question of dissolution of the Association and the disposal of its assets will be considered. If there is no quorum at such general meeting, the meeting shall stand adjourned for not less than one week and the Members attending such adjourned meeting shall constitute a quorum.
- 28.3 Upon its dissolution the assets of the Association remaining after the satisfaction of all its liabilities shall be given or transferred to such similar public benefit organisation having objects similar to its main object which has been approved in terms of Section 30 of the Income Tax Act, 1962 as amended and is registered as a non-profit organisation as may be determined by the members of the Association at or before the time of its dissolution.”

## **29 SEPARATE IDENTITY OF THE ASSOCIATION**

- 29.1 The Association shall be deemed to be a body corporate and shall have an identity and existence distinct from that of the Executive Board or Members.
- 29.2 Legal proceedings instituted by or against the Association may be instituted in the name of the Association.

29.3 Howsoever or wherever the Association's assets may be held or registered they shall be held on and for the account of the Association and at no time shall the Members be deemed to acquire for themselves or their personal account any vested right or interest in the funds or assets of the Association.

### **30 APPLICATION OF THE ASSOCIATION'S FUNDS**

The income and property of the Association whencesoever derived shall be applied solely towards the promotion of its main object, and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus, or otherwise howsoever, to the Members of the Association: Provided that nothing herein contained shall prevent the payment in good faith of reasonable remuneration to any officer or servant of the Association or to any Member thereof in return for any services actually rendered to the Association.

### **31 RESTRICTIONS ON POWERS OF MEMBERS**

31.1 The Association is prohibited from distributing any of its funds to any person (otherwise than in the course of undertaking any public benefit activity) and is required to utilise its funds solely for the object for which it has been established, or to invest such funds –

31.1.1 with a financial institution as defined in Section 1 of the Financial Services Board Act, 1990 (Act No. 97 of 1990);

31.1.2 in securities listed on the stock exchange as defined in Section 1 of the Stock Exchanges Control Act, 1985 (Act No. 1 of 1985);

31.1.3 in such other prudent investments in financial instruments and assets as the Commissioner

of the South African Revenue Services may determine after consultation with the Executive Officer of the Financial Services Board and the Director of Non-Profit Organisations:

Provided that the provisions of this sub-clause 31.1 shall not prohibit the Association from retaining any investment (otherwise than any investment in the form of a business undertaking or trading activity or asset which is used in such business undertaking or trading activity) in the form that it was acquired by way of donation, bequest or inheritance.

- 31.2 The Association shall not carry on any business undertaking or trading activity, unless specifically permitted in terms of section 30(3)(b)(iv) of the Income Tax Act.
- 31.3 The Association is prohibited from accepting any donation 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.”