



**CONSTITUTION
OF
DRESSAGE SOUTH AFRICA**

TABLE OF CONTENTS

1. CONSTITUTION, NAME AND CORPORATE PERSONALITY.....	3
2. DEFINITIONS AND ABBREVIATIONS USED	3
3. INTERPRETATIONS	5
4. HEADQUARTERS	6
5. AREA OF JURISDICTION OF DRESSAGE S.A.....	6
6. OBJECTS OF DRESSAGE S.A.....	6
7. MEMBERSHIP.....	7
8. POWERS OF DRESSAGE S.A. TO CARRY OUT ITS OBJECTIVES.....	11
9. MEMBERSHIP AND TERMINATION OF MEMBERSHIP	13
10. VOTING RIGHTS	13
11. ANNUAL GENERAL MEETING ("A.G.M.")	14
12. THE DRESSAGE COUNCIL OF DRESSAGE S.A.....	15
13. SPECIAL GENERAL MEETINGS ("S.G.M.'s").....	16
14. GENERAL PROVISIONS RELATING TO A.G.M.'s, COUNCIL MEETINGS & S.G.M.'s.....	16
15. DRESSAGE COUNCIL Council.....	17
16. ELECTION OF THE PRESIDENT, VICE-PRESIDENT, TREASURER AND THE OTHER MEMBERS OF DRESSAGE COUNCIL	22
17. MANAGEMENT COMMITTEE	24
18. ASSOCIATE MEMBERS	25
19. HONORARY LIFE MEMBERS	25
20. PATRONS.....	26
21. LIMITATION OF LIABILITY OF MEMBERS INDEMNITY	26
22. ALTERATION OR VARIATION OF THIS CONSTITUTION	26
23. NOTIFICATION.....	26
24. INTERPRETATION OF THIS CONSTITUTION.....	27
25. DISSOLUTION OR WINDING UP OF DRESSAGE S.A.....	27
26. APPEAL BOARD AND DISCIPLINARY BOARDS	27
SCHEDULE ONE - NON-RACIALISM	29
SCHEDULE TWO - AFFILIATES TO DRESSAGE S.A.....	31
SCHEDULE THREE - APPLICATION OF THE PROVISIONS OF SECTION 30 (1) OF THE INCOME TAX ACT, 1962.	32
SCHEDULE FOUR - DISPUTES	34
SCHEDULE FIVE- PROVINCIAL COMMITTEES.....	35

1. CONSTITUTION, NAME AND CORPORATE PERSONALITY

- 1.1. This is the Constitution of the body known as "DRESSAGE South Africa", which Association is the national body duly recognised by the South African Equestrian Federation.
- 1.2. DRESSAGE South Africa is a voluntary Association having a corporate identity separate from that of its Members and is entitled to own property, whether movable or immovable or otherwise, and is entitled to sue and to be sued in its own name and, notwithstanding any change in the composition of its Members from time to time, shall have perpetual succession.
- 1.3. The provisions of this Constitution are founded upon and shall be implemented and administered in the recognition of human dignity, equality and the advancement of human rights and freedoms, non-racialism, non-sexism and the right of freedom of association and the supremacy of the Constitution of the Republic of South Africa (1996), the rule of law and good corporate governance.

2. DEFINITIONS AND ABBREVIATIONS USED

For the purposes of this Constitution, the following words and expressions shall have the following meanings unless the subject or context indicates otherwise:

- 2.1. "Act of Parliament" refers to the National Sport and Recreation Act, (Act No 110 of 1998) and the National Sport and Recreation Amendment Act (Act No 18 of 2007), also referred to as "The Act".
- 2.2. "A.G.M." means the Annual General Meeting of Members held in accordance with the provisions of this Constitution.
- 2.3. "Appeal Board" means a body of appeal appointed by the Council in terms of this Constitution.
- 2.4. "Associate Members" means all those associations or organisations having the same or similar objects to DRESSAGE South Africa and having their National Office within the area of jurisdiction of DRESSAGE South Africa, which bodies have made application and have been accepted as Associate Members of DRESSAGE South Africa in terms of the provisions of this Constitution.
- 2.5. "Annual Financial Statements" means the annual audited balance sheet, income and expenditure account, Treasurer's report and Auditor's report.
- 2.6. "Chief Executive Officer" means the person appointed by the National Executive Committee of the Sport, to be employed in terms of an employment contract. It is specifically recorded that such person may be a member of the National Executive, but shall not be entitled to any voting rights in terms of this Constitution.
- 2.7. "CEO." means the Chief Executive Officer who may be employed by DRESSAGE South Africa in terms of the provisions of this Constitution.

- 2.8. "DRESSAGE" shall mean the sport of DRESSAGE whether ridden in the presence of other Athletes, or by means of correspondence or by way of the internet, computer software programmes or otherwise.
- 2.9. "Club" means any DRESSAGE club which caters for any discipline of DRESSAGE in a district, region or Province, as contained in this Constitution
- 2.10. "Compliance" means that the member club or individual has fulfilled the necessary provisions of this Constitution in regard to specific requirements as contained herein, and as such is regarded as being in good standing with DRESSAGE South Africa.
- 2.11. "Constitution" means this Constitution.
- 2.12. "Dressage Council" means the executive committee as constituted in terms of this constitution
- 2.13. "DRESSAGE" means the sport of DRESSAGE and includes the disciplines referred to in this Constitution and as defined by the FEI.
- 2.14. "DRESSAGE S.A." means the body recognised by SAEF as the organisation responsible for DRESSAGE in the Republic of South Africa, and as referred to in this Constitution, and incorporates all rights that may have existed or exist in the entity formerly known as the South African Equestrian Association National Dressage Technical Committee.
- 2.15. "Day" means a calendar day. "Working day" means a calendar day excluding Saturdays, Sundays and Public Holidays.
- 2.16. "Event" means a DRESSAGE event held under the auspices of DRESSAGE S.A..
- 2.17. "Event Organizer" means a person duly authorised to manage an event on behalf of DRESSAGE S.A. either directly or indirectly through its members.
- 2.18. "FEI" means the *Federation Equestre Internationale* being the supreme controlling body of DRESSAGE at global and continental levels.
- 2.19. "Honorary Life Members" means all those persons bestowed with this honour by the General Council of DRESSAGE S.A., and shall include any persons to whom this honour was bestowed prior to the acceptance of this Constitution.
- 2.20. "Levies" means the monies levied and due by the membership to DRESSAGE S.A. and as approved and agreed to by membership at each Annual General Meeting of DRESSAGE S.A..
- 2.21. "Member" shall mean an Ordinary Member, Special Member or an Associate Member.
- 2.22. "Month" means a calendar month.
- 2.23. "National Sport Federation" means the national governing body of the Sport in membership of SASCO, and recognised by the Department of Sport and Recreation in the Republic of South Africa.
- 2.24. "National Office" means the head office of DRESSAGE S.A. as defined in this Constitution.
- 2.25. "Ordinary General Meeting" means a meeting convened in terms of this Constitution.
- 2.26. "Ordinary Members" means those members duly accepted as members in terms of the geopolitical demarcations as set out in this Constitution. ,

- 2.27. 'Organisers' shall mean those persons who have been duly authorised by DRESSAGE S.A. either directly or through their provincial membership to stage a DRESSAGE event inclusive of the hosting, managing, organising, planning, and supervision of such an event.
- 2.28. "Patrons" shall mean a person duly appointed as such in terms of this Constitution.
- 2.29. "Person" means a natural or legal person.
- 2.30. "President" means the President of DRESSAGE S.A., duly elected in terms of this Constitution.
- 2.31. "Province" means one of the nine (9) geopolitical areas as defined in Section 103 of the Constitution of the Republic of South Africa 1996 (as amended).
- 2.32. "Dressage Region" shall mean a regional DRESSAGE body established in its designated Province or part of a Province for the purpose of organising and coordinating DRESSAGE activities in a particular region within its respective Province.
- 2.33. "Provincial DRESSAGE Committee" means a body consisting of more than one Region within a Province associated with each other for the special and specific purpose of liaison and communication with the sporting codes of that Province, and the Department of Sport and Recreation in that Province.
- 2.34. "Athlete" shall mean the individual, together with his horse which shall be regarded as one competitor.
- 2.35. "Rules & Regulations" means the rules and regulations of DRESSAGE S.A..
- 2.36. "S.A.E.F" means the South African Equestrian Federation.
- 2.37. "S.A.I.D.S." means the South African Institute for Drug-Free Sport.
- 2.38. "S.A.S.C.O.C." means the South African Sport Confederation and Olympic Committee duly recognized and approved by the Department of Sport and Recreation as the governing body of Sport in the Republic of South Africa.
- 2.39. "Special General Meeting" means a meeting convened in terms of this Constitution.
- 2.40. "Special Member" shall mean a body of persons representing current DRESSAGE Athletes, coaches or officials in the discipline of DRESSAGE under the auspices of DRESSAGE S.A., irrespective of age category.
- 2.41. "S.R.S.A.", means the Department of Sport & Recreation in South Africa.
- 2.42. "Treasurer" means the person either elected or employed in terms of the provisions of this Constitution.
- 2.43. "Vice-President" means the Vice-President of DRESSAGE S.A. as defined in this Constitution.
- 2.44. "W.A.D.A" means the World Anti-Doping Agency.
- 2.45. "Year" means a calendar year.
- 2.46. Any words importing one gender include the other.

3. INTERPRETATIONS

- 3.1. The headings to the clauses or paragraphs of this Constitution are for descriptive purposes only and shall not be used in the interpretation hereof.
- 3.2. Unless the context indicates a contrasting intention, the singular shall include the plural and vice versa.

4. HEADQUARTERS

The National Office Headquarters shall be in Gauteng Province, Republic of South Africa, and shall remain at that place until the Council shall decide that the National Office shall be moved to another place, provided that the National Office shall always be at a place within the Republic of South Africa.

5. AREA OF JURISDICTION OF DRESSAGE S.A.

The geographical area of jurisdiction of DRESSAGE S.A. shall be the Republic of South Africa.

6. OBJECTS OF DRESSAGE S.A.

The objects of DRESSAGE S.A are:

- 6.1. To be and to operate and function as the autonomous controlling and administrative body of the sport of DRESSAGE within the area of its jurisdiction.
- 6.2.
 - 6.2.1. to direct, develop, promote and administer the Sport of DRESSAGE within the area of its jurisdiction in accordance with sound business and financial principles;
 - 6.2.2. to ensure that the encouragement, promotion, development and administration of the Sport of DRESSAGE, whether same be at National Provincial, Regional or Local level, is carried out in accordance with the principles of non-racism, by which it is meant that race ethnicity and nationality shall not be a basis for discriminating against or of affording privileges to any one person or group of persons, such principles are more fully set out in Schedule 1 of the Rules and Regulations of DRESSAGE S.A.
 - 6.2.3. To promote sportsmanship and fair play at all levels of the sport, free of any interference.
 - 6.2.4. to apply annually to be a member of SAEF and to abide by their Constitution, Rules and Regulations, as well as to affiliate to FEI (should the need so arise, and as directed by SAEF) and/or any other national or international sports body as the General Council upon the recommendation of the national executive may decide to cooperate with SAEF and SASCOG (through SAEF) if required, in particular as regards the participation of DRESSAGE Athletes in all Multi-Code Games and Events.
- 6.3. To advance the objects of DRESSAGE S.A. and to associate itself with all such other lawfully constituted Associations and Organisations as shall be decided by Dressage Council, whether within or without the area of jurisdiction of DRESSAGE S.A. and irrespective of whether or not such other Associations or Organisations be connected with the sport of DRESSAGE.
- 6.4. To uphold and enforce the rules of DRESSAGE as prescribed by the FEI (*Federation Equestre Internationale*) from time to time and to encourage and promote the highest standard of sporting behaviour in connection with the performing of DRESSAGE.

- 6.5. To uphold and enforce any code of conduct pertaining to the sport of DRESSAGE approved by the FEI and/or its corresponding Dressage Region, any other code of conduct decided upon by DRESSAGE S.A..
- 6.6. To encourage the appointment of coaches at all levels within the Equestrian community.
- 6.7. To select representative Athletes at all levels for participation in any tournaments whether same be local or international.
- 6.8. To award local and international colours in terms of the criteria laid down in the Rules and Regulations.
- 6.9. To recognise and accept the jurisdiction, rules and regulations of the South African Institute for Drug-free Sport ("SAIDS") as well as the code of the World Anti-Doping Agency ("WADA") and the FEI Equine Anti-Doping and Controlled Medication Regulations as may be amended from time to time.
- 6.10. To promote the appointment and education of Judges and Officials

7. MEMBERSHIP

- 7.1 DRESSAGE S.A. consists of three categories of members, and one category of Athletes, namely:
 - 7.1.1 Ordinary Members, shall be those members as defined by their geopolitical areas and made up of their regional structures as set out in this Constitution, and as such they shall be obliged to promote, develop and participate in the sport of DRESSAGE, as well to ensure as the development of DRESSAGE Athletes through constructive coaching and capacity building.
 - 7.1.2 The Special Members shall be bodies representative of current DRESSAGE Athletes, coaches and officials known as the Athlete's Commission, Coaches commission and Judges Commission and established from individual DRESSAGE enthusiasts participating in the sport of DRESSAGE, as defined in this Constitution.

Such Members shall at all times have direct representation on the Dressage Council.
 - 7.1.3 Associate Member(s) shall comprise those bodies who have made application and been accepted as Associate Members to the Sport of DRESSAGE, and are recognised as a body specifically catering for their membership within a confined organisation and/or area, namely the Defence Force, Police Force, Schools and Tertiary Education and any other body duly accepted. An Associate Member seeking to be affiliated to DRESSAGE S.A. may apply to the CEO of the Dressage Council in the form determined by the Dressage Council from time to time, enclosing a copy of its duly adopted Constitution, a declaration that it will adhere to the Constitutions of SASCO and DRESSAGE S.A., a complete membership list and such other information as may be required by the Dressage Council. The CEO shall submit applications for affiliation to the next Dressage Council meeting for consideration and the Dressage Council

shall in turn submit all such applications, with a recommendation, to the next Annual General Meeting.

7.1.4 Athletes which shall mean shall mean each individual participant in the sport, who together with his horse shall make up one competitor. Such Athlete may apply to join Dressage SA by way of filling out the requisite application form as may be produced by Dressage SA and amended from time to time. Dressage SA may levy a fee against such Athlete at its discretion and such Athlete, whether or not a fee was levied and / or paid but upon acceptance of such application, shall be subject to this Constitution and any Rules and Regulations of Dressage SA. The aforesaid fees shall be collected directly by Dressage SA by way of any mechanism that it may establish for such purpose.

7.1.5 DRESSAGE S.A. may, by a majority vote taken at an Annual General Meeting or a Special General Meeting convened inter alia for this purpose, grant associate membership status to any other association operating on a national level provided that no associate membership shall be granted to an association with the same aims and objectives as DRESSAGE S.A..

7.1.6 DRESSAGE S.A. may, by a two-thirds majority vote taken solely for this purpose, withdraw its recognition of any associate member contemplated in this Constitution, in which event; the relevant association will cease, forthwith, to be an associate member of DRESSAGE S.A..

7.1.7 In matters of mutual interest, DRESSAGE S.A. and any members may, if the need arises, enter into a written agreement covering specific issues for the benefit of the Sport and its members.

7.2 The current Ordinary Members shall be:-

7.2.1.Western Cape DRESSAGE

7.2.2.Gauteng DRESSAGE

7.2.3.Eastern Cape DRESSAGE

7.2.4.Free State DRESSAGE

7.2.5.Limpopo DRESSAGE

7.2.6.Kwazulu Natal DRESSAGE

7.2.7.Northern Cape DRESSAGE

7.2.8.North West DRESSAGE

7.2.9.Mpumalanga DRESSAGE

7.3 The jurisdictions of Members shall be limited by the boundaries of the provinces, in compliance mutatis mutandis with SASCO, they presently represent but shall, within a period of two years from adoption of the Constitution, fall within the under mentioned geo-political Provinces/Regions:

Members

There shall be nine (9) Provincial Members, categorized and made up of the following Regions:

- (i) In the Province of Western Cape (Cape Town)
 - West Coast (Malmesbury)
 - Boland (Stellenbosch)
 - Overberg (Swellendam)
 - Eden (George)
 - Central Karoo (Beaufort West)
 - Cape Town Unicity (Cape Town)

- (ii) In the Province of Northern Cape (Kimberley)
 - Namakwa (Springbok)
 - Pixley-ka-Seme (De Aar)
 - Siyanda (Upington)
 - Kgalagadi (Kathu)
 - Frances Baard (Kimberley)

- (iii) In the Province of the Eastern Cape (Bisho)
 - Cacadu (Grahamstown)
 - Amathole (East London)
 - Chris Hani (Queenstown)
 - Ukhahlamba (Aliwal North)
 - O R Tambo (Umtata)
 - Alfred Nzo (Mount Ayliff)
 - Nelson Mandela (Port Elizabeth)

- (iv) In the Province of Free State (Bloemfontein)
 - Xhariep (Trompsberg)
 - Motheo (Bloemfontein)
 - Lejweleputswa (Welkom)
 - Thabo Mofutsanyana (Phuthaditjhaba)

- Fezile Dabi (Kroonstadt)
- (v) In the Province of Kwazulu-Natal (Pietermaritzburg)
- Ugu (Port Shepstone)
 - Umgungundlovu (Pietermaritzburg)
 - Uthukela (Ladysmith)
 - Umzinyathi (Dundee)
 - Amajuba (Newcastle)
 - Zululand (Ulundi)
 - Umkhanyakude (Mtubatuba)
 - UThungulu (Richards Bay)
 - iLembe (Kwa Dukuza)
 - Sisonke (Ixopo)
 - Ethekwini (Durban)
- (vi) In the Province of Mpumalanga (Nelspruit)
- Gert Sibande (Standerton)
 - Nkangala (Witbank)
 - Ehlanzeni (Nelspruit)
- (vii) In the Province of Limpopo (Polokwane)
- Mopani (Giyani)
 - Vhembe (Thohoyandou)
 - Capricorn (Polokwane)
 - Waterberg (Bela-bela)
 - Sekhukhune (Groblersdal)
- (viii) In the Province of North West (Mafikeng)
- Bojanala (Rustenberg)
 - Central (Mafikeng)
 - Bophirima (Vryburg)

- Southern (Klerksdorp)
- (ix) In the Province of Gauteng (Johannesburg)
 - Sedibeng (Vereeniging)
 - Johannesburg (Johannesburg)
 - Ekurhuleni (Germiston)
 - Metsweding (Bronkhorspruit)
 - Tshwane
 - West Rand

8. POWERS OF DRESSAGE S.A. TO CARRY OUT ITS OBJECTIVES

- 8.1 DRESSAGE S.A. shall have all such powers and authorities as shall be necessary or desirable or conducive of achieving any and all of the objects of DRESSAGE S.A.. These powers and authorities shall be exercised by the Dressage Council and/or by the CEO and/or by any duly constituted sub-committee in accordance with and subject to the provisions of this Constitution and the Act. Without in any way limiting the generality of the foregoing, the powers and authorities of DRESSAGE S.A. shall include those set out in Clauses 8.2 to 8.20 below.
- 8.2 To acquire by purchase, exchange, hire, sub-lease, donation or otherwise movable and/or immovable property of any kind.
- 8.3 To sell, let, mortgage, dispose of, give in exchange, turn to account or otherwise deal with all or any part of the property or rights of DRESSAGE S.A.
- 8.4 To enter into contracts of any and all kinds necessary to carry out, give effect to or secure the objects of DRESSAGE S.A..
- 8.5 From time to time, in accordance with sound business and financial principles to invest the funds of DRESSAGE S.A. in such property or assets or other security as may be deemed advisable.
- 8.6 To employ, suspend or dismiss and remunerate employees, professional assistants and experts.
- 8.7 To establish and contribute to a pension, annuity, medical and/or other fund for the benefit of its employees and/or the dependants of such employees in accordance with the rules of such fund.
- 8.8 To arrange a pension and medical aid scheme for the benefit of and to grant pensions, allowances, gratuities and bonuses to employees or ex-employees of DRESSAGE S.A., or the dependants of such persons, and to support or subscribe or make donations to any charities or other institutions, clubs, societies and funds.
- 8.9 To regulate relations between its Members and DRESSAGE S.A. or its members or individual DRESSAGE Athletes.
- 8.10 To invite the patronage of any person or persons as it may consider advisable.

- 8.11 To insure against losses, damage, risk and liability of all kinds.
- 8.12 To draw, make, accept, endorse, execute, negotiate and issue cheques, promissory notes, bills of exchange, warrants and other negotiable or transferable instruments.
- 8.13 To institute, conduct, defend, compound or abandon any legal proceedings by and against DRESSAGE S.A. or its officers or otherwise concerning the affairs of DRESSAGE S.A., or the action of its Members, and also compound and allow time for payment or satisfaction of any debts due or any claims or demands made by or against DRESSAGE S.A..
- 8.14 To raise money whether by subscription or levies which are to be paid to DRESSAGE S.A. by the 1st day of August each year from its Members inclusive of clubs, tertiary institutions, and or any other associations or organisations which are affiliated directly or indirectly to DRESSAGE SA on behalf of ordinary DRESSAGE Athletes who are members of the bodies referred to above, as well as to obtain funding from any other source, and to recover by legal process monies due by any of the above.
- 8.15 To contribute or subscribe to bodies with aims similar to the aims of DRESSAGE S.A., and invest monies upon such security and in such manner as it may from time to time determine.
- 8.17 To borrow and guarantee or otherwise secure the repayment of money in such manner and in such terms as it may think fit.
- 8.18 To make and pass rules, by-laws or regulations and to add to, repeal or alter such rules, by-laws or regulations, with or without penalties for the carrying out, administration and implementation of this Constitution and the attainment of the objects of DRESSAGE S.A..
- 8.19 To impose fines, to suspend for a period of time, to ban and/or implement any other disciplinary measures on its Members or former Members or on any DRESSAGE Athlete or club or association or organisation connected or concerned with DRESSAGE arising out of or connected with any contravention or breach of the provisions of this Constitution or any rule, by-law or regulation passed by Dressage Council, including those of SAIDS, SASCOC and World Anti-Doping Code and recover by legal action or otherwise such fines or compulsory contributions or damages from its Members or former Members. Without in any way limiting the generality of the foregoing, DRESSAGE S.A. shall have the power to suspend or ban any DRESSAGE Athlete, Member or club from participating in any championship or event.
- 8.20 To take all such action as may be required or necessary to enforce fully and effectively all obligations of whatsoever nature and howsoever arising which may be owed to DRESSAGE S.A. by its Members, former Members or any other persons or body.
- 8.21 Dressage SA shall establish a financial reserve equal to the 50% of the average expenditure of the previous three financial years, and such reserve shall be topped up annually. The reserve shall be established within four years of the signature of this Constitution. Such reserve shall be used only in instances where there is an urgent need of funds, but it shall not be accessed if Dressage SA is of the view that it will cease to be a going concern, whether or not it uses such reserve.

9. MEMBERSHIP AND TERMINATION OF MEMBERSHIP

- 9.1 Any Association which wishes to become an Associate Member of DRESSAGE S.A. shall apply in writing to Dressage Council to be admitted as an Associate Member and shall furnish a copy of its constitution and all such information as Dressage Council may require to decide upon its application.
- 9.2 No Association shall be admitted to membership of DRESSAGE S.A. unless Dressage Council is satisfied that the constitution of such Association substantially complies with the requirements contained in Schedule Two hereto.
- 9.3 In deciding whether or not to admit a new Association as an Associate Member, Dressage Council shall have regard to such factors as it considers relevant including the number of clubs and DRESSAGE Athletes within the jurisdiction of the applicant, clubs run by the applicant, and whether or not the applicant and the clubs within its jurisdiction are committed to the scheme in terms of which levies are paid to DRESSAGE S.A.
- 9.4 Dressage Council's decision to admit or refuse any application for membership shall be referred to the next meeting of the Council for ratification.
- 9.5 Associate Members shall agree upon and define their geographic areas of jurisdiction provided that in the event of dispute and failure to reach agreement such areas of jurisdiction shall be defined by Dressage Council, and shall comply mutatis mutandis with the SAEF constitution.
- 9.6 The right of each existing and future Member to have one or more representative teams participate in the various events and championships which are held or staged under the auspices of DRESSAGE S.A. shall be determined by Dressage Council, which may vary such rights from time to time.
- 9.7 Any Member other than an ordinary member which ceases to operate a viable structure as defined in this Constitution and may ipso facto be suspended from membership and the Council shall decide at its next ordinary meeting whether the membership of such member should be terminated.
- 9.8 Any member of any classification may, at any time, tender their resignation from DRESSAGE S.A.. Such member must give notice by not later than 30 September of each year. Any member so resigning shall continue to be liable for any monies due and owing by such member, to DRESSAGE S.A. at the date of their resignation.

10. VOTING RIGHTS

- 10.1 The voting rights set out in this clause shall apply in respect of any and all meetings of the Council.
- 10.2 Ordinary Members shall each have 1 (one) vote.
- 10.3 Special Members shall each have 1 (one) vote.

- 10.4 Associate Members shall each have 1 (one) vote.
- 10.5 Honorary Life Members may only vote in connection with any motion to terminate the Membership of any Honorary Life Member, and shall each have 1 (one) vote.
- 10.6 Only Members whose representatives are personally present at the meeting concerned shall have the right to vote.
- 10.7 Each Special Member, Ordinary Member or Associate Member will be entitled to nominate one representative to attend and to vote at any general meeting. Such nominations shall be in writing, addressed to the CEO and must be received by the National Office not less than 72 (seventy-two) hours prior to the time for the commencement of that meeting.

11. ANNUAL GENERAL MEETING ("A.G.M.")

- 11.1 An A.G.M. shall be held once in every year provided that not more than fifteen months shall elapse between one A.G.M. and the next.
- 11.2 Dressage Council shall decide the date, time and place on which each A.G.M. shall be held, provided that unless there is good reason to the contrary, it shall be held at a venue to be determined by the Dressage Council or at such other place as Dressage Council may determine and that the A.G.M. is held in within 3 (three) months from the end of the financial year.
- 11.3 The following persons shall be entitled to attend and speak at the A.G.M.:
 - 11.3.1 All members of Dressage Council
 - 11.3.2 Not more than 1 (one) representative of the Special Members, and not more than 1 (one) representative of the Associate Members.
 - 11.3.3 The Patrons
 - 11.3.4 All Honorary Life Members
 - 11.3.5 Any other person who may be invited by Dressage Council to do so.
- 11.4 The business to be transacted at an A.G.M. shall be:
 - 11.4.1 To read the notice convening the Meeting
 - 11.4.2 To read and confirm the Minutes of the previous A.G.M., Special General and General meetings, and to consider any matters arising therefrom
 - 11.4.3 To receive and consider the Annual Report of the President, for the period since the date of the previous A.G.M.
 - 11.4.4 To adopt with or without modification, the audited Annual Financial Statements for the period since the date of the previous A.G.M., provided that if not so adopted the Annual Financial Statements shall stand for consideration and

adoption, with or without modification, or rejection by the Council at an Ordinary General Meeting or by the Dressage Council as per the decision of the A.G.M.

- 11.4.5 To appoint the auditors of DRESSAGE S.A. to hold office until the next A.G.M.
 - 11.4.6 To consider and to adopt with or without modification, or to reject any recommendations of Dressage Council
 - 11.4.7 To consider all nominations by Dressage Council of persons to be Patrons or Honorary Life Members and to accept or to reject any such recommendation or nomination
 - 11.4.8 To elect the Dressage Council in terms of clause 15 as read with clause 16
 - 11.4.9 To discuss and consider any matter of which 30 (thirty) days written notice has been given.
- 11.5 Notice of each A.G.M. shall be sent to all the Members, Members of Dressage Council, Patrons and Honorary Life Members not less than 60 (sixty) calendar days prior to the date of the A.G.M..
- 11.6 Not less than 21 (twenty-one) calendar days prior to the date of any A.G.M., copies of the Agenda for that A.G.M. and the Annual Financial Statements for the financial year preceding the date of the A.G.M. shall be disseminated to all Members, Patrons and Honorary Life Members by post, and/or by hand, and /or by fax, and/or by electronic mail.

12. THE DRESSAGE COUNCIL OF DRESSAGE S.A.

- 12.1 Subject to the terms of this Constitution the Dressage Council shall be the highest authority of DRESSAGE S.A. and shall determine its policy, decide upon its budget and give directives to Management Committee.
- 12.2 The Ordinary General Meeting of the Council shall be held on such date and at such place as Dressage Council shall determine provided that unless there are good reasons to the contrary.
- 12.3 The following persons shall be eligible to attend and speak at meetings of the Council:
- 12.3.1 All the persons referred to in clause 11.3 save those referred to in sub-clauses 11.3.5.
- 12.4 Notwithstanding anything to the contrary herein, no Honorary Life Member shall be entitled to attend or speak at the Ordinary General Meeting but may do so upon the invitation of Dressage Council.
- 12.5 Notice of any Ordinary General Meeting of the Council shall be sent to Ordinary, Special and Associate Members not less than 21 (twenty-one) calendar days before the date of such meeting which notice shall be accompanied by a proposed agenda as recommended by Dressage Council.
- 12.6 The text of any motion which any Member wishes to be put to and considered by any Ordinary General Meeting shall be received not less than 30 (thirty) calendar days prior to the date of such meeting by the National Office who shall disseminate it by post and /or by hand, and/or by

fax, and/or by electronic mail, together with the final agenda to all Ordinary Members, Special Member and Associate Members, not less than 10 calendar days prior to such date.

- 12.7 The business to be transacted at the O.G.M. shall be:
- 12.7.1 to read the notice convening the meeting;
 - 12.7.2 to read and confirm, with or without amendments, or to reject the minutes of the previous Ordinary General Meeting as the case may be, as well as the minutes of any S.G.M. held in the interim, and to consider any matters arising therefrom;
 - 12.7.3 to consider and to adopt, with or without modification, or to reject, any Resolution of which due notice has been given;
 - 12.7.4 to consider and to adopt with or without modification or to reject the budget for the ensuing year which shall have been prepared by the Treasurer and considered and recommended by Dressage Council;
 - 12.7.5 no resolution which has the effect of creating, amending or repealing a by-law, regulation or standing rule shall be binding unless the notice thereof has been given in terms of 12.6 hereof or such resolution has been ratified at the next Ordinary Council meeting.

13. SPECIAL GENERAL MEETINGS ("S.G.M.'s")

- 13.1 An S.G.M. of Members shall be convened:
- 13.1.1 By resolution of Dressage Council, or
 - 13.1.2 Upon the written requisition of not less than 5 (five) Members, addressed to the CEO and delivered to the National Office provided that such written requisition shall state the exclusive purpose for which the S.G.M. is to be called and the text of the motion to be put to the meeting.
- 13.2 Within 14 (fourteen) calendar days after receipt of the resolution or requisition referred to in sub-clause 13.1, the CEO shall send written notification to all Members, which notice shall specify the time, date and place of the S.G.M., which time, date and place shall have been determined by Dressage Council provided that the date shall not be less than 21 (twenty-one) calendar days and not more than 7 (seven) calendar days after the date of posting dissemination of the notification, together with written notification of the purpose of and measures to be transacted at the S.G.M. and the text of motions to be put to and considered by the meeting.
- 13.3 No business other than that stated in the notification, referred to in sub-clause 13.2, shall be transacted at the S.G.M..
- 13.4 Only the persons referred to in 11.3 excluding those referred to in sub-clause 11.3.5 shall be entitled to attend and speak at S.G.M.'s.

14. GENERAL PROVISIONS RELATING TO A.G.M.'s, ORDINARY GENERAL MEETINGS & S.G.M.'s.

- 14.1 The following provisions shall apply to all A.G.M.'s, O.G.M.'s and S.G.M.'s:

14.1.1 A.G.M.'s, O.G.M's and S.G.M.'s shall, subject to the terms of this constitution, be held at such time and place as shall be decided by Dressage Council.

14.1.2 The chairperson of any A.G.M., O.G.M., or S.G.M. shall be the President or in his or her absence the Vice-President, or in his or her absence such other person as shall be elected for that purpose by the representatives of Members present at the Meeting and entitled to vote.

14.1.3 Each member of Dressage Council shall have 1 (one) vote and the Chairperson of any general meeting shall have 1 (one) vote, in that capacity, and a second or casting vote in the event of an equality of votes.

14.1.4 A quorum shall consist of 50% (fifty per centum) plus 1 (one) of the Ordinary Members in good standing.

14.1.5 If a quorum shall not be present at the place of the meeting within 30 (thirty) minutes after the time set for commencement of the meeting, or the Member is not present during the meeting, until the proceedings have been duly declared to have been concluded so by the President, the meeting if convened upon the requisition of Ordinary Members, shall be dissolved; in any other case, it shall stand adjourned to a date not earlier than 5 (five) calendar days and not later than 15 (fifteen) calendar days after the date of that meeting, and, at such adjourned meeting the representatives of Ordinary, Special and Associate Members present and entitled to vote, shall constitute a quorum and may transact the business of that meeting.

14.1.6 Where a meeting has been adjourned as aforesaid, the CEO shall, upon a date not later than 3 (three) calendar days after the adjournment disseminate a written notice to each Member stating:

14.1.6.1 the date, time place to which the meeting is adjourned;

14.1.6.2 the matter before the meeting, when it was adjourned;

14.1.6.3 the grounds for the adjournment; which notice shall have been settled by the President.

14.1.7 Voting shall be on a show of hands unless a poll be demanded by representative of not less than 40% (forty per centum) of Members represented and entitled to vote, and in such event, the poll shall be conducted in such manner as the Chairperson of the meeting shall decide.

15. DRESSAGE COUNCIL

15.1 The Dressage Council shall consist of the following persons:

15.1.1 The President,

15.1.2 The Vice-President with portfolio

15.1.3 The Treasurer, who shall be an Ex-Officio member, with no voting rights

15.1.4 9 (nine) members made up of a the chairman of each of the provincial structures referred to under article 7.2.

15.1.5 A Representative of each of the Special Members.

15.1.6 The CEO who shall be an Elected or Ex-Officio Member, with no voting rights.

- 15.1.6 Provided that at no stage shall there be less than 2 (two) women who shall occupy any of the positions referred to above.
- 15.1.7 Minimum of 5 (five) and Maximum of 8(Eight) members holding the following portfolios. The Provincial chairman may not hold one of the following portfolios.
 - 15.1.7.1 Development and Transformation
 - 15.1.7.2 Technical Portfolio
 - 15.1.7.3 Judges' and Officials'
 - 15.1.7.4 Finance and Administration Portfolio
 - 15.1.7.5 International Affairs
 - 15.1.7.6 Venue and Schedules
 - 15.1.7.7 Marketing and Advertising
 - 15.1.7.8 Liaison, Public Relations and Communications
- 15.1.8 DRESSAGE S.A shall have the right to appoint, where needed, the following sub- committees, or distribute the portfolio among the members of Dressage Council.
 - 15.1.8.1 National Selection Committee
 - 15.1.8.2 National Judges Committee
 - 15.1.8.3 National Disciplinary Committee
- 15.1.9 Any individual who is a Provincial President of SAEF may not at the same time be a member of the Dressage Council.
- 15.2 Dressage Council Meetings shall be deemed to be validly constituted notwithstanding the fact that at any time there are no fewer than 2 (two) women as members thereof.
- 15.3 Dressage Council may co-opt other persons as members in order to discharge specific functions provided that no co-opted member shall have a vote and provided further that although the predominant criterion for co-option shall always be merit, Dressage Council shall, as far as possible, seek to preserve a balance of men and women members.
- 15.4 Members of Dressage Council shall vote on all resolutions by a show of hands.
- 15.5 Members of Dressage Council shall decide on all matters by a simple majority vote.
- 15.6 Each member of Dressage Council shall have 1 (one) vote, and the President of any meeting of Dressage Council shall have a second or casting vote, in the event of an equality of votes, save and except at an Elective Annual General Meeting where the DRESSAGE COUNCIL shall have no vote after item 11.4.7 of the AGM's Agenda.
- 15.7 The chairperson of any meeting of Dressage Council shall be the President, or in his or her absence the Vice-President, or in his or her absence such other Member of Dressage Council as shall have been appointed at that meeting by the Members of Dressage Council present and entitled to vote.
- 15.8 No person may serve for more than 6 (six) consecutive years as President nor may any person serve for more than 6 (six) consecutive years as Vice-President.

- 15.9 Dressage Council shall meet not less than 4 (four) times per annum provided that it shall not be necessary for Dressage Council to meet in those months in which one of the two bi-annual general meetings are held.
- 15.10 A quorum of Members of Dressage Council shall consist of not less than 7 (seven) such Members with a minimum of 5 provinces referred to in clause 7.2, and if there is not a quorum present at the appointed time and place for any meeting of Dressage Council or if there is not a quorum present during the whole of the meeting until proceedings have been duly concluded and declared by the chairperson of that meeting to have been concluded, such meeting shall stand adjourned until a date, time and place to be determined by those members of Dressage Council who are present at that meeting provided that such date shall not be more than 10 calendar days after such meeting; and at such adjourned meeting those members of Dressage Council present and entitled to vote shall constitute a quorum and may transact the business of that meeting.
- 15.11 The CEO shall, by such means as is most expedient and by such means as appears most appropriate in the circumstances, inform those members of Dressage Council who were not present at the meeting of the date, time and place to which the meeting has been adjourned.
- 15.12 Except where otherwise stated herein and subject to the provisions of this constitution, Dressage Council shall be vested generally with all such powers and authorities as are necessary to promote and attain the objects of DRESSAGE S.A. and, without in any way limiting the generality of the foregoing, Dressage Council shall have all such powers and authorities as are necessary to carry out the duties and functions referred to in 15.16.
- 15.13 Dressage Council shall control all expenditure of the funds of the Association and shall not incur any liability nor enter into any commitment which cannot be discharged out of the funds of the Association.
- 15.14 No cheque or promissory note drawn on behalf of DRESSAGE S.A. shall be valid unless signed by any 2 (two) of the President, the Vice-President, the Treasurer, the CEO , or any other employee of DRESSAGE S.A. who has been authorised by Dressage Council to have signing powers provided that it shall not be competent for the two signatures to be those employees of DRESSAGE S.A., whether or not one of them is that of the CEO.
- 15.15 Dressage Council shall be entitled to make any and all by-laws or regulations necessary to promote the aims and objects of the Association and such by-laws and/or regulations shall be binding upon members. Such regulations shall be ratified at the next Ordinary General Meeting.
- 15.16 Dressage Council may delegate the exercise of any of its powers and functions to one of its Members or to a sub-committee of DRESSAGE S.A..
- 15.17 In addition to the foregoing, Dressage Council shall:
- 15.17.1 undertake and perform all such duties and functions as shall be decided by the Council;
 - 15.17.2 consider and, if thought fit, approve the separate constitutions, by-laws, rules and regulations of each Member, and any amendments or alterations thereto;

- 15.17.3 generally undertake and perform all such duties and obligations as are reasonably required to achieve the objects of DRESSAGE S.A., and to implement the policies to be followed by DRESSAGE S.A.;
- 15.17.4 formulate recommendations and resolutions for the consideration of the Council and to prepare the agenda for Council meetings;
- 15.17.5 subject to the provisions of the Constitution, make, amend, vary, repeal and enforce rules, by-laws and regulations;
- 15.17.6 conduct disciplinary proceedings in respect of any infringement of this constitution or the by-laws, rules or regulations or any agreement between any participant and DRESSAGE S.A. or the rules of the sport and to impose sanctions whether by way of fines, or suspension or banning/ exclusion from participating in any championships, event or event held or being conducted under the auspices of DRESSAGE S.A. or the activities of DRESSAGE S.A. or by way of withdrawing monies for which any person would otherwise be eligible. For the purposes of this Constitution, all events and championships of whatsoever nature organised and/or run by Members of DRESSAGE S.A. shall be deemed to be under the auspices of DRESSAGE S.A.;
- 15.17.7 impose and collect levies, subscriptions, dues and imposts;
- 15.17.8 arrange, control, regulate and promote events, championships and any other forms of competition;
- 15.17.9 employ any person upon such terms and conditions as shall be decided and, when considered necessary or desirable, terminate the employment of any such person. In particular, Dressage Council may from time to time appoint a suitable person to act as the CEO of DRESSAGE S.A. and shall determine his or her powers, duties, remuneration and privileges. Such person shall be an ex officio member of the Dressage Council with no voting rights at any Dressage Council or general meetings.;
- 15.17.10 decide upon and resolve any dispute between any Members, and/or Club, and/or persons who are members of such clubs;
- 15.17.11 subject to 7.3 above, determine the area/s or jurisdiction of Members and vary or alter such areas from time to time when necessary;
- 15.17.12 co-opt any person to Dressage Council as may be required to achieve the objects of DRESSAGE S.A. or fulfil any purpose incidental thereto;
- 15.17.13 form sub-committees, consisting of one or more persons, for any purpose incidental to the objects and powers of DRESSAGE S.A. and, subject to the constitution, by-laws, rules and regulations, delegate such of its powers to such sub-committees as may be required;
- 15.17.14 appoint special advisers and consultants, for any purposes, and terminate such appointment/s;

- 15.17.15 accept or reject any application for membership subject to ratification by the Council.
- 15.17.16 open accounts with any recognised commercial banking or financial institution or building society, and invest any funds of DRESSAGE S.A. and pay any such funds to any person (natural, corporate or otherwise) who has a valid claim for payment against DRESSAGE S.A.;
- 15.17.17 decide upon the criteria for the award of National Colours and appoint National Selectors for the selecting of teams to whom Colours may be awarded;
- 15.17.18 ensure that full and proper books of accounts are kept in accordance with sound accounting principles;
- 15.17.19 ensure that the said books of account and all records of DRESSAGE S.A.'s finances and assets are duly audited each year as soon as is practicable after the financial year end of DRESSAGE S.A. which shall be 31 July of each year and that annual financial statements are prepared;
- 15.17.20 deal with any question or issue arising out of or relating to or incidental to non-racialism as described in the schedule one hereto;
- 15.17.21 deal with any question or issue arising out of or relating to or incidental to non-sexism or discrimination on any grounds as referred to in this Constitution.
- 15.17.22 address any question or issue or matter concerning or incidental to development including budgeting for and expenditure on development;
- 15.17.23 approve the employment and termination of employment of staff by DRESSAGE S.A. including all matters incidental thereto and the review from time to time of all existing contracts of employment of staff and all matters incidental thereto;
- 15.17.24 decide any question, issue or matter relating to emblems, colours, or anthems for DRESSAGE S.A.;
- 15.17.25 make recommendations on any question or issue relating to the affiliation to or disaffiliation from any macro or other body;
- 15.17.26 decide any question or issue relating to the use of DRESSAGE facilities and/or other facilities incidental thereto and/or the standard thereof;
- 15.18 Dressage Council's jurisdiction shall not be limited to dealing with such matters as are referred to it but shall include the power and capacity to be pro-active and initiate such enquiries and/or take such steps as Dressage Council seems fit.
- 15.19 It is recognised that it is desirable for all provincial bodies themselves to negotiate and achieve unified provincial bodies. Notwithstanding this, Dressage Council shall have the right and power to be pro-active and to take such steps as it may to facilitate unity as may seem fit to ensure that any difficulties or problems in the way of unity in any province shall be overcome.

- 15.20 Any member of Dressage Council who, without having first obtained leave of absence from Dressage Council, shall otherwise than in circumstances beyond his or her control, not attend 3 (three) consecutive meetings of Dressage Council, of which meetings due notice has been given, shall be deemed to have resigned from Dressage Council.
- 15.21 No member of Dressage Council shall be entitled to any remuneration, but all members of Dressage Council shall be entitled to be refunded any disbursement incurred by any such member in fulfilling any duties or functions as shall be approved by Dressage Council.
- 15.22 The CEO shall be appointed by Dressage Council, and shall:
- 15.22.1 Represent as an Ex-Officio member of the Dressage Council Committee with no voting rights
 - 15.22.2 Send to all Members, and to all members of Dressage Council:
 - 15.22.2.1 Written notification of all meetings of Dressage Council (excluding emergency meetings), and the proposed Agenda, not less than 21 (five) calendar days prior to the date of the proposed meeting.
 - 15.22.2.2 Copies of the minutes and resolutions of all meetings of Dressage Council, within 10 (ten) calendar days after the date of the relevant meeting.
- 15.24 Any Member, of any classification, shall be entitled to have a representative attend and speak, but not vote, at any meeting of Dressage Council; provided such Member shall have submitted written notification to the CEO of such intention and the full details of any matter such member is desirous of raising at such Meeting, not less than 10 (ten) calendar days prior to the date of such meeting.

16. ELECTION OF THE PRESIDENT, VICE-PRESIDENT, TREASURER AND THE OTHER MEMBERS OF DRESSAGE COUNCIL

- 16.1 Each Member shall be entitled to nominate 1 (one) person for election as President, 1 (one) person for election as Vice-President, 1 (one) person for election as Treasurer and 1(one) person for election for each portfolio as referred to in clause 15.1.7
- 16.2 Each ordinary member as referred to in clause 7.2 shall appoint one representative to serve on its respective structure on the Dressage Council.
- 16.2.1 The DRESSAGE Representative of the Special Member shall be elected at a meeting of the Special Member.
- 16.3 Each nomination shall be in writing, shall be seconded by any Member and shall be signed by the nominee to indicate his or her acceptance of the nomination.
- 16.4 It shall be permissible for the same person to be nominated for more than one office/position. The nomination for any alternative post is conditional upon him or her not being elected to the first post for which he or she is nominated.

- 16.5 A valid nomination for any of the posts referred to in sub-paragraphs 15.1.1 to 15.1.3 inclusive and 15.1.7 shall, in the event of the nominee being defeated in an election for the post concerned, be deemed to be a valid nomination for election as a member without portfolio in terms of sub-paragraph 15.1.4.
- 16.6 In the event of the nominee being elected to one of the posts referred to in sub-paragraph 15.1.7 and appointed as a representative of an ordinary member, the nominee shall be entitled to 1(one) vote on the Dressage council.
- 16.7 All such written nominations shall be received by the National Office not less than 30 (thirty) calendar days prior to the date of the next A.G.M..
- 16.8 If no nominations are received for the election of the President or the Vice-President, or both, the President or the Vice-President, shall continue in office, if available, until the next A.G.M.; failing which at the first meeting of Dressage Council after that A.G.M., the members of Dressage Council shall elect a person to act as the President or the Vice-President, or both until a President or Vice-President, as the case may be, is duly elected at a meeting of the Council.
- 16.9 The retiring President, the retiring Vice-President and the retiring Treasurer shall be eligible for re-election without nomination, provided the CEO shall have received written notification from such persons of their willingness to continue in office, if re-elected.
- 16.10 If there is more than one nomination for any of the posts of President, Vice-President and Treasurer then such posts shall be elected separately by ballot, such elections to be held in the sequence aforesaid.
- 16.11 If the number of men thus nominated plus those elected to one or more of the posts referred to in sub-paragraphs 15.1.1 to 15.1.3 inclusive and 15.1.7 is two or fewer, then the men thus nominated shall be deemed to be elected and there shall be a ballot only in respect of the remaining vacancies.
- 16.12 If the number of women thus nominated plus those elected to one or more of the posts referred to in sub-paragraphs 15.1.1 to 15.1.3 inclusive and 15.1.7 is two or fewer, then the women thus nominated shall be deemed to be elected and there shall be a ballot only in respect of the remaining vacancies.
- 16.13 If the number of persons thus nominated is such that, together with those elected to the specific posts referred to in sub-paragraphs 15.1.1 to 15.1.3 inclusive, the number of men exceeds two and the number of women exceeds two, then there shall be a ballot in respect of all nominees
- 16.13.1 until there is a total of three men elected to Dressage Council, those men who receive the highest number of votes amongst the men candidates shall be deemed to be elected;
- 16.13.2 likewise, until there is a total of two (2) women elected to Exco those women who receive the highest number of votes amongst the women candidates shall be deemed to be elected;

- 16.13.3 thereafter the remaining positions on Dressage Council shall be filled by the candidates who have received the highest number of votes irrespective of the gender of the candidates.
- 16.14 Each person who votes shall record a vote for not more and not less than the number of vacancies.
- 16.15 All members of Dressage Council shall hold office until the next A.G.M., subject to the provisions of clause 16.4.
- 16.16 No member of Dressage Council shall represent any Member, of any classification, at any meeting of DRESSAGE S.A. or Dressage Council.

17. MANAGEMENT COMMITTEE

- 17.1. Dressage Council may appoint a Management Committee if so directed at the Annual General Meeting, comprising of:
- 17.1.1. The President
- 17.1.2. Six (6) Ordinary Members of Dressage Council inclusive of the Representative of the Special Member
- 17.1.3. The CEO
- 17.2. The Management Committee shall meet at least once a month.
- 17.3. The Management Committee with the support of the Discipline Commissions referred to above, will function as the decision-making body around policy matters and shall be empowered to take decisions and to immediately undertake any action required by given events as stipulated in Part 2 (Roles & Responsibilities of Dressage Council Members, Commissions and Committee Members) of the Rules and Regulations of DRESSAGE S.A..
- 17.4. The Management Committee shall appoint an independent Disciplinary Committee to deal with all disciplinary matters relating to the Membership and/or their individual members.
- 17.5. The President may call on any member of Dressage Council to attend a Management Committee Meeting.
- 17.6. The minutes of the Management Committee Meetings must be distributed to all members of Dressage Council.
- 17.7. Each Ordinary Member and Special Member shall elect a representative to serve on the under mentioned Committees. These committees are, but will not be limited to:
- 17.7.1. Development and Transformation Committee
- 17.7.2. International Affairs Committee
- 17.7.3. Marketing, Public Relations Committee
- 17.7.4. Events, Schedules, Venues and Competitions Committee
- 17.7.5. Technical Committee
- 17.8. The roles and responsibilities of Committee Members will be defined in Part 2 of the Rules and Regulations of DRESSAGE S.A..

- 17.9. The membership and representation of each sub-committee shall be decided and approved by Dressage Council.
- 17.10. Each sub-committee shall, subject to the provisions of this Constitution and to the by-laws, rules and regulations of DRESSAGE S.A., perform such duties and functions as are delegated to it by Dressage Council.
- 17.11. The powers and authority of each standing sub-committee shall be as set out in the by-laws, rules and regulations of DRESSAGE S.A., provided that Dressage Council may by resolution add to or subtract therefrom.
- 17.12. It is specifically recorded that any Head of a Commission in any discipline shall not be entitled to occupy such position in the event of such person having a financial interest in a business venture connected to the Sport of DRESSAGE.

18. ASSOCIATE MEMBERS

- 18.1 Any association or organisation which wishes to become an Associate Member of DRESSAGE S.A. shall apply in writing to Dressage Council to be admitted as such and shall furnish a copy of its constitution and all such information as Dressage Council may require to decide upon its application.
- 18.2 Dressage Council may in its discretion admit any such association or organisation as an Associate Member upon such terms and conditions including terms and conditions as to the payment of subscriptions as Dressage Council may consider fit.
- 18.3 Any decision by Dressage Council in respect of an application for Associate Membership shall be referred to the next Ordinary General Meeting of the Council for ratification and shall not be binding until so ratified.
- 18.4 Notwithstanding anything else herein contained it shall be competent for Dressage Council, with the ratification of the Council, to create quasi-independent and quasi-autonomous bodies or associations having their own constitutions and members for the purpose of better achieving any of the objects of DRESSAGE S.A. The constitution, by-laws and regulations of such bodies or associations shall at all times be subject to the approval and ratification of DRESSAGE S.A. which shall at all times have the power to dissolve and/or withdraw recognition of any such body or association.

19. HONORARY LIFE MEMBERS

- 19.1 Dressage Council shall, from time to time, nominate any person who has rendered notable and meritorious service to DRESSAGE S.A. and/or in the promotion of the sport of DRESSAGE and whom it wishes to recognise and honour as an Honorary Life Member which nomination shall be presented to the Council for ratification at the next A.G.M. and, if ratified by the Council, such person shall become an Honorary Life Member and shall enjoy the rights and privileges namely to attend the A.G.M., to receive advance notice and to make

preferential bookings in respect of any event or championship held under the auspices of DRESSAGE S.A.

- 19.2 All past presidents of DRESSAGE S.A. may become an Honorary Life Member of DRESSAGE S.A. if so nominated and such appointment is ratified at an AGM.

20. PATRONS

- 20.1 Dressage Council may from time to time nominate any person whom Dressage Council considers to be fit and desirable to be a Patron of DRESSAGE S.A. which nomination shall be presented for ratification at the next A.G.M. and, if ratified by the Council, such person shall become a Patron of DRESSAGE S.A..
- 20.2 Patrons shall enjoy the same rights and privileges as are enjoyed by Honorary Life Members together with such further rights and privileges as are decided upon by Dressage Council from time to time.

21. LIMITATION OF LIABILITY OF MEMBERS INDEMNITY

- 21.1 The liability of any Member, of any classification, is limited exclusively to the sum of any monies then due and payable by such Member to DRESSAGE S.A., by way of subscription or otherwise howsoever.
- 21.2 The Patrons, the President, the Vice-President, the Director, all members of Dressage Council, the Treasurer, all officials, servants, agents and persons (natural, corporate or otherwise) acting on behalf of DRESSAGE S.A., in terms of this Constitution and under delegated powers from the Members in General Meeting or from Dressage Council, shall be and they are hereby indemnified and held harmless against any claim or demand by any third party as a result of any act or omission in the performance of their duties for and on behalf of DRESSAGE S.A., from whatever cause arising, provided such person/s acted in good faith.

22. ALTERATION OR VARIATION OF THIS CONSTITUTION

This Constitution may be altered or varied, at any time, by the Members in General Meeting, upon a majority vote of not less than 75%(seventy-five per centum) of the total votes of the Members, whose representatives are present and entitled to vote at that time provided not less than 21 (twenty-one) calendar days written notification of such Meeting, together with a copy of a proposed resolution/s

23. NOTIFICATION

For the purposes of this Constitution, all notifications by DRESSAGE S.A. to any person or any Member, Honorary Life Member or Patron shall, unless delivered by hand, be effective from the date of dissemination by post, and/or by hand, and/or by fax, and/or by electronic mail to the last known postal address of such Member/s, by any official of DRESSAGE S.A.; but all

notifications to DRESSAGE S.A. by any person (natural, corporate or otherwise) or any such Member shall only be effective from the date of receipt thereof by the CEO. In no respects shall any postal authority be, or be deemed to be, the agent of DRESSAGE S.A.

24. INTERPRETATION OF THIS CONSTITUTION

Any disputes arising out of or in connection with the enforceability of this constitution or the application and interpretation of the provisions thereof or any dispute between DRESSAGE S. A. and another national sports federation, or between a member of the Dressage Council and Dressage Council or between Dressage Council and a Member or individual shall be referred to SAEF who may refer the matter to SASCOC (The South African Sport Confederation and Olympic Committee) or the designated statutory body determined by the appropriate government department, for resolution through mediation or expedited arbitration. In the event of arbitration in terms of the foregoing, such resolution shall be final and binding on the parties to the dispute.

25. DISSOLUTION OR WINDING UP OF DRESSAGE S.A.

25.1 DRESSAGE S.A. may be dissolved or wound-up, at any time, by the Members in General Meeting, upon a majority vote of not less than 75% (seventy five per centum) of the total votes of Members, whose representatives are present and entitled to vote, who are present in person at such general meeting, provided that not less than 6 (six) calendar days written notification of such meeting and of any resolution aimed at dissolving or winding-up DRESSAGE S.A. shall have been given to all Members.

25.2 Upon dissolution or winding up of DRESSAGE S.A., all the property and assets of DRESSAGE S.A., after payment of all monies owing to any third parties, shall be transferred free of compensation to any other Association/s or Organisation/s having objects similar to DRESSAGE S.A., at the discretion of the Members.

26. APPEAL BOARD AND DISCIPLINARY BOARDS

The Dressage Council shall appoint the members of the Appeal and Disciplinary Boards and delegate such powers to these Boards to include, but not be limited by the following:

26.1 To assist DRESSAGE S.A. with legal advice.

26.2 Set up and continuously update a disciplinary code for both participants and management, adopted by Council.

26.3 Chair disciplinary hearings when requested, and adjudicate, mediate and arbitrate upon legal and disciplinary matters.

26.4 The Appeal Board shall comprise of three members of which at least one must have a legal background.

26.5 Every member of the Appeal Board shall have one vote each at their meetings and hearings.

This Constitution was unanimously adopted by the Membership present at the Extraordinary General Meeting held at Johannesburg on the _____ day of _____ 2015.

SCHEDULE ONE - NON-RACIALISM

1. The principle of non-racialism is recognised and accepted. By this it is meant, broadly, that race should not be, and may not be, a basis of discriminating against or affording privilege to any person or group of persons. (Note: In this document all references to "race" must be taken to include a reference to ethnicity and nationality).
2. It follows from this that no club, province or other affiliated body may have any provision in its constitution which has the effect of barring membership on the grounds of race.
3. A provision in a constitution which though not worded in racial terms none the less is calculated to discriminate on grounds of race and which would have the effect of discriminating on grounds of race shall be regarded as an infringement of 2.
4. The principle of non-racialism also demands that all clubs, provinces and other affiliated bodies shall, when the situation legitimately requires it, make all their facilities available to persons other than their members on an equal basis irrespective of the race, ethnicity or nationality of such persons; eg. when hosting an event and such non-members are legitimately at the premises of the club or other body in connection therewith.
5. The fundamental rights of freedom of association and freedom of disassociation are recognised. It is also recognised that these rights are fundamental to the formation of and existence of the private club which is the basic building block of a national or provincial sports controlling body.
6. There is inherently a potential conflict between the rights referred to in 5., and the principle of non-racialism referred to in 1., and it is considered desirable to indicate how such potential conflicts are to be resolved.
7. The following are suggested guidelines as to how to reconcile these principles in practice:
 - 7.1 A constitution which admits any person to membership except persons of any particular racial or ethnic group shall be regarded as infringing the principles of non-racialism and shall not be regarded as a valid exercise of the rights of freedom of association/disassociation (Cf. para 2 above).
 - 7.2 A constitution may limit its membership to persons who fulfil certain criteria notwithstanding that the result thereof is that its members in fact consist only of one or more racial groups, provided that those criteria are not racist in their terms or in their intended effect e.g. a club which restricts its membership to persons who attend a certain school shall not be regarded as infringing the principle of non-racialism even though de facto its members may, as a result, come from a certain racial group only. Other examples of the application of this principle are clubs whose membership is limited to persons of a particular vocation or of a particular religious movement.
8. Under no circumstances will an infringement of 4., above be tolerated or permitted on the grounds that it constitutes an exercise by the club or affiliated body concerned of its rights of freedom of association and/or disassociation.
9. The existence of the so called "ethnic" clubs are perceived to be problematical and require deeper analysis.

- 9.1 Various such clubs exist at the moment e.g. the Greek Club, the Italian Club, the German Club and so on. The existence of such clubs is a well established and recognised phenomenon in the countries of the United Kingdom, Western Europe and the U.S.A. It is clear that such clubs are not the result of the policy of apartheid, but arise from the desire of peoples of different origins and cultures to group together to enjoy and foster their own cultural traditions.
- 9.2 What is said below is a discussion in general terms and is not a reference to any one or more of such ethnic clubs which in fact exist. Such clubs appear to have been formed with the bona FIDEI purpose of catering for the cultural needs or aspirations or interests of the particular ethnic group which it serves. There does not appear to be any ulterior racial motive.
- 9.3 If the constitution of such a club were to restrict its membership to persons of a particular ethnic group (or race or nationality), it would by necessary implication, be excluding persons from all other ethnic groups/races/nationalities from membership.
- Prima facie this would be an infringement of paragraph 2 above. The question which has to be decided is whether, in these circumstances, this constitutes a valid exercise of the rights of freedom of association and disassociation, notwithstanding that it amounts to an infringement of 2, above (Cf also 7.1 above). It is considered that this would not be acceptable and that any club having a constitution along those lines would not be eligible for membership of the proposed new unified national body or any provincial body.
- 9.4 By contrast, however, a club which had as its main object the promotion, advancement, propagation etc. of the culture, traditions etc. of any particular race or nationality, but which did not seek to exclude or limit membership on those grounds would be regarded as legitimate and would be eligible for membership.
10. The principles and guidelines set out above with regard to non-racialism shall apply equally in respect of religion and discrimination on the grounds of a persons religious beliefs.

SCHEDULE TWO - AFFILIATES TO DRESSAGE S.A.

Eligibility requirements for Ordinary members, Special Members and Associate Members in terms of clause 7 of the Constitution of DRESSAGE S.A.

1. The objects clause of the constitution of an Associate Members must include provisions that are identical to or substantially the same as sub-clauses 6.3, 6.4,6.5, 6.6 and 6.9 hereof and shall provide Associate Members shall encourage, promote, develop and administer the sport of DRESSAGE within the area of its jurisdiction in accordance with sound business principles.
2. There must be provisions in the constitution of Associate Members, stipulating that:
 - 2.1 the Association recognises and adopts the Schedule One;
 - 2.2 the Association may not become a member or affiliate to any other body without the prior written consent of Dressage Council;
 - 2.3 the Associate Members may not authorise, send or sanction any team to go on a tour outside the boundaries of the Republic of South Africa without having first obtained the written consent of SAEF through the Dressage Council. .
3. Any dispute as to whether the foregoing requirements have been complied with shall be referred to the Constitution sub-committee whose decision shall be final and binding.

SCHEDULE THREE - APPLICATION OF THE PROVISIONS OF SECTION 30 (1) OF THE INCOME TAX ACT, 1962.

The following provisions contained in section 30 (1) of the Act shall at all times apply and be adhered to while this constitution is in operation.

- 1.1 The sole object of the Association is to carry on a public benefit activity which qualifies for purposes of Section 18 A of the Act as defined in Section 30 (1) of the Act, in a non-profit manner.
- 1.2 At least 85% of the Association's activities shall be carried out in the Republic of South Africa
- 1.3 At least 3 members who will accept fiduciary responsibilities and shall also not be connected persons to each other: and no single person directly or indirectly controls the decision making powers relating to the Association
- 1.4 No funds will be distributed to any person (other than in the course of undertaking any public benefit activity.)
- 1.5 The Association's funds will be used solely for the objects for which it was established, or shall be invested with registered financial institutions as defined in Section 1 of the Financial Institutions (Investment of Funds) Act, 1984, (act no.39 of 1984) or in securities listed on a stock exchange as defined in the Stock Exchanges Control.
- 1.6 The Association will not carry on any business undertaking or trading activities other than to the extent that:
The gross income derived from such business undertaking or trading activity does not exceed the greater of R25000 or 15% of the gross receipts of the constitution:
The undertaking or activity is -
 - a) integral and directly related to the sole object of the Association : and
 - b) carried out or conducted on a basis substantially the whole of which is directed towards the recovery of cost: and
 - c) which would not result in unfair competition in relation to taxable entities:
the undertaking or activity, if not integral and directly related to the sole object of such Association, is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation : or:
the undertaking or activity is approved by the Minister by notice in the Gazette, having regard to
 - a) the scope and benevolent nature of the undertaking or activity
 - b) the direct connection and inter-relationship of the undertaking or activity with the sole purpose of the Association
 - c) the profitability of the undertaking or activity: and
 - d) the level of economic distortion that may be caused by the tax-exempt status of the Association carrying out the undertaking or activity.

any business undertaking or trading activities, or assets used in such undertaking or activity, acquired by the Association before 1 January 2001, will be retained or continued as the case may be, in the form so acquired for a period of five years.
- 1.7 On the dissolution of the Association, the remaining assets will be transferred to any similar public benefit organization, within the Republic of South Africa which has been approved in terms of Section 30 of the Act for the purposes of Section 18A of the Act:

- 1.8 No donation will be accepted which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in term of Section 18A: provided that a donor (other than a donor which is an approved public benefit organization or an institution board or body which is exempt from tax in terms of section 10(1)(cA)(i), which has as its sole or principal object the carrying on of any public benefit activity) may not impose any conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation:
- 1.9 A copy of all amendments to the Constitution, trust deed, will be submitted to the Commissioner for the South African Revenue Service;
- 1.10 No remuneration will be paid to any employee, office bearer, member or person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered;
- 1.11 The Association will submit the required Income Tax Returns annually together with the relevant supporting documents;
- 1.12 The Association will, within such period as the Commissioner may determine, register in terms of section 13(5) of the Non-Profit Organisations Act, 1997 (Act No. 71 of 1997), and comply with any other requirements imposed in terms of the Act;
- 1.13 The Association has not and will not use its resources directly or indirectly to support, advance or oppose any political party.

SCHEDULE FOUR - DISPUTES

DISPUTES:

Any disputes arising out of, or in connection with, the enforceability of this constitution, or the application and interpretation of the provisions hereof, or any dispute between any members of the Department of Sport and Recreation (SRSA) or the South African Confederation of Sport and Olympic Committee (SASCOC) or between a member and the National Executive Committee or members of DRESSAGE S.A. shall be referred to the SAEF to deal with, in terms of their constitution, failing which same shall be referred to SASCOC to deal with in terms of their Constitution, Disputes Resolution Council for resolution through mediation or expedited arbitration in terms of the Rules and Procedures for the Resolution of Disputes in Sport, prevailing at the time such dispute is so referred. In the event of arbitration in terms of the above, such resolution shall be final and binding on the parties to the dispute.

SCHEDULE FIVE- PROVINCIAL COMMITTEES

As long as the ordinary members mentioned in clause 7.2 are not formed into an association the individuals who join DRESSAGE S.A. in the provinces will elect DRESSAGE S.A. Provincial Committees as follows:

1. Structure of Provincial Committees

1.1 The DRESSAGE S.A. Provincial committees will be elected in each province comprising of not less than 4 persons including a chairman, each elected for a period of 2 years. Similar portfolios as the Dressage Council will be allocated with the same area of responsibility at the provincial level. This provincial committee may co-opt additional members if required. One committee member may be allocated more than one portfolio.

1.2 The DRESSAGE S.A. Provincial committee will report regularly to the DRESSAGE COUNCIL and will be responsible for the day-to-day activities of DRESSAGE S.A. at provincial level.

1.3 The DRESSAGE S.A. Provincial committee will implement national policies and programs for Dressage as presented and directed by the DRESSAGE COUNCIL;

2. The powers and duties of the DRESSAGE S.A. Provincial Committee shall be:

2.1 To manage the business of DRESSAGE S.A. at Provincial level and to exercise all powers which are necessary or conducive to the attainment of the sole and main object of DRESSAGE S.A. as set out in this document.

2.1 The Provincial committee shall compile the Provincial and Regional calendar, with dates, venues for all Provincial and/or Regional competitions to take place.

2.2 Shall be responsible for the forwarding of all show results and/or grading results to the National office.

2.3 The Provincial Committees are responsible to ensure that all DRESSAGE S.A. recognised dressage shows are run in accordance with all relevant rules and regulations.

2.4 The Provincial committees are responsible for the development of the sport of Dressage in their province, subject to the authority of the DRESSAGE COUNCIL.

2.5 The Provincial committees will select provincial teams to represent their province at National and/or Inter-Provincial shows.

3 Nomination Procedure for Provincial Committees

3.1 Voting for the Provincial committees will take place by the end of October at a Provincial AGM.

3.2 Only individuals that are registered with the DRESSAGE S.A. in the relevant province may nominate a person to serve on the committees.

3.3 Nominations for provincial committee members and the chairman must reach the national office no later than 7 days before the meeting.

3.4 The Provincial committee will consist of a minimum of 4 duly elected members including the chairman and also, where needed, the specific mentioned officers as mentioned above may be co-opted with no voting rights.

3.5 The term in office for a Provincial committee member and Chairman will be 24 months which shall commence at the close of the meeting in which the election has taken place.

- 3.6 Committee members longest in office have to step down on rotation. They may make themselves available for re-election.
 - 3.7 A nominated person, who is not present at the meeting, may be elected to the committee.
 - 3.8 The election of committee members for the Provincial Committees shall be by way of secret ballot.
 - 3.9 The person chairing the meeting shall be entitled to a casting vote.
- 4 All individuals who join DRESSAGE S.A. in the provinces shall be licenced members of the SAEF in accordance with the SAEF constitution.
 - 5 The quorum at any Provincial AGM, SGM or OGM will be 5% of current paid up individuals