

## **THE CONSTITUTION OF THE SOUTH AFRICAN POWER FLYING ASSOCIATION**

1. There shall be constituted an association of persons known as “The South African Power Flying Association” (S.A.P.F.A.).
2. **STATUS**: S.A.P.F.A. shall be a universitas, having a legal personality separate from its members with power to hold property whether movable or immovable in its own name. The liability of its members being limited to amounts outstanding on subscriptions from time to time.
3. **PURPOSE**: The principal objects and purpose of S.A.P.F.A. are:
  - a) To encourage, develop and promote powered flying in all its forms throughout the Republic of South West Africa;
  - b) To liaise and co-operate with Government, Provincial and Municipal Departments and other bodies in the furtherance of the above objects;
  - c) To act for the Federation Aeronautic International on all matters affecting powered flying in the Republic of South West Africa;
  - d) To co-ordinate and control all forms of aviation sport, as well as to popularize, co-ordinate, develop and administer powered flying and to encourage the participation in all activities of powered flying of all South African residents, irrespective of sex, race or religious denomination.
  - e) To diligently strive for the safe practice of sport aviation in South Africa;
  - f) To encourage participation in powered flying sport aviation on an international level;
  - g) To assist in establishing power flying Clubs and Associations in the Republic of South Africa and South West Africa however and wherever may be thought fit;
  - h) To hold or to arrange for aviation meetings, competitions and other meetings of a like nature whether for the benefit of S.A.P.F.A., or the Aero Club of South Africa, or charities, or other objects and to offer and to grant or contribute towards the provision of prizes, awards and distinctions;
  - i) To promote air-mindedness and safety in the air amongst the members of S.A.P.F.A. and others, and and to hold lectures, demonstrations and exhibitions;
  - j) To adopt such means of making known the objects of S.A.P.F.A. in whatever manner may seem fit and expedient;
  - k) To co-operate, associate, affiliate or amalgamate with any other similar bodies in fulfilling the object of S.A.P.F.A. and as may be considered advisable from time to time;
  - l) To control the award of international, national, provincial and regional colours and awards;
  - m) To give members the advantage of collective representation and control in all matters of moment and importance in the furtherance of the objects of S.A.P.F.A..
4. **MEMBERSHIP**: S.A.P.F.A. will have the following types of members, namely:
  - i) Affiliated, being individual members of Clubs, which said Clubs are affiliated to S.A.P.F.A.
  - ii) Individual members, being individual persons belonging directly to S.A.P.F.A., and not being members of affiliated Club.

- iii) Corporate members, being corporate bodies who wish to identify with the aims and objects of S.A.P.F.A., which corporate member/body will only exercise one vote at any meeting.
- iv) Honorary members, being individuals on whom this honor is bestowed by S.A.P.F.A..
- v) Such other classes of members as S.A.P.F.A. may from time to time in general meeting determine.

5. **MEMBERSHIP-ELEGIBILITY AND –REQUIREMENTS:**

A member will comply and abide by the following, namely:

- i) On entry to S.A.P.F.A. pay the prescribed entry fee and thereafter annually pay the required annual membership fee as laid down by S.A.P.F.A.
- ii) Agree to uphold and foster the objectives of S.A.P.F.A. and abide by the conditions of this Constitution;
- iii) Adhere to the discipline recognized by F.A.I. in the practice of powered flying;
- iv) A member, whether he be an affiliated member, or an ordinary member, will enjoy the full rights due to him as if he were an individual member, which will include, amongst others, the right to exercise his personal vote;
- v) Affiliated members will enjoy the privilege of paying a membership fee to S.A.P.F.A. That shall be at least 15% less than the membership fee paid by an individual member to S.A.P.F.A. whatever the said prevailing membership fee may be from time to time.

6. **APPLICATION AND ADMISSION:**

All applications for membership, whether they be for affiliated or individual membership or any other class of member, must be in writing.

- i) In the case of an affiliated member, the application shall be submitted by the Secretary of the Club to which the said member belongs and addressed to the Secretary of S.A.P.F.A.
- ii) In the case of an individual member, such application must be signed by the applicant, as well as two other members, both of whom must be individual or affiliated members of S.A.P.F.A. in good standing.

The form of application shall be determined and prescribed and changed where necessary from time to time by the S.A.P.F.A. executive committee.

7. **TERMINATION:**

Membership shall terminate as follows:

- i) In the case of affiliated membership, if the said Club resigns from S.A.P.F.A. ;
- ii) In the case of individual membership where an individual resigns from S.A.P.F.A., such resignation shall be given in writing to the Secretary of S.A.P.F.A.

- iii) Membership, whether affiliated or individual shall automatically terminate when any member whose annual subscription fee remains unpaid for a period exceeding three calendar months after the end of the financial year of S.A.P.F.A.. Membership that has so terminated may be reinstated at the sole discretion of the executive committee of S.A.P.F.A., upon such terms as it may deem fit;
- iv) Membership is terminated if a member is expelled as provided for in this Constitution;
- v) Membership may be otherwise terminated as this Constitution provides.

8. **DISCIPLINARY-ACTION-AGAINST MEMBERS:**

The executive committee of S.A.P.F.A. shall have the power to enquire into any allegation against a member of misconduct or any act of omission which in the opinion of the said committee is prejudicial to the interests of S.A.P.F.A., or to any of the objects for which S.A.P.F.A. exists and for the purpose of so enquiring the said committee may call before it any member against whom such allegation is made. In the case of a Club it shall be represented by the Chairman, or his Deputy, or nominee of the committee of such Club, and if upon so enquiring the committee shall find such allegation of misconduct to have been established, then it may caution such member or club from S.A.P.F.A., or require from him or them to resign from S.A.P.F.A. . A member expelled shall forfeit all right in any claim upon S.A.P.F.A. which it may have, and shall not be entitled to reclaim any unexpired portion of any subscription fee paid.

If any member shall be convicted of an offence, which in the opinion of the said committee makes it undesirable for such member to continue its membership, then such member may be declared by the said committee to have ceased to be a member of S.A.P.F.A. and in that event shall forfeit all rights in, and claims upon S.A.P.F.A., save that upon application being made by such member to the said committee stating the cause of such conviction, such member may be re-admitted and restored to his or its former right by the said committee in its absolute discretion.

9. **SUBSCRIPTIONS:**

The committee of S.A.P.F.A. shall from time to time fix the membership subscriptions to be paid by affiliated and individual members. Annual subscriptions will be paid by members on or before the 31<sup>st</sup> day of March each year.

Honorary members will pay no membership fees.

10. **POWERS-AND FUNCTIONS OF THE COMMITTEE:**

The affairs of S.A.P.F.A. shall be administered by a committee who shall have all such plenary powers as may be required, including, but not limited to the following:

- a) Power to open and operate a banking and other deposit account with recognised financial institutions. All cheques and installments of withdrawals to be signed by two members of the committee;
- b) The power to levy and sell movable and immovable property and to hypothecate and mortgage the same as may be necessary as security for any amounts owing by it;
- c) Power to borrow or lend moneys with or without security;
- d) To enter into contracts on behalf of S.A.P.F.A.;

- e) The committee will advise the Aero club of South Africa, which is the National governing and co-ordinating body for the South African S.A.P.F.A. is a member, of the names of members of the executive committee who will attend the Board of the Aero Club of South-Africa. One representative will automatically be entitled to attend, together with a second member for each one thousand members of S.A.P.F.A., or part thereof over one thousand. The Chairman of S.A.P.F.A. will represent S.A.P.F.A. on the said board, together with such further committee members as may be permitted to attend, which representatives shall attend no less than 50% of the board meetings held in any one year.

#### **11. ELECTION OF COMMITTEE MEMBERS:**

- a) S.A.P.F.A. shall elect a committee annually. The said committee shall hold office from its formal election at the Annual General Meeting until the commencement of the following Annual General Meeting. Members of the said committee must be ordinary members in good standing at all times, but this excludes honorary members.

The committee shall consist of not less than five (5) and not more than fifteen (15) members. Regardless of the number of nominations, including retiring members of a committee received, the ballot forms shall state that a maximum of ten (10) members shall be elected. The said ten members shall include the Chairman, regardless of whether or not he is to serve the second year of his term of office, or whether he is automatically to retire as Chairman. The ballot forms shall state whether or not the Chairman remains on for a second year of office, or whether he retires, but in either event the number of vacant positions in the committee shall be nine (9) and the ballot form shall state this.

Notwithstanding the above paragraphs, a co-opted member at the expiration of his year in office as a committee member will not enjoy the benefit of not having to be renominated onto the committee and must ensure that he is properly nominated should he seek re-election. The committee is compelled to ensure that there is at least one (1) representative on the committee from each Province, which representative must be resident in the said Province to ensure proper representation from each Province.

The Provinces and areas so defined are as follows:-

Northern Transvaal;  
Southern Transvaal;  
Natal;  
Eastern Cape;  
Western Cape;  
Orange Free State;

The committee may not consist of more than four (4) persons who are resident in one Province.

- b) Notwithstanding the above, upon the adoption of this Constitution, the Committee and Office Bearers of the Power Flying Association of the Aero Club of South Africa, or at the date thereof, shall ipso facto become the Committee and Office Bearers of S.A.P.F.A.
- c) Nomination for the said Committee shall be received and signed by a Proposer and a Seconder in good and signed by a Proposer and a Seconder in good standing, by the Secretary of S.A.P.F.A. not less than sixty (60) days before the Annual General Meeting of S.A.P.F.A. Every retiring member of S.A.P.F.A. Committee shall automatically be deemed to have been validly nominated for re-election unless he advises the Secretary in writing more than sixty (60) days before the Annual General Meeting that he is not available for re-election;

- d) The secretary of the said Committee shall by not later than forty-five (45) days before the Annual General Meeting post to each member personally, whether he be an affiliated member, or an individual member a list of the persons so nominated, and together with such list post a ballot paper to each said member enabling the members to vote for vacant positions and to return to the said Secretary by not later than fifteen (15) days before the Annual General Meeting;
- e) The ballot forms so submitted shall be in such a form as to ensure total secrecy. Any ballot forms which are not in the hands of the Secretary within the said fifteen (15) day period referred to above, will not be considered, regardless of the date of postage, and the committee shall not have the power to waive the said fifteen (15) day period;
- f) Only members in good standing may Vote in any election for the committee;
- g) The members of the committee shall elect one of their members as Chairman and he shall remain in office for two (2) years. A Vice-Chairman shall also be elected to hold office for two (2) years and will automatically become Chairman for two (2) years upon the termination of the office of the incumbent. Having served two (2) years as Chairman an individual ex officio becomes a member of the committee for a further period of one year as an ordinary member, to ensure continuity, and thereafter he is to be nominated and elected in the normal course. Such person may only make himself available for re-election as a Vice-Chairman and/or Chairman once he has vacated the Chairman seat after a period of two (2) years has elapsed from his previously relinquished office.
- h) No person may be nominated for election to the Committee, unless he has been a member of S.A.P.F.A. for at least one (1) year preceding the said election to the committee. Similarly no committee member may make himself available for election or be elected as Chairman or Vice-Chairman of the committee unless he has served for at least one (1) year prior thereto as an ordinary committee member;
- i) Every committee member shall attend at least two (2) meetings of the committee in each year. Should a committee member fail to attend two (2) of the said meetings without ensuring that a properly briefed substitute is present to report fully, firstly, on the reason for the member's absence and secondly, to submit the absent member's normal report, then that committee member is automatically dismissed from the committee and barred from making himself available for re-election to the committee for a period of two (2) years thereafter.
- j) The financial year of S.A.P.F.A. shall run from the 1<sup>st</sup> April in any year, until the 31<sup>st</sup> March in the following year.
- k) A quorum at a committee meeting shall comprise 50% of the committee members;
- l) Voting at a committee meeting shall either be by a show of hands, or should any committee member so desire he or she may insist on the said voting being by secret ballot. In the case of an equality of votes at either the committee meeting, the Chairman shall have a casting vote in addition to the vote to which he may be entitled as a member;
- m) Where necessary the outgoing Chairman shall call a meeting of the Committee as soon as is practical, but not later than fifteen (15) days after the Annual General Meeting of S.A.P.F.A. for the purpose of electing office bearers, should this be necessary, or for such other purpose as the Chairman deems fit;
- n) There shall be a least four (4) meetings of the committee in each year. The time, as well as place, of the committee meetings, shall be determined by the Chairman;

- o) The registered office of S.A.P.F.A. shall be situated in Johannesburg in the Province off the Transvaal, or at such other place as the committee may from time to time decide;
- p) Proper minutes shall be kept of all proceedings of committee meetings, recording all proposals, decisions and recommendations and other matters dealt with by it.

## 12. OFFICE BEARRERS:

The following office bearers shall be elected annually by the committee, namely:

Chairman, Vice-Chairman, Secretary and Treasurer.

The Committee shall from time to time elect from it's members a sub-committee to be known as a Selection Committee, the function of which shall be to make necessary recommendations to the Committee with regards to the selection of National Teams and Team Officials.

## 13. DUTIES OF THE TREASURER

At the commencement of each financial year, the treasurer shall be responsible for forwarding, to all Clubs and individual members, accounts of subscriptions due and shall ensure that all outstanding accounts due to S.A.P.F.A. are promptly paid. The Treasurer is to ensure proper control and accountability in respect of all financial transactions of whatsoever nature, bearing in mind that all funds being dealt with are the funds of S.A.P.F.A. and that transactions concerning same are subject to audit by the Statutory Auditor of S.A.P.F.A. The Treasurer shall in addition, on the recommendation of the Committee be entitled to nominate and delegate powers to any other members to control and supervise funds to be derived from the holding of any sporting, or other events. Proper books of accounts shall be kept of sums of moneys received and expenses by S.A.F.A. and all transactions entered into, and at least once every year such accounts shall be examined and the correctness thereof and of the balance sheets for that financial year end shall be verified by a properly qualified Auditor, who may be a member of S.A.P.F.A.

14. The Committee of S.A.P.F.A. is the sole authority for the interpretation of this Constitution and the decision of the said committee upon any question of interpretation or upon any matter affecting S.A.P.F.A. and not provided for or by this Constitution shall be final and binding upon all members. The members and executive committee, together with Secretary and office bearers or officials for the time being of S.A.P.F.A. shall be indemnified and secured harmless out of the assets and profits S.A.P.F.A. for and against all actions, costs, damages, losses and expenses, which they or any of these may incur or sustain by reason of any act.

## 15. DISSOLUTION:

Every member of S.A.P.F.A. undertakes to contribute pro rata, jointly but not severally, in the event of the same being wound up during the time he or she is a member or within one year afterwards towards the payment of the debts and liabilities of S.A.P.F.A. Contracted before the time at which he ceased to be a member, and of the costs, charges and expenses pf winding up the same and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required but limited to the unpaid portion of his annual subscription, from time to time.

If upon the winding up or dissolution of S.A.P.F.A. there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed amongst the members of S.A.P.F.A. , but shall be given or transferred to some other institution or institutions having objects similar to the objects of S.A.P.F.A.

16. S.A.P.F.A. will be non political and non racial and no member or employee of S.A.P.F.A. may use his/her affiliation to further any political or racial objectives whatsoever.
17. The Chairman of S.A.P.F.A. for the time being, or failing him should he be unable or unwilling to attend, then a committee member nominated by the Chairman will attend the C.I.A.S. conference of the F.A.I. each year and report fully on his return to the executive committee.
18. 18 to 20 Deleted
21. The S.A.P.F.A. committee shall ensure that all stationary, membership cards, documentation, publicity and communication material conforms to the format approved by the Board of the Aero Club of South Africa. In addition the Committee shall provide the Aero Club of South Africa with a list of all its members annually along with their addresses.
22. The Committee of SAPFA will ensure that on or before he 1<sup>st</sup> November of each year that it will hold an Annual General Meeting at which no less than five (5) and no more then fifteen (15) members will be elected and will submit annually to the Board a written report by its Chairman with the intention that this report be included in the Annual Report of the Aero Club of South Africa. In addition, the committee will submit by not later than ninety (90) days from the last day of its financial year, a set of audited Financial Statements which cover all the financial matters relating to SAPFA and furthermore it will collect and submit to the Aero Club of South Africa the SAPFA membership fees and will ensure that all such fees are fully paid by the 15<sup>th</sup> October in each year.
23. The Committee will ensure that all fees due to SAPFA are collected and that the potion due to the Aero Club of South Africa are paid to the Aero Club at the end of the quarter during which they are collected. An individual who is a member of more than one Member Association will only pay the associated individual membership fee once.
24. All ordinary members, who in the case of SAPFA are defined as all committee members of SAPFA, will be entitled to attend and vote at the Annual General Meeting or at a Special General Meeting of the Aero Club of South Africa and each attendee will be entitled to one (1) vote with the Chairman of The Aero Club of South Africa having the casting vote in the event of a voting tie.
25. Only ten (10) committee members from the SAPFA committee will be permitted to vote at the said meetings,
26. Notwithstanding the date upon which this constitution is adopted it will become of full force and effect at midnight on the 29<sup>th</sup> day of February 1988.

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Chairman

\_\_\_\_\_  
Secretary