



1. NAME AND CORPORATE PERSONALITY

- 1.1. The name of the Club will be **HYDRATLANTIC Cycling Club**, ("The CLUB")
- 1.2. Any individual may apply to join the CLUB
- 1.3. The CLUB is a distinct and separate entity that will endure perpetually
- 1.4. Income or revenue generated by the CLUB will be used to advance the purpose and endeavors of the CLUB

2. DEFINITIONS AND ABBREVIATIONS USED

- 2.1 "The CLUB" is the entity established under the underlying Constitution
- 2.2 "Rules and Regulations" will mean the Rules and Regulations set as distributed by the Executive Committee hereinafter referred to as Exco occasionally.
- 2.3 "AGM" signifies the Annual General Meeting of Members held as per the arrangements of this Constitution.
- 2.4 "Constitution" signifies this Constitution.
- 2.5 "Cycling" signifies the social or commercial activities of Virtual or non-Virtual Cycling whether same is as mass or individual cooperation in the activity, and may incorporate time trials
- 2.6 The Club's main Virtual Cycling application will be but is not limited to Rouvy
- 2.7 "Exco" signifies the Executive Committee of The CLUB, as established as far as this Constitution.
- 2.8 "Honorary Life Members" signifies every one of those people gave with this honor by the AGM, and will incorporate any people to whom this honor was presented before the acknowledgment of this Constitution.
- 2.9 "Levies" signifies the yearly charges payable by the enrollment to The CLUB and as endorsed and consented to by participation at every Annual General Meeting of The CLUB.
- 2.10 "Member" will mean any individual acknowledged as a part by the Exco and Honorary Life Members.
- 2.11 "Person" signifies an individual.
- 2.12 ""Notice" will mean any correspondence to any member(s) sent by email to the part's last realized email address;
- 2.13 "Sponsor" signifies a Person, who has made a contribution to The Club in cash or in kind
- 2.14 "Treasurer" signifies the individual chosen as far as the financial manager of The Club under this Constitution.
- 2.15 "Vice-Chairman" signifies the Vice-Chairman of the CLUB.
- 2.16 "Year" signifies a calendar year.
- 2.17 Any words suggesting one sex incorporates the other.

3. INTERPRETATION

- 3.1 The general rules of interpretation shall apply to the text therein unless the context clearly indicates otherwise
- 3.2 In the instance of ambiguity or a need for clarity, the Exco will provide the appropriate translation thereof.

4. OBJECTIVES OF THE CLUB

- 4.1 To make Virtual Cycling and non-Virtual Cycling accessible to the community
- 4.2 To advance, create and encourage Virtual Cycling and non-Virtual Cycling in the community
- 4.3 To be affiliated and registered with local and international Cycling organizations



- 4.4 To create Virtual Cycling and non-Virtual Cycling activities

5. POWERS TO CARRY OUT OBJECTIVES

- 5.1. The CLUB has full authority to act in terms of the Constitution. The power to act herein is vested in the Exco and additionally by any appropriately established subcommittee as per the Constitution
- 5.2. The Exco shall be responsible for the day to day running of The Club, and further, is empowered to enter into agreements, and set targets for THE CLUB.

6. FINANCE

- 6.1 The Clubs financial year will be as dictated by Exco.
- 6.2 The CLUB shall obtain and maintain a Bank Account. Financial statements will be issued to members at the AGM
- 6.3 The CLUB shall obtain its base cash revenue from subscription based membership fees. Additional revenue may be generated through sponsorship or donations
- 6.4 Expenditure shall be limited to funding the activities of The CLUB or any other activity as deemed appropriate by Exco provided it fulfils the objectives of The Club

7. MEMBERSHIP

- 7.1. Ordinary Membership of THE CLUB is obtained when an individual properly completes a membership application form, instore or online, pays the applicable fee and is thereafter affirmed as a member by Exco
- 7.2. Exco is entitled to designate any individual who has delivered outstanding and praiseworthy support of The CLUB or potentially in the advancement of e-cycling or cycling to perceive and respect as an Honorary Life Member. Selections will be introduced to the Exco for approval at the following AGM and, whenever confirmed by the AGM, such individual will turn into an Honorary Life Member and will appreciate the rights and advantages specifically to go to the AGM, to get notification ahead of time and to partake gratis in all occasions held under the protection of THE CLUB.

8. SUSPENSION OR TERMINATION OF MEMBERSHIP

- 8.1 The Exco may terminate any form of membership whether an Ordinary or Honorary, if such member is deemed to have transgressed The Clubs objectives and or any part of this constitution or both
- 8.2 The Exco shall suspend any membership that is not paid up or up to date regarding membership fees

9. STRUCTURE OF THE EXCO

- 9.1. The Exco shall be the absolute authority of The CLUB and it shall determine its own policies. The Exco shall consist of the following officials:
- 9.1.1. Chairman.
- 9.1.2. Vice-Chairman.
- 9.1.3. Secretary.
- 9.1.4. Treasurer.
- 9.1.5. Any other member as so determined by the Exco
- 9.2 The Exco shall meet on a maximum of four occasions annually and such meetings may be held Virtual or non-Virtually as determined by Exco.
- 9.3 The chairperson of any meeting of the Exco shall be the Chairman of The CLUB, or in his or her absence the Vice-Chairman, or in his or her absence such other Member of Exco as shall be at that meeting.
- 9.4 A quorum for Exco shall consist of a majority of its participants in person. Decisions affecting The Club shall be made by majority vote by ballot. In the event of a tie in votes members of Exco shall recast their vote by using ballot until the deadlock is breached. In the event of an unreachable deadlock the decision of the Chairman shall



be binding

9.5 The Exco shall be vested generally with all such powers and authorities as are quintessential to promote and acquire the goals of The CLUB.

9.6 Exco shall draft a Code of Conduct that is reviewable annually, and further be entitled to make any and all by-laws or regulations fundamental to promote the objectives and goals of The CLUB and such by-laws and/or regulations shall be binding upon members. Such regulations shall be ratified at the next AGM of members.

9.7 Exco shall appoint sub-committees as it considers appropriate and may additionally delegate the exercising of any of its powers to one of its Members or to a subcommittee of The CLUB as it deems fit

9.8 The minutes of the Exco conferences shall be made available to all Members

10. VOTING RIGHTS

10.1 The balloting rights set out in this clause shall be observed at all times

10.2 Each member of The Club shall have one (1) vote and the Chairperson of any normal meeting shall have one (1) vote, in that capacity

11. ELECTION OF THE CHAIRMAN, VICE-CHAIRMAN, TREASURER AND THE OTHER MEMBERS OF EXCO

11.1 Each Ordinary Member shall be entitled at the AGM to nominate any individual for election as Chairman, one Vice-Chairman or Treasurer.

11.2 If there is more than one nomination for any of the posts then the elected individual shall select one choice nomination to run for. No individual shall hold more than one post at any given time

11.3 The retiring Chairman, Vice-Chairman, and Treasurer shall be eligible for re-election besides nomination, supplied the Secretary shall have acquired written notification from such persons of their willingness to proceed in office, if re-elected.

11.4 The Chairman, Vice-Chairman, Treasurer and members of Exco will hold office for a period of no more than 12 months

12. ANNUAL GENERAL MEETING (AGM)

12.1. An AGM (Virtual or Non-Virtual) shall be held once in every year

12.2 Exco announce the date, time and place on which every AGM shall be held

12.3 All members of Exco; any paid up member, whether Ordinary or Honorary Life may attend the AGM

12.4.1 The purpose of every AGM shall be to :

12.4.2 Endorse the minutes of the previous AGM as binding

12.4.3 To present the Annual Report of the Chairman

12.4.4 To present the Accounts of The Club for the year.

12.4.5 To consider proposals from Exco.

12.4.6 To select the Exco and

13. SPECIAL GENERAL MEETING (SGM)

13.1. An SGM of Members shall be convened:

13.1.1 By resolution of Exco, or

13.1.2 Upon the written requisition of not less than twenty (20) Ordinary Members, addressed to the Exco



14. GENERAL PROVISIONS RELATING TO AGM'S AND SGM'S

- 14.1. AGM's and SGM's shall, be (Virtual or Non-Virtual) as shall be decided by Exco.
- 14.2. Notice of every AGM and SGM's shall be dispatched by way of email.
- 14.3. Copies of the Agenda for any AGM or SGM's shall be disseminated by way of electronic mail
- 14.4. The chairman of any AGM or SGM shall be the Chairman or in his or her absence the Vice- Chairman, or in his or her absence such individual as elected by Exco
- 14.5. A quorum shall consist of twenty (20) members in good standing or as decided by Exco
- 14.6. Voting shall be by majority of ballot
- 14.7. The Secretary shall take minutes of all meetings.

15. LIMITATION OF LIABILITY OF MEMBERS AND INDEMNITY

- 15.1. The legal responsibility of any Member, of any classification, is constrained completely to the sum of any monies then due and payable by way of such Member to The CLUB, by way of subscription or otherwise howsoever.
- 15.2. Members of Exco, and or any other official, performing on behalf of The CLUB, in terms of this Constitution and underneath delegated powers from Members in General Meeting or from Exco, shall be and are hereby indemnified and held harmless against any declaration or demand as a result of any act or omission in the performance of their obligations for and on behalf of The CLUB, from whatever cause arising, provided such person/s acted in proper faith.

16. ENFORCEMENT, ALTERATION OR VARIATION OF THIS CONSTITUTION

- 16.1. The Exco shall be entitled to enforce, alter or vary the terms of the Constitution as it deems fit provided that such, enforcement, alteration or variation is not in conflict with the Constitution.

17. DISSOLUTION OR WINDING UP

- 17.1. The CLUB may be dissolved or wound-up, at any time as determined by the Exco
- 17.2. Prior to dissolution, the founding contributors shall determine how to dispose of money and or assets and shall prepare for the ownership thereof to be transferred accordingly.