

SAGA Constitution

CONSTITUTION OF THE SOUTH AFRICAN GO ASSOCIATION

(As amended, December 2013)

1. NATURE AND NAME

1.1 The name of the Association is "The South African Go Association" (SAGA).

1.2 SAGA will have a corporate identity and existence separate from its members and office bearers and will continue to exist notwithstanding changes in the composition of its membership or office bearers. Members or office bearers will have no rights in the property or other assets of SAGA solely by virtue of their being members or office bearers.

2. OBJECTIVES

The objectives of SAGA are to further the development and organization of the game of Go in South Africa.

3. POWERS OF THE ORGANISATION

3.1 The organisation may engage in the following activities, provided that they are in line with the organisational objectives and do not break any laws in the Republic of South Africa:

- a) Acting as a coordinating and controlling body
- b) Promoting and publicizing the game
- c) Publishing a newsletter and magazine
- d) Encouraging teaching and research
- e) Facilitating the availability of literature and equipment
- f) Instituting and maintaining a national ranking system based on generally accepted international principles
- g) Issuing diplomas and certificates
- h) Organizing annual national championships
- i) Organizing other tournaments
- j) Establishing and maintaining contact with organizations internationally
- k) Developing methods to select representatives for international competition and the selection of these representatives
- l) Arranging sponsorship and raising funds
- m) Advancing the objectives of the organisation by any other means which the Council may deem fit

4. MEMBERSHIP

Any person or institution who applies to SAGA shall be eligible to become a member in accordance with the following categories and conditions and provided that the annual membership fee is paid.

4.1 Ordinary Members

4.1.1 Any person, at the Council's discretion, shall be eligible for initiation into the association as an Ordinary Member.

4.1.2 Ordinary Members have voting rights and may serve on the Council or committees of the Council.

4.1.3 Ordinary Members forfeit their membership by giving written notice of resignation or by being three months in arrears with their membership fees. Reinstatement as a member shall be automatic upon payment of arrear membership fees.

4.2 Honorary Members

4.2.1 Honorary Members shall be persons whom SAGA specially desires to honour in recognition of their exceptional services to the development of Go in South Africa. There shall be a maximum of five Honorary Members.

4.2.2 A nomination for honorary membership, accompanied by a written motivation and signed by at least five Ordinary Members may be submitted to the council for consideration and decision.

4.2.3 Honorary members possess all the rights of Ordinary Members but shall not be liable for annual membership fees.

5. MEMBERSHIP FEES

5.1 Annual membership fees shall be set by ballot or by resolutions of general meetings, but at the discretion of the Council they may in subsequent years be varied in proportion to the Consumer Price Index without reference to general meetings, taking as base the figures obtaining on the date of the last such resolution, and modified up or down within a range of five per cent.

5.2 Annual membership fees are payable in advance and fall due on the first day of the financial year.

5.3 A proportion of the annual membership fee of each member shall be made available to the Regional Council of the region in which each member resides, to be used to promote the aims of the Association regionally. The proportion made available shall be determined from time to time by the Council of SAGA but shall not be less than 40% of the annual membership fee.

5.4 The liability of members is limited to the annual membership fee.

5.5 Council members will not be liable for SAGA membership fees for calendar years beginning during their term of office.

6. MANAGEMENT

6.1 The management of SAGA shall be carried out by the Council, which shall represent SAGA in all external relations, subject to resolutions of any general meetings.

6.2 The Council shall consist of four elected members, the Presidents of Regional Councils (or their properly appointed alternates), and up to three co-opted members.

6.3 The Officers of SAGA shall be, in order of seniority, the President, the Secretary, and the Treasurer. All Officers should be elected members of the council, but temporary officers may

be any ordinary or honorary members of SAGA. No person shall hold more than one office at any one time.

6.4 The term of office of elected Council Members shall be three years. Elected council members who resign or vacate their office may be replaced by co-opted members until the next AGM, at which point replacement members shall be elected to serve the remainder of their terms. The members of Council to be elected shall be elected by ballot, postal or otherwise, for counting and announcement at the AGM and the Council shall exist until dismissed or until the next Annual General Meeting.

6.5 The election of the Officers of the Council shall take place, by ballot, at the first Council meeting after the AGM.

6.6 Individual members of the Council or the whole Council may be dismissed by resolution at a Special General Meeting. In all cases, except for co-opted members, that meeting shall elect replacement Council Members.

6.7 Any Council Member who fails to attend three successive Council meetings may be deemed to have resigned from office, at the Council's discretion.

6.8 The Council shall meet at least three times per year. Meetings shall be called by the Secretary after consultation with the President.

6.9 The Secretary shall give at least four weeks notice of, and the agenda for, any meeting to all members of the Council, provided that meetings may be held at shorter notice if the consent of all members can be obtained.

6.10 The Secretary shall ensure that minutes of Council meetings are taken. The minutes shall be made publicly available within four weeks of verification of the minutes by the council.

6.11 A quorum shall consist of three members, of whom at least one must be an Officer, and another must have been elected.

6.12 Any decision of the Council shall require a simple majority of those voting in order to change the status quo. Each Council member shall have one vote.

6.13 The President shall take the chair at Council meetings. In the absence of the President the senior Officer present shall take the chair initially while the meeting elects a chair for that meeting only.

6.14 In the event of Council Officers not being able to fulfil their duties temporarily or permanently for any reason, the Council shall appoint as soon as possible acting Officers, who shall be any Ordinary or Honorary members of SAGA. The appointments shall be for a specified period of time not extending beyond the date of the next AGM. Until such appointments can be made, the senior Officer still functioning shall be responsible for seeing that the duties of the non-functioning Officers are carried out.

6.15 Members of SAGA resident in any province of South Africa, as defined in the Constitution of the Republic of South Africa, who number more than five members or more

than six percent of the total membership of SAGA, whichever is the greater, may, with the approval of the Council of SAGA, operate a regional section so as to promote the aims of the Association in their province. Such members must elect a Regional Council and formulate and apply a constitution and set of rules, which must meet with the approval of SAGA.

6.16 A resolution in writing signed by all the councilors shall be as valid and effectual as if it had been passed at a meeting of the Council duly convened and held, and may consist of several documents in the like form each signed by one or more of the councilors. For the purpose of this clause, unless otherwise stated in the resolution, it shall be deemed to have been passed on the date upon which it was signed by the last signatory; a resolution shall be deemed to have been signed if consent thereto has been given in a message purporting to emanate from the person whose signature to such resolution is required.

7. GENERAL MEETINGS AND ELECTIONS

7.1 Only members of SAGA may be present at General Meetings, except that others may be invited by a specific proposal passed by a simple majority.

7.2 The quorum for General Meetings shall be the members present.

7.3 Before the meeting starts, or on the enforced vacation of the Chair, then if one or more Officers are present, the most senior Officer present shall take the Chair, and if no Officers are present then one Ordinary Member must take the Chair temporarily, and the first business of the meeting shall be to elect a Chairman.

7.4 The Chairman shall ensure that minutes of the meeting are taken and are communicated to the Secretary of SAGA within two weeks of the meeting.

7.5 Any decision of a General Meeting to change the status quo shall require a simple majority of those voting, except where this constitution otherwise provides. Except during elections, the Chairman shall not vote, but shall exercise a casting vote in the event of a tie. In the event of a tie during elections, then the result shall be determined by a random process to be determined by the Chairman.

7.6 Voting shall be by electronic submission or show of hands except where this constitution otherwise provides.

7.7 The Secretary shall call for nominations for council members at least eight weeks prior to the Annual General Meeting. Written nominations (either on paper or electronic) must reach the secretary at least six weeks before the Annual General Meeting. In all cases, the proposer, seconder and proposed candidate must be members, and the candidate must indicate his willingness to serve on the council. If the number of candidates is not sufficient to fill the vacancies, all candidates are automatically deemed elected to council, after which nominations for the remaining vacancies may be accepted during the meeting.

7.8 The election of Council Members shall take place by ballot, postal or otherwise, for counting and announcement at the Annual General Meeting.

8. THE ANNUAL GENERAL MEETING

8.1 The Annual General Meeting (AGM) of SAGA shall be held once every calendar year.

8.2 The Secretary shall dispatch a notice, containing the particulars of the venue, date and time of the AGM accompanied by an agenda and calling for nominations of Council Members, to every member of the Association not later than eight weeks before such a meeting.

8.3 The agenda of the AGM shall include the following:

- a) The adoption of the minutes of the previous AGM and of the minutes of any Special General Meeting held during the past year.
- b) Receipt and consideration of Officers' reports for the preceding year.
- c) The adoption of the annual financial statements.
- d) Election of Council Members.

9. SPECIAL GENERAL MEETINGS

9.1 A Special General Meeting (SGM) must be called within two months of the receipt by the Secretary of a written request for the meeting together with a proposal or proposals and signed by at least five or five percent (5%) of the Members of SAGA, whichever number is the greater, of whom one should be identified as the Proposer.

9.2 In the event the Council does not agree a time and place within one month of receipt of a valid request for an SGM, then the members submitting the request may appoint such time and place and a member of such group shall perform the functions of the Secretary relating to SAGA.

9.3 The Secretary shall give at least four weeks notice of an SGM and its agenda to all members.

9.4 The Proposer may submit to the Secretary with the request for the SGM a document supporting the proposal or proposals. If sufficient copies are supplied, the Secretary shall distribute this to all Members.

10. FINANCES

10.1 The Treasurer manages all financial matters of SAGA at the instruction of the Council.

10.2 Money spent must be authorized by the Treasurer and one other designated member of the Council.

10.3 The financial year of SAGA extends from 1 January to 31 December.

10.4 Records reflecting the financial transactions of SAGA must be kept by the Treasurer and must be made available for inspection by any member within one month of such written request.

10.5 All funds accruing to SAGA shall be applied to the implementation of its objectives.

10.6 SAGA will not carry on a trade unless

- a) it is integral and directly related to SAGA's objectives;
- b) if not integral and directly related to SAGA's objectives, is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation;
- c) it is carried out or conducted on a basis substantially directed towards the recovery of

cost and which would not result in unfair competition in relation to taxable entities; and
d) its gross income does not exceed the greater of 15% of SAGA's gross receipts or R25 000.

10.7 SAGA will not accept donations that are revocable and conditional at the donor's instance, except if the donor specifies usage thereof for the objectives of SAGA.

10.8 SAGA's income and property are not distributable to its members or office bearers, except as reasonable compensation for services rendered.

10.9 SAGA will conduct financial transactions by means of a bank account.

11. AMENDMENTS

11.1 Proposals for amendment of this constitution must be dispatched with the agenda to all members before they shall be considered at an AGM

11.2 Any amendment of this constitution must be approved by a two-thirds majority of those voting either at an AGM or by ballot.

11.3 Any amendment to this constitution must be submitted to the Commissioner of the South African Revenue Services.

12. DISSOLUTION

12.1 The dissolution of SAGA can only take place by a two-thirds majority of enfranchised members voting by ballot.

12.2 On dissolution the assets of SAGA will be transferred to an association with similar objectives to those of SAGA.

Constitution prior to December 2013

(The SAGA Constitution was modified by email voting in December 2013.)

South African Go Association

P.O. Box 561, Parklands, 2121, Republic of South Africa

CONSTITUTION OF THE SOUTH AFRICAN GO ASSOCIATION

(As amended, September 2005)

1. NATURE AND NAME

1.1 The name of the Association is "The South African Go Association" (SAGA).

1.2 SAGA will have a corporate identity and existence separate from its members and office bearers and will continue to exist notwithstanding changes in the composition of its

membership or office bearers. Members or office bearers will have no rights in the property or other assets of SAGA solely by virtue of their being members or office bearers.

2. OBJECTIVES

The objectives of SAGA are to further the development and organization of the game of Go in South Africa by:

- a) Acting as a coordinating and controlling body
- b) Promoting and publicizing the game
- c) Publishing a newsletter and magazine
- d) Encouraging teaching and research
- e) Facilitating the availability of literature and equipment
- f) Instituting and maintaining a national ranking system based on generally accepted international principles
- g) Issuing diplomas and certificates
- h) Organizing annual national championships
- i) Organizing other tournaments
- j) Establishing and maintaining contact with organizations internationally
- k) Developing methods to select representatives for international competition and the selection of these representatives
- l) Arranging sponsorship and raising funds
- m) Any other means which the Council may deem fit

3. MEMBERSHIP

Any person or institution who applies to SAGA shall be eligible to become a member in accordance with the following categories and conditions and provided that the annual membership fee is paid.

3.1 Ordinary Members

3.1.1 Any person having attained the twentieth level, or any other person at the Council's discretion, shall be eligible for initiation into the association as an Ordinary Member.

3.1.2 Ordinary Members have voting rights and may serve on the Council or committees of the Council.

3.1.3 Ordinary Members forfeit their membership by giving written notice of resignation or by being in arrears with membership fees. Reinstatement as a member shall be automatic upon payment of arrear membership fees.

3.2 Associate Members

Any person not yet having attained the twentieth level shall be eligible for initiation into SAGA as an Associate Member. Such member shall have the same rights as an Ordinary Member, except for the right to vote or serve on the Council or committees of the Council.

3.3 Institutional Members

Any institution may apply to the Council for Institutional Membership. Institutional Members do not have voting rights.

3.4 Honorary Members

3.4.1 Honorary Members shall be persons whom SAGA specially desires to honour in recognition of their exceptional services to the development of Go in South Africa. There shall be a maximum of five Honorary Members.

3.4.2 A nomination for honorary membership, accompanied by a written motivation and signed by at least five Ordinary Members may be submitted to the council for consideration and decision.

3.4.3 Honorary members possess all the rights of Ordinary Members but shall not be liable for annual membership fees.

4. MEMBERSHIP FEES

4.1 Annual membership fees shall be set by resolutions of general meetings, but at the discretion of the Council they may in subsequent years be varied in proportion to the Consumer Price Index without reference to general meetings, taking as base the figures obtaining on the date of the last such resolution, and modified up or down within a range of five per cent.

4.2 Annual membership fees are payable in advance and fall due on the first day of the financial year.

4.3 A proportion of the annual membership fee of each member shall be made available to the Regional Council of the region in which each member resides, to be used to promote the aims of the Association regionally. The proportion made available shall be determined from time to time by the Council of SAGA but shall not be less than 40% of the annual membership fee.

4.4 The liability of members is limited to the annual subscription fee.

5. MANAGEMENT

5.1 The management of SAGA shall be carried out by the Council, which shall represent SAGA in all external relations, subject to resolutions of any general meetings.

5.2 The Council shall consist of six elected members, the Presidents of Regional Councils (or their properly appointed alternates), up to three co-opted members, as well as the Editor of the South African Go Journal if the Council appoints an editor.

5.3 The Officers of SAGA shall be, in order of seniority, the President, the Secretary, the Treasurer and the Membership Secretary. All Officers should be elected members of the council, but temporary officers may be any ordinary or honorary members of SAGA. No person shall hold more than one office at any one time.

5.4 The term of office of elected Council Members shall be three years. Elected council members who resign or vacate their office may be replaced by co-opted members until the next AGM, at which point replacement members shall be elected to serve the remainder of their terms. At every Annual General Meeting (AGM) two elected members shall retire as their respective terms of office expire. Retiring members may stand for re-election. The members of Council to be elected shall be elected by ballot, postal or otherwise, for counting and announcement at the AGM and the Council shall exist until dismissed or until the next Annual General Meeting.

5.5 The election of the Officers of the Council shall take place, by ballot, at the first Council meeting after the AGM.

5.6 Individual members of the Council or the whole Council may be dismissed by resolution at a Special General Meeting. In all cases, except for co-opted members, that meeting shall elect replacement Council Members.

5.7 Any Council Member who fails to attend three successive Council meetings may be deemed to have resigned, at the Council's discretion.

5.8 The Council shall meet at least quarterly. Meetings shall be called by the Secretary after consultation with the President.

5.9 The Secretary shall give at least four weeks notice of, and the agenda for, any meeting to all members of the Council, provided that meetings may be held at shorter notice if the consent of all members can be obtained.

5.10 The Secretary shall ensure that minutes of Council meetings are taken. The minutes shall be made publicly available within four weeks of verification of the minutes by the council.

5.11 Only Council members shall be present at Council meetings, unless others are specifically invited by the Council.

5.12 A quorum shall consist of four members, of whom one must be an Officer, and at least two of the other three must have been elected.

5.13 Any decision of the Council shall require a simple majority of those voting in order to change the status quo. Each elected member of the Council as well as the elected representative of each Regional Council shall have one equal vote but co-opted members and the Editor of the South African Go Journal shall have no vote at council meetings.

5.14 The President shall take the chair at Council meetings. In the absence of the President the senior Officer present shall take the chair initially while the meeting elects a chair for that meeting only.

5.15 In the event of Council Officers not being able to fulfil their duties temporarily or permanently for any reason, the Council shall appoint as soon as possible acting Officers, who shall be any Ordinary or Honorary members of SAGA. The appointments shall be for a specified period of time not extending beyond the date of the next AGM. Until such

appointments can be made, the senior Officer still functioning shall be responsible for seeing that the duties of the non-functioning Officers are carried out.

5.16 Members of SAGA resident in any region of South Africa, as defined in the Constitution of the Republic of South Africa, who number more than five members or more than six percent of the total membership of SAGA, whichever is the greater, may, with the approval of the Council of SAGA, operate a regional section so as to promote the aims of the Association in their region. Such members must elect a Regional Council and formulate and apply a constitution and regional set of rules, which must meet with the approval of SAGA.

5.17 Any members of SAGA may form a club and affiliate to the Association through a regional section or, at the Council's discretion, directly to the Association if there is no Regional Council operative in their area, provided that the constitution of the club is approved by SAGA.

5.18 A resolution in writing signed by all the councilors shall be as valid and effectual as if it had been passed at a meeting of the Council duly convened and held, and may consist of several documents in the like form each signed by one or more of the councilors. For the purpose of this clause, unless otherwise stated in the resolution, it shall be deemed to have been passed on the date upon which it was signed by the last signatory; a resolution shall be deemed to have been signed if consent thereto has been given in a message transmitted by telefax or e-mail and purporting to emanate from the person whose signature to such resolution is required.

6. GENERAL MEETINGS AND ELECTIONS

6.1 Only members of SAGA may be present at General Meetings, except that others may be invited by a specific proposal passed by a simple majority.

6.2 Only ordinary and honorary members of SAGA present may vote, except as otherwise provided by this constitution.

6.3 The quorum for General Meetings shall be the members present.

6.4 Before the meeting starts, or on the enforced vacation of the Chair, then if one or more Officers are present, the most senior Officer present shall take the Chair, and if no Officers are present then one Ordinary Member must take the Chair temporarily, and the first business of the meeting shall be to elect a Chairman.

6.5 The Chairman shall ensure that minutes of the meeting are taken and are communicated to the Secretary of SAGA within two weeks of the meeting.

6.6 Any decision of a General Meeting to change the status quo shall require a simple majority of those voting, except where this constitution otherwise provides. Except during elections, the Chairman shall not vote, but shall exercise a casting vote in the event of a tie. In the event of a tie during elections, then the result shall be determined by a random process to be determined by the Chairman.

6.7 Voting shall be by show of hands except where this constitution otherwise provides.

6.8 The counting of votes, whether by hand or by ballot, shall be the responsibility of the two tellers who shall be elected at the start of each meeting.

6.9 The Secretary shall call for nominations for council members at least eight weeks prior to the Annual General Meeting. Written nominations (either on paper or electronic) must reach the secretary at least six weeks before the Annual General Meeting. In all cases, the proposer, seconder and proposed candidate must be ordinary or honorary members, and the candidate must indicate his willingness to serve on the council. If the number of candidates is not sufficient to fill the vacancies, all candidates are automatically deemed elected to council, after which nominations for the remaining vacancies may be accepted during the meeting.

6.10 The election of Council Members shall take place by ballot, postal or otherwise, for counting and announcement at the Annual General Meeting.

7. THE ANNUAL GENERAL MEETING

7.1 The Annual General Meeting (AGM) of SAGA shall be held once every calendar year within four months after the financial year-end in conjunction with a congress in those years when a congress is held.

7.2 The Secretary shall dispatch a notice, containing the particulars of the venue, date and time of the AGM accompanied by an agenda and calling for nominations of Council Members, to every member of the Association not later than eight weeks before such a meeting.

7.3 The agenda of the AGM shall include the following:

- a) The adoption of the minutes of the previous AGM and of the minutes of any Special General Meeting held during the past year.
- b) Receipt and consideration of Officers' reports for the preceding year.
- c) The adoption of the annual financial statements.
- d) Election of Council Members.

8. SPECIAL GENERAL MEETINGS

8.1 A Special General Meeting (SGM) must be called within two months of the receipt by the Secretary of a written request for the meeting together with a proposal or proposals and signed by at least five percent (5%) of the Ordinary Members or twenty Ordinary Members of SAGA, whichever number is the greater, of whom one should be identified as the Proposer. In the case where the Ordinary Members number less than fifty then five such members may call a Special General Meeting.

8.2 In the event the Council does not agree a time and place within one month of receipt of a valid request for an SGM, then the members submitting the request may appoint such time and place and a member of such group shall perform the functions of the Secretary relating to SAGA.

8.3 The Secretary shall give at least four weeks notice of an SGM and its agenda to all members.

8.4 The Proposer may submit to the Secretary with the request for the SGM a document supporting the proposal or proposals. If sufficient copies are supplied, the Secretary shall distribute this to all Ordinary Members.

9. FINANCES

9.1 The Treasurer manages all financial matters of SAGA at the instruction of the Council.

9.2 Money spent must be authorized by the Treasurer and one other designated member of the Council.

9.3 The financial year of SAGA extends from the 1 January to 31 December.

9.4 Records reflecting the financial transactions of SAGA must be kept by the Treasurer and must be made available for inspection by any member within one month of such written request.

9.5 All funds accruing to SAGA shall be applied to the implementation of its objectives.

9.6 SAGA will not carry on a trade unless:

- a) it is integral and directly related to SAGA's objectives;
- b) if not integral and directly related to SAGA's objectives, is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation;
- c) it is carried out or conducted on a basis substantially directed towards the recovery of cost and which would not result in unfair competition in relation to taxable entities; and
- d) its gross income does not exceed the greater of 15% of SAGA's gross receipts or R25 000.

9.7 SAGA will not accept donations that are revocable and conditional at the donor's instance, except if the donor specifies usage thereof for the objectives of SAGA.

9.8 SAGA's income and property are not distributable to its members or office bearers, except as reasonable compensation for services rendered.

9.9 SAGA will have the ability to conduct its financial transactions by means of a bank account.

10. AMENDMENTS

10.1 Proposals for amendment of this constitution must be dispatched with the agenda to all members before they shall be considered at an AGM

10.2 Any amendment of this constitution must be approved by a two-thirds majority of those voting either at an AGM or by postal ballot.

10.3 Any amendment to this constitution must be submitted to the Commissioner of the South African Revenue Services.

11. DISSOLUTION

11.1 The dissolution of SAGA can only take place by a two-thirds majority of enfranchised members voting by postal ballot.

11.2 On dissolution the assets of SAGA will be transferred to an association with similar objectives to those of SAGA.

Constitution prior to 10 September 2005

Download this form of the SAGA Constitution in a MS-Word document [here](#).

South African Go Association

P.O. Box 561, Parklands, 2121, Republic of South Africa

CONSTITUTION OF THE SOUTH AFRICAN GO ASSOCIATION

(As amended, August 2004)

1. NATURE AND NAME

1.1 The name of the Association is "The South African Go Association" (SAGA).

1.2 The SAGA will have a corporate identity and existence separate from its members and office bearers and will continue to exist notwithstanding changes in the composition of its membership or office bearers. Members or office bearers will have no rights in the property or other assets of the SAGA solely by virtue of their being members or office bearers.

2. OBJECTIVES

The objectives of the SAGA are to further the development and organization of the game of Go in South Africa by:

- a) Acting as a coordinating and controlling body
- b) Promoting and publicizing the game
- c) Publishing a newsletter and magazine
- d) Encouraging teaching and research
- e) Facilitating the availability of literature and equipment
- f) Instituting and maintaining a national ranking system based on generally accepted international principles
- g) Issuing diplomas and certificates
- h) Organizing annual national championships
- i) Organizing other tournaments
- j) Establishing and maintaining contact with organizations internationally
- k) Developing methods to select representatives for international competition and the selection of these representatives
- l) Arranging sponsorship and raising funds
- m) Any other means which the Council may deem fit

3. MEMBERSHIP

Any person or institution who applies to the SAGA shall be eligible to become a member in accordance with the

following categories and conditions and provided that the relevant initiation fee and annual membership fee is paid.

3.1 Ordinary Members

3.1.1 Any person having attained the twentieth level, or any other person at the Council's discretion, shall be eligible for initiation into the association as an Ordinary Member.

3.1.2 Ordinary Members have voting rights and may serve on the Council or committees of the Council.

3.1.3 Ordinary Members forfeit their membership by giving written notice of resignation or by being twelve months in arrears with membership fees. Reinstatement as a member shall be automatic upon payment of either arrear membership fees or the initiation fee.

3.2 Associate Members

Any person not yet having attained the twentieth level shall be eligible for initiation into the SAGA as an Associate Member. Such member shall have no voting rights but shall otherwise have the same rights as an Ordinary Member.

3.3 Institutional Members

Any institution may apply to the Council for Institutional Membership. Institutional Members do not have voting rights.

3.4 Honorary Members

3.4.1 Honorary Members shall be persons whom the SAGA specially desires to honour in recognition of their exceptional services to the development of Go in South Africa. There shall be a maximum of five Honorary Members.

3.4.2 A nomination for honorary membership, accompanied by a written motivation and signed by at least five Ordinary Members may be submitted to the council for consideration and decision.

3.4.3 Honorary members possess all the rights of Ordinary Members but shall not be liable for initiation fees or annual membership fees.

4. INITIATION AND MEMBERSHIP FEES

4.1 An initiation fee shall be payable upon admission to the SAGA as a member.

4.2 Initiation fees and annual membership fees shall be set by resolutions of general meetings, but at the discretion of the Council they may in subsequent years be varied in proportion to the Consumer Price Index without reference to general meetings, taking as base the figures obtaining on the date of the last such resolution, and modified up or down within a range of five per cent.

4.3 Annual membership fees are payable in advance and fall due on the first day of the financial year.

4.4A proportion of the annual membership fee of each member shall be made available to the Regional Council of the region in which each member resides to be used to promote the aims of the Association regionally. The proportion made available shall be determined from time to time by the Council of the SAGA but shall not be less than 40% of the annual membership fee.

4.5The liability of members is limited to the annual subscription fee.

5. MANAGEMENT

5.1 The management of the SAGA shall be carried out by the Council, which shall represent the SAGA in all external relations, subject to resolutions of any general meetings.

5.2The Council shall consist of the Officers, three additional elected members, the Presidents of Regional Councils or their properly appointed alternates, the Editor of the South African Go Journal duly appointed by Council and up to three co-opted members, all of whom shall be Ordinary or Honorary Members of the SAGA.

5.3The Officers of the SAGA shall be, in order of seniority, the President, the Secretary, the Treasurer and the Membership Secretary . No person shall hold more than one office at any one time.

5.4The term of office of elected Council Members shall be three years. At every Annual General Meeting (AGM) one third of the elected members shall retire as their respective terms of office expire. Retiring members may stand for re-election. At the first AGM after introduction of this amendment two elected members, as determined by lot, shall retire and at the subsequent AGM two of the remaining four elected members, as determined by lot, shall retire. The members of Council to be elected shall be elected by ballot, postal or otherwise, for counting and announcement at the AGM and the Council shall exist until dismissed or until the next Annual General Meeting.

5.5The election of the Officers of the Council shall take place, by ballot, at the first Council meeting after the AGM.

5.6Individual members of the Council or the whole Council may be dismissed by resolution at a Special General Meeting. In all cases, except for co-opted members, that meeting shall elect replacement Council Members.

5.7Any Council Member who fails to attend three successive Council meetings may be deemed to have resigned, at the Council's discretion.

5.8The Council shall meet at least quarterly. Meetings shall be called by the Secretary after consultation with the President.

5.9The Secretary shall give at least four weeks notice of, and the agenda for, any meeting to all members of the Council, provided that meetings may be held at shorter notice if the consent of all members can be obtained.

5.10The Secretary shall ensure that minutes of Council meetings are taken. The minutes shall be made available to any SAGA member within four weeks of application and payment of a reasonable fee which shall be determined by the Council.

5.11 Only Council members shall be present at Council meetings, unless others are specifically invited by the Council.

5.12 A quorum shall consist of four members, of whom one must be an Officer, and at least two of the other three must have been elected.

5.13 Any decision of the Council shall require a simple majority of those voting in order to change the status quo. Each elected member of the Council shall have one equal vote but co-opted members and the Editor of the South African Go Journal shall have no vote at council meetings.

5.14 The President shall take the chair at Council meetings. In the absence of the President the senior Officer present shall take the chair initially while the meeting elects a chair for that meeting only.

5.15 In the event of Council Officers not being able to fulfil their duties temporarily or permanently for any reason, the Council shall appoint as soon as possible acting Officers, who shall be any Ordinary or Honorary members of the SAGA. The appointments shall be for a specified period of time not extending beyond the date of the next AGM. Until such appointments can be made, the senior Officer still functioning shall be responsible for seeing that the duties of the non-functioning Officers are carried out.

5.16 Members of the SAGA resident in any region of South Africa, as defined in the Constitution of the Republic of South Africa, who number more than five members or more than six percent of the total membership of the SAGA, whichever is the greater, may, with the approval of the Council of SAGA, operate a regional section so as to promote the aims of the Association in their region. Such members must elect a Regional Council and formulate and apply a constitution and regional set of rules, which meets with the approval of the SAGA.

5.17 Any members of the SAGA may form a club and affiliate to the Association through a regional section or, at the Council's discretion, directly to the Association if there is no Regional Council operative in their area, provided that the constitution of the club is approved by the SAGA.

6. GENERAL MEETINGS AND ELECTIONS

6.1 Only members of the SAGA may be present at General Meetings, except that others may be invited by a specific proposal passed by a simple majority.

6.2 Only ordinary and honorary members of the SAGA present may vote, except as otherwise provided by this constitution.

6.3 The quorum for General Meetings shall be the members present.

6.4 Before the meeting starts, or on the enforced vacation of the Chair, then if one or more Officers are present, the most senior Officer present shall take the Chair, if no Officers are present then one Ordinary Member must take the Chair temporarily, and the first business of the meeting shall be to elect a Chairman.

6.5The Chairman shall ensure that minutes of the meeting are taken and are communicated to the Secretary of the SAGA within two weeks of the meeting.

6.6Any decision of a General Meeting to change the status quo shall require a simple majority of those voting, except where this constitution otherwise provides. Except during elections, the Chairman shall not vote, but shall exercise a casting vote in the event of a tie. In the event of a tie during elections, then the result shall be determined by a random process to be determined by the Chairman.

6.7Voting shall be by show of hands except where this constitution otherwise provides.

6.8The counting of votes, whether by hand or by ballot, shall be the responsibility of the two tellers who shall be elected at the start of each meeting.

6.9Written nominations for Council Members must be called for by the Secretary at least eight weeks prior to the Annual General Meeting and must be signed by an enfranchised proposer, a seconder and agreed to by the candidate. Nominations must reach the Secretary six weeks before the Annual General meeting. The Chairman shall accept nominations during the meeting only if the number of candidates is not sufficient to fill the vacancies.

6.10The election of Council Members shall take place by ballot, postal or otherwise, for counting and announcement at the Annual General Meeting.

7. THE ANNUAL GENERAL MEETING

7.1The Annual General Meeting (AGM) of the SAGA shall be held once every calendar year within four months after the financial year-end in conjunction with a congress in those years when a congress is held.

7.2The Secretary shall dispatch a notice, containing the particulars of the venue, date and time of the AGM accompanied by an agenda and calling for nominations of Council Members, to every member of the Association not later than eight weeks before such a meeting.

7.3The agenda of the AGM shall include the following:

- a)The adoption of the minutes of the previous AGM and of the minutes of any Special General Meeting held during the past year.
- b)Receipt and consideration of Officers' reports for the preceding year.
- c)The adoption of the annual financial statements.
- d)Election of Council Members.

8. SPECIAL GENERAL MEETINGS

8.1A Special General Meeting (SGM) must be called within two months of the receipt by the Secretary of a written request for the meeting together with a proposal or proposals and signed by at least five percent (5%) of the Ordinary Members or twenty Ordinary Members of the SAGA, whichever number is the greater, of whom one should be identified as the Proposer. In the case where the Ordinary Members number less than fifty then five such members may call a Special General Meeting.

8.2 In the event the Council does not agree a time and place within one month of receipt of a valid request for an SGM, then the members submitting the request may appoint such time and place and a member of such group shall perform the functions of the Secretary relating to the SAGA.

8.3 The Secretary shall give at least four weeks notice of an SGM and its agenda to all members.

8.4 The Proposer may submit to the Secretary with the request for the SGM a document supporting the proposal or proposals. If sufficient copies are supplied, the Secretary shall distribute this to all Ordinary Members.

9. FINANCES

9.1 The Treasurer manages all financial matters of the SAGA at the instruction of the Council.

9.2 Money spent must be authorized by the Treasurer and one other designated member of the Council.

9.3 The financial year of the SAGA extends from the 1 January to 31 December.

9.4 Records reflecting the financial transactions of the SAGA must be kept by the Treasurer and must be made available for inspection by any member within one month of such written request.

9.5 All funds accruing to the SAGA shall be applied to the implementation of its objectives.

9.6 The SAGA will not carry on a trade unless:

- a) it is integral and directly related to the SAGA's objectives;
- b) if not integral and directly related to the SAGA's objectives, is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation;
- c) it is carried out or conducted on a basis substantially directed towards the recovery of cost and which would not result in unfair competition in relation to taxable entities; and
- d) its gross income does not exceed the greater of 15% of SAGA's gross receipts or R25 000.

9.7 The SAGA will not accept donations that are revocable and conditional at the donor's instance, except if the donor specifies usage thereof for the objectives of the SAGA."

9.8 The SAGA's income and property are not distributable to its members or office bearers, except as reasonable compensation for services rendered.

9.9 The SAGA will have the ability to conduct its financial transactions by means of a bank account.

10. AMENDMENTS

10.1 Proposals for amendment of this constitution must be dispatched with the agenda to all members before they shall be considered at an AGM

10.2 Any amendment of this constitution must be approved by a two-third's majority of those voting either at an AGM or by postal ballot.

10.3 Any amendment to this constitution must be submitted to the Commissioner of the South African Revenue Services.

11. DISSOLUTION

11.1 The dissolution of the SAGA can only take place by a two-third's majority of enfranchised members voting by postal ballot.

11.2 On dissolution the assets of the SAGA will be transferred to an association with similar objectives to those of the SAGA.