



CONSTITUTION

Rev 20250122

1. NAME

- 1.1. BERG-EN-DAL HIKING CLUB (hereinafter called “club”).

2. LOGO

- 2.1. The approved logo may be used on official letters, garments, etc., as decided and authorised by the committee.

3. VISION

- 3.1. To create a healthy appreciation for nature and recreational outdoor activities by organising hikes and other outdoor activities for its members.

4. LANGUAGE AND CULTURE

- 4.1. Most members are Afrikaans speaking, but for the ease of communication all correspondence, as far as reasonably possible, will be in Afrikaans and English.
4.2. The club is managed and run according to Christian values and principles.

5. MEMBERSHIP

- 5.1. Membership is decided on and approved by the club committee, and:
5.1.1. Depends on all the criteria of this, constitution, document,
5.1.2. Depends on all the criteria of the latest Hikers guide, as amended from time to time,
5.1.3. Depends on resolutions taken at the AGM's.
- 5.2. Any person who commits him/herself to:
5.2.1. this constitution,
5.2.2. the Hikers guide's rules, and
5.2.3. has completed at least three hikes, as a guest, with the club, may apply for membership.
- 5.3. By consulting with Hike leaders, membership applications are approved/rejected with a majority vote by committee members.
- 5.4. The continuation of membership is subject to the payment of the annual membership fee (refer clause 10).
- 5.5. Persons whose membership has been terminated or has lapsed may be considered by the committee for readmission as a member subject to the provisions of clause 6.5.
- 5.6. Membership of the club consists of:
5.6.1. Members: Persons over 18 years.

- 5.6.2. Honorary members: In exceptional cases or after a special service to the club, honorary membership can be granted to a person by the committee, but only after approval at an annual general meeting.

6. TERMINATION OF MEMBERSHIP

- 6.1. Voluntary resignation must be made in writing.
- 6.2. In the event of failure to pay the annual membership fee before 31 March, such member's membership will automatically expire.
- 6.3. Any member's membership may be terminated by the committee by a majority vote, if such member, in the opinion of the committee:
- 6.3.1. Has been guilty of serious misconduct,
 - 6.3.2. Has violated the club's good name,
 - 6.3.3. Has undermined the spirit of the club,
 - 6.3.4. Has become an embarrassment to the club or to any member,
 - 6.3.5. He / she has been guilty of a serious violation of this constitution.
 - 6.3.6. Did not participate in at least 3 activities during the financial year (see 13.1) offered by the Club, which include hikes, functions and meetings.
- 6.4. Any member whose membership has been terminated has the right to personally defend his case before the committee.
- 6.5. Persons whose membership has been terminated under paragraphs 6.3.1 and 6.3.2 may not continue to participate in club activities and will not be considered for membership again.
- 6.6. No membership fees will be refunded to members who resign or are dismissed from the club.

7. GUESTS

- 7.1. Members who invite guests on an excursion (especially multiday hikes) are responsible for any/all outstanding costs of their guests.
- 7.2. Guests can participate in the Club's activities for 3 occasions per year (see 13.1), after which a fee may be charged for each further participation.
- 7.3. Guests must be fit enough and adequately equipped before he/she can participate in any excursion.

8. INDEMNITY BY MEMBERS AND GUESTS

- 8.1. Before a member or guest participates in any activity offered by the club, such member or guest will sign an undertaking to abide by the provisions of the constitution and rules of the club and which indemnifies the club or any participant in the club's activities against claims.

9. YOUNG PARTICIPATANTS



- 9.1. All participants under the age of 16 must be accompanied by a parent or guardian (over 21 years of age) on club excursions.
- 9.2. Children under the age of 13 who are accompanied by members or guests will only be allowed with the approval of the hike leader concerned.

10. MEMBERSHIP FEES

- 10.1. Membership fees and levies are determined at the Annual General Meeting, and fees apply to a calendar year (1 January to 31 December).
- 10.2. A once off joining fee as determined by the committee from time to time, will apply to new members.

11. ASSEMBLY OF THE COMMITTEE

- 11.1. The committee will consist of between 4 and 7 members.
- 11.2. The members will be elected annually by the voting members at the annual general meeting.
- 11.3. Portfolios required, but not limited to, are:
 - 11.3.1. Chairperson
 - 11.3.2. Secretary
 - 11.3.3. Treasurer
 - 11.3.4. Function Coordinator
 - 11.3.5. Hike Program Administrator
 - 11.3.6. Trail Database Administrator
 - 11.3.7. Website Administrator
 - 11.3.8. Hike Coordinator - Saturdays/Multidays
 - 11.3.9. Hike Coordinator - Tuesdays
- 11.4. Election process
 - 11.4.1. A nomination process will precede the election. Nominations of members to cover all portfolios will be signed by a proposer and seconder and if the candidate accepts the nomination in writing, the completed nomination form must reach the secretary at least 1 day prior to the AGM. If the number of candidates nominated is less or equal to the number of vacancies, the nominated members will be elected unopposed. If the number of candidates nominated is more than the number of vacancies, a ballot (by the show of hands) will take place.
 - 11.4.2. Should the required nominations not be received before the cutoff time, will the proposing, seconding, and accepting process take place during the AGM
 - 11.4.3. If there are still vacancies will the committee, on their first meeting, discuss and contact persons to serve on a coopted basis.
- 11.5. The functions/portfolios of the various office bearers will be confirmed on the first committee meeting after the AGM. A member can perform more than one function, or one function may be handled by more than one office bearer, in which case one of the members will be appointed leader.

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- 11.6. Retiring Committee members as well as co-opted members will serve on the committee until the first committee meeting following the annual general meeting.
- 11.7. Any vacancies that may arise during the committee's term of office are filled by co-opting until the next Annual General Meeting when a new committee is elected.
- 11.8. Any member of the committee may be re-elected for another term, except for the chairperson whose term of office ends automatically after 3 years. The chairperson is immediately eligible for re-election as a member of the committee in a different capacity.
- 11.9. Any member of the committee who is absent without the committee's approval for three consecutive committee meetings without submitting any substantive reasons, will automatically vacate his office as a member of the committee.
- 11.10. If a committee member is asked to resign, or a committee position becomes vacant for whatever reason, such vacancy is filled in accordance with clause 11.6.

12. POWERS OF THE COMMITTEE

- 12.1. The committee is the authorized representative of the club and handles all related matters of the club and has full control over the activities of the club and property belonging to the club, subject to the provisions of the constitution as well as decisions taken during the AGM.
- 12.2. The committee has the power to co-opt members as well as the power to fill vacancies that may arise, except where the chairperson's position becomes vacant. In the latter case, the committee must appoint a temporary chairperson or convene an extraordinary meeting in accordance with clause 17 to elect a chairperson.
- 12.3. The committee may request members to serve on specific sub-committees or as representatives of the club on specific matters and with powers as assigned to them by the committee. These sub-committees and representatives will be directly responsible to the committee. The committee may arbitrarily modify the composition of the sub-committees at their discretion).
- 12.4. The following records must be kept and kept up to date:
 - 12.4.1. Minutes of meetings
 - 12.4.2. Membership list
 - 12.4.3. Completed indemnity forms
 - 12.4.4. Medical information of members, which will be updated annually by 30 April.
- 12.5. The committee draws up a hiking program for the year in good time and makes it available to members.
- 12.6. The committee is responsible for appointing a hike leader for each organized excursion.
- 12.7. The committee may grant or terminate membership in accordance with the provisions of the Constitution.

13. FINANCIAL MANAGEMENT

- 13.1. The club's financial year runs from 1 January to 31 December of each year.
- 13.2. The treasurer opens and maintains a cheque and / or savings account in the name of the club at a recognized financial institution.



- 13.3. Proper entries must be kept of all receipts and payments in appropriate record systems.
- 13.4. The treasurer will keep financial records and statements up to date and make available for presentation and discussion at committee meetings in accordance with clause 14.2.
- 13.5. The treasurer will prepare an income statement and balance sheet for the past financial year as well as a budget for the next financial year and submit it to the AGM for approval.
- 13.6. All amounts received must be paid into the bank account as soon as possible and supported by an invoice and / or cash voucher and / or electronically processed statement or document.
- 13.7. All payments from club funds exceeding a budgeted amount as determined by the committee from time to time must be authorized by two of the members mentioned in clause 13.8.
- 13.8. At least two of the committee members must be appointed as signatories on the Club's bank account
- 13.9. The bookkeeping systems and records of the club will be reviewed annually by (1) one non-committee member who will be nominated by the committee and ratified by members during the AGM. Reviewed statements must be circulated to members at least 7 days before the Annual General Meeting.
- 13.10. The committee must submit the proposed membership fees for the coming year for ratification at the AGM.
- 13.11. The committee members mentioned in 13.8 accept fiduciary responsibility on behalf of the club in terms of existing income tax legislation.

14. COMMITTEE MEETINGS

- 14.1. The first meeting of the year should take place within four weeks after the AGM was held.
- 14.2. Committee meetings are convened quarterly by the chairman and the quorum for the meeting will be 50% + 1 management members.
- 14.3. Notice of a committee meeting will be at least 48 hours and the notice will be accompanied by the agenda as well as the minutes of the previous meeting and any other supporting documents.
- 14.4. The chairperson of the Club acts as chairperson of the committee meeting and, in his absence, a chairperson will be elected at the meeting.
- 14.5. All decisions are taken by a simple majority vote. In the event of a tie, the chairperson has a deciding vote.
- 14.6. The course of affairs and decisions taken at all committee meetings must be recorded in the minutes.
- 14.7. The committee may at its discretion decide to disclose minutes relating to the relevant term of office of the committee.

15. AD-HOC DECISIONS

- 15.1. Ad-hoc decisions can be made between formal committee meetings, provided that the proposed solution is sent by electronic media to all committee members by the secretary. The decision is accepted as approved as soon as most committee members

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respond positively and the secretary informs the committee members which members are in favour of it, which members are against, and which members abstained.

15.2. Ad-hoc decisions will be tabled during the subsequent committee meeting and will be mentioned in the minutes.

16. ANNUAL GENERAL MEETINGS (AGM)

16.1. Annual General Meetings will be convened annually by the Chairperson during January or February. Notices stating the date, time and place must be sent to the electronic addresses of all members at least 14 days prior to the meeting.

16.2. The following documents will accompany the notification:

16.2.1. The Provisional Agenda

16.2.2. The list of serving committee members available for re-election.

16.2.3. Resolution(s) for decisions as provided for in clause 17.2.

16.3. The final agenda will be distributed to members 7 days prior to the AGM, together with the documents listed in 16.4.1 to 16.4.4.

16.4. During the AGM members will:

16.4.1. Approve the minutes of the previous AGM and where applicable also the minutes of any extraordinary meetings.

16.4.2. Hear and consider the Chairperson's written annual report.

16.4.3. Approve the treasurer's financial report (See 13.5).

16.4.4. Take note of the reviewer's report for the previous financial year.

16.4.5. Appoint the reviewers for the coming financial year.

16.4.6. Ratify the annual membership fees submitted by the committee.

16.4.7. Elect the chairperson and deputy-chairperson as well as the other committee members out of the voting members to serve for one full term of office. (See 11.3).

16.4.8. Consider and approve or dismiss decisions as contained in clause 17.2.

16.5. The chairperson of the committee acts as chairperson of the Annual General Meeting and in his absence a committee member elected at the meeting.

16.6. All members and honorary members have the right to vote. In the event of a tie, the chairman has a deciding vote.

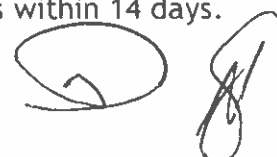
16.7. A quorum consists of 25% of all voting members. If no quorum is not established within 30 minutes of the scheduled start of the meeting, the meeting will be adjourned and rescheduled. The new place and time will be communicated within 14 days to all members. The members present at that meeting will then form a quorum.

16.8. All communication during Annual General Meetings must be properly recorded.

16.9. All decisions taken at this meeting, except the resolutions under paragraph 17.2, are taken by a simple majority vote.

17. EXTRAORDINARY MEETINGS

17.1. If requested by at least 25% of all voting members or the committee in writing, the chairperson must convene an extraordinary meeting within 21 days of receiving such request and an agenda and any supporting documentation stating the purpose of the meeting, the date, time and place, must be sent to all members within 14 days.

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17.2. The following resolutions must be approved by a two-thirds majority of the quorum present at an Extraordinary Meeting or Annual General Meeting:

17.2.1. Addition or amendment of this constitution.

17.2.2. Dissolution of the club (refer clause 20).

17.3. The provisions of paragraphs 16.3, 16.4 and 16.7 also apply to this meeting.

17.4. A quorum consists of at least 25% of all voting members.

18. LEGAL ENTITY

18.1. The club is a legal entity and therefore:

18.1.1. owns the club continuous legal succession irrespective of the change of members,

18.1.2. the club becomes the sole owner of all assets and funds and no assets or funds are the property of any member of the club,

18.1.3. does not act with a profit motive,

18.1.4. the club is authorized to litigate as a plaintiff or as a defendant in its own name in a competent court or on behalf of any member of the club regarding the purpose or interests of the club,

18.1.5. the personal liability of a member is limited to the amount due in membership fees.

19. INTERPRETATION OF THE CONSTITUTION

19.1. Should any doubts about the correct interpretation of this constitution, the rules and/or regulations of the club arise or exist, the interpretation of most of the committee as the final and binding interpretation will be accepted, subject to an appropriate legal opinion.

20. DISSOLUTION OF THE CLUB

20.1. Upon dissolution of the club, all remaining assets must be donated to another hiking club or welfare organisation.

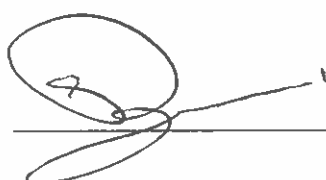
20.2. The remaining members of the last committee remain in charge of business, settle all debts and decide to whom to donate the remaining assets and funds.

This constitution was approved at a Special meeting held on 22 January 2025

Chairperson

Name: Nico van Strep Signature:  Date: 2025-01-29

Vice-chairperson

Name: Edwin Dyason Signature:  Date: 29/1/2025