

Constitution of The Official Arsenal South Africa Supporters' Club

1. Name

The clubs registered name is “Arsenal South Africa” (referred to as "the Club" hereinafter), which is recognised as an Official Supporters club by Arsenal Supporters club Scheme

2. Aims and Objectives

The aims and objectives of the club will be:

- To promote, encourage and extend interest and support in Arsenal Football Club within South Africa
- To promote the club and gain interest from Arsenal fans across South Africa
- To ensure a duty of care to all members of the club
- To provide all its services in a way that is fair to everyone
- To ensure that all present and future members receive fair and equal treatment
- To ensure safe meeting places for Arsenal fans and club members across South Africa
- To conduct club affairs as may be entrusted to it by Arsenal Football Club as and Official Supporters Club.
- To conduct its business in accordance to the clubs Code of Conduct policy, all other club policies and in accordance with Arsenal's Guidelines for Official Arsenal Supporters' Clubs .
- If the Club fails to act in the best interest of Arsenal South Africa as determined by Arsenal Football Club it may cease to be an "Official" Supporters' Club

DISCLAIMER

"The Arsenal South Africa supporters club is independent of The Arsenal Football Club PLC (Company no: 109244) and its associated and group companies, and has no authority to bind, contract or negotiate on its behalf."

3. The Club Committee

- The Club must have a club committee which shall comprise of a **Chairperson, Secretary and Treasurer** (the “Committee”). These positions will be decided by a voting process at the AGM. Any other positions are at the discretion of the club committee
- Committee members must be compliant to the clubs code of conduct policy , club policy and committee role policy with acknowledged terms and conditions.
- In the event of any committee members resigning from office, the Chairman is empowered to appoint a replacement from the committee membership. The replacement will serve until the next AGM when they must stand for election
- In the event that the Chairman resigns, the secretary shall automatically be acting-Chairman. The acting-Chairman shall have the power to appoint any committee members and which shall serve until the next AGM of the Club
- In the event that a member of the committee is absent from three consecutive committee meetings without good cause, the Committee may deem them to have resigned
- Any committee member who fails to comply with the club committee roles and responsibilities , code of conduct policy and club policies will be removed from the committee and/or have their membership terminated.

4. Powers of the Club Committee

- The affairs and management of the Club shall be conducted by the club committee who shall act at all times in accordance with this Constitution and supporting club policies.
- The club committee has the powers to open and close bank accounts in order to manage the money and assets of the Club
- The club committee has the powers to borrow any monies
- The club committee has the powers to cease the operation of the Club
- The club committee has the powers to write or amend policies within the club
- The club committee may only use funds to manage and operate the club to meet its respective objectives
- Signing authority on the clubs banking accounts (Cheque, Credit or any other facility) are restricted to the Chairman and Treasurer
- Upon Termination of the club or loss of Official status the committee has in its power and ability to appeal in any attempt to remain active and official , if all efforts are exhausted , the committee will then cease attempts to remain active and/or official.

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5. Membership

- Membership for the Club is open to every Arsenal supporter of South Africa.
- Membership should consist of committee members and Members of the club.
- All members will be subject to the regulations of this constitution and by joining the club will be deemed to accept these regulations and codes of conduct that club has adopted along with respective club policies.
- The club committee will decide on the membership fee and benefit renewal period for a member to belong to the club
- The membership fee will cover the costs associated with finance and auditing fees. event overheads, social responsibility donations and any other club related operational costs
- The clubs annual membership fee shall be communicated and voted in at the Annual General Meeting of the Club.
- Any member or member of the club committee or branch committee of any branch who fails to comply with the membership terms and conditions as per the code of conduct policy will have their membership and benefits to membership terminated.
- Notification of termination will be sent to the member advising on the termination of membership
- All appeals will be managed by the committee and if a hearing will be held an Appeals Panel will be created

6. Finance

- All club monies will be banked in an account held in the name of the club.
- The Committee will be collectively and individually responsible for the management of the Club's funds
- The financial year of club will be determined by the committee .
- A statement of annual accounts will be presented by the Treasurer at the Annual General Meeting.
- The club committee shall ensure that appropriate annual accounts are prepared timeously
- Annual Accounts will be audited by a committee selected audit team (annually).
- Audited accounts will be sent to all members , Arsenal Football Club and presented at the AGM

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7. Meetings

- Meetings of the club committee shall be chaired by the Chairman. In the absence of the Chairman, the club committee members present will elect a Chairman for the meeting.
- Where a vote is required to pass a motion, each club committee member shall have one vote, and in the event of equality, the Chairman of the meeting shall have a casting vote.
- No proxies shall be allowed at any club committee meeting.
- The quorum of all meetings of the club committee shall be a minimum of two of the membership of the club committee.
- The members of the club committee elected in accordance with the Constitution of the Club shall be the only persons entitled to hold office of the Club and may only be removed from office as a member of the club committee by virtue of the provisions of this Constitution and/or club policies, except as may otherwise be required by law or by breach of either of the club's policies.
- Minutes will be taken of all club committee meetings.
- An Annual General Meeting of the Club shall be decided at a meeting held by club committee members.
- The Secretary shall give not less than one 21 days' notice of the Annual General Meeting to Arsenal Football Club.
- The AGM notice shall specify the business to be conducted at the club's meeting.
- This notice will be circulated by email, social media and other club communication channels to every member.
- All members, of whatever class of membership from any branch and in good standing on the date of publication of the notice of a General Meeting, shall be entitled to attend said General Meeting, and to cast one vote on each motion presented.

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8. Discipline and Appeals

- Any breaches of the club polices or Constitution will be considered by the Club Committee.
- Any complaints regarding the behaviour of members should be submitted in writing to the Secretary.
- Any complaint will be investigated by the club committee they will meet to hear complaints within 10 days of a complaint being lodged.
- If it is felt appropriate the club Chairman will convene a Disciplinary Committee consisting of 2 club committee or branch committee members, to consider the complaint.
- The Disciplinary Committee has the power to take appropriate disciplinary action including the,
 - Dismissal of the case where the complaint is not proven
 - A Written Warning for misconduct
 - A Temporary Suspension of Membership and Club
 - A Permanent Exclusion from Membership and Club
- Any decision made by the Disciplinary Committee must be unanimous, failure to reach a unanimous decision will lead the matter to be referred back to the Club Committee for discussion and decision.
- The outcome of a disciplinary hearing shall be notified in writing to the person who lodged the complaint and the member against whom the complaint was made within 10 days of the hearing.
- There will be the right of appeal to an Appeals Panel (consisting of 3 members of the committee or branch committee) following disciplinary outcome being announced.
- The Appeals Committee should consider the appeal within 10 days of the Secretary receiving the appeal.
- Any Appeal must be made to the Secretary in writing within 10 days of the decision being made.

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9. Amendments to the Constitution

- The Constitution will only be changed through agreement by majority vote at an AGM and/or Policies changes from Arsenal
- A request to alter the clubs constitution will have to be made in writing to the club secretary, Alterations to the clubs constitution can only be considered if received from an official committee member.
- The clubs committee will review and approve the request to alter the Constitution according to and in-line with the Supporters clubs guidelines as per Arsenal Football Club.
- Only when the request is approved as an official request, will the club secretary send notification to all valid members
- A voting process for those present and entitled to vote at a General Meeting shall be required to pass any motion to alter the Constitution
- The new club constitution will be signed by the club committee members present at the general meeting and a minimum of two additional members as witnesses
- Notification of the change will be made to Arsenal Football Club and all members

10. Declaration

- Arsenal South Africa Supporters Club hereby adopts and accepts this constitution as a current operating guide regulating operations of the club , committee and members .

11. Legal Proceedings

- Any legal action taken against and/or legal action by the club will be approved and discussed by the committee at a committee meeting .
- A collective decision will then be taken to provide the best possible outcome and damage to the club
- The committee shall have power to sue on behalf of the Club and to defend proceedings raised against the Club
- The committee will defend proceedings in the names of selected committee members.

12. Indemnity

- The committee or its members or branch committee shall have no rights to the property or assets of the club or have any right to receive compensation for services rendered derived by the Income
- A member or member on the club committee is in no way liable for any obligations or liabilities simply by virtue of their status of being a member on the club committee.
- No member or member of the club committee is 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 members of the club committee is performing their functions for or on behalf of the club
- The Club shall not be liable for any damage, loss or harm caused to committee or its members or branch committee of the Club, or any third party, by any activities of the Club.

13. Provision for Winding-Up the Club

- The Club may be wound-up under the following circumstances:
- A motion of Winding-Up is carried by a vote of 80% or more of those attending a Annual General Meeting .
 - Decision reached by the committee members for a motion of Winding-Up
 - Removal of Official status by Arsenal football club
- In the event that the Club is wound-up, any remaining funds shall be disbursed as follows:
 - The funds shall be transferred in their entirety to its current nominated charities
 - In the event that either of the nominated charities has ceased to exist the funds shall be donated to another Charity as chosen by the members of the club

14. Policies and procedures of the club

- All policies are compiled and approved by the club committee. Club policies form the basis on which the clubs various processes are formed
- All stakeholders are requested and required to familiarize themselves with the clubs policies. The club committee has mandate to amend policy in accordance to the clubs constitution
- Changes to policies will have to be reviewed and approved by the club committee at a club committee meeting
- Here are the clubs policies:
 - Club Code of Conduct policy
 - Club Sales and Expense Policy
 - Club Branch policy
 - Club Committee role policy
 - Club Finance Management policy
 - Club Disciplinary Procedure
 - Internal Club Guideline and Procedures

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