



**CONSTITUTION  
OF  
ROUND TABLE WALVIS BAY 36**

**UPDATED FEBRUARY 2023**

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Contents

Section 1: Name	2
Section 2: Motto, Badge and Banner	2
Section 3: Objectives	2
Section 4: Membership	3
Section 5: Admission to Membership	4
Section 6: Transfer	4
Section 7: Cessation of Membership	5
Section 8: Disciplinary Action	6
Section 9: Entrance Fees	6
Section 10: Subscription	7
Section 11: Conduct of Members	7
Section 12: Legal and Liability	8
Section 13: Powers of the Table	9
Section 14: Officers	10
Section 15: Election of Officers	10
Section 16: Management and Table Council	11
Section 17: Meetings	12
Section 18: Notice of Annual and Special General Meetings	13
Section 19: Quorum at Meetings	14
Section 20: Voting Procedures	14
Section 21: Chairman's Prerogative	14
Section 22: Standing Orders	14
Section 23: Duties of Table Officers	14
Section 24: Table Finances	18
Section 25: Evidence of Resolutions	18
Section 26: Inspection of Books and Accounts	18
Section 27: Delegates	19
Section 28: Dissolution of the Table	19
Section 29: Party Politics and Denominational Religion	20
Section 30: Ladies	20
Section 31: Visitors	20
Section 32: Table Trophies	20
Section 33: Alteration of Constitution and Bye-Laws	22
Section 34: Wlotzkasbaken	22
Section 35: Rules of the Association	22
Section 36: Copy of the Constitution and Bye-Laws	22
Section 37: Adoption of this Document	23

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 1: Name

The Organisation, hereinafter referred to as **Round Table Walvis Bay 36** (hereinafter referred to as "the Table") shall be a numbered Round Table and shall form part of the **Namibia Area** (hereinafter referred to as "the Area") and shall be affiliated to the Association of Round Tables of Southern Africa (hereinafter referred to as "The Association" or "RTSA").

## Section 2: Motto, Badge, and Banner

- 2.1. The motto of the Table shall be:  
Adopt; Adapt; Improve
- 2.2. The badge of the Table shall display the whale and the rondel, as approved by the Regalia Committee of the Association.
- 2.3. The banner of the Table shall display the same features as the Table badge, as approved by the Association Regalia Committee.

## Section 3: Objectives

- 3.1. To develop fellowship among young men through the medium of their professional and business occupations
- 3.2. To emphasise the fact that one's calling offers an excellent medium of service to the community
- 3.3. To cultivate the highest ideals in business, professional and civic traditions
- 3.4. To recognise the worthiness of all legitimate occupations and to dignify each his own by precept and example
- 3.5. To foster responsible citizenship and loyalty to our country
- 3.6. To further the establishment of peace and goodwill in international relationships
- 3.7. To further the above objectives by meetings, lectures, discussions, and other activities.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 4: Membership

4.1. Membership shall be restricted to men, and shall comprise the following categories, namely:

4.1.1. Active Members

Being any man, not less than eighteen (18) years of age or more than forty (40) years of age. Such candidates shall be elected in accordance with the provisions of Clause 5 hereof.

4.1.2. Honorary Members

Being any man (whether a past Active Member of the Association or not), whom the Table wishes to honour. Honorary Membership shall be considered the highest mark of esteem the Table can bestow and shall be given only to those who have rendered special and distinguished service to all or part of the Country or its people or to the Association or to the Table.

Such Honorary Member shall be elected annually at the AGM of the Table or prior to the 1<sup>st</sup> March every year. His Membership shall be limited to one (1) year only, commencing on the 1<sup>st</sup> March immediately after his election.

Notwithstanding that his Membership terminates at the end of February, he will be entitled to attend, in his capacity as Honorary Member, the next AGM of the Association only.

The Honorary Member shall be entitled to re-election, subject to Clause 8.5 of the Association's Constitution.

4.1.3. Temporary Honorary Members

In order that Round Table may contact similar organisations in other countries to further its Objectives, male visitors from such similar organisations of other countries, shall be eligible for election as Temporary Honorary Members.

- 4.2. Honorary and Temporary Honorary Members shall be entitled to enjoy all Table privileges within the Table, except the right to vote, and shall be subject to the provisions of the Area Constitution relating to Honorary Members.
- 4.3. Honorary and Temporary Honorary Members cannot serve as Officers of the Table or Area. Further, they are not allowed to propose or second any motions.
- 4.4. The number of Honorary Members elected annually in the Table shall not be more than one (1) Honorary Member for every ten (10) active Tablers or part thereof.
- 4.5. Honorary and Temporary Honorary Members are liable for capitation fees save that the Table shall pay such fees on behalf of such a Member.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 5: Admission to Membership

- 5.1. Any Member of the Table will be entitled to invite a guest/potential Member to attend a Meeting or social event of the Club. Prior to inviting a guest, which you believe may be a potential Member, his name should be put forward at a business meeting of the Table for all active Members to consider.
- 5.2. A guest identified by the Table to be a potential Member must attend four (4) Table meetings and one (1) social function where Members of the Table, their wives and children are present. Two (2) of these meetings must be consecutive meetings (i.e. one (1) business and one (1) social meeting).
- 5.3. Once the guest has completed the above Membership criteria (5.2), a secret ballot will take place. Two (2) or more "no votes" will constitute a "no vote". The Member(s) who voted no must inform the Chairman of their reasons for voting no before the next Table meeting.
- 5.4. Following a successful "yes vote" the Guest will be inducted as a Pipeliner of the Table.
- 5.5. Once the pipeliner has indicated to the Chairman that he wishes to become a member, the pipeliner will be inducted as a member of the Table.
- 5.6. Welcome Pack

All new Members will be inducted with the use of the Welcome Pack. When a Tabler has been voted in to become a Tabler, a New Member Form must be completed and his entrance fee (this fee to be decided annually at the Association AGM) shall be paid by the Table into the Association's bank account.

This form is available from the Area Vice Chairman or the Association Vice President. The completed form and the deposit slip must be sent to the Association Vice President who will within 14 days courier a Welcome Pack to the Table.

The new Member's details, as per the completed form, will be placed on the Association Database.

This Welcome Pack will include lapel badge, Membership card, Certificate, Association Directory and a RTSA Information Pack.

No new Members will be inducted prior to the payment of such entrance fee.

## Section 6: Transfer

- 6.1. Any Member of the Association, who is in good standing with his Table, shall be entitled to transfer from one Table to another, with the approval of the Table Council, provided that such Member seeking transfer shall effect his transfer within six (6) months of his having left his Table, failing which his Membership of the Association shall lapse. A Member of good standing shall be that Member who is equipped with a letter from either the Chairman or the Secretary of his Table in which is stated that all subscriptions, dues and other levies due to his previous Table have been duly paid and stating that he is a Member worthy of Membership of the Association.
- 6.2. A Tabler in transfer must apply for Membership in writing. The Table he is applying to shall have one (1) month in which to lodge any objections to him becoming a Member after which he will automatically become a Member.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 7: Cessation of Membership

Active Membership shall cease on the happening of any of the following events:

- 7.1. Upon a Member attaining the age of forty (40) years; provided that such Member shall maintain his Membership until the last day of the Association year immediately following his fortieth (40<sup>th</sup>) birthday and provided further that in the event of a Member being an Office Bearer of a Table, or of an Area, or of the Association and the AGM of such Table, Area or the Association taking place after the end of the Association year, then the Membership of such Member shall, in respect of that Association year, be extended to the particular AGM. The Immediate Past President of the Association shall be entitled to maintain his Table Membership until his successor takes office.
- 7.2. Upon the failure on the part of a Member to pay his subscription within thirty (30) days after having been notified of such omission by the Table Treasurer in writing, addressed to such a Member at his last known address.
- 7.3. Upon the failure on the part of a Member to attend at least fifty percent (50%) of the General Meetings of his Table during any consecutive three (3) month period, unless explanation of such absence shall have been given to the satisfaction of the Table Council, and provided further that attendance at any General Meeting of the Association and at any General Meeting of any other Round Table shall be deemed to be an attendance at such Member's own Table, if verbal or written notice of such attendance shall have been given to the Secretary of his Table by the Member concerned and provided further that for purposes hereof, at least one half (50%) of the attendance recorded shall have been at meetings of the Member's own Table.
- 7.4. Upon a Member being accepted as an active Member of another Table; provided that a Member shall be entitled to maintain his Membership for a period of twelve (12) months whilst he is an active Member of an inaugurated Table of which his own Table is the sponsor; and provided further that his Membership of the sponsor Table shall terminate upon the inaugurated Table being admitted as a Chartered Table of the Association and provided further that such Member always fulfils his obligations to the satisfaction of each Table.
- 7.5. Subject to the provisions of Clause 6, upon a Member permanently leaving the town or District in which his Table is established.
- 7.6. Upon the written resignation of a member.
- 7.7. On expulsion of an active Member by his own Table in accordance with Clause 11 of this Constitution (i.e. Conduct of Members).

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 8: Disciplinary Action

On the knowledge or suspicion that there is or may be any misappropriation, fraud, or theft of Public and/or Table funds:

- 8.1. The Table Chairman and or the Area Treasurer and/or any Tabler shall immediately report the matter to the Area Chairman.
- 8.2. The Area Chairman shall then inform the Area Executive, whereupon the Area Executive and the relevant Table Chairman shall appoint an investigating Committee to investigate the matter and to report back in writing to the Area Executive, within thirty (30) days.
- 8.3. The Area Executive and the relevant Table Chairman shall then decide on the appropriate course of action, subject to Section 8 of the Association's Constitution, and summarily report it to the Area Council and the Association Executive.
- 8.4. Notwithstanding the provisions of Section 8.8 of the Association Constitution, if, after Clauses 8.1, 8.2, and 8.3 above have been followed, a majority of the Association Council vote at an Association Council Meeting that the Member has misappropriated funds or committed theft or fraud as contemplated in this clause, the Member shall be expelled from the Association.
- 8.5. Any such Member shall have the right to make representations to the Association Council prior to the Association Council voting on the issue.

## Section 9: Entrance Fees

An entrance fee in respect of every newly inducted Member is payable, on behalf of the new Member by his Table, prior to him being inducted.

The amount to be paid to the Association Treasurer will be determined annually at the Association AGM.

The process of payment and resulting receipt of a Welcome Pack should take place in accordance with Clause 5.6 of this Constitution (as per the Association's Constitution).

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 10: Subscription

- 9.1. The annual subscription (cap fees) for Members shall be determined at the Annual General Meeting of the Area and the Association in each year.
- 9.2. The subscription for the current year shall be paid by each Member to the Table Treasurer within thirty (30) days of receiving an account from the Table Treasurer, or by a new Member when he is inducted; provided that when a Member is inducted after the commencement of the Table year, and provided further that a transferred Member, whose subscription has been fully paid to his former Table shall not be liable for further subscription to the Table, during the current financial year of the Association.
- 9.3. Subscription will comprise the following:
  - 9.3.1. Area subscription as determined by the Area Assembly during the Area AGM. It will include Area Membership Fees, International Travel Draw, Conference Fund, and other levies the Area Assembly may decide on at the AGM.
  - 9.3.2. Association subscription fees that comprise the following:
    - 9.3.2.1. Association Membership Fees
    - 9.3.2.2. ARTSA delegates levy payable by the Club from Admin/House account for two (2) delegates to attend ARTSA
    - 9.3.2.3. Obligatory contribution towards Owen Frye Fund - amount to be determined at each Association's AGM
    - 9.3.2.4. Inkundla, Insurance and Cory Library Levy - such levies to be determined annually at AGM
- 9.4. The Table will be liable for the subscription payable by an Honorary or Temporary Honorary Member, to the Association and the Area. These fees will be paid from the Table administrative/general (house) account.
- 9.5. All active Members, excluding Honorary or Temporary Honorary Members, may institute a debit order for the purpose of paying his yearly subscription fees. The amount of the debit order will be decided every year at the AGM of the Table. Those Members who do not wish to institute a debit order have to pay the full amount compared to the debit order system, in advance at the beginning of every Table year.

## Section 11: Conduct of Members

Any Member disregarding the Constitution, Rules, Regulations of the Table, or being guilty of conduct which, in the opinion of the Table Council is detrimental to the interests of the Table, may be expelled if three-fourths (75%) of the Members of the Table Council vote in favour of such expulsion; provided that a Member so expelled shall have the right, of appeal to a full meeting of Members of the Table and, in the event of his appeal not being upheld by three-fourths (75%) of Members of the Table, and to a further appeal to the Association Council whose decision shall be final and binding upon the Member concerned and his Table.



# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 12: Legal and Liability

### 12.1. Corporate Status

The Table shall be a body corporate, not for gain, with perpetual succession, and capacity to acquire rights and incur obligations independently of its Members.

All assets, funds or property of the Table shall be held or registered in the name of the Table as a corporation at Law.

All the income and property of the Table shall be applied solely towards the promotion of its objectives, and no portion thereof shall be paid or transferred directly or indirectly to any Member or Members, provided that nothing herein contained shall prohibit the payment of bona fide remuneration to any servant of the Table, or to any Member in consideration of any services actually rendered to the Table.

Notwithstanding the provision of this clause the Table may allocate a maximum of twenty-five (25%) of the net profit (Having been paid into the Table's Bank Account) of every project of the Table as an administration charge, as is allowable in law, from Welfare Funds (Projects account) to the Table's General (House) Account.

### 12.2. Legal Proceedings

Neither the Table nor any Member on behalf of the Table shall institute legal proceedings without leave of the Executive Council of the Association, whose discretion shall be absolute.

If legal proceedings are instituted against the Table or a Member, in his capacity as a Member of the Table, the Honorary Secretary shall at once inform the Honorary Secretary of the Association and thereafter the Table shall be guided by the Executive Council of the Association in its conduct of the proceedings.

Subject to the foregoing the Table shall have the power to sue or be sued in its own name and the authority to institute legal proceedings shall vest in the council, who shall designate a Member of Table to represent the Table in all such proceedings and issue such a Member with a written power of attorney.

In any action between the Table and a Member or Members, the Member or Members shall not be entitled to plead partnership.

### 12.3. Liability of Members

The liability of every Member of the Table for the debts of the Table shall be limited to the amount of the unpaid subscription due by such Member in terms of this Constitution. This provision shall however not detract from any right of the Table to institute against a Member or ex-Member any civil or criminal action and/or to recover damages it may have suffered by reason of any grossly negligent, wilful, or fraudulent act or omission of such person either affecting the Table directly or through a third (3<sup>rd</sup>) person.

### 12.4. Rights of a Member

Any Member ceasing, from any cause, to be a Member of the Table, shall have no interest in any of the assets of the Table.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 13: Powers of the Table

For the furtherance of its principal objectives the Table shall have power:

- 13.1. To open and operate Banking and other accounts
- 13.2. To draw, make, accept, endorse, negotiate, discount, execute and issue cheques, promissory notes, or Bills of exchange and other negotiable or transferable instruments
- 13.3. To invest or employ in such manner as the Table shall deem fit, such funds which are not immediately required by the Table
- 13.4. To raise money through projects
- 13.5. To accept donations, gifts, legacies, bequests, and benefits of whatever nature or kind whatsoever
- 13.6. To purchase, take on, lease, exchange, hire or otherwise acquire any moveable or immovable property, rights, or privileges
- 13.7. To improve, develop, manage, sell, exchange, lease, donate, subdivide, consolidate, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Table
- 13.8. To appoint or dismiss any officials, agents, and employees and to determine and pay their remuneration
- 13.9. To bring or defend any actions or other legal proceedings in any Court of Law, or to refer to arbitration of any matter or thing in dispute, subject however, to the provisions of clause 12.2 hereof
- 13.10. To appoint Sub-Committees to investigate, report on and promote matters referred to them and to revoke any such appointments
- 13.11. To publish and distribute to Members reports of proceedings and activities of the Table, and to publish and circulate literature for the enlightenment of Members of the public
- 13.12. To register the name of the Table and/or this Constitution and rules with any appropriate authority
- 13.13. To conduct any lawful business solely for the furtherance of the objectives of the Table
- 13.14. To lend money or other assets to such person and on such terms and conditions as the Table may deem fit, either with or without security.
- 13.15. To borrow money.
- 13.16. Generally, to do all such acts and things as are incidental to the attainment of the Table's objectives

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 14: Officers

- 14.1. The Officers of the Table shall consist of a Chairman, Vice Chairman and two (2) additional Members, all of whom are nominated and elected annually. The Table Chairman will appoint from the active Members of the Table a Secretary, Treasurer, and IRO/PRO who shall also serve as Officers of the Table Council.
- 14.2. All Officers of the Table shall be active Members.
- 14.3. The Table Chairman, Vice Chairman and two (2) additional Members (the Council) shall be elected at the Annual General Meeting of the Table, shall take office on election, and shall remain in office until their successors have been elected.
- 14.4. All Officers shall retire annually, but shall be eligible for re-election, unless precluded therefrom by the provisions of Clause 14.5 hereof.
- 14.5. A Member who has served two (2) consecutive terms on the Table Council, shall be ineligible for re-election or appointment to the council for the year next following the termination of such two (2) years of service, except as Chairman or Vice Chairman or if there are an insufficient number of Members to make up the Council.
- 14.6. No Member of the Table Council shall fill any portfolio for two (2) consecutive years, notwithstanding Clause 14.5 hereof.
- 14.7. Officers absent from two (2) consecutive Council meetings, without reason satisfactory to the Council shall forfeit their seats on the Council.
- 14.8. Council shall have the right to co-opt any number of active Members in any one (1) year, but such co-opted Members shall have no vote.
- 14.9. In the event of a casual vacancy accruing in the Council, such vacancy shall likewise be filled for the remaining period of the Council's term of office by co-opting any one active Member, and such substitute Member shall have a vote; provided, however that should such vacancy be that of Chairman or Vice Chairman, then a Special General Meeting shall be called for an election.
- 14.10. In the event of more than half (50%) of the Officers resigning office, then a Special General Meeting shall be called to elect new Officers.
- 14.11. In the event of the Table having fewer members than point 14.1 then Table may appoint a member(s) with multiple portfolios.

## Section 15: Election of Officers

Candidates for elected portfolios, as set out in clause 14.1 must be nominated by one (1) active Member and seconded by another. Written nominations, duly signed by the proposer and seconder, and by the nominee as token of his acceptance, must be handed to the Honorary Secretary by not later than twenty-one (21) days preceding the Annual General Meeting.

Voting for officers shall be by ballot and if there are more than two (2) nominations for the same office, the voting shall follow the Preferential Electoral College System.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 16: Management and Table Council

16.1. All the powers of the Table shall be vested in the Table Council consisting of the Officers referred to in Clause 14 hereof. The Table Council shall have full power to manage all the business and affairs of the Table and shall in all things act for and in the name of the Table.

### 16.2. Limitation on Powers of Table Council

The Table Council shall not without the sanction of a resolution duly passed at a meeting of the Table:

16.2.1. Borrow any monies (also refer to Association Rule 1.12. Round Table Clubs may not operate any of their bank accounts in overdraft, or maintain any loan, nor may they take out any loans in the name of Round Table without the written consent and approval of the Association Executive)

16.2.2. Invest funds other than at call

16.2.3. Purchase, dispose of, encumber, or otherwise deal with any movable or immovable property

16.2.4. Commit the Table to any act of services, or to support, financially or otherwise any charitable or other undertaking

16.2.5. Institute legal proceedings on behalf of the Table and then only as contemplated in Clause 12.2 hereof

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 17: Meetings

### 17.1. Council Meetings

17.1.1. The Table Council shall meet at least three (3) times per year.

17.1.2. Three (3) Members shall form a quorum at any Council meeting.

### 17.2. Ordinary Meetings

The Table shall have two (2) meetings per calendar month. A business meeting on the **Third Thursday** of each month, and a social meeting, at such time and place as the Table may from time to time determine. Not less than twenty-two (22) such meetings shall be held in each Table year as per the RTSA Constitution.

At one monthly ordinary meeting (hereinafter referred to as the Business meeting) the Table's Business shall be disposed of in the following order:

17.2.1 All portfolio holders will submit reports to the meeting.

17.2.2 The dress code for the business meetings is jacket, tie and long pants with regalia and chain of office where applicable.

17.2.3 The Table's monthly business shall be disposed of in the following order or in such order as the meeting by resolution may determine:

1. Aims and objectives
2. Notice convening the Meeting
3. Welcome and apologies
4. Obituaries
5. Correspondence
6. Minutes of previous Business meeting
7. Membership
8. Projects
9. Finances
10. Administration Reports
11. P.R.O
12. I.R.O
13. Bar Report
14. Social
15. Trophies
16. General
17. Sergeant-at-arms
18. Date and venue of next meeting
19. Closure

### 17.3. Annual General Meetings

17.3.1. The Annual General Meeting of the Table shall be held in the month of February not earlier than the day following the last day of the previous Table year and not later than the day prior to the Annual General Meeting of the Association next following, on a day and at a time appointed by the Table.

17.3.2. All portfolio holders will submit written reports to the meeting and provide every Member present with a copy thereof.

17.3.3. The dress code for the AGM is jacket, tie, and long pants with chain of office where applicable.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

17.3.4. The Table's annual business shall be disposed of in the following order or in such order as the meeting may by resolution determine:

1. Aims and Objectives
2. Notice convening the Meeting
3. Welcome and Apologies
4. Obituaries
5. Correspondence
6. Minutes of previous Annual General Meeting
7. Annual Reports
  - 7.1 Secretary
  - 7.2 Treasurer
  - 7.3 P.R.O.
  - 7.4 I.R.O.
  - 7.5 Clubhouse and Bar report
  - 7.6 Vice Chairman
  - 7.8 Chairman
8. Election of Officers (see clause 15)
9. Election of Honorary Member(s)
10. Election of Delegates to represent the Table at the Association AGM
11. Appointment of Secretary and Financial Officer
12. General
13. Sergeant-at-Arms
14. Date and venue of next meeting
15. Closure

17.4. Minutes shall be kept of all Table meetings, including disciplinary actions taken against any Members.

17.5. Special General Meetings

17.5.1. The Table Council may, at any time, if they deem it necessary or expedient, call a Special General Meeting.

17.5.2. The Honorary Secretary shall call a Special General Meeting upon receiving a written requisition signed by not less than one-third (33.33%) of the active Members of the Table, specifying generally the business to be brought before the Table.

17.5.3. No other business shall be transacted at such Special General Meeting than stipulated in the agenda relative to such meeting.

## Section 18: Notice of Annual and Special General Meetings

The Honorary Secretary shall issue a written notice of the Annual or any Special General Meeting to each Member of the Table at least twenty-one (21) days prior to such meeting. Such notice shall be addressed to each Member's last known address (where applicable) and shall specify the business to be conducted at the meeting.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 19: Quorum at Meetings

- 19.1. Fifty percent (50%) of the active Members shall form a quorum at any meeting of the Table, subject to 19.2 below.
- 19.2. If within half an hour (30 minutes) from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week (at the same venue and time), or if that be a public holiday, to the next succeeding day other than a public holiday and if at such adjourned meeting a quorum is not present within half an hour (30 minutes) of the time appointed for the meeting, the Members present shall be a quorum and shall deal with the items on the agenda of the postponed meeting.

## Section 20: Voting Procedures

- 20.1. Every active Member shall have one (1) vote, provided that the Chairman of the meeting shall have a casting vote in addition to his deliberative vote.
- 20.2. Except as otherwise provided in these rules, motions put to the vote at any meeting shall be decided by the vote of the majority of Members present and voting, on a show of hands unless a poll is demanded by at least two (2) Members before such vote.

## Section 21: Chairman's Prerogative

- 21.1. It shall be the prerogative of the Chairman to appoint a Sergeant-at-Arms for every meeting. The Sergeant will have the right to fine everyone present a maximum of ten Namibian Dollars (N\$10) for a general fine and five Namibian Dollars (N\$5) if not wearing a Round Table badge. All attendees will have the opportunity to cross-fine the Sergeant a maximum of twenty Namibian Dollars (N\$20).
- 21.2. It is the prerogative of the Chairman to appoint a person at every meeting to provide food for everyone present at the next Table meeting.
- 21.3. It is the Chairman's prerogative to deal with business at Table meetings in whatever order he deems fit except for the business at the Table AGM.

## Section 22: Standing Orders

The Table may adopt standing orders to regulate proceedings at meetings.

## Section 23: Duties of Table Officers

- 23.1. Table Chairman
  - 23.1.1. The Chairman will act as Chairman at all official meetings of the Table including General Table meetings and Table Council meetings.
  - 23.1.2. The Chairman has the right to decide the order in which business is to be transacted at General Table meetings except for the AGM.
  - 23.1.3. The Table Chairman will represent the Table at all Area Conferences including the Area AGM immediately following his term as Table Chairman, Area Council meetings and the AGM of the Association and in the event that he can't attend these meetings, will arrange for a member to represent him.
  - 23.1.4. He will represent the Table at all induction Dinners where possible.

## ROUND TABLE WALVIS BAY 36 CONSTITUTION

- 23.1.5. He will submit regular reports to the Area Chairman and Secretary as and when requested to do so including to the Area AGM immediately following his term as Chairman.
- 23.1.6. He will ensure that portfolio holders of the Table submit regular reports to the relevant Area portfolio holders.
- 23.1.7. The Chairman is responsible for arranging the Induction Dinner of the incoming Table Chairman.
- 23.2. Table Vice Chairman
  - 23.2.1. The Vice Chairman will stand in for the Chairman for all official duties that the Chairman is unable to attend/perform.
  - 23.2.2. The Vice Chairman will act as Extension Officer of the Table, encouraging/arranging the invitation of potential Members to Table meetings, socials, or functions.
  - 23.2.3. He will report on all Membership issues including new inductions to the Area Vice Chairman.
  - 23.2.4. He will act as delegate with the outgoing Table Chairman at the Area AGM.
- 23.3. Table Secretary
  - 23.3.1. The Secretary shall keep accurate minutes of proceedings at every Table and Council meeting of the Table.
  - 23.3.2. The Secretary shall provide copies of minutes to every Member present at all Table Meetings.
  - 23.3.3. The Secretary shall keep accurate records of attendance at all Table and Council meetings by circulating an attendance register.
  - 23.3.4. The Secretary shall send a copy of every Table Council and Table meeting to the Cory library at the end of his term in office.
  - 23.3.5. The Secretary shall ensure that Notice of the Table AGM is distributed to each active Member of the Table at least twenty-one (21) days prior to the meeting.
  - 23.3.6. He shall act as Chairman of the Table meetings if neither the Chairman nor the Vice Chairman is able to attend such meeting.
  - 23.3.7. The Secretary shall empty the Post Office box on a weekly basis and shall ensure that the yearly subscription is renewed.
- 23.4. Table International Relations Officer (I.R.O.)
  - 23.5.1. The IRO will be the past Chairman and shall report on all international relations that the Table engages into the Area IRO as and when requested by the Area IRO.
  - 23.5.2. He will be responsible for arranging hosting/entertaining international visitors that might visit our Table.
  - 23.5.3. He shall report on international relations matters to every business meeting of the Table.



## ROUND TABLE WALVIS BAY 36 CONSTITUTION

### 23.5. Table Treasurer

- 23.4.1. The Table Treasurer shall keep an accurate set of books on all financial aspects of the Table.
- 23.4.2. He shall report in writing to each business meeting of the Table on the current financial status of the Table.
- 23.4.3. He shall submit a report to the Area Treasurer at or before every Area Council meeting in accordance with Rule 5 of the Association Constitution. This report shall consist of an income and expense statement and a list of donations made during the period from the previous report/council meeting up to the present.
- 23.4.4. He shall issue each active Member of the Table with an account in respect of Membership fees to the Area and the Association as soon as an account has been issued to the Table following the Association AGM.
- 23.4.5. He shall collect all Membership fees from all Table Members and pay them over to the Area Treasurer on or before the twentieth (15<sup>th</sup>) of June each year.
- 23.4.6. He shall issue a receipt to a Member for any payments received from such a Member irrespective of the nature of such payment.
- 23.4.7. He shall pay the annual subscription for the Post Office Box on receipt of such notification from the Table Secretary.

### 23.6. Table Public Relations Officer (P.R.O.)

- 23.6.1. The PRO is responsible to place articles regarding activities of the Table in the local newspapers to ensure maximum exposure.
- 23.6.2. He shall ensure that articles that appear in local newspapers be sent to the Area magazine/website and the Inkundla.
- 23.6.3. He shall report on all public relations matters to every business meeting of the Table.

### 23.7. Table Raids and Socials Convenor

- 23.7.1. The Raids and Socials convenor shall ensure that the Table engage in regular visits to neighbouring Tables.
- 23.7.2. He shall ensure that monthly social events, involving the whole family is held.
- 23.7.3. The Raids and Social Convenor will be the Vice Chairman unless the Chairman appoints another active Member as such.

## ROUND TABLE WALVIS BAY 36 CONSTITUTION

### 23.8. Bar Convenor

23.8.1. It is the duty of the bar convenor to provide a bar service to all present at every Table meeting.

23.8.2. He shall keep accurate records of every active Member's bar account.

23.8.3. He shall report to every business meeting on the current financial status of the Table's bar including outstanding monies on Members bar account.

23.8.4. He shall ensure that all bar monies be banked on a regular basis into the Table's House (admin) account and that the suppliers are paid.

23.8.5. He shall ensure that a barman is on duty at every business meeting.

### 23.9. Honorary President

23.9.1 May be elected at the annual general meeting from amongst the table's 41rs.

23.9.2 He shall act as liaison between 41ers and current members of the table.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 24: Table Finances

- 24.1. The Table will operate one (1) bank account made up of two (2) funds. A current and an investment account (32 Day).
- 24.2. Signatories will be decided on a yearly basis by the Table Council.
- 24.3. No cheques with less than two (2) signatures shall be issued. No blank cheques may be issued.
- 24.4. Any bank account must have two (2) signatories, and one (1) releasing signatory. This is in relation to any electronic payments.
- 24.5. A budget must be set up and presented for every project that the Table engage in.
- 24.6. Proper financial statements must be presented to the meeting by the convenor of a project following the completion of a project.
- 24.7. Each active Member will institute a debit order for the purpose of paying his annual subscription fees. The amount of such debit order will be decided at every AGM of the Table. Those Members deciding not to institute a debit order must pay the full amount (twelve (12) months) compared to the debit order, in advance.
- 24.8. Monies collected at every meeting by the Sergeant-at-Arms (clause 20.1) will be deposited into the administrative fund.
- 24.9. The Table financial year will run from the first (1<sup>st</sup>) day of January till the last day of December next following.
- 24.10. Audited/certified financial statements will be presented by the Table Treasurer at every Annual General Meeting of the Table.
- 24.11. At every AGM of the Table, auditors/financial officers will be appointed for the ensuing year.

## Section 25: Evidence of Resolutions

In the event of a resolution of a meeting being required as evidence for any purpose whatsoever, a copy thereof, signed by the Chairman or Honorary Secretary, may be accepted.

## Section 26: Inspection of Books and Accounts

The Accounts and Minute Books of the Table shall be open to inspection by any Member of the Table on application to the Honorary Treasurer or the Honorary Secretary respectively, who's duty it shall be to produce these for inspection at all reasonable times.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 27: Delegates

### 27.1. Area Conference

The Delegates to represent the Table at Area Conferences will be the Chairman and in the discretion of the Table Council, the newest Tabler inducted in the year of the conference (present at the conference).

### 27.2. Area Council Meetings

The Table Chairman and failing him the Vice Chairman will represent the Table at all Area Council Meetings.

### 27.3. Association AGM

27.3.1. The Delegates to represent the Table at the Association AGM (ARTSA) will be elected/decided at the Table AGM each year.

27.3.2 Each Table having a membership of twenty-five (25) or less, shall be entitled to have two (2) delegates at Area Assembly and Association Annual General Meetings. Tables having a Membership of twenty-five (25) or more shall be entitled to have three (3) delegates at such meetings.

## Section 28: Dissolution of the Table

- 28.1. A proposal for the dissolution of the Table may only be made by a unanimous resolution passed by the Table council or at least by one-third (33.33%) of the active Members. Such dissolution shall be affected by a resolution passed by a three-quarters (75%) majority vote of Members of the Table; present in person, at a Special General Meeting duly convened for the purpose.
- 28.2. Not less than thirty (30) days' notice in writing of such meeting shall be given to every active Member and to the Honorary Secretary of the Association and the notice convening the meeting shall clearly state that the question of dissolution of the Table and disposal of its assets will be considered.
- 28.3. If a resolution to wind up the Table is duly passed, the Table shall be wound up under the supervision of the Honorary Secretary of the Association. The Table's Charter, the Membership Badges and any Badges in hand shall be returned to the Honorary Secretary of the Association forthwith.
- 28.4. If, upon winding up or dissolution of the Table (or in the event of a Table being expelled by the Association in terms of Section 12.1 of the Association Constitution) there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed to Members of Table, but shall be paid or distributed among charitable, educational or ecclesiastical Institutions of a public character within the Area of jurisdiction of the Association which are, themselves, exempt from Income Tax, which recipient or recipients are to be determined by the Members of the Table at or before the time of winding up, dissolution or expulsion and in default thereof by the Association Council.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 29: Party Politics and Denominational Religion

Party politics and Denominational Religion shall be excluded from all Table discussions.

## Section 30: Ladies

Ladies shall only be admitted in the capacity of speakers to any Table Meeting.

## Section 31: Visitors

Any Member may invite a guest to any ordinary meeting of the Table, but such guest shall not be invited more than four times in any one year.

## Section 32: Table Trophies

### 32.1 Stirrer Award

32.1.1 The Stirrer award is to be awarded by the outgoing Chairman at the annual Induction Diner.

32.1.2 The trophy will be awarded in the solo discretion of the outgoing Chairman to the Tabler who caused the most controversy during the past year's meetings.

### 32.2 Travelling Trophy

The travelling trophy is to be awarded at the solo discretion of the incoming Chairman at the annual Induction Dinner to the Tabler who travelled most on Table business during the past table year.

### 32.3 Roy Harding Golf Trophy

32.3.1 The Roy Harding Golf Trophy is to be awarded to the annual golf social winner.

32.3.2 The current holder of the trophy can be challenged by any Tabler, 41'er or wife of a Tabler. The winner of such challenge match will hold the trophy until successfully challenged, or until the next annual golf social.

### 32.4 Westerdale Knobel Trophy

This trophy will be awarded to the Annual Knobel Competition winner.

### 32.5 Wally III

Wally is a social trophy which is to be circulated amongst Tablers and to be handed over by one Tabler to another at least once a month at any social gathering initiated by the holder.

## ROUND TABLE WALVIS BAY 36 CONSTITUTION

### 32.6 Stephan

32.6.1 Stephan is a social trophy to be circulated amongst Tablers and to be handed over once a month.

32.6.2 At every monthly business meeting the name of a Tabler is to be drawn by the current holder of Stephan and such member whose name has been drawn must invite the current holder and his immediate family and such other members and their immediate families as he may wish for a social gathering prior to the next business meeting.

### 32.7 Witvlei Monster

A social trophy to be circulated from Tablers to 41rs and vice versa, at least once a month by the current holder inviting a 41er and vice versa.

### 32.8 Attendance Award

The attendance trophy / Award is to be awarded by the outgoing Chairman at the annual induction dinner to the Tabler/s who attend the most ordinary meetings during the past table year.

### 32.9 Tabler of the Year Award

32.9.1 This award is to be awarded at the Annual Induction Dinner BY THE OUTGOING Chairman only if in his entire discretion he deems a Tabler deserving thereof.

32.9.2 Other than that, such Tabler should have conducted himself in a noteworthy manner during the year, the basis for deciding which Tabler is deserving of such award shall further be in the outgoing Chairman's discretion.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION

## Section 33: Alteration of Constitution and Bye-Laws

- 33.1. This constitution, and any bye-laws made in terms hereof, may be repealed, substituted, amended, or added to by resolution, such actions hereinafter referred to as "alteration".
- 33.2. No proposal to alter the constitution or bye-laws shall be considered unless the Honorary Secretary gives every active Member fourteen (14) days' notice of the motion, in writing.
- 33.3. Not less than two-thirds (66.66%) of the votes of Members present in person at the meeting shall be required to authorise the alteration of the constitution or a simple majority in the case of the Rules, subject to a quorum being formed in terms of clause 19 above.
- 33.5. No alteration may be proposed which conflicts with the Rules of the Association.
- 33.6. A copy of any motion to amend this Constitution shall be forwarded to the Association Constitutional Advisor.

## Section 34: Wlotzkasbaken

- 34.1 The Table's property at or rights to Wlotzkasbaken may not be sold.
- 34.2 The Wlotzkasbaken property will be utilised by the Table to generate business funds and for the Use of its Members.
- 34.3 If the Table dissolves, the property shall not be dealt with in accordance with the provisions of clause 28.4 hereof but will be dealt with in such a manner as may be decided by the Table's 41ers subject thereto that they may not utilise any proceeds earned from the property for their own individual gain.

## Section 35: Rules of the Association

The Rules and Constitution of the Association shall, so far as applicable, be deemed to be incorporated herewith and shall prevail in the event of a conflict with any rule herein contained or with any additions to or alterations of the same.

## Section 36: Copy of the Constitution and Bye-Laws

A copy of the constitution and bye-laws of the Table, certified as such by the Chairman or Secretary, may be accepted as evidence for any purpose whatsoever.

# ROUND TABLE WALVIS BAY 36 CONSTITUTION


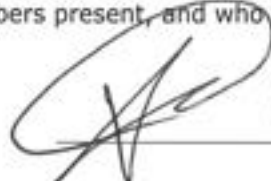


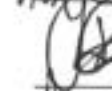


## Section 37: Adoption of this Document

This Constitution has been adopted by the Active Members of the Club as follows:

Proposed by Leigh Westerdale on this 12 day of February of 2023

Seconded by Joachim F. Kotze

Accepted by an overall two-thirds (66.66%) of those Members present, and who have affixed their signatures below:

- |    |   |     |  |
|----|---|-----|--|
| 1. |  (Leigh)   | 7.  |  (BRIAN) |
| 2. |  (Joppie)  | 8.  | _____  |
| 3. |  (Wynand)  | 9.  | _____  |
| 4. |  (Dave)    | 10. | _____  |
| 5. |  (Mandita) | 11. | _____  |
| 6. |  (Byron)  | 12. | _____  |

The Table Chairman and Honorary Secretary hereby certify that this Constitution was duly accepted by at least two-thirds (66.66%) of the active Members at a General Meeting of Round Table Walvis Bay 36 held on 12 February 2023

Table Chairman:  (signature) Wynand Vrijen (name)

Table Secretary:  (signature) Brian Langer (name)