

**CONSTITUTION**

**OF**

**SOUTH AFRICAN BASEBALL UNION**



## Table of Contents

<b>PREAMBLE</b> .....	<b>4</b>
<b>CHAPTER 1 – STATUTES &amp; INTERPRETATION</b> .....	<b>4</b>
1. CONSTITUTION, NAME AND CORPORATE PERSONALITY.....	4
2. DEFINITIONS AND ABBREVIATIONS USED .....	5
3. INTERPRETATION .....	10
<b>CHAPTER 2 – SABU AS AN ORGANISATION</b> .....	<b>10</b>
4. DOMICILE.....	10
5. AREA OF JURISDICTION OF SABU.....	10
6. MAIN BUSINESS.....	10
7. ORGANISATIONAL STRUCTURE OF SABU .....	11
8. OBJECTS OF SABU .....	12
9. POWERS OF SABU TO CARRY OUT ITS OBJECTS .....	15
<b>CHAPTER 3 – MEMBERSHIP OF SABU</b> .....	<b>19</b>
10. CLASSIFICATION OF MEMBERSHIP .....	19
11. LIMITATION OF LIABILITY AND INDEMNITY .....	20
12. SUSPENSION AND TERMINATION OF MEMBERSHIP .....	20
13. REGISTRATION OF OTHER INDIVIDUALS .....	21
<b>CHAPTER 4 – NATIONAL COUNCIL</b> .....	<b>22</b>
14. THE NATIONAL COUNCIL/GENERAL ASSEMBLY.....	22
15. ANNUAL GENERAL MEETING ("A.G.M.").....	25
16. SPECIAL GENERAL MEETINGS ("S.G.M.'s")/ EXTRAORDINARY GENERAL MEETINGS ("E.O.G.").....	27
17. REPRESENTATION AND VOTING RIGHTS .....	28
18. GENERAL PROVISIONS RELATING TO COUNCIL MEETINGS.....	28
<b>CHAPTER 5 – EXECUTIVE BOARD</b> .....	<b>30</b>
19. EXCO.....	30
20. POWERS OF EXCO.....	34
21. ELECTION OF THE PRESIDENT, VICE-PRESIDENTS, TREASURER, AND THE OTHER MEMBERS OF EXCO.....	38
<b>CHAPTER 6 - COMMITTEES</b> .....	<b>41</b>
22. MANAGEMENT COMMITTEE .....	41
23. TECHNICAL COMMITTEES.....	42

<b>CHAPTER 7 - GENERAL.....</b>	<b>45</b>
24. RULES, REGULATIONS, PROCEDURES AND BY-LAWS .....	45
25. LOGO .....	45
26. AWARD OF COLOURS .....	46
27. FINANCE.....	47
28. APPEAL BOARD, DISCIPLINARY AND ETHICS COMMITTEE .....	48
29. DISPUTE RESOLUTION .....	49
30. NOTIFICATION .....	50
31. ALTERATION OR VARIATION OF THIS CONSTITUTION .....	50
32. DISSOLUTION OR WINDING UP OF SABU.....	50
 <b>SCHEDULE "A" – PROVINCIAL STRUCTURES .....</b>	 <b>52</b>
 <b>SCHEDULE "B" – GEO-POLITICAL DEMARCATIONS .....</b>	 <b>53</b>

## **PREAMBLE**

Resolving to constitute its members into a single non-racial organisation under the name of South African Baseball Union and under the Constitution hereby established to promote and control baseball in South Africa.

The name of this organisation shall be the SOUTH AFRICAN BASEBALL UNION, hereinafter referred to as the Union.

The Union:

- Is an incorporated voluntary association without gain with legal personality;
- Is a legal person which exist independently of its members and is the independent bearer of rights and obligations with perpetual succession;
- Shall be capable of performing any legal act independently and shall be capable of instituting, conducting or defending any legal proceedings in any court and shall in such legal act / proceedings be represented by the Executive Committee or by any person or persons duly authorised by the Executive Committee

## **CHAPTER 1 – STATUTES & INTERPRETATION**

### **1. CONSTITUTION, NAME AND CORPORATE PERSONALITY**

- 1.1 This is the Constitution of the body known as "SOUTH AFRICAN BASEBALL UNION" (hereinafter "SABU").
- 1.2 SABU 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), as amended by the National Sport and Recreation Amendment Act (Act No 18 of 2007), also referred to as "The Act".
- 2.2 **"Affiliated Member"** means the Ordinary Members, Special Members or the Associate Member
- 2.3 **"A.G.M."** means the Annual General Meeting of Members held in accordance with the provisions of this Constitution.
- 2.4 **"Appeal Board"** means a body of appeal appointed by the National Council in terms of this Constitution.
- 2.5 **"Area of Jurisdiction"** means the administration of SABU shall be the Republic of South Africa.
- 2.6 **"Associate Members"** means all those associations or organisations having the same or similar objects to SABU and having their domicile within the area of jurisdiction of SABU, which bodies have made application and have been accepted as Associate Members of SABU in terms of the provisions of this Constitution.
- 2.7 **"Annual Financial Statements"** means the annual audited balance sheet, income and expenditure statement, Treasurer's report and Auditor's report.
- 2.8 **"ABSA"** means the African BASEBALL and Softball Association.—This the controlling body of both Baseball and Softball for Africa. -
- 2.9 **"BASEBALL"** means the game or sport of BASEBALL, whether played in the presence of the opponent, or by way of correspondence, or by way of the internet, computer software programs or otherwise and includes the disciplines referred to in this Constitution and as defined by International Baseball Federation (IBAF).

- 2.10 **"Club"** means any BASEBALL club which caters for any discipline or form of BASEBALL in a local district or area and which is a member of a District BASEBALL Body or whose interests are represented by such District BASEBALL Body.
- 2.11 **"Coach"** shall for the purposes of this Constitution have the same meaning as "trainer" or "instructor".
- 2.12 **"Committee"** means a committee established in terms of clause 28.
- 2.13 **"Compliance"** means that the Member, District BASEBALL Body, 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 the South African Baseball Union.
- 2.14 **"Constitution"** means this Constitution.
- 2.15 **"Day"** means a calendar day. "Working day" means a calendar day excluding Saturdays, Sundays and Public Holidays.
- 2.16 **"Disciplinary Committee"** means a committee charged with examining alleged breaches of discipline within SABU and adjudicating on them based on the Disciplinary Code of Practice
- 2.17 **"District BASEBALL Body"** means a body established to attend to the development and administration of BASEBALL within a demarcated District within a Province.
- 2.18 **"District BASEBALL Council"** means the membership of a District BASEBALL Body in general meeting.
- 2.19 **"Ethics Committee"** means an independent Commission who draws up and continuously updates the ethical principles, including in particular the Code of Ethics, as well as specific implementing provisions based on the values and principles of baseball and specifically SABU.
- 2.20 **"Event"** means a BASEBALL event held in South Africa under the auspices of SABU or IBAF.
- 2.21 **"Event Organizer"** means a person duly authorised to manage an event on behalf of SABU either directly or indirectly through its members.

- 2.22 **"Exco"** means the Executive Board of SABU, as constituted in terms of this Constitution.
- 2.23 **"General Secretary"** means the person employed as such by the Executive Committee.
- 2.24 **"Geo-political Member"** means the nine (9) geopolitical Members (also known as Ordinary Members) duly accepted as members in terms of South Africa's geopolitical demarcations as set out in this Constitution.
- 2.25 **"Head Coach"** means the person appointed as such by the National Council, on recommendation of Exco.
- 2.26 **"Headquarters"** means the Headquarters of SABU which shall be at the place recommended by the Exco from time to time and approved by the General Assembly.
- 2.27 **"Honorary Life Members"** means all those persons bestowed with this honour by the National Council.
- 2.28 **"IBAF"** means the International BASEBALL Federation.
- 2.29 **"Levies"** means the monies levied and due by the membership to SABU as approved and agreed to by membership at each A.G.M. of SABU
- 2.30 **"Management Committee"** means the committee referred to in clause 27.1 and "Mancom" shall have the same meaning.
- 2.31 **"Member"** shall mean an Ordinary Member, the Special Member or an Associate Member
- 2.32 **"Month"** means a calendar month.
- 2.33 **"National Convention"** means the meetings of all Members, Commissions and Committees at the same venue and dates to coincide with an Ordinary or Annual General Meeting of the membership of SABU
- 2.34 **"National Council"** means the membership of SABU in general meeting.
- 2.35 **"National Sport Federation"** means the national governing body of the Sport in membership of SASCOC, and recognised by the Department of Sport and Recreation in the Republic of South Africa.

- 2.36 **"Ordinary General Meeting"** means a meeting of Members other than an A.G.M. or Special General Meeting convened in terms of this Constitution.
- 2.37 **"Ordinary Members"** means those Members (also known as Geopolitical Members) duly accepted as members in terms of the geopolitical demarcations as set out in this Constitution.
- 2.38 **"Organisers"** shall mean those persons who have been duly authorised by SABU either directly or through their provincial membership to stage a BASEBALL event inclusive of the hosting, managing, organising, planning, and supervision of such an event.
- 2.39 **"Patrons"** shall mean a person duly appointed as such in terms of this Constitution.
- 2.40 **"Person"** means a natural or legal person.
- 2.41 **"President"** means the President of SABU, duly elected in terms of this Constitution.
- 2.42 **"Athletes Commission"** shall mean a body of persons representing active BASEBALL athletes competing in the discipline of BASEBALL under the auspices of SABU, irrespective of gender and age category.
- 2.43 **"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).
- 2.44 **"Provincial BASEBALL Association"** means a body consisting of more than one District BASEBALL Body within a Province associated with each other for the development and administration of BASEBALL in that Province, including the specific purpose of liaison and communication with the sporting codes of that Province, and the Department of Sport and Recreation in that Province.
- 2.45 **"Provincial BASEBALL Council"** means the membership of a Provincial BASEBALL Association in general meeting.



- 2.46 **"Registered individuals"** means the players, umpires, scorers, coaches / managers, administrators and BASEBALL friends / workers / schools registered with SABU as provided for in Clause 13..
- 2.47 **"Rules"** means the rules, regulations, procedures and by-laws in force from time to time in accordance with which the affairs of SABU will be conducted.
- 2.48 **"SAIDS"** means the South African Institute for Drug-Free Sport.
- 2.49 **"SASCOC"** means the South African Sport Confederation and Olympic Committee duly recognized and approved by SRSA as the governing body of Sport in the Republic of South Africa.
- 2.50 **"SCHOOLS"** means Schools Sport South Africa.
- 2.51 **"South African Baseball Union"** (SABU) means the body constituted in terms of this Constitution and recognised by SASCOC as the organisation responsible for BASEBALL in the Republic of South Africa.
- 2.52 **"Special General Meeting"** means a meeting of Members other than an Ordinary or Annual General Meeting convened for a special purpose in terms of this Constitution. Also referred to as Extraordinary General Meeting
- 2.53 **"Special Member"** means the Athletes' Commission.
- 2.54 **"SRSA"**, means the Department of Sport & Recreation in South Africa.
- 2.55 **"Trainer"** shall for the purposes of this Constitution have the same meaning as "coach" or "instructor".
- 2.56 **"Treasurer"** means the person elected by the National Council in terms of the provisions of this Constitution.
- 2.57 **"Vice-President"** means one of the two Vice-Presidents of SABU, duly elected in terms of this Constitution.
- 2.58 **"WADA"** means the World Anti-Doping Agency.
- 2.59 **"WBSC"** means the **World Baseball Softball Confederation** is the world governing body for the sports of baseball and softball that was

established in 2013 by the merger of the International Softball Federation and International Baseball Federation, the former respective world governing bodies for baseball and softball, both of which now serve as "Divisions" under the organizational structure of the WBSC.

2.60 **"Year"** means a calendar year.

2.61 **"ZSC"** means the Zone 6 BASEBALL Confederation.

### **3. INTERPRETATION**

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.

3.3 Any words importing one gender include the other.

## **CHAPTER 2 – SABU AS AN ORGANISATION**

### **4. DOMICILE**

The domicile and seat of management of SABU shall be deemed to be situated in the area as determined by the membership at an Annual General Meeting, with the domicilium being the address of the Auditor from time to time, as published on the SABU website, provided that it shall always be at a place within the Republic of South Africa.

### **5. AREA OF JURISDICTION OF SABU**

The geographical area of jurisdiction of SABU shall be the Republic of South Africa.

### **6. MAIN BUSINESS**

6.1 The main business of SABU is to act as the national controlling body of BASEBALL in South Africa.

- 6.2 SABU shall seek and hold membership of IBAF as the recognised national federation and only controlling body for BASEBALL in South Africa and shall control and enforce the playing rules of IBAF for BASEBALL in South Africa.
- 6.3 No Member shall establish or maintain contact with IBAF or any other international BASEBALL body without the prior written consent and knowledge of SABU.
- 6.4 SABU shall seek and maintain membership of SASCOC and any other bodies established by Government or sporting codes to govern sport in South Africa.
- 6.5 SABU may affiliate with any other body or sporting code with compatible aims with a view to enhancing the interests and status of BASEBALL within South Africa.

## **7. ORGANISATIONAL STRUCTURE OF SABU**

- 7.1 SABU is the National controlling body of BASEBALL in South Africa, governed by the National Council according to this Constitution.
- 7.2 The members of SABU (save for the Ordinary Member and Associate Members) are the members situated in the nine (9) designated geopolitical provinces, each governed by its Provincial Council according to its own constitution.
- 7.3 Each of the member Provincial BASEBALL Associations shall consist of District BASEBALL Bodies within its geographical area as its members, each governed by its District Council according to its own constitution and as defined in the published Demarcated 52 regions of South Africa.
- 7.4 Each of the District BASEBALL Bodies shall consist of BASEBALL clubs within its geographical area as its members, each governed by its Management Committee according to its own constitution.

7.5 BASEBALL players shall have freedom of association to belong to a BASEBALL club of his or her choice, provided that he or she is eligible for membership of the BASEBALL club concerned within their specific geopolitical area, and with the understanding that any participation of the BASEBALL player at District and provincial levels will be determined according to the locality of the BASEBALL club of which he or she is a member as defined in the published Demarcated 52 regions of South Africa.

## **8. OBJECTS OF SABU**

The objects of the South African Baseball Union are:

- 8.1 To be and to operate and function as the autonomous controlling and administrative body of the sport of BASEBALL within the area of its jurisdiction.
- 8.2 To direct, develop, and administer the sport of BASEBALL within the area of its jurisdiction in accordance with the principles of good corporate governance and sound financial management.
- 8.3 To actively market and promote BASEBALL as a sport, and a recreational activity in South Africa.
- 8.4 To foster a spirit of healthy competition, sportsmanship and fair play among players of all races, gender and ages.
- 8.5 To uphold and enforce the rules of BASEBALL as prescribed by IBAF from time to time and to encourage and promote the highest standard of sporting behaviour in connection with the playing of BASEBALL.
- 8.6 To assist at all levels with the organisation and administration of BASEBALL.
- 8.7 To organise or facilitate national championships for masters, seniors, youth, women and physically challenged players.
- 8.8 To facilitate the involvement of South African players and teams in international tournaments and championships and to promote the achievement of IBAF titles.

- 8.9 To develop South Africa as the foremost BASEBALL-playing nation in Africa.
- 8.10 To create, build and maintain communities of BASEBALL players in the form of BASEBALL clubs, District BASEBALL Bodies and Provincial BASEBALL Associations and to encourage the active involvement of volunteers in the administration and management of BASEBALL.
- 8.11 To increase the number of individuals registered with SABU, particularly among schools and previously disadvantaged communities.
- 8.12 To actively develop the sport of BASEBALL and build human capacity in accordance with the Long Term Participation Development (LTPD) plan adopted by SABU should the need so arise.
- 8.13 To encourage the qualification of individuals as umpires, scorers, coaches and tournament organisers.
- 8.14 To encourage the appointment of coaches at all levels within the private and public spheres in South Africa.
- 8.15 To further BASEBALL education in South Africa and, where possible, to make funds available for BASEBALL literature and BASEBALL studies inclusive of scholarships.
- 8.16 To represent its members and to promote and advance the interests of its members.
- 8.17 To uphold and enforce any code of conduct pertaining to the sport of BASEBALL approved by IBAF and/or any other code of conduct decided upon by SABU
- 8.18 To decide disciplinary matters and grievances and to resolve disputes between anyone involved in BASEBALL in South Africa through its independent judicial structure.
- 8.19 To participate in the management activities of IBAF and the AFRICAN BASEBALL AND SOFTBALL ASSOCIATION (ABSA) and to ensure that SABU is represented at these levels.

- 8.20 To reapply annually to be a member of SASCOC and to abide by their Constitution, Rules and Regulations, as well as to affiliate to IBAF and/or any other national or international sports body as the National Council upon the recommendation of the Exco may decide and to cooperate with SASCOC, in particular as regards the participation of BASEBALL players in all Multi-Code Games and Events.
- 8.21 To select representative players at all levels for participation in any tournaments whether same be local or international and in accordance with the constitution of association of SASCOC.
- 8.22 To award local and international colours in terms of the criteria laid down in the Rules and Regulations (NATIONAL SPORT AND RECREATION ACT, 1998, NATIONAL COLOURS REGULATIONS, 2009)
- 8.23 To advance the objectives of SABU and to associate itself with all such other lawfully constituted Associations and Organisations as shall be decided by Exco, whether within or without the area of jurisdiction of SABU and irrespective of whether or not such other Associations or Organisations are.
- 8.24 To recognise and accept the jurisdiction, rules and regulations of SAIDS, as well as the code of WADA relating to anti-doping and the promotion of drug-free sport.
- 8.25 To perform its functions in a non-discriminatory and democratic way, striving at all times to provide equal rights and fair opportunities to all BASEBALL players, administrators, managers, umpires, scorers, coaches and tournament organisers throughout South Africa.
- 8.26 To ensure that the encouragement, promotion, development and administration of the sport of BASEBALL, whether same be at National, Provincial, District or Local level, is carried out in accordance with the principles of non-racism, non-sexism, 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 the **Schedule One** of the Rules and Regulations of SABU

## **9. POWERS OF SABU TO CARRY OUT ITS OBJECTS**

- 9.1 SABU shall have all such powers and authorities as shall be deemed necessary or desirable or conducive of achieving any and all of the objects of SABU. These powers and authorities shall be exercised by the National Council and/or Exco in accordance with and subject to the provisions of this Constitution and the Act. Any of these powers and authorities may be delegated to an Exco member or committee, whether a sub-committee of Exco or a standing committee in terms of this Constitution, for a specific purpose. Without in any way limiting the generality of the foregoing, the powers and authorities of SABU shall include those set out hereinafter.
- 9.2 To acquire by purchase, exchange, lease, sub-lease, donation or otherwise movable and/or immovable property of any kind.
- 9.3 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 SABU
- 9.4 To enter into lawful contracts of any and all kinds necessary to carry out, give effect to or secure the objects of SABU
- 9.5 From time to time, in accordance with sound business and financial principles to invest the funds of SABU in such property or assets or other security as may be deemed advisable.
- 9.6 To employ, suspend or dismiss and remunerate employees, professional assistants and experts.
- 9.7 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.
- 9.8 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 SABU, or the dependants of such persons.

- 9.9 To support or subscribe or make donations to any charities or other institutions, clubs, societies and funds.
- 9.10 To pay all or any expenses incurred in connection with the promotion and functioning of SABU
- 9.11 To invite the patronage of any person or persons as it may consider advisable.
- 9.12 To insure against losses, damage, risk and liability of all kinds.
- 9.13 To draw, make, accept, endorse, execute, negotiate and issue cheques, promissory notes, bills of exchange, warrants and other negotiable or transferable instruments and to make electronic funds transfers.
- 9.14 To promote and hold an interest in any trust, company or concern, for the purpose of acquiring all or any of the property and/or undertaking any of the liabilities of SABU
- 9.15 To institute, conduct, defend, compound or abandon any legal proceedings by and against SABU or its officers or otherwise concerning the affairs of SABU, or the action of its Members, including the employment of attorneys and/or advocates and also compound and allow time for payment or satisfaction of any debts due or any claims or demands made by or against SABU
- 9.16 To finance litigation and other legal costs, either in the name of SABU or by way of the imposition of a special levy on its Members.
- 9.17 To lawfully raise money to fund its ordinary operations, whether by subscription or levies, which are to be paid to SABU by the 1<sup>st</sup> day of October each year from its Members inclusive of provincial federations, and/or any other associations or organisations which are affiliated directly or indirectly to SABU on behalf of BASEBALL players who are members of the bodies referred to above, as well as to obtain lawful funding from any other source, and to recover by legal process monies due by any of the above.



- 9.18 To solicit and accept donations, bequests, grants and contributions for the benefit of SABU from within as well as outside the borders of the Republic of South Africa in accordance to accepted corporate governance principles.
- 9.19 To contribute or subscribe to bodies with aims similar to the aims of SABU
- 9.20 To borrow or raise money and guarantee or otherwise secure the repayment thereof, including by means of a pledge or lien of its assets, and to invest monies upon security, both in such manner and upon such terms as it may think fit.
- 9.21 To make and pass rules, regulations and by-laws and to add to, repeal or alter such rules, regulations and by-laws, with or without penalties, for the carrying out, administration and implementation of this Constitution and the attainment of the objects of SABU
- 9.22 To impose fines, to suspend for a period of time, to expel and/or implement any other disciplinary measures on its present or former Members, any District BASEBALL Body and BASEBALL Club presently or formerly affiliated to SABU, and any BASEBALL Player, official, committee member, Umpire, Scorer, Coach, Team Manager and Organiser connected or concerned with BASEBALL arising out of or connected with any contravention or breach of the provisions of this Constitution or any rule, regulation or by-law, including the Code of Conduct of SABU in force at the relevant time, and including those of SASCOC, SAIDS and World Anti-Doping Code and recover by legal action or otherwise such fines or compulsory contributions or damages from the body or person concerned. Without in any way limiting the generality of the foregoing, SABU shall have the power to suspend or ban any BASEBALL Player, Member or Club from participating in any championship or event.
- 9.23 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 SABU by its Members, former Members or any other persons or body.

- 9.24 To associate with any state authority or any other foundation, institution, society, trust, entity or person having the same or similar objects to those of SABU and to enter into any arrangements that may be conducive to the objects of SABU
- 9.25 Notwithstanding anything herein contained, it is recorded that:
- 9.25.1 SABU's income and property are not distributable to its Members or office bearers except as reasonable compensation for services rendered or upon dissolution in terms of this Constitution;
  - 9.25.2 Members or office bearers have no rights in the property or other assets of SABU solely by virtue of their being members or office bearers;
  - 9.25.3 SABU is a non-profit and public benefit organisation and will not carry on any business, undertaking or trading activity, save to the extent permitted in terms of Section 30 the Income Tax Act, 1962 as amended, as provided for more fully in terms of Schedule Three of the Rules and Regulations of SABU;
  - 9.25.4 SABU shall not have any authority to contract on behalf of any Member or District BASEBALL Body or to bind the credit of any Member or District BASEBALL Body;
  - 9.25.5 SABU shall not be liable for any debts or other liabilities, whether of a contractual or delictual basis, incurred by any Member or District BASEBALL Body or Club or any official of these bodies.
  - 9.25.6 SABU's financial transactions shall be conducted by means of a banking account or banking accounts opened and maintained by the Treasurer at the direction of the National Council.
- 9.26 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 SABU shall be determined by Exco, which may vary such rights from time to time.

- 9.27 In matters of mutual interest, SABU and any Member or Members may, if the need arises, enter into a written agreement covering specific issues for the benefit of the sport and its participants.
- 9.28 The National Council shall fix the subscriptions and levies payable by the Members of SABU and registered individuals from time to time.

## **CHAPTER 3 – MEMBERSHIP OF SABU**

### **10. CLASSIFICATION OF MEMBERSHIP**

10.1 SABU consists of three categories of members, namely:

10.1.1 Ordinary Members, shall be those members as defined by the nine (9) geo-political areas within the Republic of South Africa, i.e. the Provinces, and made up of their District structures as set out in this Constitution, and as such they shall be obliged to promote, develop and participate in the sport of BASEBALL under the guidance and control of SABU, as well to ensure the development of BASEBALL players through constructive coaching and capacity building. For further detail please refer to **SABU Rules and Regulations**.

10.1.2 The Special Member shall be a body representative of active BASEBALL players known as the Athletes Commission, and established from individual BASEBALL players participating in the sport of BASEBALL, as defined in this Constitution. For further detail please refer to **SABU Rules and Regulations**

10.1.3 Associate Member(s) shall comprise those BASEBALL bodies who are current members and who have made application and been accepted as Associate Members of SABU, and are recognised as bodies specifically catering for their respective membership within a confined organisation and/or area (which shall be nationally or at least provincially based and shall have initial membership to such provincial federations), such as the

Defence Force, Police Force, Tertiary Institutions and any other body duly accepted. For further detail please refer to **SABU Rules and Regulations**

## **11. LIMITATION OF LIABILITY AND INDEMNITY**

**11.1** Every Member shall be jointly liable with all the other Members for all expenditure incurred in connection with SABU, insofar as third parties are concerned, provided that such liability shall be limited to the sum of any monies then due and payable by such Member to SABU, by way of subscription or otherwise, and any special levy imposed by the National Council from time to time.

**11.2** The Patrons, the President, the Vice-Presidents, the Treasurer, the General Secretary, all other members of Exco, all officials, servants, agents and persons (natural, corporate or otherwise) acting on behalf of SABU, or on behalf of a Commission or Committee of SABU or Sub-Committee of Exco, in terms of this Constitution and under original or delegated powers, 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 SABU, from whatever cause arising, provided such person/s acted in good faith.

## **12. SUSPENSION AND TERMINATION OF MEMBERSHIP**

**12.1** Any Member of any classification which ceases to operate a viable structure as contemplated in this Constitution may be suspended from membership by Exco and the National Council shall decide at its next meeting whether the membership of such member should be terminated, further suspended for a fixed or an indefinite period of time, or restored.

**12.2** The National Council shall take its decision by at least a two-third majority of its Members, excluding the representatives of the Member concerned. The representatives of the Member concerned shall be entitled to make full representations to the National Council prior to the voting on the resolution.

- 12.3** A decision to suspend or terminate a Member's membership shall *inter alia* take into account whether the structures of the Member concerned are viable, whether it meets its obligations in terms of its own constitution and this Constitution, whether it has failed to pay its required fees, whether it refuses to comply with the decisions of the National Council, whether it has sufficient resolve for the development of BASEBALL in its area, whether its office bearers are individually registered with SABU and whether the Member concerned works harmoniously with SABU and other Members towards the expansion of BASEBALL in South Africa.
- 12.4** Any Member of any classification may, at any time, tender their resignation from SABU. 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 SABU at the date of their resignation.

### **13. REGISTRATION OF OTHER INDIVIDUALS**

- 13.1 Other individuals interested in obtaining registration with SABU, shall register by completing, signing and submitting the prescribed registration form and paying the prescribed registration fee. In the case of e-mail submission, the typing of one's name in the space provided for one's signature will be deemed to be one's signature.
- 13.2 Registration may be sought as one or more of the following: umpire, scorers, coach, trainer, instructor, manager, administrator or BASEBALL friend/ worker.
- 13.3 In the registration form the individual shall agree to adhere to the Code of Conduct , including the prescribed disciplinary procedure, as well as the policy, rules and procedures prescribed by SABU from time to time.

- 13.4 Upon registration by the General Secretary, the player or other individual will remain a BASEBALL registered individual until the registration status is terminated by expulsion, resignation or the death of the individual concerned, but without prejudice to the right of SABU to impose and collect annual registration fees.
- 13.5 It is the responsibility of registered individuals to advise the General Secretary in writing (including e-mail) of any changes in their personal details, including contact particulars and Club, District or Provincial affiliation.

## **CHAPTER 4 – NATIONAL COUNCIL**

### **14. THE NATIONAL COUNCIL/GENERAL ASSEMBLY**

- 14.1 Subject to the terms of this Constitution, the National Council shall be the highest authority of SABU and shall determine its policy, decide upon its budget and give directives to Exco.
- 14.2 The National Council shall meet annually. The first such meeting shall be an Ordinary General Meeting (O.G.M.) of the National Council, to be held not later than March of each year, and the second meeting shall be the Annual General Meeting (A.G.M.) to be held not earlier than August of each year.
- 14.3 The first meeting of the National Council in each even-numbered year, following the elections of Exco and Commission members and the appointment of Committee members at or pursuant to the second meeting of each odd-numbered year, shall coincide with the holding of a National Convention at which separate meetings of all member Provincial BASEBALL Associations, as well as the Committees of SABU shall be held.
- 14.4 The O.G.M and the A.G.M. of the National Council and the National Convention shall be held on such date and time and at such place as Exco shall determine.

- 14.5 Subject to the express provisions of this Constitution and its policy, rules and procedures in force from time to time, the National Council shall have full powers in the management and direction of the business affairs of SABU and, save as may be expressly provided in this Constitution, may exercise all such powers of SABU and do all such acts on behalf of SABU, as may be exercised and done by SABU itself.
- 14.6 Without limiting the generality of the above, the National Council shall have the following specific functions and powers:
- 14.6.1 To determine the policy of BASEBALL for the execution of which the Exco shall be responsible;
- 14.6.2 To ratify the rules, by-laws and regulations formulated by Exco;
- 14.6.3 To fix conditions and fees for membership of SABU and to establish criteria for the classification of players as youth, senior, or master,
- 14.6.4 To consider and approve or reject applications for membership of SABU and to deal with the conduct of Members and registered individuals at all levels, including expulsion from membership and cancellation of registration;
- 14.6.5 To appoint a delegate to the General Assembly of IBAF, this delegate to hold registration with SABU, but he or she need not necessarily be an office bearer of SABU or of one of its Member associations. The term of appointment shall be two (2) years.
- 14.6.6 To elect on a four (4) year term, the President and Members of the Executive of Exco.
- 14.7 The following persons shall be eligible to attend and speak at meetings of the National Council, other than the A.G.M. and a S.G.M.:
- 14.7.1 All members of Exco;

- 14.7.2 Not more than 2 (two) representatives of each of the Ordinary Members and the Special Member, and 1 (one) representative of each Associate Member;
  - 14.7.3 The Patrons;
  - 14.7.4 All Honorary Life Members;
  - 14.7.5 A representative of any Committee of SABU
  - 14.7.6 All the above members must be in good standing with the Union in order to attend or participate any meetings.
- 14.8 Notice of any O.G.M. of the National Council shall be sent to Ordinary, Special and Associate Members not less than 60 (sixty) days before the date of such meeting which notice shall be accompanied by a proposed agenda as recommended by Exco.
- 14.9 The text of any motion which any Member wishes to be put to and considered by any O.G.M. shall be received not less than 45 (forty- five) days prior to the date of such meeting by the General Secretary 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, the Special Member and Associate Members, not less than 21 (twenty-one) days prior to the date of such meeting.
- 14.10 The business to be transacted at the O.G.M. shall be:
- 14.10.1 to read the notice convening the meeting;
  - 14.10.2 to read and confirm, with or without amendments, or to reject the minutes of the previous O.G.M., as well as the minutes of any S.G.M. held in the interim, and to consider any matters arising therefrom;
  - 14.10.3 to consider and to adopt, with or without modification, or to reject, any Resolution of which due notice has been given;



14.10.4 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 Exco.

14.11 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 clause 14.7 hereof or such resolution has been ratified at the next National Council meeting.

## **15. ANNUAL GENERAL MEETING ("A.G.M.")**

15.1 An A.G.M. shall be held once in every year, the A.G.M. shall be held within 6 (six) months from the end of the financial year and not more than fifteen (15) months after the date of the previous A.G.M. If for any good reason the AGM cannot be called, members should agree to a postponement.

15.2 Exco shall decide the date, time and place on which each A.G.M. shall be held.

15.3 The following persons shall be entitled to attend and speak at the A.G.M.:

15.3.1 All members of Exco;

15.3.2 Not more than 2 (two) representatives of each of the Ordinary Members and the Special Member, and 1 (one) representative of each Associate Member;

15.3.3 The Patrons (without any right to vote);

15.3.4 All Honorary Life Members (without any right to vote);

15.3.5 A representative of the Auditors of SABU (without any right to vote);

15.3.6 A representative of any Committee of SABU (without any right to vote);

15.3.7 Any other person who may be invited by Exco to do so.

- 15.4 The business to be transacted at an A.G.M. shall be:
- 15.4.1 To read the notice convening the Meeting;
  - 15.4.2 To read and confirm the Minutes of the previous A.G.M., S.G.M. and General meetings, and to consider any matters arising therefrom;
  - 15.4.3 To elect the Electoral Officer/Officers who may be members of SASCOG and or the Auditors.
  - 15.4.4 To receive and consider the Annual Report of the President, for the period since the date of the previous A.G.M.
  - 15.4.5 To receive and consider the report of the Treasurer (must have a minimum of 5 years practical financial experience) and 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 National Council at its following meeting or by the Exco in terms of the decision of the A.G.M.;
  - 15.4.6 To appoint the auditors of SABU to hold office until the next A.G.M.;
  - 15.4.7 To receive and consider the reports of Committees regarding their activities for the year;
  - 15.4.8 To consider and to adopt with or without modification, or to reject any recommendations of Exco;
  - 15.4.9 To consider all nominations by Exco of persons to be Patrons or Honorary Life Members and to accept or to reject any such nomination;
  - 15.4.10 To discuss and consider any further matters of which 30 (thirty) days written notice has been given.

15.5 Notice of each A.G.M. shall be sent to all the Members, Exco members, Patrons and Honorary Life Members not less than 90 (ninety) days prior to the date of the A.G.M.

15.6 Not less than 21 (twenty-one) 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, Exco members, Patrons and Honorary Life Members by post, and/or by hand, and/or by fax, and/or by electronic mail.

## **16. SPECIAL GENERAL MEETINGS ("S.G.M.'s")/ EXTRAORDINARY GENERAL MEETINGS ('E.O.G.'")**

16.1 An S.G.M. of Members shall be convened:

16.1.1 By resolution of Exco, or

16.1.2 Upon the written requisition of not less than 5 (five) Geopolitical Members, addressed and sent to the General Secretary, which 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.

16.2 Within 14 (fourteen) days after receipt of the resolution or requisition, the General Secretary shall send written notification to all Members, which notice shall specify the date, time and place of the S.G.M., (which date, time and place shall have been determined by Exco) provided that the date shall not be more than 21 (twenty-one) days and not less than 7 (seven) days after the date of posting the notice, together with written notification of the purpose of and measures to be transacted at the S.G.M. and the text of the motions to be put to and considered by the meeting.

16.3 No business other than that stated in the notification shall be transacted at the S.G.M.

16.4 Only the persons referred to in clause 17.3.1 – 17.3.4 shall be entitled to attend and speak at S.G.M.'s.

## **17. REPRESENTATION AND VOTING RIGHTS**

- 17.1 Each Ordinary Member and the Special Member shall be entitled to nominate a maximum of 2 (two) representatives, whilst an Associate Member will be entitled to nominate 1 (one) representative, to attend and to vote at any general meeting of the National Council.
- 17.2 Such nominations shall be in writing, addressed to the Auditor and must be received by him or her not less than 48 (forty-eight) hours prior to the time for the commencement of that meeting.
- 17.3 Members shall have the following voting rights in respect of any and all meetings of the National Council:
- 17.3.1 Ordinary Members shall each have 2 (two) votes.
  - 17.3.2 The Special Member shall have 2 (two) votes.
  - 17.3.3 Associate Members shall each have 1(one) vote.
  - 17.3.4 Honorary Life Members will have no vote.
- 17.4 Only representatives of Members who are personally present at the meeting concerned shall be allowed to exercise the right to vote.
- 17.5 Each member of Exco present shall have 1 (one) vote and the Chairperson of any general meeting shall have a second or casting vote in the event of an equality of votes, save for and except at an Elective A.G.M. where the Exco shall have no vote in the election of the new Exco members.
- 17.6 No proxy votes will be allowed.

## **18. GENERAL PROVISIONS RELATING TO COUNCIL MEETINGS**

- 18.1 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 date, time and place as shall be decided by Exco.

- 18.2 The chairperson of any A.G.M., O.G.M. or S.G.M. shall be the President, or in his or her absence one of the Vice-Presidents, or in their absence such other person as shall be elected for that purpose by the representatives of Members present at the Meeting and entitled to vote.
- 18.3 A quorum shall consist of 50% (fifty per centum) plus 1 (one) of the total votes available to Ordinary Members and the Special Member, provided they are in good standing.
- 18.4 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 if sufficient representatives of Members do not remain present to constitute a quorum until the proceedings have been duly declared to have been concluded 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) working days and not later than 15 (fifteen) working 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.
- 18.5 Where a meeting has been adjourned as aforesaid, the General Secretary shall, upon a date not later than 3 (three) working days after the adjournment, disseminate a written notice to each Member, which notice shall have been settled by the President, stating:
- 18.5.1 the date, time and place to which the meeting is adjourned;
  - 18.5.2 the matter before the meeting, when it was adjourned;
  - 18.5.3 the ground for the adjournment.
- 18.6 Voting shall be on a show of hands unless a poll be demanded by representatives of not less than 40% (forty per centum) of the votes available to 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.

## CHAPTER 5 – EXECUTIVE BOARD

### 19. EXCO

- 19.1 The Executive Board of SABU ("Exco") shall consist of the following persons:
- 19.1.1 The President;
  - 19.1.2 Two Vice-Presidents;
  - 19.1.3 The Treasurer ;
  - 19.1.4 The General Secretary who may be employed and if so shall have no vote;
  - 19.1.5 9 (nine) provincial representatives, one elected from each of the nine geopolitical structures as elected by the National Council;
  - 19.1.6 A Representative duly nominated by the Special Member;
  - 19.1.7 A person appointed by the Executive Committee at its first meeting responsible for Public Relations & Marketing, *ex officio* by virtue of his or her appointment as such (without any right to vote);
  - 19.1.8 The Chairperson of the Schools BASEBALL structures;
  - 19.1.9 The Coaches Commissioner. The Head Coach *ex officio* by virtue of his or her appointment (without any right to vote)
  - 19.1.10 The Scorers Commissioner (without any right to vote)
  - 19.1.11 The Umpires Commissioner (without any right to vote)
  - 19.1.12 The Masters Commission (without any right to vote)
- 19.2 There shall be a minimum of 3 (three) females amongst the members of Exco.
- 19.3 Exco Meetings shall be deemed to be validly constituted notwithstanding the fact that at any time there are fewer than 3 (three) females present.

- 19.4 The Provincial representatives and the representative of the Special Member referred to in clause 19.1.5 and 19.1.6 shall not be the same individuals who represent any Ordinary Member or the Special Member in the National Council.
- 19.5 No person may serve for more than 8 (eight) consecutive years as President nor may any person serve for more than 8 (eight) consecutive years as Vice-President.
- 19.6 Exco may co-opt other individuals as members (without any right to vote) for short-term and project-orientated appointments 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, Exco shall, as far as possible, seek to preserve a balance of men and women members.
- 19.7 Exco members will declare any conflicts of interest based on their roles and responsibilities as dictated by their appointments. These declarations must be writing and approved by the Exco.
- 19.8 Exco shall perform *inter alia* the following functions:
- 19.8.1 The administrative functions of SABU shall be the responsibility of President and his Administration. They are in charge of the day to day running. The EXCO sets the structures which are accepted as a General meeting and the Office Administrator through the President, has to implement it. In addition, Exco shall deal with any matters referred to it by the National Council and shall report to the National Council;
- 19.8.2 Exco shall decide on the executive structures and administrative procedures of SABU as may be required from time to time.
- 19.8.3 Exco controls and oversees the work of its own management committee, as well as the work of all Commissions and Technical Committees and has to ratify all their decisions of a major nature.
- 19.9 Members of Exco shall vote on all resolutions by a show of hands.

- 19.10 Members of Exco shall decide on all matters by a simple majority vote.
- 19.11 Each member of Exco shall have 1 (one) vote, save and except for elective matters, and the Chairperson of any meeting of Exco shall have a second or casting vote, in the event of an equality of votes.
- 19.12 The chairperson of any meeting of Exco shall be the President, or in his or her absence one of the Vice-Presidents, or in their absence such other Member of Exco as shall have been appointed at that meeting by the Members of Exco present and entitled to vote.
- 19.13 Exco shall meet not less than 2 (two) times per annum in addition to meeting at the time of each of the two bi-annual general meetings of the National Council.
- 19.14 A quorum of members of Exco shall equate to 50% plus and consist of not less than 11 (eleven) such members including a minimum of 5 (five) provincial representatives and a Special Member being present, and if there is not a quorum present at the appointed time and place for any meeting of Exco 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 Exco who are present at that meeting provided that such date shall not be more than 10 working days after such meeting; and at such adjourned meeting those members of Exco present and entitled to vote shall constitute a quorum and may transact the business of that meeting.
- 19.15 The General Secretary shall, by such means as is most expedient and by such means as appears most appropriate in the circumstances, inform those members of Exco who were not present at the meeting of the date, time and place to which the meeting has been adjourned.



- 19.16 Any member of Exco who, without having first obtained leave of absence from Exco, shall otherwise than in circumstances beyond his or her control, not attend 3 (three) consecutive meetings of Exco, of which meetings due notice has been given, shall be deemed to have resigned from Exco.
- 19.17 No member of Exco shall be entitled to any remuneration, but all members of Exco shall be entitled to be refunded any disbursement incurred by any such member in fulfilling any duties or functions as shall be approved by Exco.
- 19.18 The General Secretary shall:
- 19.18.1 Send to all Members, and to all members of Exco:
    - 19.18.1.1 Written notification of all meetings of Exco and the proposed Agenda within the stipulated time period prior to the date of the proposed meeting.
    - 19.18.1.2 Copies of the minutes and resolutions of all meetings of Exco, within 15 (fifteen) working days after the date of the relevant meeting.
  - 19.18.2 Send to all Members, and to all members of Exco:
    - 19.18.2.1 Written notification of all meetings of the National Council and the proposed Agenda, in the stipulated time period prior to the date of the proposed meeting.
    - 19.18.2.2 Copies of the minutes and resolutions of all meetings of the National Council, within 15 (fifteen) working days after the date of the relevant meeting.

19.19 Any Member, of any classification, shall be entitled to have a representative attend and speak, but not vote, at any meeting of Exco; provided such Member shall have submitted written notification to the General Secretary of such intention and the full details of any matter such member is desirous of raising at such Meeting, not less than 5 (five) working days prior to the date of such meeting.

## **20. POWERS OF EXCO**

20.1 Except where otherwise stated herein and subject to the provisions of this Constitution, Exco shall be vested generally with all such powers and authorities as are necessary to perform its functions as stated herein and to promote and attain the objects of SABU and, without in any way limiting the generality of the foregoing, Exco shall have all such powers and authorities specifically mentioned hereunder.

20.2 Exco shall control all expenditure of the funds of the SABU and shall not incur any liability nor enter into any commitment which cannot be discharged out of the funds of the SABU

20.3 No cheque or promissory note drawn on behalf of SABU shall be valid unless signed by any 2 (two) of the President, the Vice-Presidents, the Treasurer, the General Secretary, or any other official of SABU who has been authorised by Exco to have signing powers. The same restriction applies *mutatis mutandis* to electronic (Internet) payments.

20.4 Exco shall be entitled to make any and all by-laws or regulations necessary to promote the aims and objects of the SABU and such by-laws and/or regulations shall be binding upon members. Such regulations shall be ratified at the next General Meeting of the National Council.

20.5 Exco may delegate the exercise of any of its powers and functions to one of its members, or a Committee established in terms of this Constitution, or to a sub-committee of Exco.

20.6 In addition to the foregoing, Exco shall:

- 20.6.1 undertake and perform all such duties and functions as shall be decided by the National Council;
- 20.6.2 subject to the provisions of this Constitution, make, amend, vary, repeal and enforce rules, by-laws and regulations for SABU;
- 20.6.3 consider and, if thought fit, approve the separate constitutions, by-laws, rules and regulations of each Member, and any amendments or alterations thereto;
- 20.6.4 formulate recommendations and resolutions for the consideration of the National Council and prepare the agenda for National Council meetings;
- 20.6.5 refer matters to the judicial bodies including the Ethics Committee for investigation and/or the conduct of disciplinary proceedings in respect of any infringement of this Constitution or the by-laws, rules or regulations, including the Code of Conduct of SABU in force from time to time, or the breach of any agreement between SABU and another contracting party falling under the jurisdiction of SABU, or the violation of the Rules of the Game and to enforce the sanctions imposed by the Ethics Committee whether by way of fines, or suspension or banning/ exclusion from participating in any championships or event or the activities of SABU 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 SABU shall be deemed to be under the auspices of SABU;
- 20.6.6 impose and collect levies, subscriptions, dues and imposts;
- 20.6.7 arrange, control, regulate and promote events, championships and any other forms of competition;

- 20.6.8 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.
- 20.6.9 decide upon and resolve any dispute between any Members, and/or District BASEBALL Bodies, and/or Clubs, and/or persons who are members of such Clubs;
- 20.6.10 subject to the provisions of this Constitution, determine the areas or jurisdiction of Members and District BASEBALL Bodies and vary or alter such areas from time to time when necessary;
- 20.6.11 co-opt any person to Exco as may be required to achieve the objects of SABU or fulfil any purpose incidental thereto;
- 20.6.12 form sub-committees, consisting of one or more persons, for any purpose incidental to the objects and powers of SABU and, subject to this Constitution, by-laws, rules and regulations, delegate such of its powers to such sub-committees as may be required;
- 20.6.13 appoint special advisers and consultants, for any purposes, and terminate such appointment/s;
- 20.6.14 consider and make a recommendation to the National Council in regard to any application for membership of SABU
- 20.6.15 open accounts with any recognised commercial banking or other financial institution, and invest any funds of SABU and pay any such funds to any person (natural, corporate or otherwise) who has a valid claim for payment against SABU;
- 20.6.16 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;
- 20.6.17 ensure that full and proper books of accounts are kept in accordance with sound accounting principles;

- 20.6.18 ensure that the said books of account and all records of SABU's finances and assets are duly audited each year as soon as is practicable after the financial year end of SABU which shall be 31 March of each year and that annual financial statements are prepared for approval at the A.G.M.;
  - 20.6.19 refer any question or issue arising out of or relating to or incidental to non-racialism as described in the Schedule One of the Rules and Regulations of SABU to the Ethics Committee;
  - 20.6.20 refer 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 to the Ethics Committee;
  - 20.6.21 address any question or issue or matter concerning or incidental to development including budgeting for and expenditure on development;
  - 20.6.22 approve the employment and termination of employment of staff by SABU 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;
  - 20.6.23 decide any question, issue or matter relating to emblems, colours, or anthems for SABU;
  - 20.6.24 make recommendations on any question or issue relating to the affiliation to or disaffiliation from any macro or other body;
  - 20.6.25 decide any question or issue relating to the use of BASEBALL facilities and/or other facilities incidental thereto and/or the standard thereof.
- 20.7 Exco'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 Exco seems fit.

20.8 It is recognised that it is desirable for all member Provincial BASEBALL Associations themselves to negotiate and achieve unified provincial bodies with District sub-structures. Notwithstanding this, Exco 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.

## **21. ELECTION OF THE PRESIDENT, VICE-PRESIDENTS, TREASURER, AND THE OTHER MEMBERS OF EXCO**

21.1 There shall be elections for the elected positions on Exco for a term of four (4) years to be held at a meeting of the National Council.

21.2 Each Member shall be entitled to nominate 1 (one) individual for election as President, 2 (two) individuals for election as Vice-President (Vice President – Administration and Vice President – Technical), 1 (one) individual for election as Treasurer and 1 (one) individual for election.

21.3 Each Ordinary Member shall be further entitled to nominate 3 (three) individuals as Provincial representatives on Exco, provided that each of the individuals so nominated belongs to a different Provincial BASEBALL Council and is not one of the representatives of his or her Province in the National Council.

21.4 The representative of the Special Member shall be elected at a meeting of the Special Member.

21.5 The Exco member responsible for Public Relations & Marketing shall be appointed by elected members of the new Exco at its first meeting to be held within a period of 1(one) month after the date of the Elective A.G.M. at which the other members of the new Exco were elected.

21.6 Each nomination by a Member shall be in writing, shall be seconded on behalf of any other Member and shall be signed by the nominee to indicate his or her acceptance of the nomination.

- 21.7 It shall be permissible for the same individual 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.
- 21.8 A valid nomination for any of the posts referred to in clause 21.2 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 clause 21.3 subject to the qualification stated in clause 21.3 with regard to representation in the National Council.
- 21.9 No less than 90 (ninety) days before the election date, the General Secretary shall send notification to every Member and Exco member:
- 21.9.1 informing them that the elections for Exco are to take place at the next meeting of the National Council and of the date and place of this meeting;
  - 21.9.2 approval of the name of the appointed Elections Officer as appointed by the Executive;
  - 21.9.3 calling for nominations for each position on the Exco to be filled by election.
  - 21.9.4 All such written nominations, shall be received by the Auditor in line with the notification sent out by the General Secretary not less than 45 (forty-five) days prior to the date of elections.
- 21.10 No less than 30 (thirty) days before the election date, the General Secretary shall send to every Member and every Exco member a list of the nominations received from the Auditor.
- 21.11 If no nominations are received for the election of the President, the current President shall continue in office until the first meeting of the new Exco after that A.G.M., at which the elected members of the new Exco shall elect from their ranks an individual as the President and shall further fill the vacant position on Exco so occurring by the election of an individual from the ranks of the unsuccessful nominees at the elections held by the National Council.

The same shall apply *mutatis mutandis* in the event of there being no nominations for the positions of Vice-President, Treasurer and General Secretary or if any position could not be filled at the elections for reasons of the gender requirements referred to in clause 21.14 and 21.15 hereunder.

- 21.12 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 secret ballot, such elections to be held in the sequence aforesaid. Thereafter the election of the 9 (nine) geopolitical representatives shall take place also by secret ballot.
- 21.13 The nominee who is successful by commanding a majority vote shall be appointed to the position. The unsuccessful nominee shall not be passed to other positions unless he was properly nominated for those positions.
- 21.14 Election will be by an outright majority of those voting, i.e. the successful candidate must win at least 50% (fifty per centum) of the total votes casted, regardless of the number of candidates for the particular position. If the first round of voting does not produce an outright winner, the candidate with the least number of votes will drop out (if two candidates tie for last place, they both drop out) and further rounds of voting will take place in similar fashion until one candidate emerges as the outright winner.
- 21.15 Once the number of men elected reach 4 (four), no other male candidate shall be eligible for election until at least 4 (four) women have been elected and thereafter the remaining male candidates shall again be eligible for election and the remaining positions on Exco shall be filled by the candidates who have received the highest number of votes irrespective of the gender of the candidates.
- 21.16 Once the number of women elected reach 3 (three), no other female candidate shall be eligible for election and the remaining positions on Exco shall be filled by the candidates who have received the highest number of votes irrespective of the gender of the candidates.



- 21.17 Each person who votes shall record a vote for not more and not less than the number of vacancies.
- 21.18 Any elected member of Exco shall hold office for a period of two years until the date of the following elections, unless he or she resigns, or is removed from office by virtue of a vote of no confidence adopted by the National Council with at least a two-thirds majority, or dies, or becomes permanently incapacitated before the expiry of his or her term.
- 21.19 Exco may terminate the appointments of the Exco member responsible for Public Relations & Marketing and the Head Coach upon approval by at least a two-thirds majority of the members of Exco.
- 21.20 If sufficient cause exists, decided by Exco by at least a two-thirds majority vote, a formal request for the replacement of the representatives of the Special Member and Schools BASEBALL may be directed to the Special Member and the Schools BASEBALL structures, as the case may be.
- 21.21 No member of Exco shall represent any Member of any classification, at any meeting of the National Council or Exco.

## **CHAPTER 6 - COMMITTEES**

**22. MANAGEMENT COMMITTEE** Exco may appoint a Management Committee if approved at an Annual General Meeting, who shall consist of :

- 22.1.1 The President
- 22.1.2 The two (2) Vice-Presidents (Vice President-Administration and Vice President-Technical);
- 22.1.3 The Treasurer;
- 22.1.4 The General Secretary.
- 22.1.5 Three (3) Provincial Members which could include a Special Member
- 22.2 Mancom shall meet as often as is necessary, in the view of the President, to effectively discharge its duties. These meetings may take place in person or by any electronic means.

- 22.3 The President, or in his or her absence, one of the Vice-Presidents nominated by the President, shall chair any Mancom meeting.
- 22.4 Mancom 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 SABU Rules and regulations Part 2 (Roles & Responsibilities of Board Members, Commissions and Committee Members) of the Rules and Regulations of SABU
- 22.5 Exco, subject to ratification by the National Council, shall appoint an independent Ethics Committee and Exco shall delegate to it the power to deal with all disciplinary matters relating to the Membership and/or their individual members. The Ethics Committee shall receive complaints for investigation and disciplinary action on referral from Exco or directly from any Member or Exco member or District BASEBALL Body or Club or Commission or Committee, but not from any individual in his or her personal capacity.
- 22.6 The President may call on any member of Exco to attend a Mancom meeting.
- 22.7 The minutes of the Mancom meetings must be distributed to all members of Exco within 10 (ten) working days after the date of the relevant meeting.

### **23. TECHNICAL COMMITTEES**

23.1 In recognition thereof that various aspects of the duties performed by SABU require specific expertise or experience for the most effective discharge of those duties, the following committees are hereby established:

23.1.1 Coaches Commission

23.1.2 Scorers Commission

23.1.3 Umpires Commission

23.1.4 Masters Commission

23.2 The following committees are hereby recommended:-

23.2.1 Competition and Tournament Committee

23.2.2 Appeals Committee;

23.2.3 Constitutional Committee;

23.2.4 Development Committee;

23.2.5 Disciplinary Committee;

23.2.6 Ethics Committee;

23.2.7 Finance Committee

23.2.8 Sponsorship Committee

23.2.9 Hall of Fame Committee;

23.2.10 Medical and Doping Committee;

23.2.11 National Selections Committee;

23.2.12 Public Relations Committee

23.2.13 Registrations Committee;

23.3 The convenors and membership of each Committee shall be decided by Exco and ratified by the National Council. Exco shall have due regard to the consideration that the Committees should be well-represented by representatives from each of the four (4) disciplines referred to in clause 23.1 and maintain a balance between male and female Committee members.

23.4 The Committees report to the Executive Board.

23.5 The Committees may formulate their own rules and procedures subject to approval by Exco.

- 23.6 Each Ordinary Member and the Special Member shall nominate individuals to serve on the various Technical Committees.
- 23.7 The roles and responsibilities of Committee Members will be defined in Part 2 of the Rules and Regulations of SABU
- 23.8 Each Committee shall, subject to the provisions of this Constitution and to the by-laws, rules and regulations of SABU, perform such duties and functions as are delegated to it by Exco.
- 23.9 The powers and authority of each standing Committee shall be as set out in the by-laws, rules and regulations of SABU, provided that Exco may by resolution add to or subtract therefrom.

## **CHAPTER 7 - GENERAL**

### **24. RULES, REGULATIONS, PROCEDURES AND BY-LAWS**

- 24.1 Exco shall formulate and publish the rules, regulations, procedures and by-laws ("the Rules") in force from time to time in accordance with which the affairs of SABU will be conducted. A copy of the Rules in force at any time shall be kept by the General Secretary and made available, upon request, to any Member, District BASEBALL Body, Exco member or player or other individual registered with SABU.
- 24.2 The Rules shall include, but not be limited to, the following:
- 24.2.1 SABU's selection criteria;
  - 24.2.2 SABU's code of conduct for office bearers (including a disciplinary procedure);
  - 24.2.3 SABU's code of conduct for players and other registered individuals (including a disciplinary procedure);
  - 24.2.4 SABU's grievance procedure.
- 24.3 Substitution and amendment of the Rules will be effected by Exco upon approval by at least a two-thirds majority of the members of the Exco.

### **25. LOGO**

The logo incorporating the badge and shall have the words SOUTH AFRICAN BASEBALL UNION and the year embroidered at the bottom, and the official colours shall be green and gold.



## **26. AWARD OF COLOURS**

- 26.1 SABU as a member of the South African Sports Confederation and Olympic Committee (SASCOC), hereby accepts the King Protea National Emblem as the national colours eligible for awards to its players participating in International Competitions.
- 26.2 Only athletes actually playing in the representative team and the management of that team shall be eligible for the awards as per Article 26.1 above.
- 26.3 National colours, as referred to in Article 36.1 above, shall NOT be awarded in the case of invitation games / series B or masters and presidents teams.
- 26.4 Senior athletes representing SABU at international Baseball Federation (IBAF) and other international competitions (World Classics) shall be awarded their Protea Colours as awarded by SASCOC.

- 26.5 Youth players representing SABU at the International Baseball Federation 15 U and 18 Un International Competitions (World Cup) shall be awarded their Junior Protea Colours as awarded by SASCOG
- 26.6 Players of all other teams referred to in Article 26.3 above, shall be awarded with the SABU Blue and White Colours.
- 26.7 SABU agrees to adhere to all the rules and regulations, laid down for the control and administration of the King Protea National Emblem and Colours as awarded by SASCOG.

## **27. FINANCE**

- 27.1 The financial year of SABU is the 12 (twelve) month period commencing on 1 April in one year and ending on 31 March of the following year.
- 27.2 The Finance Committee shall be chaired by the Treasurer.
- 27.3 The Finance Committee shall cause to be prepared an annual budget for the ensuing year to be presented and approved at the first general meeting of the National Council each year.
- 27.4 It shall be a requirement of membership for all Ordinary and Associate Members to submit to the Finance Committee a copy of their financial statements within 6 (six) months from the end of their respective year-ends and the Treasurer shall report to the National Council on compliance with this requirement and such matters pursuant thereto that may be relevant to the Members of the National Council.
- 27.5 Exco shall be responsible for monitoring the financial accounts of tournaments organised by Member bodies. This shall not imply any restriction in the right of such bodies to control their own affairs or the affairs of their constituent bodies.
- 27.6 Exco shall act as a trustee of the trust funds transferred to SABU from the South African BASEBALL Federation and shall administer these funds in strict conformance to the conditions of the trust.

## **28. APPEAL BOARD, DISCIPLINARY AND ETHICS COMMITTEE**

- 28.1 The National Council shall appoint the members of the Appeal and Legal Board Committees and delegate such powers to the Appeal Board to include, but not be limited by the following:
- 28.1.1 To assist SABU with legal advice;
  - 28.1.2 To set up and continuously update a Code of Conduct for both participants and management, adopted by National Council;
  - 28.1.3 To set up and continuously update the Grievances Procedures, adopted by National Council;
  - 28.1.4 To hear internal appeals against any decision of the Ethics Committee;
  - 28.1.5 To hear internal appeals against any decision of the Grievances Committee;
  - 28.1.6 To hear internal appeals against any decision of the National Selection Committee;
  - 28.1.7 To hear appeals against any decision of a Provincial BASEBALL Association or District BASEBALL Body which concerns an Ethics, Grievances or Selections matter;
  - 28.1.8 To adjudicate, mediate and arbitrate upon other legal matters.
- 28.2 The Appeal Board shall comprise of three members of which at least one must have a legal background.
- 28.3 Every member of the Appeal Board shall have one vote each at their meetings and hearings.
- 28.4 Any party aggrieved by a decision of the Appeal Board may refer the matter to SASCOC for its final determination provided the leave of the Appeal Board is first sought and obtained within a period of 21 (twenty-one) days.



The Appeal Board shall grant the necessary leave if the matter is of great importance to the parties concerned and the referral sought is not judged frivolous or vexatious.

- 28.5 In the absence of a referral to SASCOC, the decision of the Appeal Board shall be final and binding.

## **29. DISPUTE RESOLUTION**

- 29.1 Any dispute 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 SABU and another national sports federation, or any dispute between Members of SABU, or any dispute between members of Exco, or between Exco and a Member, or between Exco or an Exco member and an individual (but excluding disputes concerning an Ethics, Grievances or Selection matter) shall be referred to SASCOC or the designated statutory body determined by the appropriate government department, for resolution through mediation or expedited arbitration in terms of the procedure for the resolution of disputes in sport.
- 29.2 In the event of arbitration in terms of the foregoing, such resolution shall be final and binding on the parties to the dispute.
- 29.3 In recognition of the desire to resolve all disputes in the sporting fraternity as amicably and effectively as possible, it is required of all Members of SABU to incorporate in their constitutions (and to include in any agreements they may enter into) a dispute resolution clause in terms substantially the same as the above provisions of this Constitution, specifically providing for the resolution of disputes through the mechanisms provided for.
- 29.4 Recourse to the High Courts or Magistrates Courts by a party to any BASEBALL-related dispute shall be prohibited, save and except where the party has exhausted fully his/her/it's rights in terms of this Constitution, as well as the Dispute Resolution Provisions as contained in SASCOC's Memorandum and Articles of Association/ Constitution.

In all other instances any disputes fall to be decided according to the dispute resolution processes provided for in this Constitution.

### **30. NOTIFICATION**

For the purposes of this Constitution, all notifications by SABU 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 or fax or e-mail address, as the case may be, of the addressee, by any official of SABU, but all notifications to SABU by any person (natural, corporate or otherwise) or any Member, Honorary Life Member or Patron shall only be effective from the date of receipt thereof by the General Secretary. In no respects shall any postal authority be, or be deemed to be, the agent of SABU

### **31. 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 two-thirds of the total votes available to all Members at that time, regardless if the Members are represented at such Meeting or not, provided that not less than 30 (thirty) days written notification of such Meeting, together with a copy of a proposed resolution/s shall have been given to all Members.

### **32. DISSOLUTION OR WINDING UP OF SABU**

- 32.1 SABU 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 available to all Members at that time, regardless if the Members are represented at such Meeting or not, provided that not less than 10 (ten) working days written notification of such Meeting and of any resolution aimed at dissolving or winding-up SABU shall have been given to all Members.

32.2 Upon dissolution or winding up of SABU, all the property and assets of SABU, 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 SABU, at the discretion of the Members.

This Constitution was unanimously adopted by the Membership present at the Special General Meeting held at \_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_ 20

\_\_\_\_\_  
**PRESIDENT**

\_\_\_\_\_  
**GENERAL SECRETARY**

## **SCHEDULE "A" – PROVINCIAL STRUCTURES**

1. The Provincial BASEBALL Association known as "Eastern Cape BASEBALL";
2. The Provincial BASEBALL Association known as "Free State BASEBALL";
3. The Provincial BASEBALL Association known as "Gauteng Province BASEBALL Council";
4. The Provincial BASEBALL Association known as "KwaZulu-Natal BASEBALL";
5. The Provincial BASEBALL Association known as "Limpopo BASEBALL";
6. The Provincial BASEBALL Association known as "Mpumalanga BASEBALL";
7. The Provincial BASEBALL Association known as "Northern Cape Province BASEBALL";
8. The Provincial BASEBALL Association known as "North West Province BASEBALL";
9. The Provincial BASEBALL Association known as "Western Cape BASEBALL".

**SCHEDULE "B" – GEO-POLITICAL DEMARCATIONS**

<b>PROVINCE</b>	<b>REGION</b>	<b>PRINCIPAL CITY / TOWN</b>
<b>Western Cape</b> (Cape Town)	Cape Town Unicity	Cape Town
	West Coast	Malmesbury
	Boland	Stellenbosch
	Overberg	Swellendam
	Eden	George
	Central Karoo	Beaufort West
<b>Northern Cape</b> (Kimberley)	Frances Baard	Kimberley
	Namakwa	Springbok
	Pixley-ka-Seme	De Aar
	Siyanda	Upington
	Kgalagadi	Kathu
<b>Eastern Cape</b> (Bisho)	Cacadu	Grahamstown
	Amathole	East London
	Chris Hani	Queenstown
	Ukhahlamba	Aliwal North
	O R Tambo	Umtata
	Alfred Nzo	Mount Ayliff
	Nelson Mandela	Port Elizabeth
<b>Free State</b> (Bloemfontein)	Motheo	Bloemfontein
	Xhariep	Trompsberg
	Lejweleputswa	Welkom
	Thabo Mofutsanyana	Phuthaditjhaba
	Fezile Dabi	Kroonstad
<b>Kwazulu-Natal</b> (Pietermaritzburg)	Umgungundlovu	Pietermaritzburg
	Ethekwini	Durban
	Ugu	Port Shepstone
	Uthukela	Ladysmith
	Umzinyathi	Dundee
	Amajuba	Newcastle
	Zululand	Ulundi
	Umkhanyakude	Mtubatuba
	UThungulu	Richards Bay
	iLembe	Kwa Dukuza
Sisonke	Ixopo	

<b>PROVINCE</b>	<b>REGION</b>	<b>PRINCIPAL CITY / TOWN</b>
<b>Mpumalanga</b> (Nelspruit)	Ehlanzeni	Nelspruit
	Gert Sibande	Standerton
	Nkangala	Witbank
<b>Limpopo</b> (Polokwane)	Capricorn	Polokwane
	Mopani	Giyani
	Vhembe	Thohoyandou
	Waterberg	Bela-bela
	Sekhukhune	Groblersdal
<b>North West</b> (Mafikeng)	Central	Mafikeng
	Bojanala	Rustenberg
	Bophirima	Vryburg
	Southern	Klerksdorp
<b>Gauteng</b> (Johannesburg)	Johannesburg Metro	Johannesburg
	Sedibeng	Vereeniging
	Ekurhuleni	Germiston
	Metsweding	Bronkhorspruit
	Tshwane	Pretoria
	West Rand	Krugersdorp