

# TRIATHLON SOUTH AFRICA



## CONSTITUTION

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## SECTION 1

### DEFINITIONS

In this Constitution the following definitions apply:

“athlete”	A competitive athlete registered with a Regional Member and TSA
“ATU”	African Triathlon Union
“Aquathlon”	A continuous event comprising of running and swimming
“Board”	The Board as defined in Section 5
“Constitution”	The Constitution of TSA
"Regional Member"	The regional governing body of the code of Triathlon in South Africa, as referred to in Schedule 1.
“Duathlon”	A continuous event comprising of cycling and running
“EXCOM”	The Executive Committee as defined in Section 5
“Financial Year”	A period as determined by the Board
“ITU”	International Triathlon Union
“Member”	Refers to a Member as defined in Section 4.1
“member”	Refers to a member of a Member defined in Section 4.1.4
“National Federation”	A national governing body of a code of sport in South Africa, recognised by the relevant international controlling body and by the SASCOC as the only authority for the administration and control of that sport
“Non-participating person”	A member who has registered with a Regional Member and TSA but is not an athlete
“Provincial Member”	A provincial body of the code of Triathlon in South Africa affiliated to the statutory provincial Sport Council, as referred to in Schedule 1
“SASCOC”	The South African Sports Confederation and Olympic Committee
"SRSA"	The Department of Sport and Recreation in South Africa

- “Triathlon”                      Depending on the context, a continuous event comprising swimming, cycling and running, or any multi-disciplinary event over which TSA has jurisdiction.
- “USSA Triathlon”                The governing association of University Sport South Africa, formed to promote and to govern the sport of triathlon at tertiary educational level in accordance with the provisions of the Constitution of USSA,

## **SECTION 2**

### **NAME**

- 2.1     The name of the association shall be TRIATHLON SOUTH AFRICA. The shortened form of the name of the association shall be TSA.
- 2.2     The association is a voluntary sporting association, with a separate legal personality and with the power to acquire, to hold and to alienate property, and with the capacity to acquire rights and obligations and having perpetual succession and the capacity to sue or be sued in its own name.
- 2.3     TSA is the sole South African governing body affiliated to the ITU.

## **SECTION 3**

### **AIMS AND OBJECTIVES**

The objectives of Triathlon South Africa are:

- 3.1     to function as the National Federation for triathlon, duathlon, aquathlon and related multi-sports in South Africa, and to represent South Africa internationally;
- 3.2     to affiliate and co-operate with the SRSA and any such future national sports body;
- 3.3     to conduct its affairs in accordance with the provisions of the Laws of South Africa, including, but not limited to, the South African Sports Commission Act 109 of 1998; the National Sports and Recreation Act 110 of 1998 and The Promotion of Equality and Prevention of Unfair Discrimination Act of 2000; The South African Institute for Drug-Free Sport Act 14 of 1997 [and the Rules of the World Anti-Doping Agency (WADA)]
- 3.4     to adopt appropriate equality plans in order to promote equality particularly in respect of race, gender and disability and in terms of the regulations to the Promotion of Equality and Prevention of Unfair Discrimination Act of 2000;
- 3.5     to endeavour to be equally representative of both genders at EXCOM and Board level and to endeavour to appoint a Vice-President of the EXCOM of the opposite gender to the President;
- 3.6     to support the aims, ideals and principles of the Olympic movement and to

- maintain recognition and co-operate with SASCOG;
- 3.7 to grow the sport of triathlon and duathlon through coaching excellence from mass participation through elite level performance;
  - 3.8 to develop, control and administer the sport of Triathlon in South Africa in accordance with the Constitution, the Competition Rules and Operations Manual;
  - 3.9 to remain affiliated with the international body governing Triathlon, namely International Triathlon Union, and to remain affiliated with the African Triathlon Union, to uphold their rules, regulations and policy rulings and to support their aims, ideals and principles;
  - 3.10 to implement and develop a marketing strategy to popularise the sports of Triathlon utilising multi-media, quality athletes and venues;
  - 3.11 to implement sound financial structures in accordance with accepted business and accounting norms and standards;
  - 3.12 to ensure executive accountability in all respects;
  - 3.13 to supervise the strict application of the Constitution, Competition Rules and Operations Manual and to be transparent at all times.
  - 3.14 to promote both competitive and non-competitive Triathlon in South Africa;
  - 3.15 to encourage support of TSA programmes by the public generally;
  - 3.16 to provide guidance, information and assistance to the Provincial Members, Regional Members and clubs in respect of these objectives;
  - 3.17 to affiliate Regional Members to TSA;
  - 3.18 to organise training courses for athletes, coaches and administrators to national and international standards and in doing so to address any racial, gender or cultural inequalities;
  - 3.19 to set criteria for the selection to the National team to represent South Africa internationally and the awarding of National and Federation colours;
  - 3.20 to arrange, on an annual basis, the date and venue for South African National Championships to be staged by Regional Members on a rotational basis;
  - 3.21 to collate a National Racing Calendar and develop and implement an athletes' points and ranking system;
  - 3.22 to approve facilities and arrangements for events to be run under the auspices of TSA;
  - 3.23 to acquire moveable and immovable property as may be required to achieve its aims and objectives;

- 3.24 to raise funds, negotiate and conclude agreements not in conflict with its aims and objectives;
- 3.25 to promote other multi-disciplinary endurance events, excluding traditional decathlon, pentathlon, heptathlon, modern pentathlon and biathlon;
- 3.26 to make the sports administered by TSA accessible to all the people of South Africa irrespective of ability, gender, race, religion or geographic location, both for purposes of recreation and excellence;
- 3.27 to enquire into alleged irregularities occurring in the course of the administration or competition of Triathlon;
- 3.28 to hear appeals against the decisions of Regional Members;
- 3.29 to oversee the arrangements and race conduct of other multi sport disciplines in accordance with such multi sport disciplines' rules and codes of conduct in conjunction with such other rules that TSA may deem applicable in the circumstances.
- 3.30 to perform any other appropriate function for the development of the sport.

## **SECTION 4**

### **MEMBERSHIP**

- 4.1 TSA is composed of four categories of members, namely:
  - 4.1.1 Regional Members – regional associations administering Triathlon;
  - 4.1.2 Provincial Members – provincial associations affiliated to the statutory provincial Sport Councils having jurisdiction in their respective provinces;
  - 4.1.3 Associated members – USSA Triathlon
  - 4.1.4 Individual members – Individual persons who serve on the Board and Committees of ITU as well as all honorary members and members who are athletes and non-participating persons;
- 4.2 Regional affiliation or observer status of a regional structure (awaiting formal affiliation as a Regional Member as provided in 4.3) may be applied for and granted by EXCOM until the next Annual General Meeting on such terms and conditions as it may determine.
- 4.3 Regional Members wishing to become affiliates of TSA shall:
  - 4.3.1 apply in writing to the Secretary of the EXCOM for affiliation, declaring that the Constitution of TSA, the Competition Rules and Operations Manual will be strictly observed;
  - 4.3.2 enclose the Constitution of their organisation;
  - 4.3.3 be recognised as the Regional association (or federation) in the region for which they have applied.

- 4.3.4 the constitution of the applicant body shall be referred to the next General Meeting for approval.
- 4.4 A Region will be represented by one Regional Member only.
- 4.5 The jurisdiction of Regional Members as referred to in Schedule 1, shall accord with the boundaries of the regions or metropolitan areas they represent in accordance with the Constitution of the Republic of South Africa and related national legislation. The current affiliates are listed in Schedule 2 hereto.
- 4.6 Honorary membership may be conferred upon a person who has rendered the TSA exemplary service, by the AGM or the Board.
- 4.6 A retiring President of TSA may be made an Honorary President or Honorary Member.
- 4.8 Duties of Regional Members:
- 4.8.1 The annual TSA registration fee paid by a member to a Regional Member shall be paid to TSA within thirty (30) days of receipt thereof by the Regional Member.
- 4.8.2 All Provincial Members shall each year submit an annual report to the Annual General Meeting, which shall include the following information:
- 4.8.2.1 The Regional Member's address, telephone, fax, e-mail address and other details.
- 4.8.2.2 List of Office Bearers of the Regional Member.
- 4.8.2.3 Major Championships and events to be held, including date and location.
- 4.8.2.4 A brief review of the status of triathlon within the Regional Member's area of jurisdiction, to include the development initiatives to expose the sport of triathlon and encourage participation by athletes from previously disadvantaged communities.
- 4.8.3 Regional Members shall be duly constituted, exercise control of, and supervise the sport of Triathlon, or aspects thereof, and hear, inquire into and settle all objections and disputes pertaining thereto within such areas of their jurisdiction as determined by the Constitution but subject to the provisions of Section 12 and 13.
- 4.8.4 The colours and emblem of each Regional Member shall be subject to approval by a General Meeting.
- 4.8.5 A Regional Member shall, when requested by the EXCOM, submit a written report of its activities to the Secretary within thirty (30) days.
- 4.8.6 Regional Members shall endeavour to see that participants in their area of jurisdiction register as TSA athletes.
- 4.8.7 An athlete in good standing may join any Regional Member, provided that:

- 4.8.7.1 written clearance is obtained from the Regional Member to which such athlete was previously affiliated, if applicable, which clearance shall not be unreasonably refused by such previous Member, and which refusal shall be subject to direct appeal to the EXCOM, as provided for in Section 13;
- 4.8.7.2 an athlete shall not be registered to more than one (1) Regional Member at any one time;
- 4.8.7.3 an athlete shall not be selected or allowed to represent a Regional Member unless the athlete is registered with such Regional Member. This section does not preclude a Regional Member from making provision for the inclusion within its membership ranks of non-participating persons (as social or administrative members).
- 4.8.8 Financial matters:
- 4.8.8.1 all Regional Members shall contribute an annual registration fee per athlete and non-participating persons, as the case may be, as determined by the Board;
- 4.8.8.2 registration fees shall be accompanied by a completed membership form, as prescribed by the Board. The Treasurer and Technical Member shall keep a national register of affiliated athletes;
- 4.8.8.3 registration fees must be forwarded to the Treasurer of TSA within thirty (30) days of an athlete or non-participating person affiliating to a Regional Member.
- 4.9 Suspension of Members (As defined in 4.1)
- 4.9.1 If a Regional Member has failed to pay registration fees or has engaged in conduct injurious to TSA, the EXCOM may:
- 4.9.1.1 suspend the Regional Member's power to exercise its rights and privileges as a Provincial Member until payment or for a specified period of time not to exceed six months, provided that if suspension is for non-payment that payment is received in full prior to the expiration of the determined period;
- 4.9.1.2 expel the Regional Member from TSA, if authorised by a vote of two-thirds of the remaining Provincial Members present at a general meeting duly convened for this purpose.
- 4.10 A Regional Member shall be in good standing, if such Regional Member:
- 4.10.1 held an annual general meeting within the Province, within fifteen (15) months prior to the Annual General Meeting of TSA; and
- 4.10.2 represent a minimum of five (5) percent of the total TSA registered members, for the immediate past financial year or twenty (20) members (whichever is the lesser); and
- 4.10.3 has an Executive Committee (or such similar committee) duly elected in terms of the constitution of such Regional Member.



- 4.11 If a Board member has reason to believe that a Regional Member does not comply with the requirements of 4.10, at the request of such Board member the Secretary of TSA shall request the Regional Member for written proof of compliance. In the event of non-compliance within a reasonable time, the Secretary shall advise Board members accordingly.
- 4.12 If a Regional Member does not comply with 4.11, such Regional Member shall automatically be regarded as temporarily suspended and shall remain so suspended until the Board by a majority vote reinstates such Regional Member. The Board may attach conditions to reinstatement and/or make such reinstatement temporary.
- 4.13 During the period of temporary suspension, such Regional Member shall not be regarded as a Regional Member for purposes of General Meetings and meetings of the Board. The President of such Regional Member shall during the period of temporary suspension, not serve as Board member (as referred to in 5.3.3.1) However, the suspended Regional Member and its athletes may participate at all other activities and events of TSA, for purposes of which the Secretary of TSA will act as caretaker administrator of such Regional Member.
- 4.14 If a Regional Member ceases to exist or abandons its activities for more than six (6) months, all claims to TSA shall continue to be met by such Regional Member. All books and records of the former Regional Member shall be deposited with and belong to TSA.
- 4.15 Eligible Competitors
- Only competitors who are eligible according to the TSA eligibility Rules are allowed to take part in competitions organised by TSA. These rules are included in the Competition Rules.
- 4.16 The Domicile Rule
- 4.16.1 A club shall be a member of the Regional Member within the area of which the club's offices are located, subject to the constitution of the Regional Member.
- 4.16.2 An athlete shall represent the Regional Member with jurisdiction for the area where he/she is predominantly domiciled and races, unless clearance to do otherwise is obtained from the Regional Member. An athlete may appeal the decision of a Regional Member by way of a written appeal to the EXCOM which appeal shall be submitted to the Secretary.
- 4.16.3 An athlete shall only be a member of a club if the athlete and the club are both domiciled in the same Region. An athlete may apply in writing to the EXCOM to be a member of a club not in that athlete's Region.
- 4.17 Except in exceptional circumstances, or where a club has received no co-operation from the Regional Member, there shall be no other line of communication between a club and the office of TSA, except through the Regional Member.
- 4.18 Athletes living abroad must register with TSA through the Regional Member of his/her choice.

- 4.19 Age Group (including Continental Elite) athlete and junior athlete participation (other than a foreign international athlete) at the South African National Championships shall be as a team member of the Regional Member. Such athletes may only compete in the official team, clothing, kit and colours of the Regional Member (or such other clothing, kit and colours approved by the Regional Member). Transgression hereof may result in disqualification at the event.
- 4.20 A Senior Elite and under 23 Elite athlete may compete at the South African National Championships in the clothing, kit and colours of his/her sponsor, provided such race kit shall materially correspond with the ITU Race Uniform Rules. Transgression hereof may result in disqualification at the event.
- 4.21 No person may be nominated to serve as a member of Excom, or continue to serve as a member of Excom, who has a beneficial interest (whether direct or indirect, or as an employer or a holder of equity) in any entity which is financially associated with TSA or the sport of Triathlon (including, but not limited to, as an event organiser, supplier of goods or services or sponsor of events or products) unless the AGM has prior to such nomination, or the acquisition of such interest, approved such nomination or the acquisition of such interest, as the case may be, by a 2/3 majority.
- 4.22 No member of the Board or the EXCOM may have a vested interest or serve on the executive of a sport discipline (or as an employee of an employer or serve on the executive committee of an entity), which sport discipline or entity opposes the aims, ideals and objectives of the sport of triathlon (as defined by the ITU);
- 4.23 Regional Members must be affiliated to their respective Provincial Members.

## **SECTION 5**

### **ORGANISATION OF TSA**

- 5.1 TSA shall consist of:
- 5.1.1 Council Meetings
  - 5.1.2 General Meetings
  - 5.1.3 The Board (“the Board”)
  - 5.1.4 The Executive Committee (“EXCOM”)
  - 5.1.5 Standing Committees
  - 5.1.6 Other committees, subcommittees and commissions appointed by the Board or EXCOM from time to time.
- 5.2 Council and General Meetings
- 5.2.1 The Annual General Meeting (“the AGM”) is the supreme authority of TSA.
  - 5.2.2 Council Meetings are described in Section 6.1 below.
  - 5.2.3 General Meetings are described in Section 6.2 below

### 5.3 The Board

5.3.1 The business of TSA shall be managed by the Board.

5.3.2 Ten (10) Board members shall constitute a quorum. Board members must be individuals, at least 18 years of age, with power under law to contract.

5.3.3 The following shall be Board members:

5.3.3.1 The President of each Regional Member of TSA, or a person designated by the Regional Member to serve in that capacity.

5.3.3.2 The following Officers of TSA (the EXCOM) who shall be elected at the AGM for a term of four (4) years or until their successors are elected or appointed:

1. President
2. Vice-President
3. Treasurer
4. Secretary
5. Technical member
6. Two (2) additional members

5.3.3.3 The following portfolio holders who shall be elected at the AGM for a term of four (4) years or until their successors are elected or appointed:

1. Chairperson – Triathlon
2. Chairperson – Duathlon
3. Chairperson – Coaching

No member of the Board may fill more than one position on the Board.

5.4 The office of a Board member shall be automatically vacated:

5.4.1 if a Board member has resigned by delivering a written resignation to the Secretary of TSA;

5.4.2 if the Board member is found by a court to be of unsound mind;

5.4.3 if the Board member is sequestrated or suspends payment to or compromises with his creditors;

5.4.4 by a majority vote of the Board at a Board meeting;

5.4.5 if at a general meeting of members a resolution is passed by two-thirds of the members (as defined in clause 4.1) present at the meeting that the Board member be removed from office; provided that if the Board member is a member in terms of 5.3.3.1, such member shall automatically be replaced by the vice-president of the Regional Member that he/she represents;

5.4.6 on death.

- 5.4.7 in respect of any vacancy, arising from 5.3.3.1, the Regional Member shall designate a person to serve in that capacity. In the event of a vacancy arising in the portfolios referred to in 5.3.3.3, as a result of an event in 5.4.1 to 5.4.6, the EXCOM may fill the vacancy.
- 5.5 The Executive Committee (“EXCOM”)
- 5.5.1 There shall be an EXCOM composed of the seven (7) elected Officers (section 5.3.3.2).
- 5.5.2 The President and Vice-President shall not be affiliated to the same Regional Member, unless approved by a two-thirds majority of the AGM.
- 5.5.3 No person shall be elected to hold more than one (1) position on the EXCOM. In the event of a vacancy arising on the EXCOM, the EXCOM may request a Board member, or with the approval of the Board request any member, to fill the vacancy until the next AGM at which elections are due to take place.
- 5.5.4 An EXCOM member may be removed from the EXCOM by a majority vote of the Board.
- 5.5.5 The EXCOM shall be responsible for the day-to-day management of the affairs of TSA in accordance with the policies and actions approved by the Board. The EXCOM may in its discretion take decisions on behalf of the Board which decisions the Board may ratify at its next meeting. The EXCOM shall take the initiative in preparing policies and actions for consideration and possible action by the Board. The EXCOM is responsible for the implementation of all resolutions passed at general meetings.
- 5.5.6 Meetings of the EXCOM are called by the President, who is also responsible for the preparation of the agenda. The EXCOM shall also meet at the request of at least two (2) of its members. EXCOM shall meet at least four times annually.
- 5.5.7 At least ten (10) days’ notice shall be given of the date, time, and place for meetings of the EXCOM. In an emergency, a special meeting may be called on three (3) days’ notice. Meetings may be held by electronic communication, telephone conference call or video conference or by individual telephonic consultation between the President and the EXCOM members provided that all members are consulted and consent.
- 5.5.8 The EXCOM may establish subcommittees from time to time in order to conduct its business more effectively.
- 5.5.9 A quorum for all meetings of the EXCOM shall be a majority of its members.
- 5.5.10 The EXCOM may act by resolution in writing signed by all of the members of the EXCOM.
- 5.5.11 At least one member of the EXCOM shall be of the opposite gender.
- 5.5.12 The provisions of 6.17 and 6.18 shall equally apply to meetings of the EXCOM.

5.5.13 An EXCOM member may only serve a maximum of two (2) consecutive terms of four (4) years on the EXCOM, where after such member must stand down for a period of two (2) years before such member will be eligible for election. However, the AGM may approve the nomination of an EXCOM member to stand for election for a third (or more) term.

#### 5.6 Standing Committees

5. 6.1 The following Standing Committees are mandatory and must be constituted by the Board to assist in carrying on the affairs of TSA:

1. Triathlon Committee
2. Duathlon Committee
3. Development and Junior Committee
4. Technical Committee
5. Coaching Committee

5. 6.2 The following Commissions are discretionary and may be constituted by EXCOM to assist in carrying on the affairs of TSA:

1. Audit Commission
2. Constitution Commission
3. Marketing and Promotions Commission
4. Aquathlon Commission
5. National Team Managers Commission
6. Bid Selection Commission
7. Medical and Doping Control Commission
8. Event Organiser's Commission
9. Physically Challenged Athletes' Commission
10. Women's Commission
11. Appeals Commission

5. 6.3 A quorum for all Committees and Commissions shall be one third (1/3) plus one (1) of its members.

5. 6.4 The Board may from time to time constitute such other commissions as it deems necessary and shall prescribe their duties.

5. 6.5 Committee members will hold their offices at the will of the Board. The Board shall determine the duties of such committees and may fix any reimbursement of expenses or remuneration to be paid.

5. 6.6 Committees and Commissions may co-opt additional members.

5. 6.7 All Committee members have the right to attend Board meetings with voice but no vote.

5. 6.8 At the request of the EXCOM, Committee and Commission members shall attend meetings of the EXCOM and/or the Board.

## **SECTION 6**

## **COUNCIL MEETINGS, GENERAL MEETINGS, MEETINGS OF THE BOARD AND STANDING COMMITTEES**

### 6.1 Council Meetings

- 6.1.1 A Council Meeting shall be held once every year to coincide with the day upon which the AGM is held, and immediately prior to the AGM.
- 6.1.2 The following Members shall be eligible to attend and speak at Council Meetings:
- 6.1.2.1 Provincial Members, represented by a maximum of two (2) delegates each.
- 6.1.2.2 Board Members.
- 6.1.3 Only Provincial Members shall be eligible to vote, with each being entitled to one (1) vote.
- 6.1.4 The Secretary shall give forty five (45) days written notice to Provincial Members and Board Members of the date and venue of the Council Meeting; and circulate the agenda not less than ten (10) days before the meeting.
- 6.1.5 A quorum for the meeting shall be those Provincial Members present.
- 6.1.6 The agenda shall be disposed of in the following order:
1. Scrutiny of Provincial Members' credentials;
  2. Reading of the Notice of meeting;
  3. Reading (if necessary) and adopting the minutes of the previous Council meeting;
  4. Submission, discussion and adoption of the annual reports of the President, the Regional Members (which reports are mandatory) and reports from standing committees (which reports are optional);
  5. Transaction of any other business properly brought before the meeting.
- 6.1.7 The President shall chair the meeting.

### 6.2 General Meetings

- 6.2.1 The Annual or any other General Meeting shall be held at any place in South Africa and on such day as the Secretary in consultation with the President may determine. The Members may consider and transact any business either Special or General at any meeting of the Members.
- 6.2.2 A Regional Member must be in good standing to attend and participate at General Meetings and exercise the voting rights accorded.

### 6.3.1 Attendance at General Meetings

- 6.3.2 Every TSA registered member (athlete, non-participating person and coach and Associated member) shall have the right to attend and be heard at an AGM or SGM.
- 6.3.2 Regional Members may be represented by two (2) delegates each.
- 6.3.3 The credentials of Regional Members shall be given to the Secretary prior to the commencement of an AGM or an SGM and shall be recorded in the minutes.
- 6.4 Voting at General Meetings
- 6.4.1 To be eligible to vote, unless waived by a two-thirds vote at the meeting, an EXCOM member, a Board member, and Regional delegate shall not be in arrears in the payment of registration fees to TSA.
- 6.4.2 Voting shall be by show of hands in all matters, or by secret ballot if two members so demand.
- 6.4.3 All questions properly proposed for consideration shall be determined by a majority vote, except changes to the Constitution which require approval by two-thirds (2/3) of the votes recorded.
- 6.4.4 Only the following members shall be entitled to vote as follows:
- 6.4.4.1 TSA Board members: 1 vote per Board member
- 6.4.4.2 Regional Members: 1 vote per Regional Member (and NOT per delegate)
- 6.4.5 Honorary members shall have no vote.
- 6.4.6 The President shall have a casting vote.
- 6.4.7 Those present at a meeting may only vote in one capacity. That is as a TSA Board Member (1 vote only) in terms of 6.4.4.1 or as a Provincial Member delegate (1 vote) in terms of 6.4.4.2.
- 6.5.8 The Annual General Meeting (AGM)
- 6.5.1 An Annual General Meeting (AGM) shall be convened every year within three (3) months of the financial year-end of TSA.
- 6.5.2 The Regional Members, EXCOM members and Board Members shall receive forty five (45) days written notice of the date and venue of the AGM. Regional Members shall give notice to all their registered athletes and coaches of the date and venue of the AGM.
- 6.5.3 All notices of motion to be dealt with at the AGM are to reach the Secretary not less than twenty (20) days before such meeting;
- 6.5.4 The Secretary shall notify all Regional Members, EXCOM members and Board Members of the agenda not less than ten (10) days before the meeting.
- 6.5.5 The agenda of the AGM shall be disposed of in the following order:

1. Scrutiny of Delegates' credentials;
2. Reading of the Notice of the Meeting;
3. Reading (if necessary) and adopting of the minutes of the previous AGM and of all intervening Special General Meetings;
4. Dealing with the recommendations/proposals emanating from the EXCOM or meetings of the Board;
5. Submission and approval of audited financial statements of the previous financial year;
6. Appoint auditors for the following year;
7. Deal with any amendments to the Constitution or with any matters proposed and of which due notice has been given;
8. When necessary, election of TSA Officers and Board members;
9. Transaction of any other business properly brought before the meeting.

6.6 Special General Meeting (SGM)

6.7 The Board or EXCOM shall have power to call, at any time, a special general meeting of TSA for the transaction of any business, the nature of which is specified in the notice calling the meeting.

6.8 The Secretary shall call a SGM on written requisition of four Board members, which SGM shall be convened to take place within twenty (20) days after receipt of the request and a brief description of the nature of the issue to be raised.

6.9 All SGMs shall be called in writing by the Secretary and notice shall be given to Regional Members, EXCOM members and Board Members at least fifteen (15) days before the meeting.

6.10 The Secretary shall notify the Regional Members, EXCOM members and Board Members of the agenda for an SGM in writing by no later than ten (10) days before such meeting.

6.11 The agenda of a SGM shall be disposed of in the following order:

1. Scrutiny of Delegates credentials;
2. Reading of the notice of the meeting;
3. Dealing with any matters proposed and of which previous notice has been duly given.

6.12 Notice of Meetings

6.12.1 Written notice of the time, place and date of the meeting shall be given electronically to each member (as referred to in 6.4.4.1, 6.4.4.2 as well as Associated members) of any annual or special general meeting, to their last known address. Notice of any meeting where special business will be transacted shall contain sufficient information to permit the member to form a reasoned judgement on the decision to be taken.

6.12.2 In the absence of an objection by a Regional Member, no error or omission in the giving of notice of any annual or general meeting or any adjourned meeting, whether annual or general, shall invalidate such meeting or make void any proceeding.



6.12.3 A resolution in writing, signed by all the members entitled to vote on that resolution at a general meeting of members is as valid as if it had been passed at a meeting of members.

6.13 Procedure at General Meetings

6.13.1 Members eligible to cast twelve (12) votes (as referred to in 6.4.4.1, 6.4.4.2 and 6.4.4.3) present at a general meeting shall constitute a quorum. Should a quorum not be present within ten (10) minutes of the notice time, the meeting shall reconvene twenty (20) minutes after the original notice time, on the same date and at the same venue. Those present at the reconvened time shall constitute a quorum.

6.13.2 The President shall preside or in his/her absence the Vice-President. If both are absent, the meeting shall appoint someone from their midst to chair the meeting.

6.14 Election of Office Bearers and remaining members of the Board by the AGM

6.14.1 To ensure continuity in the affairs of TSA, the AGM shall hold elections biennially by ballot, alternately for the positions in each of the following groups:

6.14.1.1 President  
Secretary  
Technical member  
One (1) Additional member  
Chairperson – Duathlon

6.14.1.2 Vice-President  
Treasurer  
One (1) Additional member  
Chairperson – Triathlon  
Chairperson - Coaching

6.14.2 The Secretary will invite written nominations for the above positions by sending blank nomination forms to members.

6.14.3 The completed nomination forms together with the acceptance of the nomination by the nominated person will be returned to reach the office of TSA by no later than fifteen (15) days before the AGM.

6.14.4 Lists of the persons nominated for specific portfolios and who are available for election will be prepared by the Secretary and sent to reach all Regional Members no later than ten (10) days before the elections. Ballot papers will be prepared for the elections.

6.14.5 A retiring EXCOM member shall remain in office until the dissolution or adjournment of the meeting and the successor is elected, unless otherwise agreed.

6.14.6 All elected Board members shall be deemed to retire at commencement of elections (as referred to in 6.5.5 (item 9) of the AGM at which elections are to be held. Thereby such member will have no further voting rights as a previous elected Board member at the meeting.

### Voting Delegates and their Voting Power for Election

- 6.15.1 The voting rights as set out in 6.4.4 above apply.
- 6.15.2 In the first round of voting, the Regional Member delegates shall vote for the seven Officers of TSA, who shall be members of the EXCOM.
- 6.15.3 In the second round of voting, the Provincial Member delegates, Board Members (in terms of 5.3.3.1) and the EXCOM members, elect members for the vacant positions on the Board.
- 6.15.4 The Candidates need not be present at the AGM.
- 6.15.5 Outgoing Office Bearers are not deemed to have been nominated for their respective offices.
- 6.15.6 If no nominations are received for a specific portfolio, nominations may be made from the floor, provided the nominee is present at the meeting.
- 6.16 Meetings of the Board and Standing Committees
  - 6.16.1 Meetings of the Board or a Standing Committee may be held at any time. The President of TSA or three (3) Board members may request a Board Meeting. Twenty (20) days written notice shall be given. There shall be at least three (3) meetings per year of the Board, the first to be held immediately after the AGM. Preferably no more than four (4) months should lapse between consecutive Board meetings. The Secretary of the EXCOM shall give notice of the time and venue of each Board meeting electronically to each Board member.
  - 6.16.2 In the absence of an objection from a member (of the Board or Standing Committee) no error or omission in giving notice of any meeting of the Board or Standing Committee or any adjourned meeting shall invalidate such meeting or its proceedings. Any member may at any time waive notice of any such meeting and may ratify and confirm any or all proceedings.
  - 6.16.3 At Standing Committee meetings each member shall exercise one (1) vote with the exception of any Honorary member who does not have a vote.
  - 6.16.4 The Board and Standing Committee members shall serve without remuneration and no member shall directly or indirectly receive any profit from the position provided that a member may be paid reasonable expenses.
  - 6.16.5 Subject to 6.14.6 a retiring Board or Standing Committee member shall remain in office until the dissolution or adjournment of the meeting at which the retirement is accepted and the successor is elected.
  - 6.17 If all members of the committee or Board consent, a member may participate in a meeting by means of a conference telephone or other communication facility that permits all participants in the meeting to hear each other, and a member participating by such means is present at the meeting. Provided that the President of the Board/Chairperson of a Standing Committee may contact all the

members of the Board/Committee by separate telephone calls in order to conduct decision making business normally reserved for meetings.

6.18 Resolutions in writing:

6.18.1 A resolution in writing, signed by all the members entitled to vote on that resolution at a meeting is as valid as it had been passed at a meeting.

6.18.2 A resolution in writing, supported in electronic format by a majority of all the Board members entitled to vote, is as valid as a resolution passed at a Board meeting.

6.19 All meetings of TSA shall be run in accordance with *Roberts Rules of Order Newly Revised*.

## SECTION 7

### **RIGHTS AND DUTIES OF THE BOARD, THE EXCOM AND OFFICERS OF TSA**

7.1 Powers of the Board

7.1.1 The Board shall have the power to authorise expenditure on behalf of TSA and may delegate by resolution an Officer(s) of TSA the right to employ and pay salaries to employees.

7.1.2 The Board shall take such steps as it may deem necessary to enable TSA to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the objects of TSA.

7.1.3 The Board may appoint such agents and engage such employees as it shall deem necessary from time to time and such persons shall have such authority and shall perform such duties as shall be prescribed by the Board at the time of such appointment.

7.1.4 A reasonable remuneration for all agents, employees and committee members shall be fixed by the Board by resolution.

7.1.5 The Board may assign responsibility for any one or more of the following areas to the Officers and members or such other duties as the Board sees fit: program development, marketing and promotion, National Teams, triathlon, duathlon, aquathlon, development, technical, medical, coaching, womens' development, juniors, youth, special interest, communications, championship and selections events.

7.2 Execution of Documents

7.2.1 Contracts and documents or any instrument in writing that requires the signature of TSA shall be signed by the President or duly authorised EXCOM member,

provided that in the event of a contract, the salient terms of the contract have been brought to the attention of Board members.

- 7.2.2 The Board shall authorise, by resolution, a minimum of two (2) EXCOM members to transact the banking business of TSA including: the power to make, sign, draw, accept, endorse, lodge or deposit or transfer, cheques, drafts, money orders of the payment of money.

### 7.3 Finances

- 7.3.1 The financial year of TSA shall terminate on 31 AUGUST of each year, or at such date as the Board determines by resolution.

- 7.3.2 The annual membership fee consisting of the per capita registration fee is due on 1 SEPTEMBER of each year. The amount due for the following year is determined by the Board.

### 7.4 Auditors

- 7.4.1 The AGM shall appoint an auditor to audit the accounts of TSA for report to the members at the next AGM unless such appointment is waived by the unanimous vote of the members. The auditor shall hold office until the next AGM provided that the EXCOM may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be negotiated by the EXCOM.

### 7.5 Powers of EXCOM

The EXCOM may administer the affairs of TSA in all things and make or cause to be made for TSA, in its name, any contract which TSA may lawfully enter into and may exercise all such other powers and do all such other acts and things as TSA is by its Constitution or otherwise authorised to exercise and do.

### 7.6 The duties of EXCOM are:

- 7.6.1 to manage the affairs of TSA between meetings of the Board;
- 7.6.2 to supervise and exercise guidance of the work of Standing Committees and Commissions and to charge the Standing Committees and Commissions to submit resolutions in their area of expertise;
- 7.6.3 to supervise and ensure strict application of the Constitution;
- 7.6.4 to grant provisional membership to Regional Members;
- 7.6.5 to prepare the next General Meeting;
- 7.6.6 to examine any proposal from Regional Members or Standing Committees or Commissions which are to be discussed at a General Meeting and to submit such proposals and any other proposal from EXCOM with their comments to the General Meeting;
- 7.6.7 to make the necessary appointments (or recommendations), to ITU and ATU, including Technical Delegates for Olympic Games, Commonwealth Games,

World Championships, Multi-Sport Games; World-Cup events and any other appointments;

- 7.6.8 to promote a development program for the benefit of Regional Members requiring assistance in the training of coaches, officials and administrators;
- 7.6.9 to be the interpreter of the TSA Rules and such other Race Rules that may be applicable.
- 7.6.10 to market, promote and expose triathlon in a sound financial and business like manner, securing a financial income for TSA to fulfil its objectives;
- 7.6.11 subject to its objectives and available funds, to promote a development program for junior and elite athletes.
- 7.6.12 to issue directives and protocols regarding sanction conditions and other related requirements to Event Organisers and Regional Members, as compiled by the Technical Member.
- 7.6.13 to authorise expenditure on behalf of TSA and to employ and pay salaries to employees.
- 7.6.14 subject to approval by the Board, appoint team managers for representative teams.
- 7.6.15 to meet and discuss matters of mutual concern with Provincial Members.

#### 7.7 Duties of Officers

##### 7.7.1 The President:

- 7.8.1.1 Directs TSA, calls and shall preside at all meetings of EXCOM and the Board;
- 7.8.1.2 Is the spokesperson for TSA and represents it at all appropriate occasions;
- 7.8.1.3 Supervises the strict execution of decisions made by the Board and EXCOM;
- 7.8.1.4 Controls the activities of the Secretary and Treasurer;
- 7.8.1.5 Is an ex-officio member of all Standing Committees and Commissions;
- 7.8.1.6 In the President's absence, the Vice-President shall represent TSA at all appropriate occasions and events and shall be an ex officio member of all Standing Committees and Commissions.
- 7.8.1.7 Make Triathlon including the recreational aspects of it, accessible to all South Africans.
- 7.8.1.8 Ensure through development that national teams are representative of the South African community.

- 7.8.1.9 Ensure through coaching, management and selection that South African athletes are competitive on the international scene.
- 7.8.1.10 Ensure that triathlon makes a positive contribution to the achievement of an ideal South African society.
- 7.8.2 The Vice-President:
- 7.8.2.1 Shall assume the duties of the President when the President is incapacitated or such duties asked to do so by the President.
- 7.8.2.2 Perform such special duties pertaining to the operations of TSA as assigned by the Board.
- 7.8.2.3 Shall assume such duties pertaining to the promotion of the public relations of TSA.
- 7.8.3 The Secretary
- 7.8.3.1 Organises and is responsible for the office of TSA;
- 7.8.3.2 Shall take charge of correspondence, other communication and oversee all matters to be attended to by TSA;
- 7.8.3.3 Prepares the meetings of EXCOM, the Board and General Meetings;
- 7.8.3.4 Shall attend all meetings and keep minutes of same;
- 7.8.3.5 Shall preserve and have custody of the minutes.
- 7.8.3.6 The Secretary shall keep a complete record of membership and addresses and shall be custodian of all documents of value and other properties;
- 7.8.3.7 May attend all meetings of Standing Committees and Commissions, without the right to vote;
- 7.8.3.8 Liaise with the Selectors re team selection, team information and related matters.
- 7.8.3.9 Liaise with Team Managers re entries to international events, travel arrangements and other related matters.
- 7.8.3.10 Compile a list and keep record of all TSA registered athletes, their addresses and such other personal particulars as may be required
- 7.8.3.11 Compile an annual event calendar, update same and make it available to Regional Members
- 7.8.3.12 In consultation with the EXCOM and the Chairperson Triathlon/Duathlon set the standards for athletes to qualify for elite status
- 7.8.3.13 Compile a list of qualified elite athletes, update same from time to time and develop and implement an athletes' point and ranking system

- 7.8.3.14 Arrange personal injury insurance cover for TSA registered athletes, as well as such other insurance cover deemed necessary by the EXCOM.
- 7.9 The Treasurer
- 7.9.1 Is responsible for the development of TSA's financial affairs.
- 7.9.2 The treasurer shall account for the funds of TSA, and keep proper records of such funds and receipts, books and disbursements. The treasurer will present an accounting statement whenever required by the Board and will prepare a duly audited statement of the financial position of TSA for the AGM. A copy of the annual audit will be submitted to the Secretary for the inclusion in the record of TSA.
- 7.9.3 Invests the funds of TSA, having consulted various financial experts and informed the President and the Board.
- 7.9.4 Shall receive all fees and assessments.
- 7.9.5 Shall receive all sanctioning fees collected on behalf of TSA.
- 7.9.6 Shall receive all sponsorship moneys.
- 7.9.7 Shall at all times reconcile and control all monies due to and received by TSA.
- 7.10 Technical Member
- 7.10.1 Assume all duties of a technical nature, including but not limited to:
- 7.10.1.1. in consultation with the Standing Committee – Technical, attend to all matters of certification and accreditation of Event Organisers, Coaches and Technical Officials
- 7.10.1.2 in consultation with the Standing Committee – Technical, nominate (and appoint when necessary) Event Organisers and/or Technical Officials for national/international events and for such other national /international invitations received by TSA.
- 7.10.1.3 in consultation with the Standing Committee – Technical, nominate to the EXCOM Event Organisers and Technical Officials for international events or events of an international status, including the Olympic Games and Commonwealth Games.
- 7.10.1.4 receive, consider and approve (or deal otherwise) with applications for the sanctioning of events. In consultation with the Standing Committee-Technical appoint a Technical Delegate to events.
- 7.11 Additional Members:
- Shall assume the duties pertaining to the activities of TSA as identified by the EXCOM.
- 7.12 Duties of the Standing Committees

- 7.12.1 The duties of the Standing Committees shall be determined by EXCOM and the Board from time to time.
- 7.13 Forfeiture of Office
- 7.13.1 If any member of the Board or EXCOM or any other Standing Committee is absent, without reasons that are acceptable to the Board, from two consecutive meetings, it shall be presumed that he has forfeited his office.
- 7.13.2 In respect of any vacancy arising on a standing Committee(s) the EXCOM may fill the vacancy.

## **SECTION 8**

### **HEADQUARTERS**

- 8.1 The Office of TSA will be situated at a physical address decided by the Board from time to time and the postal address shall be a Post Office Box in the Republic of South Africa and an electronic address to be decided on from time to time by the Board.
- 8.2 All Regional Members shall be notified immediately if any of the above addresses are changed. The Regional Members shall simultaneously be advised of the date from when TSA will operate from the new address.
- 8.3 The Board may decide that the Office be a virtual one and that the office functions need not be centralised.

## **SECTION 9**

### **SELECTION COMMITTEES**

- 9.1 The Board shall biennially elect the additional members of the Selection Committees:
- 9.1.1 Triathlon (including Long Distance and Cross Triathlon): consists of three (3) members – two elected by the Board who sit together with the Chairperson for Triathlon, who shall ex-officio be the Chairperson for this Selection Committee;
- 9.1.2 Duathlon(including Long Distance and any other Multi Sport disciplines): consists of three (3) members – two elected at the Board who sit together with the Chairperson for Duathlon, who shall ex-officio be the Chairperson for this Selection Committee;
- 9.1.3 Elite (including all Multi Sport disciplines): consists of three (3) members – two elected at the Board who sit together with the Chairperson for Triathlon, who shall ex-officio be the Chairperson for this Selection Committee.
- 9.1.4 Each selection committee shall include members of both genders.
- 9.2 The election of selectors shall be by secret ballot.



- 9.3 A selector may be elected to serve on more than one Selection Committee; however none of the additional selectors may be Board members.
- 9.4 Selection Committees (in 9.1.1 and 9.1.2) shall select athletes and teams to represent TSA. The Committee in 9.1.3 shall select senior elite, under-twenty three elite and junior athletes to represent South Africa.
- 9.5 The EXCOM shall fix a date for the completion of selections.
- 9.6 The Chairperson and one other member of a Selection Committee shall form a quorum.
- 9.7 At least one member of a Selection Committee shall attend a trial (if that method is being used to select teams).
- 9.8 The Selection Committees shall follow the guidelines for the selection of teams as set out in the “Guidelines for the Selection of Athletes and Teams to represent TSA” contained in the Operations Manual, as approved and amended by the Board or the EXCOM from time to time.
- 9.9 Should a selector resign, the EXCOM may appoint a selector to fill the vacancy for the remainder of the term.

## **SECTION 10**

### **RIGHTS PERTAINING TO EVENTS**

- 10.1 All rights pertaining to events staged under the auspices or within the jurisdiction of TSA shall be vested in TSA subject thereto that such rights may be ceded to Regional Members or third parties.
- 10.2 The Regional Members shall have the right to negotiate with regard to the sale of promotional and sponsorship rights thereof, but subject to the provisions of this constitution and TSA rules and regulations.
- 10.3 All negotiated funds derived from any Triathlon event staged by any person, organisation or member of TSA in the area of jurisdiction of TSA will be used strictly for the promotion and advancement of Triathlon within that area of jurisdiction of TSA.
- 10.4 In a case where a right to organise an event is ceded to a third party, clause 10.3 shall be strictly enforceable to ensure that no funds are siphoned out of Triathlon.
- 10.5 Staging the National Championship by a Regional Member shall be on behalf of TSA. Such event shall not require the payment of a sanctioning fee, but shall be staged in compliance of a protocol issued by the Chairperson – Technical, for such event. The nett financial income from the event shall be apportioned between the Regional Member and TSA, by agreement.

## **SECTION 11**

## **COLOURS AND BADGES**

- 11.1 TSA shall adhere to the policy of SASCOG and its Colours Board regarding the awarding of national colours and badges.
- 11.2 Only athletes and officials nominated to represent South Africa shall be entitled to the award of national colours subject to the policy of SASCOG.
- 11.3 The emblem and logo of TSA is composed of the following design and wording:



- 11.4 The pantone codes are:

GOLD - CKS 724 c  
RED - CKS 750 c  
BLUE - CKS 762 c  
BLACK - CKS 401 c

## **SECTION 12**

### **RULES AND REGULATIONS**

- 12.1 The Board may prescribe rules and regulations not inconsistent with the Constitution relating to the management and operation of TSA.
- 12.2 The Rules and Regulations of the Board shall be contained in one or more of the following:
  - 12.2.1 The Competition Rules;
  - 12.2.2 The Operations Manual;
  - 12.2.3 The Minutes/Resolutions of the Board.
- 12.3 To enhance the standard of triathlon and standard of performance of athletes, the Board shall prescribe a Code of Good Ethics and Conduct, for coaches and event organisers.

## **SECTION 13**

### **CODE OF CONDUCT, DISCIPLINE AND COMPLAINTS**

- 13.1 The Code of Conduct and disciplinary procedures provided for hereunder apply to all members including athletes and non-participating persons and athletes competing individually or as part of the Federation Team, National Team at World Championships, World Cup and any other international events.
- 13.2 The Code of Conduct states:
  - 13.2.1 Members shall conduct themselves in a sporting manner.
  - 13.2.2 Members shall behave in a responsible, respectful and courteous manner towards team members, competitors, coaches, staff, officials, volunteers and members of the public while at competitions and while travelling.
  - 13.2.3 Members shall not commit any act which would be considered an offence under any law within the Republic of South Africa or the laws of the country in which the event takes place (insofar as they can reasonably be expected to be aware of those laws).
  - 13.2.4 Members shall conduct themselves in a manner consistent with commitment to excellence in sport competition including respect for quiet hours and appropriate treatment of alcohol.
  - 13.2.5 Members shall respect private property such as accommodation.
  - 13.2.6 Members shall be aware of and abide by the current provisions of doping prohibitions and penalties adopted by TSA and the ITU.
- 13.3 Contravention of the Code of Conduct may result in any one or more of the following sanctions:
  - 13.3.1 written reprimand;
  - 13.3.2 suspension from the competition;
  - 13.3.3 suspension from the team for a specified period of time;
  - 13.3.4 fine;
  - 13.3.5 probationary terms and conditions;
  - 13.3.6 suspension or expulsion from TSA.
- 13.4 The Board, EXCOM, National Team Managers and National Team Coaches have the authority to impose reasonable disciplinary measures on members who do not adhere to the Code of Conduct.
- 13.5 The Disciplinary Procedure is as follows:
  - 13.5.1 When disciplinary action is being considered, the member shall receive notification of the following:
    - 13.5.1.1 the specific circumstances leading to the consideration of the disciplinary action;

- 13.5.1.2 steps that can be taken to remedy the situation and a reasonable period of time during which those steps may be taken, if applicable (for example, verbal or written apology, payment of costs);
- 13.5.1.3 information on the probable penalties.
- 13.5.2 Notification shall be given in writing unless exceptional circumstances dictate that notification may be given verbally.
- 13.5.3 The member shall be provided an opportunity to present his/her view prior to the decision, whether orally or in writing.
- 13.5.4 Whenever possible, a disciplinary measure should be the result of a decision by a disciplinary committee of preferably three (3) members, appointed by the President of TSA from amongst the Board, EXCOM and/or National Team Managers and/ or the National Team Coaches. In circumstances of urgency, the President of TSA may appoint a disciplinary committee of fewer than three (3) members.
- 13.5.5. The member shall be advised of the decision and reasons therefore promptly, and shall be advised of the appeal process available.
- 13.5.6 If circumstances dictate, a disciplinary committee may issue a written reprimand or suspend a member from the current competition without written or verbal notification to the athlete. In these circumstances a full written report must be prepared and submitted to the President within five (5) days. The appeal process remains available to the member.
- 13.5.7 The penalty imposed shall reflect the seriousness of the offence.
- 13.5.8 The member has the right to appeal a disciplinary action in accordance with the Appeal Procedure contained in clause 14 below. It is recognised however that an appeal may not be possible prior to a member's removal from an event.
- 13.5.9 In all other matters of a disciplinary nature or if a member has a concern or complaint relating to any official, administrator or fellow athlete, the member or if the member is an athlete, the athlete or the Athlete's Representative shall contact the President of his/her Regional Member for assistance within thirty (30) days after the issue arose. The member shall complete and file Form A (or equivalent written explanation of the issue) with the Regional President or a person assigned by the President for such matters, who shall endeavour to resolve the issue to the satisfaction of the member within thirty (30) days.
- 13.5.10 In the event that the Regional President or designate fails to assist the member within thirty (30) days of receiving notice, the member may contact the Secretary of TSA and file with the Secretary a completed Form A.
- 13.5.11 The EXCOM, must appoint an ad hoc committee of three disinterested individuals of whom at least one must be a Board member, who shall endeavour to resolve the issue within thirty (30) days. One member of the committee must have a legal background. The committee shall allow the member to supply any additional material he/she considers relevant within ten (10) days and shall

forward the submissions to the affected parties and allow them twenty (20) days to respond. The member shall then be allowed a further ten (10) days to respond to the information received from the affected parties.

- 13.6 The time periods may be abridged by the committee.
- 13.7 The committee may receive written submission or hear oral submissions through a telephone conference or in person.
- 13.8 The committee may determine any appropriate sanction including a financial penalty.

**FORM A**

**To:**

**From:**

**Name:**

**Address:**

**Phone:**

**Fax:**

**DETAILS OF CONCERN OR COMPLAINT:**

Please provide date, names, and positions of persons involved, and description of the circumstances leading to the concern or complaint.

Provide names of witnesses if any.

**RELIEF SOUGHT**

Please indicate the relief you are seeking, that is, what do you consider appropriate to resolve your concern or complaint.

## **SECTION 14**

### **APPEALS AND DISPUTES PROCEDURE**

- 14.1 The principles underlying the appeals procedure are those of fairness and natural justice.
- 14.2 All appeals and dispute referrals must be made within a reasonable period of time, provided that the Appeal Procedure at Race Events shall be in accordance with the ITU Operations Manual.
- 14.3 An appeal will only be heard if there are sufficient grounds, relating to the decision/ruling (sanction including penalty) of the person or committee appealed against, based on the following:-
  - 14.3.1 making a decision/ruling for which it did not have authority or jurisdiction;
  - 14.3.2 failing to follow procedures laid out in the Constitution or approved policies of TSA;

- 14.3.3 making a decision/ruling that was influenced by bias;
  - 14.3.4 failing to consider relevant information or taking into account irrelevant information in making the decision;
  - 14.3.5 exercising its discretion for an improper purpose; and/or;
  - 14.3.6 making a decision/ruling which is unreasonable in the circumstances.
- 14.4 Any person affected by a decision/ruling of an authorised person or committee of TSA may appeal that decision/ruling by filing a written Notice of Appeal stating the grounds upon which the appeal is based within ten (10) days of receiving notification of the decision/ruling.
- 14.4.2 A written Notice of Appeal must be lodged with the Secretary of TSA who shall refer it to the EXCOM.
- 14.4.3 the EXCOM shall take a final decision on the appeal
- 14.5 Arbitration
- 14.5.1 If satisfaction is not obtained on any dispute arising out of or in connection with the enforceability of this Constitution or the application and interpretation of the provisions hereof, or any dispute between members, the matter shall be referred to the Arbitration Foundation of Southern Africa (AFSA) for resolution through mediation or arbitration in terms of the Rules and Procedures for the Resolution of Disputes in Sport prevailing at the time. In the event of arbitration in terms of the foregoing, such resolution shall be binding on the parties to the dispute.
- 14.5.2 All disputes between TSA and ITU shall be submitted to arbitration in accordance with the ITU Constitution, and in the case of a dispute between an athlete and ITU, this dispute may be submitted to the Court of Arbitration for Sport (CAS).

## **SECTION 15**

### **ATHLETE REPRESENTATIVE**

- 15.1 Each Regional Member shall from time to time elect or appoint a regional athlete representative.
- 15.2 The Secretary will invite written nominations for the TSA Athlete Representative, from the regional athlete representatives.
- 15.3 The Secretary will, based on the nomination list oversee the election of the TSA Athlete Representative by the regional athlete representatives based on a majority vote.
- 15.4 The Athlete Representative shall:

- 15.4.1 chair the athlete commission consisting of all the regional athlete representatives;
- 15.4.2 represent all athletes to the Board and the EXCOM;
- 15.4.3 with the consent of TSA, represent the athletes to SRSA, SASCO and any other organization;
- 15.5 Further duties may be assigned to the Athlete Representative by the Board or the EXCOM, from time to time.
- 15.6 The Athlete Representative will address all matters relevant to athletes to the Board and the EXCOM.
- 15.7 In the absence of a duly elected representative or upon the resignation of an elected representative, the EXCOM may appoint an Athlete Representative.

## **SECTION 16**

### **AMENDMENTS TO THE CONSTITUTION**

- 16.1 The Constitution may be amended only at an AGM or at a Special General Meeting convened for that purpose.
- 16.2 Notice of any proposed amendments shall be in accordance with the provisions of Section 6 (Notice of General Meetings).
- 16.3 Notice of the amendment shall clearly state which Section of the Constitution it is proposed to amend and what should be omitted or inserted.
- 16.4 The Constitution can only be amended by a two-thirds (2/3) majority of the members present and voting.
- 16.5 Any amendment takes immediate effect unless the contrary is decided.
- 16.6 Any amendment must be submitted to all bodies to which TSA is affiliated.

## **SECTION 17**

### **DISSOLUTION OF TSA**

- 17.1 The dissolution of TSA may only be affected by the AGM, provided that the following are met:
  - 17.1.1 an interim committee be appointed to finalise the affairs of TSA;
  - 17.1.2 such interim committee be appointed from the members of the Board, and two representatives appointed by the Board from the ranks of Regional Members;
  - 17.1.3 the official archives of TSA be placed in the care of the State Archives in terms of section 13(I)(B) of the Fund Raising Act, No. 107 of 1978;

- 17.1.4 the assets and liabilities of TSA will be divided amongst the Regional Members of TSA on a basis to be determined by the auditors of TSA or be transferred to a body with similar aims and objectives (Section 3) as TSA.

## **CLAUSE 18**

### **SPECIAL CONDITIONS PUBLIC BENEFIT ORGANISATION**

- 18.1 To the extent that the TSA is approved by the South African Revenue Service ("SARS") as a public benefit organisation ("PBO") as contemplated in section 30 of the Income Tax Act, Act 58 of 1962, as amended, the following special conditions will apply at all times:
- 18.1.1 The TSA will have at least three persons, who are not connected persons in relation to each other, to accept the fiduciary responsibility of the organisation and no single person will directly or indirectly control the decision making powers relating to that organisation;
- 18.1.2 The TSA will not directly or indirectly distribute any of its funds to any person (other than in the course of the administration, development, co-ordination or promotion of the sport of Triathlon in which the participants take part on a non-professional basis as a part time, or undertaking any other public benefit activity as listed in the 9<sup>th</sup> Schedule to the Income Tax Act).
- 18.1.3 The TSA will utilise its funds solely for the aims and objectives for which it has been established.
- 18.1.4 The TSA will on dissolution transfer its assets to –
- 18.1.4.1 any public benefit organisation, which has been approved in terms of section 30 of the Income Tax Act, Act 58 of 1962, as amended;
- 18.1.4.2 any institution, board or body which is exempt from tax under the provisions of section 10(1)(cA)(i) of the Income Tax Act, Act 58 of 1962, as amended, which has as its sole or principal object the carrying on of any public benefit activity as defined; or
- 18.1.4.3 any department of state or administration in the national or provincial or local sphere of government of the Republic, contemplated in section 10(1)(a) or (b) of the Income Tax Act, Act 58 of 1962, as amended;
- which is required to use those assets solely for purpose of carrying on one or more public benefit activities as listed in the 9<sup>th</sup> Schedule to the Income Tax Act;
- 18.1.5 The TSA will not accept any donation which is revocable at the instance of the donor for reasons other than a material failure to confirm to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of section 18A: Provided that a



donor (other than a donor which is an approved public benefit organisation or an institution, board or body which is exempt from tax in terms of section 10(1)(cA)(i) of the Income Tax Act, Act 58 of 1962, as amended, which has as its sole or principal object the carrying on of any public benefit activity) may not impose conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation;

18.1.6 The TSA will submit to the Commissioner of SARS a copy of any amendment to the Constitution.

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**SCHEDULE 1**

The nine (9) Provincial Members are categorised and made up of the following Regional Members with their headquarters in the towns indicated:

**(i) In the Province of Western Cape (Cape Town)**

- West Coast (Malmesbury)
- Boland (Stellenbosch)
- Overberg (Swellendam)
- Eden (George)
- Central Karoo (Beaufort West)

**(ii) In the Province of Northern Cape (Kimberley)**

- Namakwa (Springbok)
- Pixley-ka-Seme (De Aar)
- Siyanda (Upington)
- Kgalagadi (Kathu)
- Frances Baard (Kimberley)

**(iii) In the Province of Eastern Cape (Bisho)**

- Sarah Baartman (Grahamstown)
- Amathole (East London)
- Chris Hani (Queenstown)
- Ukhahlamba (Aliwal North)
- O R Tambo (Umtata)
- Alfred Nzo (Mount Ayliff)
- Nelson Mandela Bay (Port Elizabeth)

**(iv) In the Province of Free State (Bloemfontein)**

- Xhariep (Trompsberg)
- Motheo (Bloemfontein)
- Lejwelephutswa (Welkom)
- Thabo Mofutsanyana (Phuthaditjhaba)
- Fezile (Dabi (Kroonstadt))

**(v) In the Province of Kwazulu-Natal (Pietermaritzburg)**

- Ugu (Port Shepstone)
- Umgungundlovu (Pietermaritzburg)

- Uthukela (Ladysmith)
- Umzinyathi (Dundee)
- Amajuba (Newcastle)
- Zululand (Ulundi)
- Umkhanyakude (Mtubatuba)
- UThungulu (Richards Bay)
- iLembe (Kwa Dukuza)
- Sisonke (Ixopo)
- Ethekwini (Durban)

**(vi) In the Province of Mpumalanga (Nelspruit)**

- Gert Sibande (Standerton)
- Nkangala (Witbank)
- Ehlanzeni (Nelspruit)

**(vii) In the Province of Limpopo (Polokwane)**

- Mopani (Giyani)
- Vhembe (Thohoyandou)
- Capricorn (Polokwane)
- Waterberg (Bela-Bela)
- Sekhukhune (Groblersdal)

**(viii) In the Province of North West (Mafikeng)**

- Bojanala (Rustenburg)
- Central (Mafikeng)
- Bophirima (Vryburg)
- Southern (Klerksdorp)

**(ix) In the Province of Gauteng (Johannesburg)**

- Sedibeng (Vereeniging)
- Johannesburg (Johannesburg)
- Ekurhuleni (Germiston)
- Metsweding (Bronkhorstspuit)
- Tshwane (Pretoria)
- West Rand (Krugersdorp)

## **SCHEDULE 2**

1. Nelson Mandela Bay Triathlon Association (replacing Eastern Province Triathlon Association):  
Headquarters: Port Elizabeth

2. Motheo Triathlon Association (replacing Free State Triathlon Association):  
Headquarters: Bloemfontein
3. Johannesburg Triathlon Association (replacing Central Gauteng Triathlon Association):  
Headquarters: Johannesburg
4. Tshwane Triathlon Association (replacing Gauteng North Triathlon Association):  
Headquarters: Pretoria
5. Ethekwini Triathlon Association (replacing KwaZulu Natal Triathlon Association):  
Headquarters: Durban
6. Southern Triathlon Association (replacing Northwest Triathlon Association):  
Headquarters: Klerksdorp or Potchefstroom
7. Cape Town Unicity Triathlon Association (replacing Western Province Triathlon Association):  
Headquarters: Cape Town
8. Amathole Triathlon Association:  
Headquarters: East London