

CONSTITUTION
OF
ROYAL CAPE YACHT CLUB
(Incorporating TABLE BAY YACHT CLUB)

INSTITUTED 1905

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CONSTITUTION OF THE ROYAL CAPE YACHT CLUB

1. NAME

The name of the Club shall be ROYAL CAPE YACHT CLUB. (With which is incorporated the TABLE BAY YACHT CLUB). The shortened form of the Club's name shall be "ROYAL CAPE YACHT CLUB".

2. OBJECT

The object of the Club shall be:

- 2.1 The promotion of yachting on Table Bay and adjacent waters.
- 2.2 The provision of facilities for members within the Table Bay harbour area.
- 2.3 The promotion of good seamanship amongst members.
- 2.4 The performance of all such other activities as is incidental to or conducive to the attainment of the above objects or any of them.

3. MEMBERSHIP

3.1 The membership of the Club shall consist of –

- 3.1.1 Ordinary Members.
- 3.1.2 Intermediate Members.
- 3.1.3 Life Members.
- 3.1.4 Family Members.
- 3.1.5 Junior Members.
- 3.1.6 Cadet Members.
- 3.1.7 Absentee Members.
- 3.1.8 Associate Members.
- 3.1.9 Honorary Life Members.
- 3.1.10 Honorary Members.
- 3.1.11 Temporary Members.
- 3.1.12 Reciprocity Members.
- 3.1.13 Corporate Members.

3.2 Ordinary Members shall consist of all members who usually reside or work within a radius of 80 kilometers of the club house, who do not fall within one of the other categories of membership.

3.3 Intermediate Membership is to bridge the difference between a young Member not qualifying as a Student, but being under the age of 33.

3.4 Life Members shall consist of those members who on 26 June 1981, were entered in the Register of Members as Life members. They shall have all the rights and obligations of Ordinary Members save that they shall be exempted from all further liabilities for subscriptions. Any reference to "Ordinary Members" in this Constitution or any bye-laws made thereunder shall be deemed to include a reference to Life Members save in so far as it relates to an obligation to pay subscriptions. When the Club no longer has any Life members then this Constitution shall in ipso facto be amended by the deletion of all reference to Life members.

3.5 Family Members shall consist of those members who are the spouses or school-going children of Ordinary Members; provided that:

- 3.5.1 a spouse may elect to be an Ordinary Member;
- 3.5.2 a child may elect to be a Cadet Member if he or she qualifies, or a Junior

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- Member;
- 3.5.3 a spouse, who is a Family Member at the time of the death of his or her spouse, shall be entitled to continue being a Family Member.
- 3.6 For the purpose of this clause, a spouse includes a person who is a partner of an Ordinary Member in a marriage or union recognized in terms of the Laws of the Republic of South Africa; or in a union recognized as a marriage in accordance with the tenets of any religion; or in a same sex - or heterosexual union which the Committee is satisfied is intended to be permanent
- 3.7 Junior Members shall consist of members who are under the age of 21 years or who, being over the age of 21 years, are serving articles or an apprenticeship, or who are enrolled as students in full time study at a University, Technikon or other institution of tertiary education, provided that a member above the age of 21 years may elect to be an Ordinary Member or an Intermediate Member. Junior membership is to be applied for on an annual basis and the Membership Committee to use their discretion in granting this membership.
- 3.8 Cadet Members shall consist of members who are under the age of 18 years, provided that such members may, if they qualify, elect to be Family Members or Junior Members.
- 3.9 Absentee Members shall consist of members who ordinarily reside outside a radius of 80 kilometers from the Club premises or who during a particular year will be away from their normal residence for more than eleven months of that year and who give notice of such fact to the Club, provided that such members may, if they qualify, elect to be Ordinary Members.
- 3.10 Associate Members shall consist of members who have been Ordinary Members for not less than 20 years, do not habitually use the Club and who apply for such membership.
- 3.11 Honorary Life Members shall consist of persons who have rendered distinguished service to yachting or the Club and who, on the recommendation of the Committee, have been elected as such by the Club in a General Meeting.
- 3.12 Honorary Members shall consist of persons who have been granted such membership by the Committee for no more than a year at a time for good cause.
- 3.13 Temporary Members shall consist of persons –
- 3.13.1 Visiting Cape Town by yacht and wishing to use the Club's facilities during the course of their visit.
- 3.13.2 Participating in a regatta or function organised or hosted by the Club.
- 3.13.3 Wishing to join the Club but are unable to do so because they have not known members for sufficient length of time who can propose or second them:
- 3.13.4 To whom the Committee in its discretion has granted such membership for a limited period of time not exceeding: -
- 3.13.4.1 One (1) month in the case of persons mentioned in 3.13.1 which period may be extended from time to time.
- 3.13.5 The period of the regatta or function in the case of persons mentioned in 3.13.2

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3.13.6 Six (6) months in the case of the persons mentioned in 3.13.3.

3.14 Reciprocity Members shall consist of members of other yacht clubs with whom the Club has Reciprocity.

3.15 Corporate Members shall consist of persons who are bona fide employees and management of a business enterprise who, through its authorised officer, may nominate such persons for one year at a time and who may substitute any such member for another provided such alternate nominee applying for membership as provided for in terms of clause 4 below.

A business may apply for a minimum of three corporate members and a maximum of ten, unless the Committee sanctions such higher number.

3.16 Notwithstanding anything to the contrary herein contained, no person residing within 15 kilometers of the Club premises shall be eligible as an Honorary or Temporary or Reciprocity Member of the Club except where:

3.16.1 Such person holds a public office or is a bona fide candidate for membership or has conferred some special benefit upon the Club:

Or

3.16.2 By resolution of the Committee such person is allowed the privileges of membership while engaged in any competition.

4. ELECTION TO MEMBERSHIP

4.1 A person wishing to join the Club shall be proposed by an Ordinary or Honorary Life Member and seconded by another, both of whom shall have been members for not less than six (6) months and shall apply in such manner and furnish information as the Committee may from time to time determine, provided that this provision shall not apply to a person wishing to join as a Temporary or a Corporate Member who shall do so in such manner as the Committee may from time to time determine.

4.2 All proposals for membership together with a photograph of the nominee shall be posted on the Club notice board for a period of not less than fourteen (14) days prior to being considered by the Committee. Any member having any information which he considers relevant to such proposal shall be entitled to bring such information to the attention of the Committee within such fourteen (14) day period. The provisions of this clause shall not apply to Temporary Members.

4.3 The election of members shall be vested in the Committee, who shall vote by a show of hands. The Committee shall not be obliged to furnish reasons for any decision. A rejected candidate may not be re-proposed for at least twelve (12) months after his rejection.

4.4 Any person elected as a member of the Club shall be bound by the Constitution, rules and bye-laws of the Club in force from time to time.

4.5 A member, other than an Honorary Member or a Temporary Member, wishing to transfer from one class of membership to another, may do so on application to the Committee without the need of again complying with paragraphs 4.1 and 4.2.

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- 4.6 No member shall have any right, title or interest in or to the property or funds of the Club.
- 4.7 Only Ordinary and Honorary Life Members shall be entitled to a mooring in water space controlled by the Club.
- 4.8 A member shall cease to be a member:
 - 4.8.1 Upon his death or resignation;
 - 4.8.2 If his estate is sequestrated or he is convicted in a court of law of some grave offence, provided that in either case the Committee may reinstate him subject to such conditions as it deems fit if he applies for such reinstatement;
 - 4.8.3 If his membership is terminated in terms of any other provision of this Constitution.

5. GENERAL MEETINGS

- 5.1 The Annual General Meeting of the Club shall be held during June of every year on such date as the Committee may determine for the purpose of:
 - 5.1.1 Presentation of the Annual Report of the outgoing Committee;
 - 5.1.2 Presentation of the Financial Statements for the preceding financial year ended 31 March;
 - 5.1.3 Confirmation of the entrance fees, subscriptions and mooring fees for the current financial year in accordance with the provisions of clause 8;
 - 5.1.4 Election of a President, two Trustees and Honorary Life Members, if any;
 - 5.1.5 Election of the Committee for the ensuing year;
 - 5.1.6 General business.
- 5.2 Special General Meetings of the Club may be held at any time determined by the Committee, provided that the Committee shall convene a Special General Meeting if requisitioned thereto in writing by not less than fifty (50) Ordinary members stating the purpose of the meeting.
- 5.3 A Special General Meeting shall have the power to raise, discuss and decide only such specific matters as have been set out for consideration in the notice of the meeting.
- 5.4 General meetings shall be convened by the Committee, who shall give notice thereof on the Club notice board and in writing to all members; such notices shall be displayed and posted, as the case may be, not less than 14 (fourteen) days prior to the holding of the meetings and shall set out the agenda. Notice may be given to the member by electronic mail, in which event it shall not be necessary to post a notice to such member.
- 5.5 A quorum shall consist of not less than such number as constitutes five percent (5%) of the Ordinary Members of the Club present in person. No business shall be transacted at any General Meeting unless a quorum is present, provided that if a quorum is not present at an Annual General Meeting within 15 minutes of the time stipulated for the meeting, the meeting shall stand adjourned to the same time the following week and the Ordinary Members then present shall form a quorum.

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- 5.6 The Senior Flag Officer present, or failing him, a member selected by those present, shall preside as Chairman at every General Meeting, provided that the President, or failing him, a Member appointed by those present, shall preside at the Annual General Meeting during the election of the Commodore.
- 5.7 The Chairman may, with the consent of any meeting at which a quorum is present and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting, other than the business left unfinished at the meeting at which the adjournment took place. In the event of a meeting being postponed, notice of the postponed date for the meeting shall forthwith be placed on the Club notice board.
- 5.8 At any General Meeting, a resolution put to the vote of the meeting shall be decided by Ordinary and Honorary Life Members on a show of hands, save that the election of Committee Members at Annual General Meetings shall be by ballot. A declaration by the Chairman that a resolution has, on a show of hands been carried, or carried unanimously, or by a particular majority, or negative, and an entry to that effect in the book containing the minutes of the proceedings of the meeting shall be conclusive evidence of the fact, without proof, of the number or proportion of the votes recorded in favour of or against such resolution. In the case of an equality of votes, the Chairman of the meeting shall be entitled to a second or casting vote.
- 5.9 Every Ordinary and Honorary Life Member present at any general meeting shall have one vote, provided that all members who on 20 June 1991 were entered in the Register of Members as Associate Members shall continue to enjoy the right to vote at any General Meeting for so long as they remain members of the Club. When the Club no longer has any members who on 20 June 1991 were entered as Associate Members this Constitution shall ipso facto be amended by the deletion of the provision to the preceding sentence and by the deletion of this sentence.
- 5.10 Other classes of members may attend and with the consent of the Chairman address the meeting, but shall not have any vote.
- 5.11 A member who is eligible to attend and vote at an Annual General Meeting but who will not be able to attend the Annual General Meeting shall be entitled to cast a special vote in regard to the election of committee members in accordance with the following provisions:
- 5.11.1 The member shall apply in writing to the Club for a printed voting paper.
- 5.11.2 The Club shall furnish the member with a voting paper and an identification envelope bearing the words "Voting Paper" printed thereon and the following declaration:
- I, being a member of Royal Cape Yacht Club in good standing and eligible to attend and vote at an Annual General Meeting do hereby declare that the enclosed voting paper has been marked by me personally: (followed by a place for signature and date).*
- 5.11.3 The voting paper shall bear the names of the candidates for each office being voted for in alphabetical order.
- 5.11.4 The member shall mark upon the voting paper a cross against the

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name of the candidate/s for whom he intends to vote and shall thereupon place the voting paper in the identification envelope, seal it and sign the declaration appearing thereon and post or deliver it to the Club in an envelope marked "Voting Paper" so as to reach the Club at least by 16h00 of the Friday preceding the date of the Annual General Meeting, failing which the vote shall be invalid.

5.11.5 The sealed vote shall be opened and counted at the time of counting the votes cast at the Annual General Meeting at which the relevant election takes place, by the adjudicators who are appointed at the meeting for the counting of the votes.

6. COMMITTEE

6.1 The affairs of the club shall be managed by a Committee which shall consist of:

6.1.1 The Flag Officers, being the Commodore, Vice-Commodore and four Rear-Commodores, one of whom shall be designated as Rear-Commodore, Sailing; another as Rear-Commodore, Inside House; another as Rear-Commodore, Outside House and a fourth as Rear-Commodore, Sailing Academy.

6.1.2 A Treasurer

6.1.3 Six (6) additional members.

6.2 The Committee shall be elected annually at the Annual General Meeting provided that:

6.2.1 Only Ordinary Members, who have been members of the Club for at least one year, shall be members of the Committee.

6.2.2 A Flag Officer shall have been a member of the committee for, at least, one year.

6.2.3 The Commodore and Vice-Commodore shall be owners of yachts recorded on the Club register.

6.3 The immediate past Commodore shall ex officio be a member of the Committee for the year following his vacating of the office.

6.4 The Committee shall meet once a month or more often if necessary and shall keep proper minutes of its proceedings.

6.5 A quorum of the Committee shall consist of five (5) members, at least one of whom shall be a Flag Officer.

6.6 The Senior Flag Officer present shall act as Chairman at Committee meetings.

6.7 The Chairman shall have a casting vote.

6.8 A Committee Member shall cease to hold office if:

6.8.1 He ceases to be a member of the Club.

6.8.2 He resigns from office.

6.8.3 He becomes insolvent or assigns his Estate for the benefit of his creditors.

6.8.4 He is convicted in a court of law of any grave offence.

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- 6.8.5 He absents himself from three consecutive meetings without first having obtained leave of absence, unless he shall furnish a reasonable excuse.
- 6.8.6 The Committee by the decision of three-quarters of its members resolves that his membership of the Committee should for good reason terminate, such as a dereliction of his duties as a Committee member provided that the Committee member shall have the right to appeal to a Special General Meeting of members convened for such purpose against such decision.
- 6.9 Not later than 15 April each year the Committee shall cause a notice calling for nominations for the Committee to be posted on the Club notice board and to all Ordinary members. Notice may be given to the member by electronic mail, in which event it shall not be necessary to post a notice to such member.
- 6.10 Nominations for the Committee shall be in writing, shall be signed by the Nominator, Secunder and the Nominee, and shall be lodged with the Manager of the Club by not later than 15 May prior to the Annual General Meeting at which the election is to take place. All nominations shall be displayed on the Club notice board for not less than fourteen days prior to the said Annual General Meeting. Only Ordinary Members and Honorary Life Members shall be eligible to nominate or second Committee Members.
- 6.11 Any vacancy occurring on the Committee during its term of office may be filled by co-opting an Ordinary Member to the vacant position. Such co-opted member shall hold office until the next Annual General Meeting provided that if a vacancy should occur in the office of Commodore or Vice-Commodore the co-opted member shall only hold office until the Committee can reasonably call a Special General Meeting for the purpose of electing a member to fill the vacancy. Members shall be informed of any co-option as soon as practically possible.
- 6.12 If no nominations for a vacant position are received, a vacancy shall be declared and clause 6.11 shall apply.

7. POWERS OF THE COMMITTEE

The Committee shall have power;

- 7.1 To buy, sell, let, hire, exchange, transfer, receive by way of donation or otherwise, movable and immovable property, including debentures, stocks and shares, provided that:
 - 7.1.1 Any major transaction in respect of the club premises (including water space) shall first be approved by the Club in a General Meeting;
And:
 - 7.1.2 Provided further that the property of the Club shall be vested in two Trustees from time to time who shall be elected at the Annual General Meeting and who shall hold same in trust on behalf of the Club.
- 7.2 To borrow money on the security of immoveable property, and pass mortgage bonds on the same, provided that all loans shall first be approved by the Club in General Meeting.
- 7.3 Generally to deal with the property and funds of the Club for the purposes of the Club, provided that all major capital expenditure shall first be approved by the Club in General Meeting.

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- 7.4 To institute and defend legal proceedings in the Club's name and perform all legal acts and execute such legal documents as may be necessary.
 - 7.5 To make, amend and rescind bye-laws not inconsistent with this Constitution for the regulation of the affairs of the Club; all such bye-laws shall be notified to Members as soon as possible after adoption by means of publication in the first Newsletter following adoption and shall be recorded by the Secretary in a book kept expressly for that purpose.
 - 7.6 To co-opt additional members for the purpose of serving in a temporary capacity on the Committee or any Sub-Committee.
 - 7.7 To appoint Sub-Committees, consisting of a convenient number of Members, for any special purposes.
 - 7.8 To consider and decide applications for membership.
 - 7.9 To arrange terms of reciprocity and affiliation with other clubs, should they consider it in the interests of the Club.
 - 7.10 To elect Club Consuls who shall be Members (including Honorary Members) to represent the interests of the Club in specific areas in South Africa or abroad.
 - 7.11 To determine, from time to time, the entrance fee and subscriptions payable by each class of member in accordance with the provisions of clause 8
 - 7.12 To investigate and decide whether a Member is the owner of a yacht.
 - 7.13 To appoint and terminate the employment of staff for the Club and to arrange their conditions of employment and remuneration.
 - 7.14 Generally to administer and manage the affairs of the Club.
 - 7.15 To review decisions of the disciplinary committee in terms of 14.2 and to hear appeals in terms of 14.3.
8. ENTRANCE FEES, SUBSCRIPTIONS AND MOORING FEE CHARGES
- 8.1 The entrance fees, subscriptions and mooring fee charges shall be as determined from time to time by the Committee provided that:
 - 8.1.1 The annual subscriptions for Ordinary Members shall, pursuant to the provisions of the Liquor Act, be at least R12-00 (twelve rand).
 - 8.1.2 The annual subscriptions for Intermediate Members between the ages of 28 and 33 shall be calculated as follows:
 - 8.1.2.1 In the year in which an Intermediate Member turns 28 the annual subscription shall be that payable by members of this class under the age of 28, plus a percentage determined by the Committee;
 - 8.1.2.2 In the year in which an Intermediate Member turns 29 the annual subscription shall be that payable by members of this class who are 28 years of age, plus a percentage determined by the Committee;
 - 8.1.2.3 In the year in which an Intermediate Member turns 30 the annual subscription shall be that payable by members of this class who are 29 years of age, plus a percentage determined by the

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Committee;

8.1.2.4 In the year in which an Intermediate Member turns 31 the annual subscription shall be that payable by members of this class who are 30 years of age, plus a percentage determined by the Committee;

8.1.2.5 In the year in which an Intermediate Member turns 32 the annual subscription shall be that payable by members of this class who are 31 years of age, plus a percentage determined by the Committee;

Provided that the annual subscription payable by affected members of this class shall not equal or be higher than the annual subscriptions payable by Ordinary Members.

8.1.3 A member, other than an Honorary Member or a Temporary Member, shall not be required to pay any additional entrance fee when transferring from one category of membership to another.

8.1.4 The entrance fees, subscriptions and mooring fee charges so determined shall be subject to confirmation at a General Meeting to be held within three (3) months of such determination and shall be deemed to have been so confirmed, unless rejected by two-thirds majority of such general meeting.

8.1.5 The Committee may waive the requirement that entrance fees be paid, or may reduce the amount of such fees at such times or for such period as it determines, if it deems it appropriate.

8.2 All subscriptions and mooring fees as determined by the Committee in terms of 8.1 shall fall due on 1 July each year and shall be paid either in full within 30 (thirty) days of due date or in 12 (twelve) equal monthly instalments on the last day of every month with effect from the last day of July each year. In the event of a member wishing to pay in instalments:

8.2.1 The total of the annual subscription shall be increased by such amount as the Committee may determine and the general meeting may approve in accordance with 8.1.3 to cover interest and collection charges.

8.2.2 The member shall, prior to the end of July, notify the Club and furnish the Club either with post-dated cheques to cover the outstanding monthly payments, or sign a bank debit order in respect thereof or make such other arrangements as may be acceptable to the Committee.

8.3 Members elected to membership during the course of a year will be liable for a pro rata share of the annual subscription as from the first day of the month in which they are elected to membership.

8.3 bis Entrance fees shall be payable at the time of a person applying to join the Club provided that an applicant for membership may elect to pay his entrance fee in 12 (twelve) equal monthly instalments with effect from the date on which he is admitted to membership. In the latter event the amount payable shall be increased by such amount as the Committee may determine and the General Meeting may approve in accordance with 8.1.3 to cover interest and collection charges and the provisions of 8.2.2 shall apply, mutatis mutandis, to such payments.

8.4 The Committee shall be entitled, on good cause shown, to reduce the subscription payable by any member for such period and upon such terms as the Committee

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may decide.

- 8.5 An Ordinary Member of or above the age of sixty-five (65) years who has been a member for not less than fifteen (15) years shall be entitled, on application, to such reduced subscriptions as may be determined from time to time.
- 8.6 The Committee shall be entitled to differentiate between the subscriptions payable by Absentee members who are permanently resident within the Republic of South Africa and those who are not.
- 8.7 Any member intending to resign from the Club shall in writing notify the Secretary of such resignation on or before 30 June in any year, and shall otherwise be liable for his subscription for the ensuing year.
- 8.8 A member who has been expelled or suspended, or who has resigned after 30 June during any year:
 - 8.8.1 Shall remain liable for such payments, fees, subscriptions and mooring fee charges still due and unpaid by him.
 - 8.8.2 Shall not be entitled to recover any sums by reason of the termination or suspension of his membership prior to the end of the current subscription year.
- 8.9 Any Member who fails to pay any amount owing to the Club, irrespective of the cause of the debt, within 3 (three) months of due date shall cease to be a member of the Club and his name shall be posted on the Club Notice Board, provided that the Committee shall be entitled on good cause to grant a member extended terms for the payment of his subscription or mooring fee.
- 8.10 The Committee shall be entitled to impose such penalty in respect of overdue payments by members as it may consider appropriate in the circumstances.

9. CLUB RECORDS AND ACCOUNTING

- 9.1 The Committee shall keep proper records and books of account of the affairs of the Club including a Register of Members and a Register of Yachts.
- 9.2 The Committee shall cause the books of account to be audited annually by an auditor who may be a member of the Club, but shall not be a member of the Committee.
- 9.3 The Committee shall operate a club banking account with such bank or banks as the Committee may decide. All cheques drawn on account of the Club shall be signed by at least two (2) persons, who may be members of the Club's permanent staff, in accordance with such signing procedures as the Committee may from time to time determine, provided that at least one of the signatories shall be the chief executive officer, or the administrative manager, or a committee member; and provided further that all payments up to the 20th day of a month shall be tabled for ratification by the Committee at the next following general committee meeting.

10. PROHIBITION AGAINST THE USE OF CLUB FOR BUSINESS

- 10.1 No member shall use the club address on any communication intended to appear in any newspaper, periodical or publication, or for use on radio or

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television, except such communications as may be authorised in writing by the Committee, nor shall any member use the Club address for business purposes.

- 10.2 No member shall carry on any business activities from the Club premises unless authorised in writing by the Committee.
- 10.3 No person shall be eligible to be or continue as a member of the Club who, in the opinion of the Committee, abuses for business reasons the privileges of membership.
- 10.4 No yacht used for Commercial Operations shall be on the Club's register or enjoy the facilities of the Club, unless the Committee in exceptional circumstances otherwise agrees upon such conditions as it may deem fit.

11. MISCELLANEOUS PROVISIONS

- 11.1 Every member shall cause his or her address or any change thereof to be recorded with the Secretary.
- 11.2 Any notice or communication of whatever kind to a Member shall, on being posted in an envelope, bearing such address as at the time of posting is recorded in the Club's records or transmitted by electronic mail to such an e-mail address as is recorded in the Club's records, be deemed for all purposes to have been received by such Member within forty-eight (48) hours of it being placed in the post.
- 11.3 The accidental omission to give notice of any meeting to any person or persons entitled to be present there at shall not invalidate the proceedings at that meeting.
- 11.4 Any making, alteration or repeal of a bye-law by the Committee shall be notified on the Club notice board for a period of two weeks and shall only on the lapse of such period become effective and binding.
- 11.5 Every member of the Club shall be entitled at all reasonable times to inspect the books of account and other documents of the Club, which the Secretary or other custodian shall accordingly be obliged to produce.
- 11.6 Should a member fail to discharge a debt owing by him to the Club on due date, he may be treated by the Committee as a member who has failed to pay his subscription on due date.

12. GUESTS

- 12.1 Members may introduce guests on Club premises.
- 12.2 A member introducing his guest shall enter his or her name in a Visitor's Book provided for that purpose, on entering Club premises.
- 12.3 Every member shall be responsible for the conduct of the guests introduced by him while on Club premises and liable for any damage caused by such guest.

13. LEGAL STATUS

- 13.1 The Club shall be a person at law, with all the attributes of juristic personality.
- 13.2 The Club shall be able to institute and defend legal proceedings and execute all

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legal acts in its own name.

- 13.3 The Club chooses domicilium citandi et executandi at its Club premises, Table Bay Docks.
- 13.4 All legal documents shall be executed on behalf of the Club by the Commodore, or failing him the next senior flag officer available.
- 13.5 No member or any guest shall have any right of action against the Club for any damage suffered by him through any default or neglect of the Club or its servants.
- 13.6 Every member of the Committee or Sub-Committee, agent or servant of the Club, shall be indemnified out of the Club's funds against all costs, charges, expenses, losses and liabilities incurred by him in the conduct of the Club's business or in the discharge of his duties and no such person shall be liable for the acts or omissions of any other such person by reason of his having joined in any receipt of money not received by him personally, or for any loss on account of defect of title to any property acquired by the Club or on account of the insufficiency of any security in or upon which any monies of the Club shall be invested, or for any loss incurred upon any ground whatsoever other than his own wilful acts of defaults.

14. DISCIPLINARY PROCEEDINGS

- 14.1 There shall be a disciplinary Sub-committee which shall:
 - 14.1.1 Consist of a Committee Member (who shall act as Chairman of the Sub- Committee) and such number of Ordinary Members as may be appointed by the Committee from time to time;
 - 14.1.2 Have power to inquire into and decide on charges against members, and to impose such penalty, including fines, as they deem fit, including the right to suspend or expel members who have duly been found guilty of:
 - 14.1.2.1 A willful breach of the provisions of this Constitution or of the bye-laws made hereunder;
 - 14.1.2.2 Conduct prejudicial to the interests or reputation of the Club; or
 - 14.1.2.3 Conduct unbecoming a Lady or Gentleman; or
 - 14.1.2.4 Non-payment of any amount owing by a member to the Club including any fine imposed by the Sub-Committee;
 - 14.1.3 Have power to summarily suspend a Member pending an enquiry in terms of the
14.1.2 if the Committee considers that the circumstances warrant such a suspension provided that the enquiry in terms of 14.1.2 shall in that event take place within ten days of such suspension.
- 14.2 All suspensions which exceed three (3) months in duration, expulsions and fines exceeding fifty percent (50%) of subscriptions current from time to time for Ordinary Members shall be subject to automatic review by the Committee.
- 14.3 An appeal shall lie from any decision or order made by the Disciplinary Sub-committee to the Committee, provided that:

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- 14.3.1 A notice of appeal shall be lodged with the Secretary within seven (7) days of the date of the decision or order appealed against;
 - 14.3.2 The quorum of the Committee at the hearing of such appeal shall be seven (7); and
 - 14.3.3 The Committee shall have the power to confirm, alter or set aside in any manner whatever any such decision or order.
- 14.4 Members shall not be entitled to legal representation at any disciplinary hearing or at the appeal from its findings unless the Chairman of the tribunal concerned so rules.
15. SAFETY AT SEA
- 15.1 There shall be a Safety at Sea Sub-Committee which shall:
- 15.1.1 Consist of six (6) members who shall be appointed by the General Committee at its first meeting after the Annual General Meeting of the Club in each year. At least two of the Sub-Committee Members shall be members of the General Committee, one of whom shall be designated as the Chairman who shall act as convener of the Safety Committee.
 - 15.1.2 Be empowered:
 - 15.1.2.1 To issue Certificates of Competence to members of the Club with regard to their boat handling ability and knowledge of seamanship and to set standards for the issue of such certificates;
 - 15.1.2.2 To set minimum standards both in regard to the boat itself and in regard to her equipment, with which all craft, whether owned by members or others, leaving the yacht basin, should comply, and to enforce such standards;
 - 15.1.2.3 To investigate all mishaps involving yachts in Table Bay whether involving Yacht Club Members or not and to investigate all mishaps anywhere else involving Yacht Club Members;
 - 15.1.2.4 To withdraw Certificates of Competency if considered necessary in the interests of safety;
 - 15.1.2.5 To arrange lectures, discussions and demonstrations on small craft safety and generally to promote improved standards of seamanship in such manner as it considers appropriate;
 - 15.1.2.6 To liaise with all other institutions relevant to the safety of craft at sea and in particular to liaise with the port authorities with a view to furthering and enforcing the objectives herein set forth;
 - 15.1.2.7 To make and enforce rules and regulations for the achievement of its objectives;
 - 15.1.2.8 To interview persons and to inspect craft to ensure that its rules and regulations are being complied with;
 - 15.1.2.9 To do all such other things as may be necessary for or incidental to the better achievement of its objectives.

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15.1.3 Keep a record of its deliberations, findings, rules and regulations.

15.2 The activities and decisions of the Safety at Sea Sub-Committee shall be subject to the control of the Committee.

15.3 The provisions of paragraphs 14.2 and 14.3 shall mutatis mutandis apply to the proceedings and decisions of the Safety at Sea Sub-Committee.

16. CLUB INSIGNIA

16.1 The Club flag shall consist of a red burgee with a blue fly with a white hanging anchor surmounted by a gold crown superimposed on the burgee: an example of which shall be retained with the Club records for reference purposes.

16.2 The club tie shall consist of a blue tie with red and gold diagonal stripes running along its length at spaced intervals, or of a blue tie with club burgees embroidered all over it, examples of which ties shall be retained with the club records for reference purposes.

17.

RULES AND AMENDMENTS

17.1 The Committee shall have power to make rules relating to the conduct of its own proceedings or the proceedings of the club in general meetings, provided that any rules so made may be amended by a vote of at least two-thirds of Ordinary members present at the meeting.

17.2 If any dispute should arise at any Committee or general meeting in regard to the interpretation of the Constitution, the Chairman of the meeting shall rule thereon, provided that such ruling may be amended by a vote of at least two-thirds of Ordinary Members present at the meeting.

17.3 This Constitution may be amended at any Annual or Special General Meeting of the Club by a vote of at least two-thirds of Ordinary members present, provided that notice of the proposed amendments shall have been posted on the Club notice board not less than fourteen days prior to the date of the meeting, and special notice of the meeting and of the proposed amendments has been posted, or transmitted by electronic mail, to the last known address or electronic mail address, as is applicable, of each member not less than fourteen (14) days before the meeting.

18. DISSOLUTION

18.1 The Club may be dissolved, or merged with another club with similar purposes and objects, in each case only:

18.1.1 On a resolution passed by not less than two-thirds of Ordinary Members present at a duly constituted general meeting of members;
Or

18.1.2 On an application to the Supreme Court by any Ordinary Members on the grounds that the Club has become dormant or is unable to fulfil its purposes and objects.

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- 18.2 On merger, the assets of the Club shall accrue to the Club with which the merger is affected.
- 18.3 On dissolution, the assets of the Club shall be realised by a liquidator appointed by the general meeting or the court, as the case may be, and the proceeds shall be donated to such club having similar objects to this Club as the meeting or court may decide.

19. INTERPRETATION

In this Constitution and any bye-laws thereunder, unless repugnant to the context –

- 19.1 The singular shall include the plural and vice versa;
- 19.2 The masculine gender shall include female gender;
- 19.3 “owner” shall mean a Member who either by himself or in conjunction with other members has the sole and exclusive use and control of a yacht entered or to be entered on the Club register;
- 19.4 “Senior Flag Officer” shall mean the Commodore or failing him the Vice-Commodore or failing him the Rear-Commodore who has served longest on the Committee as Rear- Commodore.

Consolidated By-Laws

Consolidated bye-laws as approved by General Committee on 15th June 1998, 11th August 1998, 6th April 1999, 11th September 2001, 12th November 2002, 16th March 2004, 15th June 2004, 19th April 2005, 13th April 2006, 11th July 2006, 13th February 2007, 17th April 2007, 18th August 2008, 26th July 2011, 15th September 2011 & 11th November 2011. 21 June 2018

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|------------------|------------------|------------|
| 1. INSIDE HOUSE | 2. OUTSIDE HOUSE | 3. SAILING |
| 4. SAFETY AT SEA | 5. DISCIPLINE | |

1. INSIDE HOUSE

- 1.1 Signing In: No guest may be signed in by any member or members on more than 6 (six) occasions in any continuous 12 month period.
- 1.2 Dress Code: All members shall wear smart casual clothes in the clubhouse after 19:00, and shall ensure that their guests do the same, except for people in the foyer who are in transit to the change rooms or book for signing in and out.
- 1.3 Children: Small children are welcome at the Club providing they are supervised by an adult club member or guest.
- 1.4 Scrutiny for Membership: Unless the general committee or a sub-committee charged with membership affairs decides on a different period (but not less than 14 days as required by paragraph 4.2 of the constitution) in a particular instance, the period for scrutiny shall be the following:
 - 1.4.1 Ordinary: three months;
 - 1.4.2 Family (related to an ordinary existing member) one month;
 - 1.4.3 Other classes of membership: one month.
- 1.5 Identification: Club Members shall present their membership cards to any staff member, committee member or security officer upon request whilst on the club premises. Guests shall upon request identify themselves and their host.
- 1.6 Habitual Use of Associate Members: Habitual use of the Club in terms of Clause 3.10 of the Club Constitution will be interpreted as more than once a month, unless the Rear Commodore Inside House rules otherwise in an individual case.
- 1.7 Use of Club by Reciprocity Members: Reciprocity Members may not use Club facilities on a habitual basis. Reciprocity Members may only use Club facilities once a temporary membership card has been issued to such Reciprocity Member.
- 1.8 Definition of "spouse": Spouse in relation to any member includes a person who at any time is a partner of such person:
 - 1.8.1 In a marriage or customary union recognized in terms of the Laws of the Republic of South Africa.
 - 1.8.2 In a union recognized as a marriage in accordance with the tenets of any religion, or
 - 1.8.3 In a same sex – or, heterosexual union which the committee, within its entire discretion, is satisfied is intended to be permanent.

2. OUTSIDE HOUSE

2.1 Mooring Rights Transfer

Should any ordinary member ("the transferor") wish to transfer his or her mooring right to another Ordinary member ("the transferee"), the transferor

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shall be entitled to transfer the right to transferee at such price as may be agreed between them. This right is subject thereto that the Club shall have the prior right to acquire the mooring right at the price agreed between the transferor and transferee, in which event the transferor shall transfer the mooring right to the Club at such price. Should the Club decline to exercise its right to acquire the mooring right from the transferor, the transferee shall be obliged to acquire the mooring right from the transferor, and the transferor shall be obliged to transfer the said mooring right to the transferee at the price at which it was offered to the Club.

- 2.2 Duration of mooring rights agreements: The Club shall not enter into any mooring rights agreement (other than upon the transfer of an existing mooring right) which is valid for a period longer than the lesser of ten years and the present lease of the club over the Small Craft Basin or Elliott Basin.
- 2.3 Allocation of mooring rights in the event of relocation: The allocation of moorings, in the event of the Club moving its physical location, shall be based on the frequency of use of a yacht.
- 2.4 Allocation of mooring rights (physical position): The allocation of all moorings is at the discretion of the general committee, with due regard to existing mooring agreements, and the intention to promote active sailing.
- 2.5 Limitation of Mooring Rights: No member may enter into more than three (3) separate Mooring Rights Agreements at any one time without obtaining written permission from the General Committee.
- 2.6 Exercise of mooring rights: The allocation of mooring rights shall only be to Ordinary or Honorary Life members, who shall enter into a written mooring rights agreement. (At the discretion of the Committee such an agreement may be entered into in a representative capacity). Such a mooring right may be exercised by such a member by mooring a yacht not owned by the member, provided that:
 - 2.6.1 it is owned by a company or close corporation in which the member or members acting together has a majority interest, or an immediate family member of such a member, or a trustee of a trust of which the member or his immediate family members are beneficiaries; and
 - 2.6.2 such member will always remain liable for fees and charges relating to that mooring, and
 - 2.6.3 the onus shall rest upon the responsible member or members acting together to prove to the satisfaction of the General Committee that such member, members acting together or such other legal entity contemplated in terms of sub-clause 2.4.1. above, has a bona fide majority interest in the yacht allocated to the designated mooring. The General Committee may in, within its entire discretion, call upon any supporting documentation which shall include, but not be limited to, the applicable deed of sale, partnership agreement, resolutions and or a confirming affidavit.
- 2.7 Failure to enter into written mooring rights agreement: Any person who fails to enter into a written mooring rights agreement within a period of four months of being called upon to do so, shall forfeit any right he might have, or had that has been transferred to another person during the four months period, without compensation or repayment of allocation fee.
- 2.8 Insolvency of Member Holding Mooring Rights: In the event of the sequestration of a member holding the mooring right, his or her trustee shall have the same rights as an executor to sell and transfer the mooring right to another member, within a period of six months from the date of final sequestration, failing which the mooring right shall revert to the club, without compensation or repayment of the allocation fee.

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- 2.9 Duties of an owner: A vessel moored in terms of the mooring rights agreement must:
- 2.9.1 at all times hold a valid and current Certificate of Fitness issued as required by SAMSA regulations where required and complies with the RCYC safety requirements; and
 - 2.9.2 Sail from the harbour at least 5 times in any 12-month period.
- 2.10 Insurance:
- 2.10.1 A vessel moored at the RCYC must hold a minimum of 3rd Party Insurance over to the value of R2,000,000.00.
 - 2.10.2 All vessels will be required to complete a signed declaration confirming such cover upon either;
 - 2.10.2.1 Arrival at RCYC (visiting / new vessels) or
 - 2.10.2.2 On entering into a Mooring Rights Agreement or
 - 2.10.2.3 Completion of the annual Certificate of Safety.
- 2.11 Safety: Every owner and skipper shall ensure that their vessel, or its equipment, does not protrude more than 25cm over any walkway.
- 2.12 Motor Vehicles, Trailers and Equipment:
- 2.12.1 No vehicle, trailer or equipment may be left unattended, stored or parked on Club premises for a period exceeding 24 hours without the written approval of the Club. This ruling shall not apply to Members who are sailing from the Club and/ or living aboard for a period not exceeding 4 days.
 - 2.12.2 No Member who is authorised to live aboard shall be entitled to park more than one vehicle on Club premises.
 - 2.12.3 No Member shall be entitled to park or store any unroadworthy motor vehicle, trailer or derelict equipment on the Club's premises.
- 2.13 Cruising Mooring Rebates: A member who has validly entered into a written mooring rights agreement with the Club in terms of bye-law 2.5, and whose boat which is entered on the Club fleet register, is cruising in international waters, may apply in writing on an annual basis to the General Committee for mooring rebate. The General Committee may, in its discretion, grant a rebate on such condition(s) as it may deem fit.
- 2.14 Permanent Electricity Supply: Should a boat owner require a permanent electrical supply, application must be made in writing to the Outside House Committee. If approved, boat owners will then be invoiced for the installation and charged for the usage. The same applies to the use of electricity by container owners.
- 2.15 Live-a-boards:
- 2.15.1 No person (including any member of the Club), may live on board any vessel on Club premises (land or water), without the written permission of the General Committee. This consent may be granted for a maximum of three (3) months at a time.
 - 2.15.2 All members or temporary members will be considered by the General Committee for the privilege of live-aboard status.
 - 2.15.3 Live-aboard fees will be charged. Such fees will be determined by the General Committee, at its sole discretion, from time to time. Bona fide visiting yachtsmen (who must apply on arrival for Temporary membership) may apply to live on board their vessel whilst on stop over and berthed at RCYC and shall be exempt from these fees for the duration of their stay provided that the duration does not exceed three

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(3) months.

- 2.15.4 Members who live on board any vessel on Club premises for 14 or more days/nights per month must apply in writing to the General Committee for live-aboard status.

3. SAILING

None at present.

4. SAFETY AT SEA

- 4.1 Record of Rules: All rules made by the Safety at Sea Sub-committee shall be reported to the General Committee at its first meeting thereafter, and a record thereof shall be kept with the minutes of the General Committee.
- 4.2 Publication of Rules: All rules made by the Safety at Sea Sub-committee shall remain posted on a notice board in the Club.
- 4.3 Unless exempt as set out hereunder, no person shall be permitted to skipper a yacht unless he/she is in possession of a valid Certificate of Competence issued in terms of the Merchant Shipping (Small Vessel Safety) Regulations 2002 ("the SAMSA regs").
- 4.4 The Chairman of the Safety at Sea sub-committee may permit members not being in possession of a valid Certificate of Competence to skipper a yacht, but only in an event which is exempt from the application of the SAMSA regs, and provided that such permission is given for the specific event only. No unlimited exemptions shall be granted.
- 4.5 The skipper of a yacht shall ensure that the yacht is signed out and in the applicable Club register.
- 4.6 The skipper of a yacht sailed from the Club's moorings shall ensure that the Harbour Regulations and the International Rules for the Prevention of Collisions at Sea are observed.
- 4.7 Owners of yachts entered on the Club Register shall ensure that a Certificate of Fitness in respect of such yacht is issued in terms of the SAMSA regs. No member shall be permitted to operate a yacht in respect of which a valid Certificate of Fitness has not been issued.
- 4.8 Minimum Standards: All vessels moored on Club moorings shall attain the minimum of a D-class Certificate of Fitness in respect of such yacht as prescribed by the SAMSA regs.
- 4.9 Owners of yachts shall ensure that a copy of any Certificate of Fitness issued in respect of his/her yacht is lodged with the Club secretary within one month of the date of issue of such Certificate of Fitness.
- 4.10 All members to whom Certificates of Competence have been issued in terms of the SAMSA regs shall lodge a copy of such certificate with the Club secretary within one month of the date of the issue of such certificate.
- 4.11 The owner of a yacht shall ensure that moored yachts have no fewer than two fenders on each side and a yacht is moored with at least a bow, stern and spring lines of sufficient strength. The owner of a yacht shall also ensure that no loose line lies on the dockside or walkway / walk on mooring.
- 4.12 The standards of safety applicable to races organised by or on behalf of the Club shall be those set out in the applicable category of the Special Regulations for Sea Going Sailing Boats published in November 2001 by South African Sailing, as amended from time to time, unless the Safety at Sea sub-committee has given permission for these Regulations not to apply, which permission must be obtained before any Notice of Race is issued.

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4.13 The skipper of a yacht sailing from the Club's moorings shall ensure that the yacht is either fitted with a VHF radio which has a speaker in the yacht's cockpit enabling the skipper to clearly monitor the activity on the radio, or that there is a handheld VHF radio in the yacht's cockpit for this purpose.

5. DISCIPLINE

5.1. All members shall render reasonable assistance to the disciplinary sub-committee (incl. a person appointed by it) in investigating and deciding on disciplinary matters.

5.2. Use of Social Media

5.2.1. No member shall make use of any form of social media or other public platform to defame the Club or any club member.

5.2.2. Members suspected of defaming the Club or any club member will be dealt with in terms of the provisions as contained within paragraph 14 of the RCYC Constitution.

6. GENERAL

6.1 Publication of bye-laws: All bye-laws in force shall be posted on a notice board, and shall remain posted on such notice board.

6.2 Animals: Animals are not allowed on Club premises other than dogs accompanying persons with physical disabilities.

7. REPEAL

All previous bye-laws are repealed, and are replaced by these bye-laws.

N. Jones