



West Rand Amateur Radio Club

Constitution



Revised August 2022



West Rand Amateur Radio Club

Constitution

Index

Clause Number	Title	Page
1	Name	3
2	Definitions	3
3	Notices and domicilium	5
4	Objectives	5
5	Membership matters	6
6	Executive Committee	8
7	Meetings and Types	12
8	Financial matters	15
9	Winding up	17
10	Constitution	18
	Policies and Procedures	20
	Signatures	26



West Rand Amateur Radio Club Constitution

1. Name:

The name of the association is the 'West Rand Amateur Radio Club' abbreviated as WRARC and is a voluntary association, a juristic person with perpetual succession, having all the powers of a juristic person conferred in law, together with such powers as may be specifically conferred in terms Clause 6 of this Constitution.

2. Definitions:

The following words shall have the meanings as defined below and words describing the singular shall include the plural and vice versa and all reference to gender shall include both masculine and feminine gender.

'AGM'	means the Annual General Meeting of the Club as provided for in clause 7.1.
'Asset Register'	means a list of the assets owned by the Club maintained in sufficient detail in order to track each asset, its value and its physical location.
'Auditor'	means a person who is member of a recognised South African professional body permitted to practice as an accountant or auditor, or an accounting officer which means in relation to WRARC as a non-profit organisation, a person contemplated in section 60 of the Close Corporations Act, 1984 (Act No. 69 of 1984) provided that person is not an Executive Committee Member.
'Chairperson'	means a member of the Executive Committee elected by the Members in terms of clause 6 of the Constitution, to chair meetings of the Club and to guide the Executive Committee in running the affairs of the Club.
'Club'	means the West Rand Amateur Radio Club.
'Code of Conduct'	means the Code of Conduct contained in the Policies and Procedures annexure that outline the behaviour standards expected of Members as well as potential sanctions that could be imposed should these standards be breached.
'Constitution'	means this document to be read in conjunction with the Policies and Procedures annexure.



'Date of Dissolution'	Means the date upon which the Club is dissolved as provided for in Clause 9.2
'Executive Committee Member'	means a Member appointed in terms of clause 6 of the Constitution to manage the affairs of the Club. 'Executive Committee' shall have a similar meaning.
'Financial Year'	means 12 months starting on the 1st July and ending on the 30th June of the following year.
'Liquidator'	means a registered member of The South African Restructuring and Insolvency Practitioners Association NPC (SARIPA).
'Member'	means a person who has been accepted for Membership in accordance with the provision of clause 5 and who remains in good standing. 'Membership' shall have a similar meaning.
'Membership Fees'	means the annual fees payable by the various forms of Membership as described in the Policies and Procedures annexure as determined by the Executive Committee on an annual basis and approved at the AGM.
'Policies and Procedures'	means the additional rule and/or regulation contained in the annexure to this Constitution.
'Portfolio'	means a responsibility allocated to an Executive Committee Member by the Executive Committee for the operation of a specific aspect of Club activities.
'Representative Person'	means an Executive Committee Member designated as such in clause 6.1 as required by section 30A (2) of the Income Tax Act No 58 of 1962, who accepts fiduciary responsibility for the Club and who is not a connected person in relation to another Representative Person and who will ensure that no single person will directly or indirectly control the decision-making powers relating to the Club.
'SARL'	means the South African Radio League.
'SARS'	means the South African Revenue Service.
'Secretary'	means an Executive Committee Member elected by the Members in terms of clause 6 of the Constitution, to act as Secretary of the Club.
'SGM'	means a Special General Meeting convened in accordance with clause 7.2.



'Sub-committee'	means a group of Members who have been elected, appointed or have volunteered (subject to the provisions of clause 6.3.6) to undertake specific tasks in the interests of amateur radio and/or the Club.
'Treasurer'	means an Executive Committee Member elected by the Members in terms of clause 6 of the Constitution, to act as Treasurer of the Club.
'Tribunal'	means the special committee of Members elected at the AGM to deal with grievances of Members and transgressions.
'Vice-Chairperson'	means an Executive Committee Member elected by the Members in terms of clause 6 of the Constitution, to act as Vice-Chairperson of the Club.
'Virtual meeting'	means any meeting of the Club that is held with some or all Members joining the virtual meeting proceedings via electronic means.

3. Notices and domicilium:

The **location** of the Club is;

Street address

54 Kroton Street South, Stand 2449, Weltevredenpark, Roodepoort 1709.

Email: info@zs6wr.co.za

Mail: P.O. Box 3570, Witbeeck, 1729.

Grid Location: KG33XU

GPS: 26.14122° South - 27.91870° East

Correspondence, including electronic correspondence, will be received by the Secretary at any of the contact points listed above.

4. Objectives:

The principal objective of the Club is to promote social and recreational amenities and facilities for the Members in a not for profit manner which includes:

Promoting, encouraging and protecting the interests of amateur radio in South Africa, abroad and world-wide, by dealing with each and every such matter as may affect the common interests of Members and the Club.



Co-operation with the SARL and other regional amateur radio clubs and similar bodies/and organisations.

Co-operation with and/or assistance to any local authority or other agency with emergency radio communications during times of emergency or disaster situations, if requested to do so, by any local authority or other agency.

Acting as a resource and contact point for:

Amateur radio knowledge and information.

The promotion of the interests of radio amateurs, their families, friends and other interested parties.

Co-operating with the SARL, in promoting or opposing any legislation or other measures affecting the interests of radio amateurs, Members and the Club and by making representations to any government, local government, minister, public authority, municipality (local or otherwise), the necessity of the retention or enactment or amendment of such legislation.

Entering into any arrangement with any government or authority, municipal, local or otherwise that may seem conducive to the Club's objectives and to obtain from any such government or authority any rights, privileges and concessions which the Club may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

Acceptance and utilisation of any gift, donation or bequest, whether subject to a special trust or not, to meet one or more of the objectives of the Club.

Securing contributions to the funds of the Club by such means as may be proposed by any Member and agreed upon by the Executive Committee.

Printing or publishing (including financial assistance to or subsidisation of) any media that the Club may think desirable for the promotion of any of its goals and to establish and maintain a reference library consisting of media of interest to radio amateurs.

Collaborating with any companies, institutions, societies or associations having goals altogether or in part similar to this Club.

Encouraging and promoting advancement of the overall levels of the technical abilities and capabilities of all Members.

Performing all such other lawful acts, deeds, things or functions as may be incidental or conducive to the attainment of the above objects collectively or individually.



5. Membership matters:

Application for membership:

Any radio amateur, their family member, friend or other interested person shall be eligible for Membership of the Club in accordance with the classes of Membership as shown in the Policies and Procedures annexure.

Application for Membership shall be made by completing the application form prescribed by the Club and shall be handed to any Executive Committee Member to be lodged with the Treasurer.

All prospective amateurs attending RAE classes at the Club must apply to become Members.

Membership:

All prospective candidates for Membership shall be proposed and seconded by Members and shall be admitted by majority vote of the Executive Committee.

Any person who is refused Membership by the Executive Committee shall have the right of appeal and shall be entitled to bring such appeal to a SGM or an AGM for a decision.

Should the Members reject the applicant's appeal, all Membership Fees paid by the applicant shall be refunded to the said applicant.

Members shall at all times abide by the provisions of the Code of Conduct.

Resignations:

Membership ceases immediately upon notice being received by the Secretary of a Member's resignation. Any Member resigning may not claim a refund of membership fees. Non-renewal of membership will be automatically treated as resignation after the expiry of 2 (two) months from the annual renewal date referred to in clause 5.4.

Membership Fees:

Membership Fees shall be due in advance on the 1st of July in each year, notwithstanding the date of the AGM at which such Membership Fees shall be fixed.

Membership Fees for new Members joining on or after 1st January shall be 50% (fifty percent) of the annual Membership Fees.

The amount of the Membership Fees shall be determined by the Executive Committee and voted upon at the following AGM and communicated to all Members at least one month before 1st July in each year.



After prior notice has been given, a special levy may be raised from Members by a decision of an AGM or SGM convened for the purpose. Such AGM or SGM may fix the maximum amount payable by Members should it be deemed necessary.

No Member shall be regarded as in good standing or have the right to vote, nor be entitled to any of the benefits of Membership as long as any Membership Fees remain unpaid.

Membership is not transferable to any other person, nor may Membership rights be sold or any entitlement arising therefrom.

Code of Conduct and Dispute Resolution:

A Code of Conduct for Members as well as a procedure to deal with transgressions of that Code is part of the Policies and Procedures annexure. This Code of Conduct as well as the procedure is in adherence with legislation as well as the tenets of natural justice.

Indemnification and Liability of Members:

The liability of Members is limited to the amount of unpaid Membership Fees.

Every Member, office bearer, any Committee Member, Sub-committee Member and Executive Committee Member, shall be indemnified by the Club against all costs, losses and expenses incurred as a result of carrying out the instructions of the Club or in the performance of any legitimate official duty of the Club.

6. Executive Committee:

The management of the affairs of the Club shall, between AGMs, be vested in an Executive Committee.

Composition:

The Executive Committee shall be comprised as follows (elected from the ranks of the Membership in good standing at the AGM of the Club in accordance with clause 7.1.2):

- Chairperson,
- Vice-Chairperson,
- Secretary,
- Treasurer
- and up to six (6) other Members.

The Chairperson, Secretary and Treasurer are designated as Representative Persons.

Vacancies:

Vacancies occurring on the Executive Committee shall be filled by the committee from the Membership. A Member so appointed to fill a vacancy shall hold office for the unexpired portion of the period of office of his predecessor.



The office of a Member of the Executive Committee shall ipso facto be vacated:

On termination of Membership in accordance with a decision made by the Tribunal.

On being absent from three (3) consecutive Executive Committee meetings without permission.

On resigning from Membership.

On ceasing to be in good standing.

Powers:

The Executive Committee shall have the power:

To hire or secure suitable premises for the purpose of the Club, and to provide all necessary furniture, books, papers, fittings and requisites.

From time to time to establish Portfolios, under the supervision of an Executive Committee Member. The particular Executive Committee Member selected will have the power to:

Co-opt Members who express an interest in the issue at hand.

6.3.2.2. Set the procedure to be followed at meetings including, but not limited to, the agenda, times and dates of meetings.

6.3.2.3. No binding resolutions may be taken by Members participating in the work of the Portfolio, but such resolutions will be referred to the Executive Committee for a final decision.

To enforce the Constitution and the contents of the Policies and Procedures annexure.

To regulate the form of procedure in the Executive Committee.

To call meetings of all or any group of Members.

As an alternative to the Portfolios referred to in 6.3.2, from time to time to establish a Sub-committee(s) for the purpose of investigating, making recommendations and/or to assist the Executive Committee on such matters the Executive Committee deems of such major importance to the Club that a more formal approach to resolution is necessary, and:

To appoint, add to or remove any Member or Members from any Sub-committee so formed.

To define in writing any or all of the rules and procedures governing the operation of the Sub-committee including, but not limited to;



- The number of Members required to serve,
- The quorum requirement,
- The reporting structure,
- The voting requirements,
- The scope or purpose of the Sub-committee,
- To delegate any authority, if so required, to the Sub-committee which is consistent with any authority delegated to the Executive Committee in the Constitution,
- To revoke any authority such granted to any Sub-committee,
- To dissolve any Sub-committee,
- To appoint any additional Members to a Sub-committee for any specific period of time as the Executive Committee may deem necessary.

Subject to the provisions of clause 5.2 to accept or refuse applications for Membership.

To acquire, either by purchase, lease or otherwise, any movable or immovable property, and also to sell, let, mortgage, or otherwise deal with or dispose of movable or immovable property belonging to the Club, provided that no immovable property shall be alienated, mortgaged or leased for longer periods than five (5) years without the sanction of a resolution of the Club at a general meeting, convened on not less than fourteen (14) calendar days' notice either by circular to Members or by advertisement, for the purpose of authorising such alienation, mortgage or lease. If the cost implication of the acquisition exceeds 75% of the previous year's Membership Fees by value, then this cost will need approval of the Members, which expenditure must be justified by the Executive Committee and presented at an AGM or SGM for approval.

To open and operate a banking account with a registered South African Bank in the name of the Club.

To further the objectives of the Club generally and to do and carry out all its purposes, aims and objectives with the exception of those that this Constitution are expressed to be carried out by the Club at an AGM or SGM.

Sub-committees and Tribunal:

All Sub-committees will function in the manner specified in clause 6.3.6 except the Tribunal that will be elected at the AGM. The Tribunal will have a full mandate to investigate any grievances of Members or transgressions of the Code of Conduct, to appoint an independent adjudicator to ensure fairness where a Member's transgression can lead to expulsion. The decisions and findings of the Tribunal are final and can only be appealed to an AGM or SGM.

Execution of documents:

All powers of attorney, Bonds, Deeds and other documents, the execution of which has been authorised by the Executive Committee, shall be signed by the Chairperson, Secretary and the



Treasurer, or two persons lawfully acting in their stead, and appointed for that purpose by the Executive Committee.

The funds of the Club shall be applied to the payment of expenses, the acquisition of property and for the objectives specified in clause 4 as may be approved by the Executive Committee or for such other purposes as may be decided upon by an AGM or SGM.

Duties of office bearers:

Chairperson:

The Chairperson shall:

- preside at all meetings at which the Chairperson is present,
- require any unruly or abusive Member to retire from the meeting,
- enforce observance of the Constitution,
- generally exercise supervision over the affairs of the Club,
- fix dates of meetings, and
- perform such other duties as by usage and custom pertain to the office.

6.6.2 Vice-Chairperson:

The Vice-Chairperson shall exercise the powers and perform duties of Chairperson in his absence.

Secretary:

The Secretary shall:

- attend to the Club's correspondence,
- attend all meetings of the Club,
- take minutes of the meetings of the proceedings,
- deal with all internal communications as well as papers that the Secretary may be instructed to read.

In addition, the Secretary shall perform the duties imposed on the Secretary relating to the retention of records and the supply of information to the Members.

Treasurer:

The Treasurer shall:

Keep a register of Members that records:

- the Membership Fees paid by each Member and the period to which these payments relate,
- the address of each Member,
- the date on which Membership commenced in terms of the Constitution,

Handwritten signatures and initials:
A large handwritten signature, possibly "J. M. ...", is written over the bottom right of the page. To its right are several circular initials or stamps, including one that appears to be "8" and another that is a circle with a vertical line through it.



- in the event of the cessation of Membership the date thereof and the reason therefor.

Prepare annual and other financial reports and publications as directed by the Club.

When so directed, take charge of the property and papers of the Club, collect all Membership Fees and prepare accounts of income and expenditure of such funds as the Treasurer is authorised to deal with, and generally carry out such duties and functions as may be assigned to the Treasurer from time to time.

Keep proper books of account in such form as shall be prescribed.

Perform the duties imposed on the Treasurer relating to the retention of records and the supply of information to the Members and SARS.

Take the necessary steps to ensure that the requirements relating to the maintenance of a register of Members, the keeping of proper books of accounts, the auditing of such books and the preparation of a balance sheet and a statement of income and expenditure and the submission or making available thereof to Members are complied with.

Maintain the Asset Register of the Club as described in clause 8.3.

7. Meetings and Types:

Annual General Meeting:

The AGM of the Club shall be held as soon as possible after the close of the Financial Year, but not later than the 31st of July of that year, at a time and place determined by the Executive Committee.

Written notice will be given by the Secretary to the Members at least ten (10) calendar days prior to each AGM including the time and the place at which it shall be held.

In the event of the AGM being postponed, such further or other business of which notice will be given at least ten (10) calendar day's written notice prior to each AGM including the time and the place, at which it shall be held, shall be given by the Secretary to the Members. The business of the AGM shall be:

To receive and consider:

- The Chairperson's report,
- The Club's balance sheet and income and expenditure statements,
- The Auditors' report,
- The Club's Income Tax return to SARS,
- Sub-committees reports regarding Club operations and activities.

To elect a Chairperson, Vice-Chairperson, Secretary, Treasurer, and other Members of the Executive Committee in accordance with clause 6.



To elect a Tribunal in accordance with clause 7.4.2. It is specifically provided that Members elected to serve on the Executive Committee in accordance with clause 7.1.2. may not serve as members of the Tribunal.

Special General Meeting:

Upon receipt of a written requisition from no fewer than three (3) Members, the Executive Committee shall call a SGM to take place within three (3) weeks from the date of receipt of such a requisition. Such requisition shall clearly state the objectives of such meeting and shall be the only business that may be conducted at that SGM.

Should the reason for the written requisition arise from a decision made by a Tribunal against a particular Member, or be an appeal against refusal by the Executive Committee to grant Membership to a particular prospective Member, then the requirement for three (3) Members to sign and support the written requisition will not apply and the affected person alone can submit the written requisition.

Seven (7) calendar days of written notice of the intention to call a SGM shall be given to all Members by the Secretary and shall state the items to be discussed thereat.

7.3. Executive Committee meetings:

Members of the Executive Committee shall be given not less than seven (7) calendar days' notice in writing of the time and place of meetings by the Secretary, provided that shorter notice of not less than twenty-four (24) hours may, at the discretion of the Chairperson be given, where in the opinion of the Chairperson, a matter has arisen which requires urgent and immediate attention by the Executive Committee. To every notice of a meeting an agenda shall be attached whenever practical or sent to the Members at not less than twenty-four (24) hours before the time of the meeting.

Sub-committee and Tribunal meetings:

The business of Sub-committees is limited to the items and authority delegated to the Sub-committee. The Sub-committee will have to make recommendations to the Executive Committee or the AGM or SGM that called them into existence.

The Tribunal will consist of 3 Members (who may not be Executive Committee Members) elected at the AGM who will have a full mandate to investigate transgressions of the Code of Conduct according to the procedures and guidelines in the Policies and Procedures annexure.

Club meetings:

All meetings at the Club other than those described earlier are deemed to be of an informal nature at which no binding resolutions may be taken by a vote of the Membership present. Recommendations may however be passed on a



show of hands by those Members present for consideration by the Executive Committee.

Notices:

Every Member shall register with the Treasurer/Secretary, their contact details and except where otherwise provided herein notices may be served upon any Member either personally or by sending them through the post, in a prepaid letter addressed to such Member at his registered address, or by electronic means.

Should a Member fail to register their contact details such Member shall be deemed to have waived the right to receive notices.

Quorums:

For any committee meeting (Executive Committee or Sub-committee) a quorum will be 50% (fifty percent) plus one committee member.

For an AGM or SGM a quorum will be 20% (twenty percent) of Members in good standing, including all written proxies.

For a Tribunal all 3 members must be present.

Voting and meeting procedures:

The Chairperson or in his absence, the Vice-Chairperson shall preside at an AGM, SGM or Executive Committee meeting. In the event of the Chairperson and Vice-Chairperson not being present within thirty (30) minutes after the time for which the meeting is called, the Members shall proceed to elect an acting Chairperson.

These provisions apply mutatis mutandis to the circumstances of the respective Sub-committees but not to the Tribunal where all 3 members must be present.

The proceedings of any meeting shall not be invalidated by reason of the non-receipt of notice of any meeting by a Member.

No Member shall be regarded as "in good standing" nor have the right to vote, nor be entitled to any of the benefits of Membership so long as any Membership Fees due remains unpaid.

Every Member of the Club present at the meeting who is in good standing shall be entitled to exercise one (1) vote per motion at all meetings of the Club. In addition each duly accredited proxy (who shall be a Member and whose name shall be notified for that meeting to the Secretary) held by another Member actually present at the meeting will be entitled to an additional one (1) vote per proxy held per motion.

All matters shall be decided on motion and, if the presiding officer so decides, any motion shall be reduced to writing and shall be delivered to the presiding officer to be read at the meeting. No motion shall be considered unless seconded.



Questions arising for decision at any such meeting, shall, unless otherwise provided herein, be decided by a majority vote on a show of hands or motion duly seconded should the meeting so decide provided in the case of elections the candidates up to the required number receiving the highest number of votes shall be declared elected.

In the case of an equality of votes the Chairperson shall have the casting vote in addition to a deliberative vote except in the case where the vote is for the position of Chairperson where the casting vote will pass to the elected Vice-Chairperson solely for the purpose of deadlock breaking.

If, within fifteen (15) minutes from the time appointed for any meeting, a quorum is not present, the meeting shall be dissolved, but in any other case it shall stand over to the same day in the week following, or in the event of such day being a public holiday, to the succeeding working day at the same time and place, and notice of such adjourned meeting shall be given by the Secretary to the Members.

The Chairperson shall have the power, with consent of the meeting, to adjourn a meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business unfinished at the meeting from which the adjournment took place.

If at the following meeting after the adjournment of the previous meeting, a quorum is still not present at the start of the meeting, a further 30 minutes grace period after the time for which the meeting was called, shall be given, thereafter the Members present shall constitute a quorum.

The wording of all resolutions taken along with the result of the voting must be recorded in the minutes of the meeting and reflect the total of "for", "against" and "abstentions" votes cast received.

7.9. Minutes:

At every meeting the minutes of the last preceding meeting, having been circulated to all Members that are eligible to attend that meeting, by the Secretary at least fourteen (14) calendar days prior to the meeting shall be signed by the presiding officer after confirmation. Optionally, the Members present shall decide whether or not the minutes shall be read out by the Secretary.

7.10 Virtual meetings

Any of the types of meetings mentioned in this clause 7 may be conducted in part or in full as a Virtual Meeting. Any Member who participates in a Virtual Meeting via telephonic or electronic means will be considered as being physically present at the meeting.

All notice requirements will show the link or frequency to the Virtual Meeting



as well as the place where the meeting will be held. Quorum requirements, voting procedures and minute requirements will remain the same as for the particular type of meeting that is to be held.

8. Financial matters:

Audit:

The accounts of the Club shall be audited annually by the Auditor as appointed by the AGM from time to time. The report of the Auditor on the accounts of the Club's financial statements prepared by the Auditor shall be submitted at the AGM of the Club in accordance with clause 7.1.1.3.

Inspection of books:

Every Member shall have free access during meetings to the minute book(s) and Asset Register of the Club and to all financial accounts and reports. They shall not be removed without the consent of the Executive Committee but Members shall be permitted to make copies of or take extracts from the financial accounts and reports thereon and for this purpose true copies of such documents shall be made available to them without charge.

Asset register:

The Treasurer shall maintain the Asset Register of the Club. Items brought onto or removed from the Asset Register must be approved by the Executive Committee as provided for in the Policies and Procedures annexure and duly reported at the AGM, as well as documented in the minutes of the meeting that took the decision.

The Asset Register is to be kept up to date and then confirmed at the end of each Financial Year by the Treasurer.

Members may request the Executive Committee, in writing, for the temporary removal from the Club's location (as described in Clause 3 of the Constitution) of Club Assets for personal use. The Executive Committee will advise the applicant in writing of its decision, and where permission is granted, the conditions under which the loan and removal can be allowed, including but not limited to:

- The period of the loan,
- The fee (if any) for the use of the Club Asset,
- The location where the Club Asset may be kept during the loan period,
- A requirement that the applicant agrees to return the Club Asset at the end of the loan period, and
- A requirement that the applicant agrees to be responsible for any loss or damage to the Club Asset during the loan period;

If the applicant agrees in writing to the conditions imposed by the Executive Committee, then the Treasurer shall note the loan and



the conditions attaching thereto in the Asset Register. The Treasurer will be responsible for notifying the Executive Committee of the safe return (or otherwise) of the Club Asset.

8.4. Remuneration:

No remuneration shall be paid to any Member for services rendered to the Club or any amount paid as a percentage of any amounts received or accrued to the Club.

However reasonable out of pocket expenses may be reimbursed to a Member as approved by the Executive Committee and recorded by the Treasurer.

9. Winding up:

The Club shall be wound-up if a special general meeting convened for that purpose not less than 50% (fifty percent) plus one (1) of the total number of Members of the Club in good standing vote in favour of a resolution that the Club be wound up or, if for any reason the Club is unable to continue to function. If a resolution for the liquidation of the Club has been passed as provided for the following provisions shall apply:

The last appointed Chairperson of the Club or if not available, then available Members of the last appointed Executive Committee of the Club shall forthwith communicate to the Members, a statement signed by the Chairperson or themselves (as the case may be) setting forth the resolution adopted or the reasons for the Club's inability to continue to function as the case may be, and the available Members of the Club's last appointed Executive Committee who were in good standing at the Date of Dissolution shall appoint a Liquidator to carry out the liquidation.

The Liquidator so appointed (who shall not be a Member of the Club) shall be paid such fees as may be agreed upon with the last appointed Executive Committee. Should the parties fail to agree upon the fees to be paid, the Liquidator shall fix the basis on which to be paid provided such fees are reasonable and consistent with the ordinary practice of licensed liquidation firms in South Africa.

The Liquidator so appointed shall call upon the last appointed office bearers of the Club to deliver the Club's books of account showing the Club's assets and liabilities together with the register of Members for the twelve(12) months prior to the date on which the resolution for winding up was passed or the date as from which the Club was unable to continue to function, as the case may be, the Membership Fees paid by each Member as well as each Member's address as the Date of Dissolution. The Liquidator shall also call upon the said office bearers to hand over all unexpended funds of the Club and to deliver the Club's assets and the documents necessary in order to liquidate the assets. The Liquidator will have the discretion to realise only sufficient assets deemed necessary for liquidity purposes only to expunge a particular liability.

The Liquidator shall take the necessary steps to liquidate the debts of the Club from its unexpended funds and any other monies realised from any sale of assets of the Club, if so required, by advertised auction and if the said funds and monies are insufficient to pay all creditors after the liquidator's fees and the expenses of winding up have been met, the



order in which creditors shall be paid shall, subject to the provisions of clause 9.5 be the same as that prescribed in any law for the time being in force relating to the distribution of assets of an insolvent estate and the liquidator's fees and the expenses of winding up shall rank in order of preference as though that person was a liquidator of an insolvent estate and as though the expenses were the cost of sequestration of an insolvent estate.

No proceeds from winding up or liquidation are to directly benefit any Member whatsoever.

After payment of all debts in accordance with clause 9.4 the remaining funds if any, shall be given or transferred by the Liquidator to some other club, society or charities having similar objectives to the Club as may be determined by not less than 50% (fifty percent) plus one (1) of the Members in good standing as at the Date of Dissolution and provided such entity is a tax exempt organisation approved as such by SARS.

Should it not prove possible to transfer to another organisation as contemplated in clause 9.6 then the remaining funds will be distributed in the following order in accordance with the following provisions of the Income Tax Act 1962 as amended:

A public benefit organisation contemplated in paragraph (a)(i) of the definition of a "public benefit organisation" in section 30(1) which has been approved in terms of section 30(3); or

Any institution, board or body which is exempt from tax under the provisions of section 10(1) (cA)(i), which has as its sole or principal object the carrying on of any public benefit activity; or

The government of the Republic in the national, provincial or local sphere, contemplated in section 10(1)(a).

The liability of Members shall for the purpose of this clause be limited to the amount of Membership Fees due by them to the Club in terms of this Constitution as at the date of Date of Dissolution.

10. Constitution:

Interpretation:

In cases of doubt as to the meaning or interpretation of any of the provisions of this Constitution or the contents of the Policies and Procedures annexure, the interpretation of the Chairperson shall be final and binding upon all Members, provided that any ruling given by the Chairperson may be subsequently amended by an AGM or SGM.

Amendments:

This Constitution and Policies and Procedures annexure may be amended, altered, added to, repealed or substituted adopted by resolution passed by a majority of not less than 50% (fifty percent) plus one (1) of the Members in good standing present at an AGM or SGM.



Upon such amendment, alteration, repeal of, or addition to any of the previous wording thereof, or substitution of this Constitution being made as foresaid, or changes to the Policies and Procedures annexure being adopted, the same shall be binding upon all Members of the Club provided that no such amendment, alteration, repeal of or addition to the provisions of this Constitution or the substitution thereof, shall have any force or effect until ratified at an AGM or SGM.

A copy of all amendments to this Constitution will be submitted to SARS.

Policies and Procedures:

The Policies and Procedures annexure appended to this Constitution are hereby incorporated and form part of this Constitution. The contents of the annexure have the purpose to regulate the processes and controls implemented by the Club and may be changed with a simple majority at an AGM or SGM, and shall not be inconsistent with the intentions of this Constitution nor any South African law.



WEST RAND AMATEUR RADIO CLUB CONSTITUTION

POLICIES AND PROCEDURES ANNEXURE

(It should be noted that these Policies and Procedures form an integral part of the Constitution)

POLICIES AND PROCEDURES MEMBERSHIP CLASSES

(Refer clause 5.1.1. of the Constitution)

MEMBERSHIP CLASS	DESCRIPTION
Individual Member	Shall mean a person who does not fall into any class of membership below and excludes any person considered in the Family Member Class below.
Pensioner	Shall mean a person over the age of 60 and excludes any person considered in the Pensioner Family Member Class below.
Scholar, Student	Shall mean a person under the age of 25 and who is enrolled at any government approved school, tertiary institute or college or where the Executive Committee agrees to accept a person as a student who may be enrolled at a school, tertiary institute or college that is NOT government approved.
Family Member	Shall mean any designated immediate family member/s of a person who would ordinarily be considered an Individual Member above. The Family Member Fee shall be one (1) fee payable providing full membership for the Individual Member plus the designated immediate family member/s of the Individual Member.
Pensioner Family Member	Shall mean any designated immediate family member/s of a person who would ordinarily be considered a Pensioner above. The Pensioner Family Member Fee shall be one fee (1) payable providing full membership for the Pensioner and the designated immediate family member/s of the Pensioner.
RAE Student	Shall mean any person who has registered to attend the Radio Amateur Examination Course at the Club and who elects to apply for membership with the Club.
Honorary Life Member	Shall mean a lifetime membership which has been bestowed upon any person by the Executive Committee for: <ul style="list-style-type: none">• having rendered outstanding service to the Club and has been a Member for at least 10 years; or• is 80 years and older and has been a Member for at least 15 years. Honorary Life Members shall have full membership voting rights and shall be exempt from paying Membership Fees.



POLICIES AND PROCEDURES - CODE OF CONDUCT AND DISPUTE RESOLUTION

(Refer clause 5.5. of the Constitution)

We live in a country that is multicultural and very diverse in nature. Normally any negative behaviour that would occur would only originate with one or two disenchanted individuals. But as most of us know from the old wise saying, "It only takes one bad apple to spoil the whole bushel" and the same could be true for any organisation or club of people trying to work together.

The WRARC is an organisation of individuals that strongly and most firmly embraces a warm, friendly and family orientated atmosphere by which its Members can peacefully engage themselves in an enjoyable manner through the various club activities that are for the betterment of their community, their fellow Members and for themselves.

The WRARC believes that if any individual Member's conduct or behaviour is contrary to the promotion of this atmosphere- it will absolutely not be tolerated in any of its forms and will be dealt with immediately by the Tribunal elected to deal with dispute resolution and may result in removal of the offender's Membership.

Member Conduct

Normally Member conduct is governed by the WRARC's Constitution and the contents of this Policies and Procedures annexure but the Code of Conduct acts to clarify specific behaviours that will not be tolerated and the consequences upon Members who choose to violate the Code.

Members have a right to:

1. Be treated fairly, equally and with respect by the WRARC's Executive Committee and all other Members.
2. Socialise in an environment free from all forms of harassment and discrimination.
3. Privacy and confidentiality concerning records, documentation and any other communication containing a Member's personal information, unless consent is otherwise provided by the Member concerned.
4. Be informed and actively involved in all club events and offerings.
5. Voice their opinions, requirements and suggestions to the Executive Committee.

Members must:

1. Treat other Members, guests, and other patrons fairly, equally and with respect and courtesy. No Member shall communicate with foul, profane, threatening words or other related language via any communications media.



2. Behave responsibly and ensure they conduct themselves in a manner which will not injure the reputation of the WRARC, its events, organisers, participants or sponsors.
3. Not physically or verbally harass others. No Member shall threaten or cause harm to another person either verbally or physically.
4. Report any inappropriate behaviour of a Member to the Executive Committee for action and follow up.
5. Abide by and uphold the Constitution, the contents of the Policies and Procedures annexure and this Code of Conduct.
6. Not misappropriate club physical or intellectual assets in any manner.
7. Not harass anyone or persist in obnoxious activity. Examples of harassment include verbal threats or demands, intimidation, stalking, and unwanted photography or recording.
8. Be aware of the possibility that Membership may be forfeited due to repeated disregard of the Objectives stated in the Club's Constitution.

Breaches of this Code of Conduct:

1. Any Member not behaving in accordance with the terms of the Code of Conduct at an event of the WRARC may be asked to leave the function and will not be entitled to a refund of any monies that might be paid.
2. The inappropriate behaviour of any Member will be investigated, discussed and an appropriate course of action will be taken by the Tribunal elected according to the Constitution, which may include a reprimand, suspension or termination of membership.
3. In appropriate circumstances, the Tribunal may refer a matter that can be considered a criminal offence to the South African Police Service (SAPS) for investigation.

Possible Sanctions:

Sanctions may constitute;

1. Verbal warning,
2. Notification in writing of violation of the principles contained in this Policies and Procedures annexure or behaviour ethics.
3. Suspension reprimand or termination of Membership.



THE AMATEUR'S CODE

(This original Amateur's Code was written by Paul M. Segal, W9EEA, in 1928.)

The Radio Amateur is

CONSIDERATE...never knowingly operates in such a way as to lessen the pleasure of others.

LOYAL...offers loyalty, encouragement and support to other amateurs, local clubs, and the SARL, through which Amateur Radio is represented nationally and internationally.

PROGRESSIVE...with knowledge abreast of science, a well-built and efficient station and operation above reproach.

FRIENDLY...slow and patient operating when requested; friendly advice and counsel to the beginner; kindly assistance, cooperation and consideration for the interests of others. These are the hallmarks of the amateur spirit.

BALANCED...radio is an avocation, never interfering with duties owed to family, job, school or community.

PATRIOTIC...station and skill always ready for service to country and community.



(Refer clause 7.4. of the Constitution)

POLICIES AND PROCEDURES - RULES AND PROCEDURES FOR THE TRIBUNAL

- All the members of the tribunal must be present in all sittings of the Tribunal when dealing with an issue or case.
- The Tribunal must try and resolve an issue and come to a finding as soon as possible (maximum 2 weeks).
- The Tribunal must adhere to the general principals of common and administrative law. This will include for example the *audi alteram partem* principle.

DISPUTE RESOLUTION

Mediation

When receiving a complaint the Tribunal must meet and decide if it is something that can be resolved with facilitation between the Members involved (a grievance) and if so, they must call the Members involved to a meeting between the parties and help them to get to an acceptable resolution.

Disciplinary action

1. If however the Tribunal decides that it is a transgression of the Code of Conduct (that requires disciplinary action), the Tribunal shall inform the Members in writing about the charge(s) which shall contain sufficient detail for the Member to clearly understand the specific charges that will be dealt with in the disciplinary action.
2. The Tribunal will give the Member the time, date and place where a hearing will take place and give the Member at least 4 days to prepare for the hearing.
3. No professional legal representation will be allowed.
4. The Member shall have the following rights:
 - A fair trial (procedurally and substantively),
 - To have another Member assist the Member who is the subject of the Tribunal proceedings by representing that Member in those proceedings,
 - The ability to challenge the evidence presented,
 - The ability to cross examine witnesses,
 - To be provided with an interpreter if needed,
 - The ability to appeal the verdict to a SGM or an AGM,
 - To receive the Tribunal's decision timeously.
5. If the offence is of such a nature that the Membership may be terminated, the Tribunal may use an outside party to be the chairman and presiding officer.



6. The decision of the Tribunal is final and the decision will be communicated to the Member involved as well as the Executive Committee, who may decide to make it known to all Club Members.

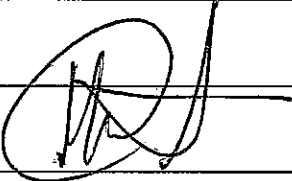
7. Should the Member wish to appeal the decision of the Tribunal, notice to do so must be in writing, including the grounds for the appeal and must be delivered to the Secretary within 14 days of the decision being made known.


8. Any appeal against the decision of the Tribunal may only be taken to an AGM or a SGM so that the meeting can decide if the appeal will be successful or not and such decision will be final. No further avenues exist within the Club structures for any further consideration.




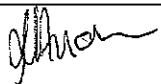
Acceptance of changes to the previous Constitution and the implementation of this Constitution.

Signed at Weltevreden Park, Roodepoort, on 23 July 2022

Chairperson	
Name	Phillip van Toner
Call sign	ZS6PVT
Signature	

Secretary	
Name	Johannes Kotzé
Call sign	ZS6JJK
Signature	

Treasurer	
Name	Danie Schnetler
Call sign	ZS6DPS
Signature	

Member 1	
Name	Karin Andrew
Call sign	ZS6MMA
Signature	

Member 2	
Name	Anthony Rouquette
Call sign	ZS6ANT
Signature	