



163-675 NPO

CONSTITUTION

As approved by the Annual General Meeting of the SOUTH AFRICAN ORIENTEERING FEDERATION on 28 September 1992, with amendments approved at the Annual General Meetings on:

October 7 1995 - clause 18 expanded;

September 28 1996 (Pretoria) – structure of executive expanded; all vice chairs to report; chairman re-titled President, etc.;

September 26 1998 (Cathedral Peak) – clauses 6,10,12 and 13 modified; clause 26 added;

September 25 1999 (Elgin Country Club) - clauses 1, 6, 12, 14, 17, 18, 19, 20, 21, 23, 24 modified;

September 23 2000 (Mohaies Gate) – clause 17 modified;

September 23 2001 (Klein Simonsvlei) - clauses 12, 17 and 20 modified;

September 21 2002 (Klipriviersberg) – clauses 3(h), 4(a), 4(b), 14(o), 17(a), (i), 20(c), 20(d) and 24(g) amended or added.

September 27 2008 (Grabouw) – clauses 3(i), 4(b), 5(d), 10(v), 20(c), (d), (e) amended or added.

September 23 2012 (Haenertsburg) – clauses 5(d), 24(f) and 25 amended

October 5 2014 (Hilton) – clauses 1, 2(c), 2(d), 3(h), 4(h), 6(a), 7(a), (10(a), 10(b), 10(c), 10(e), 11(b), 12(d), 12(e), 12(f), 14(g), 14(l), 14(o), 14(p), 15, 17(a), 17(b), 18(c), 20(c), (20(d), 20(g), 20(h), 20(i), 20(j), 21(a), 21(d), 22(a), 22(b), 23, 25, 25(a), 25(b), 26, 27 amended or added

October 4 2015 (Sabie) – clause 14(s)

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1 DEFINITIONS

In this constitution, except where incompatible with the context, the following terms shall have the meaning indicated:

“Federation”	The South African Orienteering Federation (SAOF).
“Constitution”	The constitution of the South African Orienteering Federation
“General Meeting”	The meetings as formulated in clauses 6 to 11.
“IOF”	The International Orienteering Federation.
“Management Committee”	The Management Committee as constituted in terms of clause 12.
“Members”	Any Orienteering Club, Association or body affiliated to the Federation.
“member(s)”	Any paid up member(s) of a Member of the Federation.
“Financial Year”	The period 1 July to June 30.
“SASCOC”	South African Sports Confederation and Olympic Committee
“Regulations”	The constitutional regulations relative to the administration of Orienteering.
“Rules”	The rules of the Federation (SAOF).
“Selection Committee”	The Selection Committee as constituted in terms of clause 17.
“South Africa”	The Republic of South Africa.
“WADA”	World Anti-doping Agency

2 NAME AND LEGAL PERSONALITY

- (a) The name of the Federation shall be the South African Orienteering Federation.
- (b) The Federation shall have legal personality and shall:
 - (i) have an independent existence;
 - (ii) be entitled to own property;
 - (iii) be entitled to enter into legal transactions and institute actions at law.
- (c) The Federation shall not distribute its annual profits among its Members.
- (d) The Federation shall continue to exist notwithstanding changes to the composition of its Membership or office-bearers.

3 AIMS AND OBJECTIVES

The aims and objectives of the Federation are:

- (a) to promote the interests of orienteering and its orienteers, and to uphold the rules relative to amateur status and the eligibility of orienteers to compete under the rules of the SAOF and IOF;
- (b) to administer orienteering falling under the jurisdiction of the Federation;
- (c) to enquire into such irregularities as may have occurred during orienteering competitions or in the course of the administration of orienteering and have been submitted to the Federation or have come to its notice;
- (d) to hear appeals against the decisions of Members, and to pronounce upon such appeals;
- (e) to commission and supervise annual National and Provincial Championships and IOF sanctioned events;
- (f) to attend to the selection of orienteers who are to represent the Federation;
- (g) to provide for official records of performance;
- (h) to maintain the principles of freedom of participation on an equal basis and of non-discrimination, in respect of race, gender, religion, political views and HIV status;
- (i) as a sport recognised by the International Olympic Committee and the South African Sports Confederation and Olympic Committee (SASCOC), to respect the Olympic Charter.

4 WAYS AND MEANS OF ACHIEVING AIMS AND OBJECTIVES

The aims and objectives of the Federation may be achieved by:

- (a) affiliation with the International Orienteering Federation, the world body governing the sport of orienteering, and as such be the single controlling body for orienteering in South Africa;
- (b) affiliation with sports bodies, e.g. Sport and Recreation South Africa (SRSA), South African Sports Confederation and Olympic Committee (SASCOC);
- (c) the acquisition in a legal manner of such movable or immovable property as may be required to achieve the aims and objectives of the Federation;
- (d) entering upon such negotiations and concluding such contracts and agreements as may be lawfully undertaken by the incorporated body and are not incompatible with the aims and objectives of the Federation;
- (e) raising funds for any purpose which may be deemed necessary.

5 ORGANISATION OF THE FEDERATION

- (a) The principal constituent bodies of the Federation are:
 - (i) the General Meeting;
 - (ii) the Management Committee.
- (b) Other Committees may be constituted by the principal constituent bodies in conformity with the provisions of the Constitution as the need arises.
- (c) The official language of the Federation shall be English.
- (e) The official publication of the Federation is the SAOF website (www.orienteering.co.za). In addition newsletters may be published as required.

6 GENERAL MEETINGS

- (a) The Annual General Meeting (AGM) constitutes the supreme authority of the Federation. The Annual General Meeting shall be held once every year on a date to be fixed by the Management Committee, but not later than 4 months from the end of the preceding financial year.
- (b) Special General Meetings shall be called by the Management Committee when it so decides, or upon receipt of written requests signed on behalf of at least two Members.

7 NOTICE OF GENERAL MEETINGS

- (a) Members, Management Committee members and Honorary Members shall receive 60 days written notice of the date, time and venue of the Annual General Meeting.
- (b) All notices of motions to be treated at the Annual General Meetings are to reach the Vice-President (Administration) by not later than 30 days before such meeting.
- (c) The Vice-President (Administration) shall notify all Members of the agenda for the Annual General Meeting in writing, to reach the Members by not later than 14 days before such meeting.

8 REPRESENTATION AT GENERAL MEETINGS

- (a) Every Member shall be entitled to be represented by two delegates, who shall be members of the Federation, at General Meetings.
- (b) The President and Vice-Presidents shall not be entitled to represent a Member.
- (c) Delegates of Members shall be entitled to participate in the business of the Federation.

9 QUORUM AT GENERAL MEETINGS

A minimum of half the voting strength plus one shall constitute a quorum at any General Meeting.

10 PROCEDURE AT GENERAL MEETINGS

- (a) At General Meetings the President shall preside, or in his or her absence, the Vice-President.
- (b) The agenda of the Annual General Meeting shall be disposed of in the following order:
 - (i) scrutiny of delegates credentials;
 - (ii) the reading of the notice of the meeting;
 - (iii) the recording of attendance and apologies;
 - (iv) the reading and adoption of the minutes of the previous Annual General Meeting and of Special General Meetings;
 - (v) submission, discussion and adoption of the annual reports of the President;
 - (vi) submission, discussion and adoption of an audited set of financial statements of the past financial year;
 - (vii) the appointment of an auditor for the next financial year;

- (viii) dealing with any amendments to the Constitution;
 - (ix) dealing with any matters proposed by Members, of which due notice has been given;
 - (x) election of office bearers in terms of Clause 12;
 - (xi) election of Honorary Members in terms of Clause 18;
 - (xii) any other business.
- (c) The agenda of a Special General Meeting shall be disposed of in the order specified below:
- (i) scrutiny of delegates credentials;
 - (ii) recording of attendance and apologies;
 - (iii) the reading of the notice of the meeting;
 - (iv) dealing with any matters proposed by Members, of which due notice has been given.
- (d) No motion or amendment on the agenda of General Meetings may be withdrawn without the approval of the Meeting. If the original proposer of a motion is absent at the meeting, any other representative shall be competent to introduce the motion, in which case such representative shall, for all practical purposes, be vested with the rights and privileges of the original proposer.
- (e) Minutes of General Meetings shall be recorded, draft minutes distributed within 30 days for review by Members present, amended as appropriate, and proposed for adoption at the next practicable General Meeting.

11 VOTING PROCEDURE AT GENERAL MEETINGS

- (a) In all matters calling for a resolution, voting shall be by show of hands, or by secret ballot if two delegates so demand before voting is proceeded to, or if the President so decides.
- (b) The President, Vice-Presidents and each Member's representative shall have one vote each, but if a Member is represented by a single delegate such delegate shall be entitled to two votes provided that his or her credentials give notice in advance of his or her intentions. The President shall, in addition to his or her ordinary vote, have the casting vote.
- (c) When due to changes to the Constitution, the composition of any committee is changed and it affects the nominations, the following ruling shall apply:
- (i) only officials for the posts, which have not changed, will be elected at the Annual General Meeting providing their nominations were received as laid down in the Constitution;
 - (ii) the elected officials must then, after testing the feeling of delegates at the Annual General Meeting co-opt members to fill temporarily the newly created posts, as no legal nomination could have been made.
- (d) In matters calling for a resolution, of which due notice has been given, Members shall be entitled to submit proxy votes, providing their proxy votes are received by the Vice-President (Administration) by not later than 48 hours before a General Meeting.

12 THE MANAGEMENT COMMITTEE

- (a) The direction of the Federation's affairs shall be vested in the Management Committee.
- (b) The Management Committee shall comprise a President and four Vice-Presidents, namely Technical, Marketing, Development and Administration who shall be elected by the delegates at the Annual General Meeting and whose nominations shall be supported by their respective Members.
- (c) Nominations for the offices of President, Vice-President (Administration), Vice-President (Development), Vice-President (Marketing) and Vice-President (Technical) have to be submitted to the Vice-President (Administration) in writing and at least 30 days before the Annual General Meeting. These nominations shall appear unchanged on the agenda of the Annual General Meeting. Should insufficient nominations be received by the due date, nominations from the floor will be allowed at the Annual General Meeting.
- (d) Voting for office-bearers shall be by secret ballot.
- (e) The SAOF Management Committee shall have the power to co-opt additional positions on to the Management Committee. Such co-opted people may include, but are not limited to: Women's representative, Mountain Bike Representative, Trail O/Disabled representative, Development representative. Such co-opted people shall not have voting powers on the Management Committee.
- (f) Office-bearers are not personally liable for any loss suffered by any person as a result of an act or omission which occurs in good faith while the office-bearer is performing functions for or on behalf of the organisation.

13 MEETINGS OF THE MANAGEMENT COMMITTEE

- (a) The Management Committee shall meet as often as it deems necessary.
- (b) Members of the Management Committee shall be notified in writing of meetings, receive the agenda at least seven days in advance.
- (c) A meeting of the Management Committee may be called either on the initiative of the President, or at the

written request of at least two members of the Management Committee.

- (d) At any meeting of the Management Committee three members of the said committee shall constitute a quorum.
- (e) All members of the Management Committee present will have one vote each while the President has the casting vote.
- (f) Minutes of all meetings of the Management Committee shall be sent to all Members.

14 POWERS AND DUTIES OF THE MANAGEMENT COMMITTEE

In addition to the powers and duties granted to the Management Committee in terms of any section of the Constitution, the following further powers shall vest in it:

- (a) When vacancies occur in the offices of President, Vice-President (Administration), Vice-President (Development), Vice-President (Technical) or Vice-President (Marketing), to fill such vacancies for the remaining period until the next Annual General Meeting;
- (b) To receive and approve applications from Members as to the venues and dates of National and Provincial Championships;
- (c) To decide where and when any other competitions supervised by the Federation shall be held;
- (d) To make recommendations to the Annual General Meeting in connection with international competitions;
- (e) To nominate delegates to any association to which the Federation is affiliated;
- (f) To inspect the constitutions of new applicant Members;
- (g) To appoint, as deemed necessary from time to time, any committee, to assist the Management Committee to carry out its duties. The President or, in his or her absence, the Vice-President, shall be ex-officio members of any such Committee;
- (h) To convene an Annual General Meeting of the Federation every year;
- (i) To suspend temporarily or permanently any member who has been found guilty of misbehaviour or dishonourable practices in orienteering;
- (j) To hear appeals against the decisions of Members and to pronounce on these;
- (k) To submit to the Annual General Meeting an annual report;
- (l) To submit to the Annual General Meeting audited financial statements for the previous financial year (1 July – 30 June). If the Annual General Meeting should be held before June 30, provisional financial statements will be submitted. The audited financial statements shall be sent to all Members before 30 September of that year;
- (m) To notify the Members of the selections made by the Selection Committee, without undue delay;
- (n) To consider any violation or infringement of the Constitution, Rules and Regulations of the Federation, and to make the necessary recommendations, or to take the necessary actions;
- (o) To open relevant banking accounts for the Federation. At least three of the Management Committee members to agree any changes to banking accounts. To draw, receive and endorse cheques and bills of exchange in connection with the financial business of the Federation. The approval of expenditure must be by a majority of Management Committee members. Three of the Management Committee will be nominated as account signatories. All transactions will require two out of the three signatories;
- (p) No financial documents e.g. sponsorship contracts shall be signed on behalf of the Federation without the prior agreement of the Management Committee. All members of the said committee are liable and responsible for the contents and agreements therein;
- (q) To agree to the settlement of the travel and subsistence expenses of any orienteer or official when justified by circumstances and if the necessary funds are available;
- (r) To promote the aims and objectives of the Federation, in keeping with its accepted aims and subject to the conditions of this Constitution and to directions of the Annual General Meeting.
- (s) To define classes of associate membership with affiliation fees specific to each class for immediate implementation followed by ratification at the next subsequent general meeting.

15 FORFEITURE OF OFFICE

If any member of the Management Committee or any other Committee is absent, without reasons, from two successive meetings, it shall be presumed that he or she has forfeited his or her office.

16 HEADQUARTERS

- (a) The Headquarters of the Federation shall be situated at the place decided upon by the Management Committee at its first meeting after the Annual General Meeting.
- (b) On a decision to move the Headquarters all Members must immediately be notified of the new address. If decided to move, the Headquarters shall become operative at the new address with immediate effect.

17 SELECTION COMMITTEE

- (a) How constituted:
- (i) A National Selection Committee shall consist of five members who will be elected for a one-year term by an AGM;
 - (ii) The Management Committee shall elect one of its members to act as convenor of the Selection Committee. The convenor shall be without any functional selecting powers, unless elected to the Selection Committee by the AGM.
- (b) Functions and powers:
- (i) The Selection Committee shall select any orienteer, orienteers, team, teams, team captain, manager, managers, coach or coaches to represent the Federation;
 - (ii) The Management Committee may fix a date for the completion of selections;
 - (iii) Selections shall be made by the Selection Committee at meetings specially convened for this purpose by the Vice-President (Administration) of the Federation. The Management Committee shall fill any vacancy on the selection Committee as soon as possible;
 - (iv) The members of the Selection Committee shall elect a Chairman from amongst their midst. The Chairman shall have the casting vote;
 - (v) The Selection Committee can conduct its business by means of e-mail. All decisions of the committee shall be by a simple majority;
 - (vi) The Chairman of the Selection Committee shall notify each of the members of the Management Committee of the selections made by the Selection Committee without undue delay but in any event no later than 3 days following the day of the decision.

18 MEMBERS

- (a) There shall be three categories of membership namely FULL, ASSOCIATE and HONORARY. FULL MEMBERS (referred to in this Constitution simply as "MEMBERS") have full voting rights at General Meetings; ASSOCIATE MEMBERS and HONORARY MEMBERS are not entitled to vote at General Meetings.
- (b) Conditions of FULL membership are:
- (i) The Member must have a constitution and its general purpose must be the promotion of orienteering in its general area under the rules and guidance of the Federation;
 - (ii) The constitution of the Member must be approved by the Management Committee;
 - (iii) It shall have mapped at least one area and held at least one orienteering event to the standards of both the International Orienteering Federation and the South African Orienteering Federation.
- (c) Any group interested in orienteering may become an ASSOCIATE member subject to approval by the Management Committee. Individual members of an Associate Member may not hold office in the Federation unless they are also members of a FULL Member.
- (d) An Honorary President and Honorary Vice-President may be elected by the Members at the Annual General Meeting. Nominations for the offices of Honorary President and Honorary Vice-President shall be submitted in writing to the Vice-President (Administration) by the Members and at least 30 days before the Annual General Meeting. These nominations shall appear unchanged on the agenda of the AGM.
- (e) Membership of the Federation shall at all times be subject to the rules, regulations and standards imposed by the Federation.
- (f) Every Member shall, if requested in writing by the Management Committee, submit a report of its activities within three weeks of the date of receipt of such a request.

19 HONORARY AWARDS FOR SERVICE

- (a) Nominations for Honorary awards for services rendered to orienteering may be submitted by the Members to the Annual General Meeting.
- (b) Nominations shall be submitted to the Management Committee at least 30 days before the date of the Annual General Meeting and shall be accompanied by a motivation based on the services rendered by the nominee.

20 FINANCIAL MATTERS

- (a) Affiliation fees:
- (i) Every Member shall contribute annually to the Federation an affiliation fee as determined by the Management Committee;
 - (ii) The affiliation fee shall be due by the date of the Annual General Meeting;

- (iii) If the affiliation fee has not been paid in full by the date of the Annual General Meeting, this shall cause suspension of the defaulting Member;
- (iv) If the amount due as well as a penalty determined by the Management Committee is paid, the Management Committee may cancel the suspension;
- (v) All payments by Members shall be accompanied by a declaration of the number of members.
- (b) If a member ceases to exist or abandons its activities for an indefinite period then:
 - (i) all lawful claims by the Federation shall be met; and
 - (ii) all the books and records of the former Member shall be deposited with and belong to the Federation.
- (c) In the event of acclaim against the Federation by a third party, the financial liability of each Member shall be limited to R1,00.
- (d) The Federation will use its funds in order to achieve the objectives of the Federation. Funds may be accrued and invested but the Federation is a non-profit making body. However:
 - i) assets will not be transferred out of the Federation unless it is dissolved;
 - ii) funds will not be loaned to Members.
- (e) The Federation shall not distribute any money to any person except as bona fide training and competition assistance and shall utilise its funds solely for which it has been established i.e. promote orienteering on its own or via its Members.
- (f) Financial records will be kept for a minimum of five years.
- (g) Neither Members nor office-bearers shall have rights in the property or other assets of the Federation solely by virtue of their being Members or office-bearers.
- (h) The organisation's financial transactions must be conducted by means of a banking account.
- (i) The date for the end of the organisation's financial year shall be 30 June.
- (j) Office-bearers shall not become liable for any obligations and liabilities of the Federation solely by virtue of their status as members or office-bearers of the Federation.

21 RULES AND REGULATIONS

- (a) In addition to the provisions of the Constitution the Federation shall issue rules for competitions held under the auspices of the Federation, and any other such Rules and Regulations as may be required for the smooth running of its affairs.
- (b) Such Rules and Regulations may be issued or amended only by the Management Committee, providing that such newly issued or amended Rules and Regulations are approved at the following Annual General Meeting.
- (c) Any amendments of the Rules and regulations shall be entered in the minutes of the particular meeting at which such amendments have been passed. If the minutes have been duly circulated, as provided for in the Constitution, this shall be deemed sufficient notice of such amendments.
- (d) All Members, associations or bodies affiliated to the Federation shall:
 - (i) be obliged to observe and accept the Rules and Regulations of the Federation;
 - (ii) furnish any information required by the Federation in connection with any matters falling within the province of Member's activities;
 - (iii) refrain from introducing any incompatible amendments or additions to the Rules and Regulations of the Federation.

22 INTERPRETATION OF RULES AND REGULATIONS

- (a) Decisions of the Management Committee concerning the validity of any clauses of the Rules and Regulations in terms of which orienteering is administered shall be final and binding.
- (b) Requests for clarification concerning interpretations, definitions or any matter not provided for shall be laid in writing before the Vice-President (Administration) of the Federation by the Secretary of the Member, to be investigated and commented upon by the Management Committee. The decision of the Management Committee shall be final and binding.

23 APPEALS

- Appeals against the decision of any Member of the Federation:
 - (a) shall in the first instance be addressed to the Executive of the Member;
 - (b) If satisfaction is not obtained and/or if there is any uncertainty about the decision, an appeal may be directed via the Member to the Management Committee;
 - (c) The decision of the Management Committee shall be final and binding.

24 AMENDMENTS TO THE CONSTITUTION

- (a) The Constitution may be amended only at an Annual General Meeting or at a Special General Meeting

called for this specific purpose.

- (b) Notice of any proposed amendments shall be entered on the agenda in accordance with the procedure laid down in clause 7.
- (c) The notice shall specify which clause of the Constitution it proposes to amend and shall indicate clearly what should be omitted and/or added to it;
- (d) The Constitution can be amended only by a two-thirds majority of the constitutional voting strength;
- (e) Any amendment to the Constitution takes immediate effect unless the contrary is decided;
- (f) Any amendment to the Constitution must be submitted by the Management Committee to the IOF and the appropriate body or bodies in South Africa, including the South African Revenue Service (SARS);
- (g) Amendments may be made to the Constitution as required by the funding policy of the sponsors.

25 DISSOLUTION OF THE FEDERATION

- (a) In the event that the Federation becomes insolvent, or all the Members resign their membership, or that the Members determine that the Federation no longer serves a useful purpose, it may be dissolved by a General Meeting of the Members;
- (b) In the event of the dissolution of the Federation, the disposal of any assets thereof shall be decided by a General Meeting. Any assets of the Federation that remain after all its liabilities have been met shall pass to another non-profit orienteering organisation having similar objectives as decided by the meeting that dissolves the Federation. However, in no circumstances shall any assets be distributed amongst individual Members of the Federation in any manner whatsoever.

26 DISPUTE RESOLUTION

Any dispute, either within the Federation or between the Federation and an outside body, which cannot be resolved shall be referred to the Arbitration Foundation of South Africa (AFSA) 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 foregoing, such resolution shall be final and binding on the parties to the dispute.

27 ANTI-DOPING POLICY

The Federation subscribes to the anti-doping policies of the International Orienteering Federation and SASCOC (which both follow the WADA guidelines) Further information on anti-doping can be found in the Federation's Rules of Conduct.