



# CONSTITUTION

## 1. NAME OF THE CLUB

The club shall be known as the "Beauchamp-Proctor Flying Club", hereafter referred to as the "Club".

## 2. LEGAL STATUS OF THE CLUB:

2.1 The Club shall have the right to acquire and own property apart from its members.

2.2 The Club shall have the right to institute and/or defend legal actions whenever it is in the interests of the Club to do so.

## 3. AIMS OF THE CLUB:

3.1 Having noted the important role that civil aviation plays in any developing country, it shall be one of the aims of the Club to promote and develop civil aviation in all its aspects.

3.2 The Club shall provide flying training and ancillary facilities for its members.

3.3 The Club shall seek to promote and develop its training facilities in order to provide an alternative source of skilled personnel for the Nation's civil aviation industry.

3.4 The Club shall seek to promote and maintain the highest standards of safety in civil aviation.

## 4. MEMBERSHIP:

4.1 Membership of the Club shall be open to any person, subject to the approval of the Club committee, who shall not discriminate against any such applicant on the basis of race, sex, creed or religion.

4.2 Membership of the Club shall also be open to non-aviators, who shall be known as "social members". The membership fees payable by such social members shall be half that paid by flying members, as determined by the Club committee from time to time.

4.3 The Club's Secretary shall keep a list of all members and it is the responsibility of the members to notify the Secretary of any changes of address or other relevant information regarding their membership of the Club.

4.4 If any member misbehaves, or through conduct is an embarrassment to the Club, or whose conduct is calculated to lead the Club into disrepute or whose conduct, in the opinion of the committee, constitutes a safety hazard, the committee shall have the right to expel or suspend such member after due process has been followed.

4.5 All members are entitled to all the privileges accruing to membership, including the use of the Club's facilities, provided in the case of aircraft and radio equipment such member holds the relevant licence and clearance to operate such aircraft or radio equipment.

4.6 If any member fails to remit their Club membership, within one month of it falling due, then their membership shall lapse.

## 5. HONORARY MEMBERSHIP:

5.1 The Club committee may, in its sole discretion, grant Honorary Membership to any member who has been nominated for the award of such membership.

5.2 Honorary membership shall continue for the natural life of such Honorary Member.

5.3 Honorary members shall have the same rights, duties and privileges referred to and implied in 4.3, 4.4, 4.5, 9, 10 and 11 herein.

5.4 Honorary members shall not be liable for any membership fees.

5.5 Honorary membership shall be awarded for outstanding service rendered to the Club, or aviation in general.

5.6 The committee shall, upon proof to its satisfaction of such an award, recognise and insofar as is necessary ratify any such award made by any previous committee of the Club in terms of the old constitution of the Club.

## 6. STRUCTURE OF THE CLUB:

The day to day running of the Club will be administered by the Club committee. Generally the Club committee will be responsible for the administration, management and operation of the Club and its facilities for the benefit of its members.

## 7. STRUCTURE OF THE COMMITTEE:

7.1 The committee shall consist of the following members:-

- (i) The Chairman;
- (ii) The Vice-Chairman;
- (iii) The Secretary;
- (iv) The Treasurer;
- (v) The Power Flying Representative;
- (vi) The Flight Safety Officer;
- (vii) The Chief Flying Instructor;
- (viii) The Liason Officer;
- (ix) The Public Relations Officer.

7.2 All of the above-mentioned members shall be elected at the annual general meeting and shall continue in office until the following annual general meeting.

7.3 The committee shall have the power to co-opt any member onto the committee to fill any vacancy that may arise in its ranks. Any member so co-opted shall remain a member of the committee until the next annual general meeting.

7.4 In the event of the chair becoming vacant during the term of any committee, the Vice-Chairman shall take over the duties of the Chairman and the committee shall have the right to appoint another Vice-Chairman from its ranks.

7.5 Should a committee member not attend three successive meetings without just cause and without tendering his/her apologies, the remaining committee members shall have the right to elect another member of the Club to replace him/her.

## 8. COMMITTEE MEETINGS AND VOTING RIGHTS:

8.1 The committee should meet on a monthly basis.

8.2 All committee members shall have the right to vote at any meeting whenever a point of issue arises.

8.3 The Chairman shall have a deliberative vote and in the event of a deadlock arising on any point at issue shall also have a casting vote.

8.4 At all meetings voting shall take place by show of hands, unless a secret ballot is requested.

8.5 A committee member who is unable to attend any committee meeting may appoint a proxy to vote on his behalf.

8.5.1 Such proxy will only be valid if in writing and if it is lodged with the Secretary by not later than the day prior to the day on which the meeting is to be held.

8.5.2 Such proxy shall not be valid for more than one committee meeting and shall only be valid if the date of such meeting is clearly reflected thereon.

8.5.3 Such proxy shall also include the name of the proxy as well as the name of the committee member granting him/her the power to vote on his/her behalf.

8.5.4 A proxy may only be appointed from within the ranks of the committee.

8.5.5 A proxy may be given a wide general authority to vote on any point of issue that may arise, in the manner in which he (the Proxy) sees fit, or such written instrument of proxy may define the issues as well as the manner in which the representative is to vote. However, the written instrument appointing such proxy must clearly define the extent of the proxy's powers.

8.6 A quorum shall consist of more than half of the committee members holding office.

8.7 The Secretary must give committee members reasonable notice as to both the time of and the place in which any committee meeting is to be held.

## 9. ANNUAL GENERAL MEETING:

9.1 The annual general meeting of the Club shall be held during the month of February.

9.2 The audited financial statements of the Club for the previous year must be submitted to this meeting.

9.3 An agenda must be made available 14 days prior to such meeting.

9.4 Members of the Club shall be given reasonable notice of such annual general meeting. A member shall be deemed to have been given reasonable notice of such meeting if a letter setting out the time and the venue of such meeting is posted to the address of such member as reflected in the list held in the custody of the Secretary at least 14 days prior to such meeting.

9.5 The voting rights of members and the requirements as to a quorum are as set out in 11 below.

#### 10. SPECIAL GENERAL MEETING:

- 10.1 A special general meeting may be held upon receiving a written request signed by at least five members of the Club.
- 10.2 Upon receiving such request the executive members, being the Chairman, Vice-Chairman, secretary and Treasurer, of the Committee shall decide on a suitable date, time and venue for such meeting.
- 10.3 Such meeting shall be held by not later than five weeks after receiving the original request.
- 10.4 The Secretary shall give the members of the Club at least 14 days notice of such meeting.
- 10.5 Such notice shall be given in the manner that the executive members of the committee deem appropriate in the circumstances.
- 10.6 The voting rights of members and the requirements as to a quorum are as set out in 11 below.

#### 11. GENERAL MEETINGS AND VOTING RIGHTS:

- 11.1 The Club should meet on a quarterly basis.
- 11.2 Any member shall have the right to vote at such meetings whenever a point of issue arises.
- 11.3 The Chairman shall have a deliberative vote and in the event of a dead-lock arising on any point at issue, shall also have a casting vote.
- 11.4 At all meetings voting shall take place by show of hands unless a secret ballot is requested.
- 11.5 A proxy may be used by Club members at annual general meetings, special general meetings and general meetings. The requirements as set out in paragraph 8.5 and the sub-paragraphs thereunder, shall apply mutates mutandis to the aforementioned meetings.
- 11.6 A quorum shall be more than 50% of the paid up members of the Club.

#### 12. POWER AND DUTIES OF THE COMMITTEE:

- 12.1 The committee shall have the power to do anything deemed necessary in order to implement the aims of the Club.
- 12.2 The committee shall have the power to formulate rules and regulations for matters concerning the Club and its members.
- 12.3 The committee shall have the power to determine and fix the Club membership fees.
- 12.4 The committee shall have the power to appoint sub-committees to carry out special instructions where necessary.
- 12.5 The committee shall be obliged to deposit all funds received on the Clubs behalf in a registered commercial bank in the name of the Club. Further the committee shall ensure that books of account are kept up to date and that financial statements are audited annually.
- 12.6 The committee shall ensure that all of the assets of the Club are suitably insured.

#### 13. DUTIES AND FUNCTIONS OF THE COMMITTEE MEMBERS:

- 13.1 The Chairman:  
The Chairman should attend all meetings and shall have full powers regarding the smooth running of such meeting's. The Chairman is to be a signatory on the Club's banking accounts.
- 13.2 The Vice - Chairman:  
The Vice - Chairman should attend all meetings and must take over the duties of the Chairman in his absence.
- 13.3 The Secretary:  
The Secretary should attend all meetings, and shall deal with all correspondence. The Secretary is responsible for keeping a true record of all the minutes of meetings. The Secretary is to be a signatory on the Club's bank accounts.
- 13.4 The Treasurer:  
The Treasurer shall be responsible for maintaining the Club's financial records and for seeing that these are kept up to date at all times. The Treasurer is responsible for seeing that all the financial statements of the Club are audited annually. The Treasurer is to be a signatory on all the Club's Banking accounts. The Treasurer shall prepare monthly financial statements. The Treasurer is responsible for sending out monthly accounts.
- 13.5 The Power Flying Representative:  
The Power Flying Representative shall be responsible for ensuring that the Club's aircraft are kept in an airworthy condition and that the prescribed maintenance is carried out timeously. The Power Flying Representative is responsible for keeping the Club's aircraft airframe and engine log books up to date.

#### 13.6 The Flight Safety Officer:

The Safety Officer is responsible for ensuring that all safety regulations concerning the Club, its facilities and aircraft are adhered to. The Safety Officer is also responsible for liaison with other bodies and authorities regarding safety aspects related to the Club and its activities.

#### 13.7 The Chief Flying Instructor:

The Chief Flying Instructor is responsible for authorising all training. He/She may delegate this power to a suitably qualified person should circumstances require it. The Chief Flying Instructor has the right to check any pilot's flying ability at his/her discretion, and can prevent any pilot from flying the aircraft belonging to the Club, if it is found that such pilot has broken any Club rule or Air Navigation Regulation. The Chief Flying Instructor is responsible for keeping the notams, A.I.P's and Air Regulations up to date. The Chief Flying Instructor shall also be responsible for appointing a responsible, suitably qualified instructor to assume the duties of the Chief Flying Instructor in his/her absence.

#### 13.8 The Liaison Officer:

The Liaison Officer shall be responsible for liaising between the Airport Authorities, the Department of Civil Aviation and the Club on any matters of mutual interest. Further, he/she shall also keep the aforementioned bodies informed of the activities that the Club undertakes from time to time.

#### 13.9 The Public Relations Officer:

The Public Relations Officer is responsible for compiling a quarterly newsletter for the Club's members. The Public Relations Officer is responsible for promoting the Club and its activities whenever possible, and is also responsible for the co-ordination of the Club functions and social activities.

### 14. FINANCIAL YEAR:

The financial year shall end on the 31st of December of each year.

### 15. AMENDMENTS TO THE CONSTITUTION:

15.1 Amendments to this constitution may only be made at the annual general meeting or at a special general meeting.

15.2 Amendments may only be proposed and voted on at any such meeting if notice of such proposed amendment was given to members simultaneously with the notice of the aforementioned meeting.

15.3 The proposed amendment will be effected if it is supported by a simple majority of the members present at any such meeting.

### 16. AFFILIATION WITH OTHER CLUBS OR BODIES:

The committee may affiliate the Club to any national or international body or club, with aims and objectives similar to those of the Club, if in the opinion of the committee such affiliation will serve to further the aims of the Club.

### 17. DISSOLUTION OF THE CLUB:

17.1 If it appears to any member that circumstances require the dissolution of the Club, he/she shall call a special general meeting, and shall give notice of such special general meeting in the manner set out hereunder.

17.1.1 Publication in a newspaper circulating within the area in which the Club operates of a notice setting out the reason that such member believes that the dissolution of the Club is desirable, as well as the time, date and venue of the proposed special general meeting. Further, such member shall send by way of registered post, a letter containing the same information as the aforementioned advert, to each member at his/her last known address as reflected in the list held in the custody of the secretary. The publication and posting referred to herein shall take place at least thirty days prior to the proposed meeting.

17.1.2 If for any reason the list of members is not available, the member calling such special general meeting shall publish three notices in a local newspaper calling upon members to attend such meeting, and further containing the same information referred to in 17.1.1 above. The first notice shall be published at least thirty days prior to the proposed meeting and the remaining two publications shall be at weekly intervals.

17.1.3 The venue for any such special general meeting shall be within the area in which the Club operates.

17.2 No proxies shall be allowed at any special general meeting where, the dissolution of the Club is in issue.

17.3 The Club shall only be dissolved if the motion for its dissolution is approved by two thirds of the members present.

17.4 The person calling such special general meeting shall be responsible for keeping a proper record of both the publication and posting of notices as well as the proceedings of the special general meeting. Such person shall also forward copies of such documents to both the Directorate of Civil Aviation and the National Sports Council.

17.5 Upon the dissolution of the Club its assets shall be sold at the best possible price. The special general meeting, once it has resolved to dissolve the Club, shall decide the manner in which the Club's assets are to be sold. The committee, failing which a special general meeting of members, shall then distribute the proceeds of the sale of the Club's assets to local charitable organisations.

18. Upon becoming a member of the Club, such person shall be provided with a copy of this constitution as well as a copy of the rules and regulations pertaining to membership and use of the Club's facilities.

APPROVED BY:

1. Buminy Chairman 1991/02/23 (Date).
2. h. fth Secretary 1991/02/23 (Date).
3. [Signature] Treasurer 1991/02/23 (Date).

as agreed at the Annual General Meeting held at MMABATHO  
on the 23 day of FEBRUARY, 1991.