

**WOMENS GOLF SOUTH AFRICA**1. **NAME**

The name of the Union shall be WOMENS GOLF SOUTH AFRICA.

2. **HEADQUARTERS**

The headquarters of the Union shall be at such place as the Union may from time to time decide.

3. **DEFINITIONS AND INTERPRETATION**

3.1 In this Constitution, unless the context shall otherwise require,

**UNION**

shall mean Womens Golf South Africa.

**REPUBLIC**

shall mean the Republic of South Africa.

**EXECUTIVE**

shall mean the Executive Committee of the Union as constituted in terms of paragraph 19.

**SECRETARY**

shall mean the Secretary of the Union.

**MEMBER**

shall mean and include an Affiliated Golf Union; Golf Union situated outside the Republic and an Individual Golf Club situated outside the Republic, all of whom have been admitted to membership of the Union as hereinafter provided.

**GOLFING MEMBER**

shall mean an ordinary lady golf member of a Club affiliated to an Affiliated Golf Union in the Republic, or an Affiliated Golf Union situated outside the Republic, or of an Individual Golf Club situated outside the Republic, excluding non-playing Life, non-playing Honorary, non-playing Absentee and Country members, other than a Country member of a Club who makes the Club concerned her Home Club.

**AFFILIATION FEE**

An amount paid annually to the Union by a Member, this amount being based on the number of golf clubs falling under the Member's jurisdiction.

**LEVY**

A per capita amount paid annually by each Golfing Member. This levy is collected on behalf of the Union by its Affiliated Members.

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

4. **STATUS OF THE UNION**

The Union, within the area of its jurisdiction, is the controlling body of Amateur Womens' Golf. Its purpose is to co-ordinate the activities of its Members and to ensure the maintenance of the traditions of amateur golf as defined in the Rules of Golf .

5. **OBJECTS**

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The objects of the Union are:

- 5.1 to promote, advance, encourage and foster the game of golf in the interests of its Members and their players.
- 5.2 to bring about and maintain close co-operation between its Members.
- 5.3 to formulate, control and regulate the conditions governing the South African Women's Golf Championships (Match Play and Stroke Play), the South African Women's Team Matches, the South African Women's Inter-Provincial Championships, the South African Women's 72 Hole Team Championship, the South African Women's Mid-Amateur Championship, the South African Girls Championship, the Rose Bowl Junior Girls Championship and such other championships or golfing competitions and events as it may, from time to time, determine.
- 5.4 to organise and arrange for participation by women golfers, either as individuals or as members of teams, in international tournaments, matches and events.
- 5.5 Together with the South African Golf Association (SAGA) to formulate, control, regulate and amend the system of handicapping and course rating, which shall be applicable to golfers playing under the aegis of the Union.
- 5.6 to afford means whereby disputes and differences concerning women's golf in the Republic may be resolved.
- 5.7 to institute, conduct and defend any legal proceedings by or against the Union or its officers.
- 5.8 to raise funds as it may deem fit, to administer such funds as herein provided, to make payments from such funds as may be necessary to carry out the objects of the Union, including grants and loans to its Members and payments to players, either as individuals or as members of teams, and officials representing the Union at authorised championships, events and functions. It may also make donations to approved causes or persons.
- 5.9 to publish brochures, journals or publications and to conclude arrangements with other persons in order to publicise the activities of the Union and its Members and to disseminate matters of interest to Members and to lady golfers in the Republic.
- 5.10 to further and safeguard the interests of the Union.

## 6. **RULES OF GOLF**

The Union accepts and is bound by the Rules of Golf and such amendments thereto as may from time to time be adopted by the R & A Rules Limited and the United States Golf Association.

## 7. **ASSETS, FUNDS, PROFITS AND GAINS**

The assets, funds, profits and gains of the Union shall be utilised solely for investment or for the objects of the Union as set out in this Constitution. They shall, in no circumstances, be distributed to any person, except under the provisions of 5.8.

## 8. **LIABILITY OF MEMBERS**

The Union shall be a Body Corporate, having an existence independent of its Members with perpetual succession, all its assets shall be registered or held in the name of the Union. Members

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shall not be liable to meet the debts, engagements and liabilities of the Union and the liability of Members shall be limited solely to the amounts due by them in respect of subscriptions and levies or other monies payable in terms of this Constitution.

9. **MEMBERSHIP**

The membership of the Union shall consist of:

9.1 Affiliated Golf Unions in the Republic.

9.2 Golf Unions or Individual Golf Clubs situated outside the Republic that have been, or are hereinafter, admitted to membership of the Union.

10. **MEMBERS**

10.1 **Affiliated Golf Unions in the Republic**

Boland Ladies' Golf  
Border Ladies' Golf Union  
Eastern Province Women's Golf  
Ekurhuleni Women's Golf  
Free State Ladies' Golf Union  
Gauteng North Golf Union  
Kwazulu-Natal Ladies' Golf Association  
Ladies Golf Gauteng  
Limpopo Ladies Golf Union  
Northern Cape Ladies' Golf Union  
North West Women's Golf  
Southern Cape Women's Golf  
Womens Golf Western Province  
Women's Golf Mpumalanga

The composition of the above shall appear in the Bye-laws.

10.2 Individual Golf Clubs or Unions situated outside the Republic shall be listed in the Bye-laws.

11. **APPLICATION FOR MEMBERSHIP BY GOLF UNIONS OR GOLF CLUBS SITUATED OUTSIDE THE REPUBLIC OF SOUTH AFRICA:**

11.1 Applications for membership of Womens Golf South Africa shall be made to the Secretary of the Union by a Golf Union or an Individual Golf Club situated outside the Republic. Such an application shall be made in writing, and shall state the name and address of the said applicant, and the number of its Golfing Members. The application shall also be accompanied by a copy of the Golf Union's or Individual Golf Club's constitution or rules and regulations.

11.2 The Executive shall consider all applications for membership received by it as aforesaid and shall be entitled, in its discretion, to accept or reject these or suggest application for membership to an Affiliated Union.

12. **COMPOSITION AND BOUNDARIES OF MEMBERS AND ESTABLISHMENT AND ADMISSION OF NEW MEMBERS**

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- 12.1 At an Annual General Meeting or a Special General Meeting, upon the recommendation of the Executive or upon a request from one or more Members or a request from a group or association of Golf Clubs, the Union may:
- 12.1.1 admit further Members upon such terms and conditions as it may deem fit
  - 12.1.2 alter or amend the composition of the boundaries of Members by adding thereto or withdrawing therefrom one or more Golf Clubs
  - 12.1.3 alter the voting power of Members at General or Special General Meetings, where applicable
- 12.2 Before making a recommendation as envisaged in paragraph 12.1 the Executive shall consult with the Member/s or group or association of Golf Clubs affected thereby.
- 12.3 Any new golf club applying to a Member (an Affiliated Golf Union in the Republic) for membership of and affiliation to that Union, requires the authorisation of the Union (WGSA) to ensure the correct composition of the boundaries.

13. **RETURNS BY MEMBERS**

Each Member shall send to the Secretary, by not later than the last day of February in each year, a list giving the following particulars as at the 1st day of January in that year:

13.1 In the case of Affiliated Golf Unions in the Republic, the number and names of Golf Clubs affiliated to the Union, together with the number of Golfing Members in each Golf Club.

13.2 In the case of Individual Golf Clubs situated outside the Republic, the number of its Golfing Members.

14. **RIGHTS AND PRIVILEGES OF MEMBERS**

Membership of the Union shall entitle Members to all the privileges and advantages of the Union with the exception that Individual Golf Clubs or Affiliated Unions situated outside the Republic shall be entitled to appoint a representative to attend Annual General Meetings of the Union, to take part in the proceedings thereof but not to vote thereat.

15. **AFFILIATION FEES AND LEVIES PAYABLE BY MEMBERS**

15.1 Each member shall pay to the Union an annual Affiliation Fee and such levies or further amounts as may be prescribed from time to time. The Executive shall be empowered to increase the levies by a maximum of twenty percent per annum. An increase larger than the prescribed twenty percent must be approved at an Annual General Meeting or at a Special General Meeting called for this purpose. The levy for the ensuing year will be tabled at the Annual General Meeting.

15.2 Liability for payment of Affiliation Fees, levies or further amounts as may be prescribed by the Union in terms of Clause 15.1 shall accrue as from the 1st day of January in each year. Affiliation Fees are payable to the Union not later than the 31st day of March in each year. Levies are payable by Affiliated Golf Unions immediately upon receipt of these amounts from Affiliated Clubs. All levies must be paid to the Union, in full, not later than the 31st day of December in each year.

15.3 No Member ceasing its membership of the Union, for whatever cause, shall be entitled to a refund of any amount, or portion thereof, paid by it to the Union in terms of the foregoing.

16. **TERMINATION AND SUSPENSION OF MEMBERSHIP**

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- 16.1 A Member shall cease to be a Member of the Union and to enjoy the privileges thereof if:
- 16.1.1 it resigns, in writing, from the Union by the 31st day of December in any year.
  - 16.1.2 it has not by the 31st day of March, in any year, paid to the Union all or any amounts due by it in terms of paragraph 15 and fails to pay the same within one month after having been called upon to do so, in writing, by the Secretary.
  - 16.1.3 in the opinion of the Executive the Affiliation Fees and levies received by the Union from such Member do not reasonably meet the costs of its membership to the Union.
- 16.2 Having been given a hearing a Member may be suspended for such period as the Executive may deem fit, or may have its membership of the Union terminated if, in the opinion of the Executive it has:
- 16.2.1 conducted its affairs in an irregular or improper manner.
  - 16.2.2 wilfully committed a breach of the provisions of this Constitution.
  - 16.2.3 contravened any of the basic Rules of Golf in the conduct of its affairs.
  - 16.2.4 disregarded or contravened any ruling issued by the Union in Annual General or Special General Meeting.
- 16.3 A Member that the Executive has decided to suspend or terminate its membership shall have the right, within seven days after the receipt of written notification of such decision, to require the Executive to call a Special General Meeting of the Union to confirm or reverse such decision of the Executive.
- 16.3.1 Such Member shall not be entitled to enjoy the privileges of the Union until the decision of the Executive shall have been reversed in terms of paragraph 16.3.

17. **REINSTATEMENT OF MEMBERSHIP**

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

18. **MANAGEMENT**

The Union shall be governed and its affairs and activities administered by an Executive Committee acting under the authority conveyed to it by this Constitution or by any mandate given to it by the Union in Annual General Meeting or Special General Meeting.

- 18. 1. The Executive Committee of Womens Golf South Africa (WGSA) and the South African Golf Association (SAGA) are empowered to take forthwith all steps as are necessary to form and have incorporated, a Non-Profit Company (NPC) in terms of Section 8, read with the Schedule 1 of the Companies Act No 71 of 2008.
  - 18.2. The members of the said NPC shall be WGSA and SAGA
  - 18.3. The initial directors of the said NPC shall be the President, Vice-President and one other nominee of the SAGA, the President and one other nominee of WGSA, together with an independent non-executive chairperson, nominated by the aforementioned directors.
  - 18.4. The South African Disabled Golf Association (SADGA) will be incorporated into the said NPC when pertinent and practical, and at the level to be agreed at that time
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- 18.5 Pursuant to the incorporation of the Memorandum of Incorporation of the aforesaid NPC, the constitutions of the WGSA and SAGA will be amended so as to conform to terms of the Memorandum of Incorporation.

19. **EXECUTIVE COMMITTEE: COMPOSITION**

- 19.1 The Executive Committee shall consist of:  
The President and the Vice-President of the Union.  
One person nominated each year by each Affiliated Golf Union in the Republic.
- 19.2 Each Affiliated Golf Union shall prior to the Annual General Meeting in each year notify the Secretary, in writing, of the name and address of the person nominated by it to serve on the Executive for the same period of time as the President and the Vice-President, with the proviso that any Affiliated Golf Union may, during the course of the year, apply to the Executive Committee to change its representative if this should become necessary or in the best interests of that Affiliated Golf Union.
- 19.3 A person nominated by an Affiliated Golf Union to serve on the Executive shall be a golfing member of an affiliated club which is her home club within the union. If she is unable to attend an Annual General or Special General Meeting, her Union shall be entitled to appoint a representative, with full voting rights, to represent her thereat.
- 19.4 A member of the Executive may participate in any golfing event run by Womens Golf South Africa at the discretion of the Executive Committee.
- 19.5 The Executive may co-opt a person it deems necessary for the advancement of women's golf to the Executive Committee.

20. **PRESIDENT AND VICE-PRESIDENT OF THE UNION**

- 20.1 At the Annual General Meeting of the Union, a President and a Vice-President of the Union shall be elected and shall hold office until the conclusion of the South African Women's Stroke Play Golf Championships in the ensuing year or, in the event of such Championships not being held, until the next Annual General Meeting of the Union.
- 20.2 To be eligible as President or Vice-President a candidate shall be a past or present member of the Executive. Nomination for these offices shall be made, in writing, by any Affiliated Golf Union in the Republic. Candidates receiving such nomination shall signify their acceptance, in writing, to the Secretary of the Union.
- 20.3 The aforesaid nominations shall be in the hands of the Secretary at least six weeks prior to the date of the Annual General Meeting of the Union and the Secretary shall notify Members of the nominations received as hereinafter provided.
- 20.4 In the event of there being more than one nomination for any of these offices an election, by ballot, shall be held at the Annual General Meeting of the Union. An unsuccessful candidate for any of these offices shall be eligible for election to the next successive office without further nomination.
- 20.5 Subject to the provisions of paragraph 20.6 no person shall hold office as President and Vice- President for more than three consecutive years respectively and shall not be eligible for re-election for a period of one year after such retirement. Nothing contained herein shall prevent any one person from serving as Vice President for the said three (3) year period and immediately thereafter as President for a further three (3) year period.
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- 20.6 If for any cause whatever there is at the time of the Annual General Meeting no valid or effective nomination for any one of the office bearer appointments, or if a vacancy among the office bearers shall occur at any time after their election, the Executive shall be empowered to appoint one of its number to fill the vacancy until the next Annual General Meeting of the Union. The limiting conditions of paragraph 19.1, 20.5 and 20.7 shall not apply.
- 20.7 Neither the President, nor the Vice-President, shall be a member of the Executive of an Affiliated Golf Union for a period exceeding three months after taking office.

21. **EXECUTIVE COMMITTEE: MEETINGS**

- 21.1 The Executive shall meet within seven days prior to the date of the Annual General Meeting of the Union.
- 21.2 Further meetings of the Executive shall be held at the direction of the President or on a requisition in writing to the Secretary by not less than two members of the Executive.
- 21.3 Meetings of the Executive shall be held at such time and such place as the President may decide provided the meeting prior to the Annual General Meeting is held in the same centre as the Annual General Meeting.
- 21.4 At least fourteen days written notice of meetings shall be given to members of the Executive by the Secretary, save that if the President deems that further meetings of the Executive should be held before, during and after any Championship, such notice shall be given informally.
- 21.5 Proper minutes shall be kept by the Secretary of all Executive Meetings. Minutes of meetings of sub-committees shall also be kept. All minutes shall be circulated to Members and to Executive members.
- 21.6 Five Executive members shall constitute a quorum for meetings.
- 21.7 The President or in her absence the Vice-President or in the absence of the foregoing a member appointed by the members present at the meeting shall preside as Chairman at the meetings of the Executive. Executive members shall each have one vote and the Chairman shall have a deliberative as well as a casting vote.
- 21.8 The expenses of Executive members attending meetings shall be paid by the Union in accordance with a decision made by the Executive from time to time.

22. **EXECUTIVE COMMITTEE: POWERS**

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

- 22.1 To adopt, amend or rescind By-laws for the regulation and administration of the affairs of the Union and its Members.
- 22.2 To appoint, remove or suspend the Secretary, persons co-opted in terms of paragraph 19.5, honorary appointees, and employees of the Union upon such terms and conditions as may be considered desirable.
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- 22.3 To appoint sub-committees from among its number or otherwise for such purposes and upon such terms as may be considered desirable and to delegate such powers thereto as may be necessary. The President shall, ex officio, be a member of each sub-committee.
- 22.4 To summon, at any time, a Special General Meeting of the Union.
- 22.5 To receive and authorise the investment and expenditure of monies in accordance with this Constitution.
- 22.6 To open banking accounts in the name of the Union and to resolve the manner of operation of such accounts.
- 22.7 To appoint and authorise officers of the Union to act on its behalf in the acquisition and alienation of property or the investment of its funds and in the conduct of any legal or other proceedings brought by or against the Union. Such officers shall have the right to appoint attorneys to act on behalf of the Union.
- 22.8 To select teams to represent the Union in golf matches or competitions and to determine the manner in which National and Federation Colours shall be awarded.
- 22.9 To organise, promote and stage championships and competitions and to prescribe rules for the right of entry therein and the conduct thereof.
- 22.10 To issue rulings and interpretations on any matter submitted to it or falling within the jurisdiction of the Union.
- 22.11 To take disciplinary action against a Golfing Member who, in the opinion of the Executive, has committed a breach of the Rules of Golf in any competition, whether national or otherwise, or whose conduct in the opinion of the Executive is unbecoming. Before taking action the Golfing Member concerned shall be given the opportunity to be heard by the Executive or a sub-committee appointed by them.
- 22.12 To appoint any person to represent the Union on any golf or other sporting body which the Executive considers necessary or advantageous.
- 22.13 To invest and deal with monies of the Union not immediately required by the Union in such manner as may from time to time be determined.
- 22.14 Subject to a resolution passed at an Annual General Meeting of the Union or at a Special General Meeting of the Union by a two-thirds affirmative vote of the delegates present in person and entitled to vote (of which due notice has been given in accordance with paragraph 29.3):
- 22.14.1 To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property, and any rights or privileges which the Union may think necessary or convenient with regard to any of its objects or acquisitions of which may seem calculated to facilitate realisation of any securities held by the Union or to prevent or diminish any apprehended loss, or liability, or which may seem capable of being profitably dealt with by way of resale or otherwise, and in particular, any land, buildings, ground loans, reversions, policies of assurance, life interest, rights of action, book debts or any other assets.
- 22.14.2 To sell, let, lease, exchange, part with, transfer, deliver, charge, mortgage or otherwise howsoever dispose of or deal with the undertaking, or the movable and immovable property and assets of any kind of the Union or any part thereof.
- 22.14.3 To sell, lease, let, exchange, burden by servitude or similar real or personal
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burdens or otherwise deal with any other property of the Union for the time being, or any part thereof, or any interests therein.

23. **EMERGENCY COMMITTEE**

This committee shall consist of the President, the Vice-President plus one member from the Executive Committee with the power to act in relation to any situation or matter which it considers to be of an urgent nature. Minutes of any meetings held or a record of any decision taken shall be circulated to all Executive members within a reasonable period.

24. **FINANCIAL YEAR OF THE UNION**

The financial year of the Union shall run from the 1st day of January to the 31st day of December or for such period as the Executive may decide.

25. **BOOKS OF ACCOUNT**

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

26. **BANKING ACCOUNT**

All monies paid to the Union shall, as soon as possible after receipt, be deposited with a bank or other reputable financial institution as the Executive may decide and shall be withdrawn from time to time as may be required. All cheques shall be signed or endorsed by such person or persons as may be authorised thereto by the Executive. The Executive shall authorise a person or persons to operate internet banking that may or may not be the same persons authorised to sign cheques.

27. **AUDITORS**

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

28. **REPRESENTATION AT ANNUAL GENERAL MEETINGS**

The persons entitled to be present at and take part in the proceedings at the Annual General Meeting of the Union shall be:

- 28.1 The President of the Union
- 28.2 The Vice-President of the Union
- 28.3 The members of the Executive nominated by the Affiliated Golf Unions
- 28.4 One delegate nominated by each Affiliated Golf Union
- 28.5 One representative from each Individual Golf Club situated outside the Republic
- 28.6 Any Golfing Member of the Union
- 28.7 Said Golfing Member shall be permitted to participate only when general matters are addressed.

29. **ANNUAL GENERAL MEETING OF THE UNION**

- 29.1 The Annual General Meeting of the Union shall be held each year during the Women's Golf South African Stroke Play Championships. Should the Championship not be staged in any
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year the Annual General Meeting shall be held at such place and at such time as the Executive may decide, but not later than fifteen months after the date on which the previous Annual General Meeting was held.

- 29.2 The Secretary shall give at least eight weeks preliminary notice of the date of the Annual General Meeting to members of the Executive and Members.
- 29.3 Notice of any special business which the Executive or any Member wishes to be considered at the Annual General Meeting shall be submitted in writing to the Secretary not less than six weeks before the date of the Annual General Meeting. A resolution submitted by an Affiliated Golf Union must be seconded by another Affiliated Golf Union.
- 29.4 Formal notice of the Annual General Meeting incorporating-:
- 29.4.1 The Agenda for the meeting
  - 29.4.2 Any special business or resolution to be considered thereat
  - 29.4.3 The Annual Report of the Executive on the affairs of the Union, prepared by the President and previously approved by the Executive
  - 29.4.4 The Financial Statements for the past financial year
  - 29.4.5 Nominations for the offices of President and Vice-President shall be sent to the members of the Executive and Members at least four weeks prior to the date of the Annual General Meeting.
- 29.5 Each Affiliated Golf Union shall notify the Secretary, in writing, at least two weeks prior to the date of the Annual General Meeting of its intention to send a delegate who will attend and represent it at the Annual General Meeting. The omission to do so shall disentitle the delegate of the Member concerned from voting at such meeting.
- 29.6 The expenses of members of the Executive attending the Annual General Meeting shall be paid by the Union in accordance with a decision made by the Executive from time to time. Expenses of delegates attending the Annual General Meeting shall not be the responsibility of the Union.

### 30. **PROCEDURE AT ANNUAL GENERAL MEETINGS**

- 30.1 The President or in her absence the Vice-President shall preside as Chairman at Annual General Meetings. In the absence of all of the foregoing the members of the Executive present shall appoint a Chairman from among their members.
- 30.2 The presence in person of a majority of the persons entitled to vote shall be necessary for a quorum. However, should a quorum not be present within half an hour of the time scheduled for the meeting, the Chairman shall declare the meeting stand adjourned to the following day at the same time and place. Those persons present and entitled to vote at such postponed meeting shall constitute a quorum, irrespective of the number present and may transact the business of the Annual General Meeting.
- 30.3 No business or resolution of which due notice has not been given shall be discussed at the Annual General Meeting provided that it shall be competent for the Chairman, in her discretion, to allow any amendment of the wording of any resolution to be moved notwithstanding that due notice has not been given of the intention to move such amendment.
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- 30.4 The Secretary shall take minutes of the proceedings of the Annual General Meeting and shall circularise these minutes to the Executive and Members as soon as possible after the Annual General Meeting.
- 30.5 Save as is otherwise provided in this Constitution, all resolutions put to an Annual General Meeting shall be held to be valid and effectual if carried by a majority of votes cast by those present and entitled to vote.
- 30.6 Voting at the Annual General Meeting shall be by a show of hands unless a ballot is demanded by the majority of those present and entitled to vote. Elections shall be by ballot only.
- 30.7 The Chairman shall have a deliberative as well as a casting vote and the remaining members of the Executive shall each have one vote. Each delegate representing an Affiliated Golf Union shall cast her vote/s en bloc, based on the membership of said Affiliated Golf Union at the 31st day of December in the previous year. Votes shall be cast in accordance with the following arithmetical progression

<u>VOTES</u>	<u>MEMBERSHIP</u>	<u>INCREMENT</u>
1	Up to 250	
2	251 – 450	200
4	451 – 700	250
6	701 – 1100	400
8	1101– 1600	500
10	1601 – 2200	600
12	2201 – 2900	700
14	2900 and over	

- 30.8 Any Member that has not paid to the Union the Affiliation Fees due by it in terms of Clause 15 shall be entitled to attend the Annual General Meeting, but shall not take part in the discussions at such meeting or vote thereat.
- 30.9 Save as is otherwise provided by this Constitution or by a directive given at any prior Annual General Meeting or Special General Meeting, the proceedings of the Annual General Meeting shall be conducted in such manner as the Chairman may determine.

**31. BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING**

The business to be transacted at the Annual General Meeting shall be:

- 31.1 To receive the delegates' credentials.
  - 31.2 To confirm the minutes of the preceding Annual General Meeting and of any Special General Meetings that may have been held since the preceding Annual General Meeting.
  - 31.3 To receive, consider and if approved, adopt the Report of the Executive on the affairs of the Union for the preceding year.
  - 31.4 To receive, consider and if approved, adopt the Financial Statements for the past financial year.
  - 31.5 To elect the President and the Vice-President of the Union for the ensuing year
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- 31.6 To confirm the venue and date for the next Womens Golf South Africa Championships.
- 31.7 To appoint an auditor for the ensuing year.
- 31.8 To consider any resolution of which due notice has been given as hereinbefore provided.
- 31.9 To consider any matter brought forward by the Executive.
- 31.10 To consider any business of a general or competent nature.

32. **SPECIAL GENERAL MEETINGS**

- 32.1 The Executive may at any time convene a Special General Meeting of the Union and it shall do so upon receiving a requisition to that effect signed by two Affiliated Golf Unions.
- 32.2 Upon receipt of a directive from the Executive or request as aforesaid the Secretary shall give thirty days written notice to all members of the Executive and Members of the date, time and place of the proposed meeting and the business to be transacted thereat.
- 32.3 No business shall be discussed at a Special General Meeting save the business for which the meeting shall have been called.
- 32.4 At all Special General Meetings the provisions of Clause 30 shall, mutatis mutandis, apply provided, however, that if a quorum is not present the Special General Meeting shall be deemed to be dissolved.

33. **AMENDMENT TO THE CONSTITUTION**

The Constitution shall not be repealed or amended except by a resolution passed at an Annual General or at a Special General Meeting of the Union called for that purpose, which resolution shall be passed by not less than two-thirds of the votes cast by those present and entitled to vote.

34. **DISSOLUTION OF THE UNION**

- 34.1 The Union may not be dissolved, wound up or placed in liquidation except by a resolution passed at a Special General Meeting of the Union called for that specific purpose, such resolution shall be passed by not less than two-thirds of the votes cast by those present and entitled to vote.
- 34.2 If at a Special General Meeting of the Union it is resolved that the Union shall be dissolved, wound up or placed in liquidation, a liquidator shall be appointed at that meeting. If after payment of all the debts and liabilities of the Union any property of whatsoever nature remain, the same shall be given to some other Union or Association within the Republic of South Africa having objects similar to those of the Union.

35. **NOTICES**

- 35.1 All notices to be given in terms hereof shall be in writing and signed by the Secretary.
  - 35.2 Notices e-mailed to the last known e-mail address of the persons entitled to receive the same shall be deemed to constitute effective notice.
  - 35.3 The accidental omission to give notice to a person entitled to receive the same or the non-receipt of such notice shall not invalidate any meeting or proceedings to which such notice related or any decision taken thereat.
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36. **DISPUTE CLAUSE**

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

1. Womens Golf South Africa and another National Sports Federation, or
  2. Between a member of the Executive Committee of the said Union and the Executive Committee of the said Union; or
  3. Between the Executive Committee of the said Union and a Member or Golfing Member shall be referred to the Arbitration Foundation of Southern Africa for resolution through mediation or expedited arbitration in terms of the Rules and Procedure for the Resolution of Disputes in Sport prevailing at the time such dispute is so referred. In the event of arbitration in terms of the foregoing, such resolution shall be final and binding on the parties to the dispute.
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**AMENDMENTS****Effective 14 April 1991**

Clause 23.

EMERGENCY COMMITTEE amended to read MANAGEMENT COMMITTEE

**Effective 12 November 1992**

Clause 15. AFFILIATION FEES AND LEVIES PAYABLE BY MEMBERS

Clause 15.1

Addition empowering the Executive to increase the levies by a maximum of twenty percent per annum. An increase larger than the prescribed twenty percent must be approved at an Annual General Meeting or at a Special General Meeting.

Clause 28. REPRESENTATION AT ANNUAL GENERAL MEETINGS

Additional Clause 28.7

Any Golfing Member of the Union

Said Golfing Member shall be permitted to participate only when general matters are addressed.

Clause 33. ANNUAL GENERAL MEETING OF GOLFING MEMBERS

Entire Clause deleted.

**Effective 21 April 1996**

Clause 15. AFFILIATION FEES AND LEVIES PAYABLE BY MEMBERS

Clause 15.2

Addition

Affiliation fees are payable to the Union not later than 31st day of March in each year. Levies are payable by Affiliated Golf Unions immediately upon receipt of these amounts from affiliated Clubs. All levies must be paid to the Union, in full, not later than the 31st day of December in each year.

Clause 23: Amended to read EMERGENCY COMMITTEE

Clause 29.3

Addition

A resolution submitted by an Affiliated Golf Union must be seconded by another Affiliated Golf Union.

Clause 30.7

Amend

Each delegate representing an Affiliated Golf Union shall cast her vote/s en bloc, based on the membership of said Affiliated Golf Union at the 31st day of December in the previous year, Votes shall be cast in accordance with the following arithmetical progression:

Clause 30.8

Amend

Any member that has not paid to the Union the Affiliation Fees due by it in terms of Clause 15 shall be entitled to attend the Annual General Meeting but shall not take part in the discussions at such meeting or vote thereat.

Clause 32

Amend

The Executive may at any time convene a Special General Meeting of the Union and shall do so upon receiving a requisition to that effect signed by two Affiliated Golf Unions.

**Effective 22 March 1998**

Section 19

The office of Second Vice President is hereby abolished with immediate effect and all references to such office in the Constitution are hereby deleted.

Section 20

With effect from the date of retirement of the current President and Vice President Clause 20.5 of the Constitution is hereby amended to read as follows:-

20.5 Subject to the provisions of 20.6 no person shall hold office as President or Vice President for more than three (3) consecutive years respectively and shall not be eligible for re-election for a period of one year after such retirement. Nothing contained herein shall prevent any one person from serving as Vice President for the said three (3) year period and immediately hereafter as President for a further three (3) year period.

**Effective 16 April 1999 - Special General Meeting**

- Section 12 Called to admit with immediate affect and full rights ~~to~~ Boland, Gauteng North, North West, Southern Cape, Mpumalanga, Northern Province - boundaries to be Provincial Boundaries of the Republic of South Africa, except where they form a region of a statutory Province and the boundaries have been defined and approved by the Union.
- Section 10 To include full list of members

**Effective 18 April 1999**

- Section 19.4 Altered to allow a member of the Executive to participate in golfing events.  
19.5 added in total to allow co-option
- Section 23 Additional executive member added to the Emergency Committee
- Section 30.5 Words "shall be passed and..." removed for clarity of reading
- Section 36 Dispute Clause added

**Effective 23 October 2000**

Changes for clarity: words in brackets ( ) have been removed and changed to the words in italics:

- 15.2 amounts (from) *by* Affiliated Clubs
- 16.1.3 removed in total (in the opinion of the Executive the Affiliation Fees and levies received by the Union from such Member do not reasonably meet the costs of its membership to Union.)
- 16.2.3 (any of basic) Rules of Golf removed
- 19.3 (domiciled) *resident* within the area
- 19.5 it deems (necessary) *appropriate* for the advancement
- 20.4 unsuccessful candidate for (any) *either* of these offices
- 20.5 (and) *or*
- 20.6 add 20,5
- 21.4 further meetings of the Executive should be held before, during (and) *or* after any
- 21.8 attending meetings shall be paid by the Union (in accordance with a decision made) as *determined* by the Executive
- 29.5 reworded, previously as follows: 29.5. Each Affiliated Golf Union shall notify the Secretary, in writing, at least two weeks prior to the date of the Annual General Meeting of its intention to send a delegate who will attend and represent it at the Annual General Meeting. The omission to do so shall disentitle the delegate of the member concerned from voting at such meeting. *See new wording.*
- 35.2 Addition: *Each member shall notify the secretary in writing of the address to which notices should be addressed and of any changes to the address*

**Effective 26 + 27 Sept 2002** (changes to allow a Golf Union situated outside of the Republic to be admitted to membership - change of name for Northern Province)

- Section 3.1 New definition for Member
- Section 3.1 New definition for Golfing Member
- Section 9.2 Addition of 'Golf Unions'
- Section 10.1 Women's Golf Northern Province changed to Limpopo Ladies Golf Union
- Section 11 Heading changed to add Golf Unions
- Section 11.1 Addition of 'a Golf Union'
- Section 14 Addition of 'Golf Clubs "*or affiliated Unions*" addition "to attend "*Annual*"

**Effective 3 April 2005** Annual General Meeting and GNWG change May 4th.

The name of the Union changed to WOMENS GOLF SOUTH AFRICA, and all references to The South African Ladies Golf Union changed accordingly.

The Royal and Ancient Golf Club of St Andrews changed to R&A Rules Limited

Gauteng North Women's Golf changed to Gauteng North Golf Union

Section 20.2 of the Union's constitution amended,

"To be eligible as President or Vice-President a candidate shall be a past or present member of the Executive. Nomination for these offices shall be made, in writing, by any Affiliated Golf Union in the Republic. Candidates receiving such nomination shall signify their acceptance, in writing, to the Secretary of the Union."

Previously: 20.2 To be eligible as President, or Vice-President a candidate shall have served on the Executive as a nominated member for a period of two years, not necessarily consecutively. Nomination for these offices shall be made, in writing, by any Affiliated Golf Union in the Republic. Candidates receiving such nomination shall signify their acceptance, in writing, to the Secretary of the Union.

**Effective 19 April 2009** Annual General Meeting

Clause 19.3 amended

To allow a President of a Union to reside outside of her union provided she is a golfing member of an affiliated club which is her home club in that union.

**Effective 15 April 2012** Annual General Meeting

### **3.1 AFFILIATION FEE**

An amount paid annually to the Union by a Member

to be amended to read

*An amount paid annually to the Union by a Member, this amount being based on the number of golf clubs falling under the Member's jurisdiction*

### **LEVY**

A per capita amount paid annually by each Golfing Member

to be amended to read

*A per capita amount paid annually by each Golfing Member. This levy is collected on behalf of the Union by its Affiliated Members*

- 5.3** to formulate, control and regulate the conditions governing the South African Women's Golf Championships (Match Play and Stroke Play), the South African Women's Team Matches, the South African Women's Inter-Provincial Championships, the South African Women's 72 Hole Team Championship and such other championships or golfing competitions and events as it may, from time to time, determine
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to be amended to read

*to formulate, control and regulate the conditions governing the South African Women's Golf Championships (Match Play and Stroke Play), the South African Women's Team Matches, the South African Women's Inter-Provincial Championships, the South African Women's 72 Hole Team Championship, the South African Women's Mid Amateur Championship, the South African Girls Championship, the Rose Bowl Junior Girls Championship and such other championships or golfing competitions and events as it may, from time to time, determine*

- 5.5** To formulate, control, regulate and amend the system of handicapping and course rating, which shall be applicable to golfers playing under the aegis of the Union

to be amended to read

*Together with the South African Golf Association (SAGA), to formulate, control, regulate and amend the system of handicapping and course rating, which shall be applicable to golfers playing under the aegis of the Union*

- 10.1** *To include Ekurhuleni Women's Golf as an affiliated golf union in the Republic*

to add a new clause to read

- 12.3** *Any new golf club applying to a Member (an Affiliated Golf Union in the Republic) for membership of and affiliation to that Union, requires the authorisation of the Union (WGSA) to ensure the correct composition of the boundaries.*

- 15.1** Each member shall pay to the Union an annual Affiliation Fee and such levies or further amounts as may be prescribed from time to time. The Executive shall be empowered to increase the levies by a maximum of twenty percent per annum. An increase larger than the prescribed twenty percent must be approved at an Annual General Meeting or at a Special General Meeting called for this purpose. A schedule of fees and levies shall appear in the Bye-laws.

to be amended to read

*Each member shall pay to the Union an annual Affiliation Fee and such levies or further amounts as may be prescribed from time to time. The Executive shall be empowered to increase the levies by a maximum of twenty percent per annum. An increase larger than the prescribed twenty percent must be approved at an Annual General Meeting or at a Special General Meeting called for this purpose. The levy for the ensuing year will be tabled at the Annual General Meeting.*

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- 19.3** A person nominated by an Affiliated Golf Union to serve on the Executive shall be a golfing member of an affiliated club which is her home club within the union. If she is unable to attend any meeting, her Union shall be entitled to appoint a representative, with full voting rights, to represent her thereat

to be amended to read

*A person nominated by an Affiliated Golf Union to serve on the Executive shall be a golfing member of an affiliated club which is her home club within the union. If she is unable to attend an Annual General or Special General Meeting, her Union shall be entitled to appoint a representative, with full voting rights, to represent her thereat*

- 20.1** At the Annual General Meeting of the Union a President, and a Vice-President, of the Union shall be elected and shall hold office until the conclusion of the Womens Golf Championships in the ensuing year or, in the event of such Championships not being held, until the next Annual General Meeting of the Union

to be amended to read

*At the Annual General Meeting of the Union a President, and a Vice-President, of the Union shall be elected and shall hold office until the conclusion of the Women's Stroke Play Golf Championships in the ensuing year or, in the event of such Championships not being held, until the next Annual General Meeting of the Union*

- 22.2** To appoint, remove or suspend the Secretary, and employees of the Union upon such terms and conditions as may be considered desirable.

to be amended to read

*To appoint, remove or suspend the Secretary, persons co-opted in terms of paragraph 19.5, honorary appointees, and employees of the Union upon such terms and conditions as may be considered desirable.*

- 22.6** To open banking or building society accounts in the name of the Union and to resolve the manner of operation of such accounts.

to be amended to read

*To open banking accounts in the name of the Union and to resolve the manner of operation of such accounts.*

- 22.8** To select teams to represent the Union in golf matches or competitions and to determine the manner in which National Colours shall be awarded.

to be amended to read

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*To select teams to represent the Union in golf matches or competitions and to determine the manner in which National and Federation Colours shall be awarded.*

**22.11**

To take disciplinary action against a Golfing Member who in the opinion of the Executive has committed a breach of the Rules of Golf in any competition, whether national or otherwise, or whose conduct in the opinion of the Executive is unbecoming. Before taking action the Golfing Member concerned shall be given the opportunity to be heard by the Executive.

to be amended to read

*To take disciplinary action against a Golfing Member who in the opinion of the Executive has committed a breach of the Rules of Golf in any competition, whether national or otherwise, or whose conduct in the opinion of the Executive is unbecoming. Before taking action the Golfing Member concerned shall be given the opportunity to be heard by the Executive or a sub-committee appointed by them.*

**25****BOOKS OF ACCOUNT**

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

to be amended to read

*Proper books of account of the affairs of the Union shall be kept and such books, together with all other papers and documents connected with or relating to the business or affairs of the Union shall be kept by the Secretary or Treasurer, and shall at all times be accessible to members of the Executive. The Executive shall from time to time determine under what conditions or regulations the books of account and other documents of the Union shall be open to inspection by Members.*

**26****BANKING ACCOUNT**

All monies paid to the Union shall, as soon as possible after receipt, be deposited with a bank, building society or other reputable financial institution as the Executive may decide and shall be withdrawn from time to time as may be required. All cheques shall be signed or endorsed by such person or persons as may be authorised thereto by the Executive.

to be amended to read

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*All monies paid to the Union shall, as soon as possible after receipt, be deposited with a bank, or other reputable financial institution as the Executive may decide and shall be withdrawn from time to time as may be required. All cheques shall be signed or endorsed by such person or persons as may be authorised thereto by the Executive. The Executive shall authorise a person or persons to operate internet banking that may or may not be the same persons authorised to sign cheques.*

**29.1** The Annual General Meeting of the Union shall be held each year during the Womens Golf South Africa Golf Championships. Should the Championship not be staged in any year the Annual General Meeting shall be held at such place and at such time as the Executive may decide, but not later than fifteen months after the date on which the previous Annual General Meeting was held.

to be amended to read

*The Annual General Meeting of the Union shall be held each year during the Womens Golf South Africa Stroke Play Championships. Should the Championship not be staged in any year the Annual General Meeting shall be held at such place and at such time as the Executive may decide, but not later than fifteen months after the date on which the previous Annual General Meeting was held.*

**35.2** Notices posted to the last known addresses of the persons entitled to receive the same shall be deemed to constitute effective notice.

to be amended to read

*Notices e-mailed to the last known e-mail address of the persons entitled to receive the same shall be deemed to constitute effective notice.*

**Effective 14/4/2013 Annual General Meeting**

**10.1** Eastern Cape Womens Golf Association

To be amended to read

Eastern Province Women’s Golf Association

**Effective 13/4/2014**

<b>30.7</b>	<b><u>VOTES</u></b>	<b><u>MEMBERSHIP</u></b>	<b><u>INCREMENT</u></b>
	1	Up to 250	
	2	251 – 450	200
	4	451 – 700	250
	6	701 – 1100	400
	8	1101– 1600	500
	10	1601 – 2200	600
	12	2201 – 2900	700
	14	2900 and over	

**Effective 19/4/2015**

18. 1. The Executive Committee of Womens Golf South Africa (WGSA) and the South African Golf Association (SAGA) are empowered to take forthwith all steps as are necessary to form and have incorporated, a Non-Profit Company (NPC) in terms of Section 8, read with the Schedule 1 of the Companies Act No 71 of 2008.
- 18.2. The members of the said NPC shall be WGSA and SAGA
- 18.3. The initial directors of the said NPC shall be the President, Vice-President and one other nominee of the SAGA, the President and one other nominee of WGSA, together with an independent non-executive chairperson, nominated by the aforementioned directors.
- 18.4 The South African Disabled Golf Association (SADGA) will be incorporated into the said NPC when pertinent and practical, and at the level to be agreed at that time
- 18.5 Pursuant to the incorporation of the Memorandum of Incorporation of the aforesaid NPC, the constitutions of the WGSA and SAGA will be amended so as to conform to terms of the Memorandum of Incorporation.

**Effective 27/09/2015**

- 10.1 Northern Cape Ladies Golf Union formed a new Golf Union affiliated to Womens Golf South Africa.

**Effective 24/04/2016**

- 10.1 Southern Cape Women's Golf Association applied to change the name of the Union to Southern Cape Women's Golf.
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