

**20th MAY 2024**

**NATIONAL CONSTITUTION**

**ULYSSES SA**

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## **1      Name**

- 1.1    The name of the Association shall be ULYSSES SA and shall be referred to as “the Association” or as “Ulysses”.

## **2      Interpretation**

- 2.1    ‘Committee’ means the National Committee;
- 2.2    ‘Chapter’ means any regional chapter of the Association as may be in existence from time to time;
- 2.3    ‘Member in good standing’ means a member whose subscriptions and dues to the Association are fully paid up;
- 2.4    ‘Misconduct’ includes any conduct that brings the Association into disrepute, or conduct unbecoming a member of the Association;
- 2.5    The singular includes the plural, and the masculine includes the feminine, unless otherwise indicated by the context

## **3      Status**

- 3.1    The Association shall enjoy perpetual succession and shall be a juristic person independent of its members.
- 3.2    The liability of members for the debts and obligations of the Association shall be limited to R1.00 (one rand).

## **4      Objectives**

The Association shall have the following objectives:

- 4.1    To provide a forum for like-minded motorcycling enthusiasts, aged forty years and over;
- 4.2    To encourage Ulysseans to continue motorcycling as they get older;
- 4.3    To stimulate interest in motorcycling and associated activities among motorcycle riders, enthusiasts and the general public.
- 4.4    To represent the interests of its members;
- 4.5    To promote friendship and camaraderie amongst members;
- 4.6    To promote inter-chapter relationships and activities;

- 4.7 To promote international contact and co-operation with similar Ulysses Associations and motorcycling bodies.

## **5 Nature of business**

- 5.1 The Association shall not engage in any trading business.

## **6 Powers and authority**

- 6.1 The Association shall have the following powers in the furtherance of its objectives:

- 6.1.1 To hold, purchase, acquire, dispose of or deal with incorporeal, movable and immovable property;
- 6.1.2 To secure the payment of moneys borrowed in any manner including the mortgaging and pledging of property;
- 6.1.3 To open and operate banking accounts at registered banks and to invest money;
- 6.1.4 to make, draw, issue, execute, accept, endorse and discount promissory notes, bills of exchange and any other kind of negotiable or transferable instruments;
- 6.1.5 To remunerate any person for services rendered;
- 6.1.6 To make donations;
- 6.1.7 To act as principals, agents, contractors or trustees;
- 6.1.8 To bring or defend actions in its own name;
- 6.1.9 To appoint staff;
- 6.1.10 to maintain records;
- 6.1.11 to provide information;
- 6.1.12 to liaise with third parties;
- 6.1.13 to organise gatherings, meetings and rallies;
- 6.1.14 to investigate and act on complaints by members in good standing about the management of a chapter.

- 6.2 Funds available for investment may only be invested with registered financial institutions as defined in Section 1 of the Financial

Institutions (Protection of Funds) Act 28 of 2001 and in securities listed on an exchange as defined in the Securities Services Act 36 of 2004.

- 6.3 The constitution of a chapter may not be in conflict with the constitution of the Association. The Committee shall be the final arbiter in this regard.

## **7        Membership**

- 7.1 Membership of the Association is open to motorcycle enthusiasts, regardless of race, religion, political persuasion, or creed, who have reached the age of forty years.
- 7.2 Membership shall be open to individuals.
- 7.3 Members are required to join a Chapter of the Association.
- 7.4 Each chapter has the option to permit their members to belong to other motorcycle clubs and associations or not. This should be reflected in the chapter's constitutions. If there are any exceptions allowed, the criteria should be clearly stated.
- 7.5 Applications for membership shall be considered by the Chapter Committee. Should an application be rejected, the members in the next normal Chapter meeting may reconsider the application.
- 7.6 A member not in good standing may not vote at any meeting of the Association or a chapter.
- 7.7 There shall be the following classes of members:
- 7.8.1 Junior Members (Silver): Those who are under the age of fifty years, but older than forty years.
- 7.8.2 Senior Members (Gold): Those who have attained the age of fifty years.
- 7.8.3 Senior Members (Gold Plus): Those who have attained the age of Sixty years.
- 7.8.4 Platinum Members: Those who have attained the age of

seventy years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings) They will be required to pay the annual Platinum members subscription

7.8.5 Over 70 – Not Platinum: Should a new member join who is over 70 years old, he will be required to pay the once off normal entry fee as well as his National subscription for a period of 3 years. Once the 3-year period has passed, he will revert to Platinum Status, will be awarded his Platinum Certificate (and metal badge if not already issued), be recognised at the Saturday night Dinner, and enjoy the benefit of the annual Platinum subscriptions.

7.8.6 Platinum Plus Members: Those who have attained the age of eighty years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings). In addition to the waiving of subscriptions as contained in Clause 9.1, they will be entitled to free entry to the National Convention

7.8.7 Titanium Members: Those who have attained the age of ninety years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings). In addition to the waiving of subscriptions as contained in Clause 9.1, they will be entitled to free entry to the National Convention

7.8.8 Honorary Life Members: Those who are awarded honorary membership by the National Committee and approved as such by the members in a general meeting from time to time. Such membership may be revoked by the National Committee provided such decision is confirmed by the general meeting. In addition to the waiving of subscriptions as contained in Clause 9.1, they will be entitled to free entry to the National Convention.

7.8.9 Honorary Chapter Members: Those who are awarded honorary membership by the Chapter Committee and approved as such by the Chapter members in a general meeting from time to time. Such membership may be revoked by the Chapter Committee provided such decision is confirmed by the general meeting. National subscriptions are not waived for these members but the Chapter has the discretion to pay these subscriptions on behalf of these members.

7.9 The Association shall maintain a register of members.

7.10 Protection of Personal Information Act – commencement date 1<sup>st</sup> July 2020

The act stipulates that: "Any organisation or business that is in possession of any personal information regarding clients or members, may not, without the involved client or member's written permission, make public any of this personal information"

All chapter members that have access to personal information are required to put sufficient measures in place to ensure that personal information of Ulysses members and ex – members is properly protected

Failure to comply could result in fines up to R 10 million and criminal prosecution.

## **8 National Committee**

8.1 The Committee shall consist of a National President, a National Vice President, a National Secretary, and a National Treasurer who are members of the Association in good standing and who are elected at the annual general meeting whenever a vacancy occurs.

8.2 Candidates for election must be present at the annual general meeting at which they are elected either personally or by written proxy.

- 8.3 Candidates for election must be nominated by 1st February indicating for which positions they are prepared to stand and Chapters must be informed of the names of candidates not less than ten days before the annual general meeting.
- 8.4 Candidates for election must be a member for at least 3 (three) years
- 8.5 A member shall hold office for two years and shall be eligible for re-election. Should a member choose to stand for re-election, this member must be nominated as per the conditions of Clause 8.3
- 8.6 Members in a general meeting may terminate the membership of any Committee member.
- 8.7 All the business and affairs of the Association between general meetings shall be managed and controlled by the Committee.
- 8.8 The Committee shall exercise its authority in the best interest of the Association.
- 8.9 The Committee may in its sole discretion co-opt members either to fill a vacancy or to fulfil a special duty. Such co-opted members shall retire at the next annual general meeting or after fulfilment of their special duty, whichever is sooner.
- 8.10 The Committee may by resolution delegate to any person the right to do any such act or acts as it is entitled to do so, and may further appoint sub-Committees to deal with the day to day running of the Association and other special aspects of the Association's activities and such powers as the Committee may decide.
- 8.11 Minutes shall be kept of all Committee meetings. Members shall be entitled to inspect these minutes through their Chapter representatives.
- 8.12 The quorum at Committee meetings shall be two members and decisions shall be taken by a majority vote of those present. In the event of an equality of votes the chairman shall have a casting vote.
- 8.13 The Committee shall make by-laws as and when needed to regulate the affairs of the Association.

- 8.14 The Committee may appoint ex-officio a Patron of the Association, subject to the approval of the general meeting. Such appointment will be for a stipulated period of time.

## **9        Subscriptions**

- 9.1 A joining fee and annual National subscription shall be payable by Junior and Senior members. Platinum members shall pay a Platinum members subscription. Platinum Plus and Honorary members shall be exempt from the payment of subscriptions.
- 9.2 Chapters are requested to collect National Subscriptions and pay over to the Association starting from the end of April and then end of May and by the end of June.
- Payment to be accompanied by a schedule reflecting the members that have paid. No subscriptions may be retained by a Chapter
- 9.3 National subscriptions and Platinum member subscriptions shall be determined by the Committee in consultation with the Chapter Presidents. (The Chapter Vice President, in the absence of the Chapter President).
- 9.4 Any alterations to the National subscriptions must be approved by a majority vote by the members in general meeting.
- 9.5 Should a member resign; no fees will be refunded.
- 9.6 Membership will run from 1 April to 31 March.
- 9.7 Members applying for membership between 1 April and 30 September will pay full subscriptions. Members applying for membership after 30 September will have to pay the full joining fee and a percentage of the National subscription as agreed at a general meeting.
- 9.8 Members who fail to pay National or the Platinum Members subscriptions within three months shall cease to be members and will need to re-join the Association. Their colours may not be worn until full payment is received and they have been reinstated as members.

They will have to repay the joining fee again and they are re-instated at the discretion of the Committee.

## **10      General Meetings**

- 10.1 Annual general meetings will be held during or as soon as possible during or after May each year.
- 10.2 At least fourteen days' notice will be given of the annual general meeting through any communication method adopted by the Committee.
- 10.3 Other general meetings of the Association may be held at any time when the Committee so decides or when a meeting is requisitioned by ten or more chapters.
- 10.4 The quorum for any general meeting shall be 25% of the number of chapters, or chapters representing at least 25% of the members.
- 10.5 If no quorum is present within thirty minutes of the appointed time, the meeting shall be adjourned by the National President for at least one day and not more than forty days, and at the adjourned meeting a quorum shall be deemed to be present.

## **11      Voting at general meetings**

- 11.1 Voting shall be by a show of hands, or by a ballot if requested by any two or more chapters.
- 11.2 Each chapter shall be represented at a general meeting by one or two nominees who shall exercise the votes of the chapter, and shall be entitled to one vote for every ten members (or part thereof) of the chapter who are in good standing. All other members shall be entitled to attend as observers.
- 11.3 In the case of an equality of votes the National President shall be entitled to a casting vote.

(The changing of National Chairman, etc., and Chapter Chairman, etc., to National President, etc., and Chapter President, etc., in Clauses 8.1, 9.3, 10.5, 11.4, 18.2 and 19.2 does **not** change Ulysses SA from an Association to a Club, it remains an Association).

- 11.4 All decisions shall be taken by majority vote of those present, save for
  - 11.4.1 The amendment of Clauses 3, 7, 9.2, 12, 18, and 19 of the Constitution; and
  - 11.4.2 The winding up or dissolution of the Association,  
Which shall require a majority of two-thirds of those present.

## **12 Dividends and Reserves**

- 12.1 The Association shall not declare dividends.
- 12.2 Profits may not be distributed to anybody and the excess (if any) of income over expenditure shall be used in furtherance of the Association's objectives.
- 12.3 In the event of the Association being dissolved, the remaining assets shall be given or transferred to such other organisation as may be decided, and which is exempt from Income Tax.

## **13 Annual Financial Statements**

- 13.1 The books of the Association shall be kept by the Committee and submitted to an annual audit by a chartered accountant.
- 13.2 The Committee shall cause financial statements to be prepared and laid before the annual general meeting for approval.
- 13.3 The financial year of the Association shall be from 1 April to the 31 March of each year.
- 13.4 Members shall be entitled to inspect all financial statements upon reasonable notice through their Chapter representatives.

## **14      Notices**

- 14.1 A notice may be given by the Association to any member either by advertisement or personally, or by sending it by post or by telefax or by electronic mail, at the discretion of the Committee.
- 14.2 Any notice shall be deemed to have been served at the time when the letter containing the same was posted, or when the telefax or electronic mail was transmitted.

## **15      Transparency of the Association**

- 15.1 Transparency is necessary to enable members to submit their requests, suggestions, complaints and grievances (“submissions”) to the Committee or a general meeting.
- 15.2 A submission shall be handled as follows:
  - 15.2.1 The member's name together with his submission and the answer to the submission will be stated in the minutes of a meeting.
  - 15.2.2 In case of a complaint or grievance the committee must also state the disciplinary action taken with regard to that specific complaint or grievance.
  - 15.2.3 See more details in the Standard Operating Procedure (SOP)

## **16      Association Insignia**

- 16.1 The Association Insignia shall consist of all details as per logo on the front page of The National Constitution.
- 16.2 The Association Insignia will remain the property of Ulysses SA and should be returned on the cession of membership for whatever reason.
- 16.3 Colours shall be black on white background or white on black background or black on reflective background.
- 16.4 Only members in good standing may wear the Association Insignia.

- 16.5 Chapters will be held responsible for the administration of colours  
(The retrieving of back patches from non-members)
- 16.6 The Association Insignia must be affixed to the back of leather or other suitable jacket, or waistcoat, which is worn above the jacket, where applicable.
- 16.7 All chapters shall wear the UGLY BUGGER back patch at the back of the jacket.
- 16.8 Should a Ulysses member wish to be a member of two different Chapters he may do so (in terms of Clause 7.4 of this Constitution) however, the member is to have separate back patches and Chapter scrolls on different jackets. Having more than one Chapter scroll on the same jacket is not permissible.
- 16.9 Should a Ulysses member wish to be a member of two (or more) different motorcycle clubs/associations he may do so (in terms of Clause 7.4 of this Constitution) however, the member is to have separate back patches on different jackets. Having more than one Back patch on the same jacket is not permissible.”

## **17      Discipline**

- 17.1 The Committee may take disciplinary action against a member, including expulsion, as it may deem fit.
- 17.2 A member against whom a complaint of misconduct is made is entitled to be informed of the nature and details of the complaint in writing.
- 17.3 Any member against whom a complaint of misconduct is made shall be entitled to state his case to the Committee either personally or by written statement.
- 17.4 See more detail in the Standard Operating Procedure (SOP)

**18      Amendments to the Constitution**

- 18.1 Amendments to the Constitution will be considered by the members in a general meeting.
- 18.2 Any proposed amendment must be submitted to the Committee in writing by a member in good standing and must be seconded by at least two other members in good standing, and must be submitted to the Committee at least six weeks before the general meeting for circulation to the Chapter Presidents at least thirty days before the general meeting.

**19      Dissolution and Winding up**

- 19.1 The winding up or dissolution of the Association will be considered by the members in a general meeting.
- 19.2 Any proposed resolution that the Association be wound up and dissolved must be submitted to the Committee in writing by a member in good standing and must be seconded by at least two other members in good standing, and must be submitted to the Committee at least six weeks before the general meeting for circulation to the Chapter Presidents at least thirty days before the general meeting.
- 19.3 In the event of the Association being dissolved, the remaining assets shall be given or transferred to such other organisation as may be decided, and which is exempt from Income Tax.
- 19.4 The decision as to which organisation will receive the monies will be determined by a majority vote of the members in good standing at the time of dissolution.

## **20 Reason for Update**

20.1 16.11.2016

Clause 7.4

From: Members may belong to any other club or organisation

To: Each chapter has the option to permit their members to belong to other motorcycle clubs and associations or not. This should be reflected in the chapter's constitutions. If there are any exceptions allowed, the criteria should be clearly stated.

20.2 11.06.2017

New clause 7.8.5 Platinum member fee paying included

Clause 7.8.7 amended to include the word National before "Committee"

New clause 7.8.8 Honorary Chapter members included

20.3 16.11.2017

Clause 8.3

From: Candidates for election must be nominated by 1 February indicating for which positions (can be nominated for more than 1 position) they are prepared to stand and Chapters must be informed of the names of candidates not less than ten days before the annual general meeting.

To: Candidates for election must be nominated by 1 February indicating for which positions they are prepared to stand and Chapters must be informed of the names of candidates not less than ten days before the annual general meeting

Clause 8.5

From: A member shall hold office for two years and shall be eligible for re-election.

To: A member shall hold office for two years and shall be eligible for re-election. Should a member choose to stand for re-election, this member must be nominated as per the conditions of Clause 8.3

20.4 09.06.2018  
Clause 7.8.4

From: Platinum Members: Those who have attained the age of seventy years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings). In addition to the waiving of subscriptions as contained in clause 9.1, they will be entitled to free entry to the National Convention.

To: Platinum Members: Those who have attained the age of seventy years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings). In the year that they reach 70 they will not be required to pay their annual subscription provided their date of birth is before the 30 th. June. Birthdays after the 30 th. June will be liable for the full National subscription.

Clause 9.2

From: Any Chapter may collect National subscriptions on behalf of the Association but such National subscriptions shall forthwith be paid over to the Association, and shall not be retained by a Chapter for any reason whatsoever

To: Chapters are requested to collect National Subscriptions and pay over to the Association before the end of June. Payment to be accompanied by a schedule reflecting the members that have paid. No subscriptions may be retained by a Chapter

Clause 16, 16.1 and 16.2

From: Club Insignia

16.1 The Club Insignia shall consist of all details as per logo on the front page of The National Constitution.

16.2 The Club Insignia will remain the property of Ulysses SA

To: Association Insignia

16.1 The Association Insignia shall consist of all details as per logo on the front page of The National Constitution.

16.2 The Association Insignia will remain the property of Ulysses SA

20.5 07.07.2020  
New Clause 7.10:

Protection of Personal Information Act – commencement date 1 st July 2020

The act stipulates that: "Any organisation or business that is in possession of any personal information regarding clients or members, may not, without the involved client or member's written permission, make public any of this personal information"

All chapter members that have access to personal information are required to put sufficient measures in place to ensure that personal information of Ulysses members and ex – members is properly protected

Failure to comply could result in fines up to R 10 million and criminal prosecution.

20.6 2021.05.29

Amended Clause 7.3

Old Clause:

Members are required to join a Chapter of the Association. Members who do not wish to join a chapter may apply to the committee in writing to be classified as an unaffiliated member. The decision of the committee in this regard shall be final

Amended Clause

Members are required to join a Chapter of the Association

Amended Clause 16.2

Old Clause

The Association Insignia will remain the property of Ulysses SA

Amended Clause

The Association Insignia will remain the property of Ulysses SA and should be returned on the cession of membership for whatever reason.

20.7 2024.05.20

Amended Clause 7.8.4

Old Clause

Platinum Members: Those who have attained the age of seventy years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings) In the year that they reach 70 they will not be required to pay their annual subscription provided their date of birth is before the 30 th. June. Birthdays after the 30 th. June will be liable for the full National subscription

Amended Clause

Platinum Members: Those who have attained the age of seventy years, and are encouraged to remain active members (attend the Chapter AGM and attend Chapter meetings) They will be required to pay the annual Platinum members subscription

Amended Clause 7.8.5

Old Clause

Over 70 – Not Platinum: Should a new member join who is over 70 years old, he will be required to pay the once off normal entry fee as well as his National subscription for a period of 3 years. Once the 3-year period has passed, he will revert to Platinum Status, will be

awarded his Platinum Certificate (and metal badge if not already issued), be recognised at the Saturday night Dinner, and enjoy the benefit of the waived National subscriptions.

Amended Clause

Over 70 – Not Platinum: Should a new member join who is over 70 years old, he will be required to pay the once off normal entry fee as well as his National subscription for a period of 3 years. Once the 3-year period has passed, he will revert to Platinum Status, will be awarded his Platinum Certificate (and metal badge if not already issued), be recognised at the Saturday night Dinner, and enjoy the benefit of the annual Platinum subscriptions.

Amended Clause 9.1

Old Clause

A joining fee and annual National subscription shall be payable by Junior and Senior members. Platinum, Platinum Plus and Honorary members shall be exempt from the payment of subscriptions.

Amended Clause

A joining fee and annual National subscription shall be payable by Junior and Senior members. Platinum members shall pay a Platinum members subscription. Platinum Plus and Honorary members shall be exempt from the payment of subscriptions.

Amended Clause 9.2

Old Clause

Chapters are requested to collect National Subscriptions and pay over to the Association before the end of June. Payment to be accompanied by a schedule reflecting the members that have paid.

New Clause

Chapters are requested to collect National Subscriptions and pay over to the Association starting from the end of April and then end of May and by the end of June. Payment to be accompanied by a schedule reflecting the members that have paid.

Amended Clause 9.2

Old Clause

National subscriptions shall be determined by the Committee in consultation with the Chapter Presidents. (The Chapter Vice President, in the absence of the Chapter President).

New Clause

National subscriptions and Platinum member subscriptions shall be determined by the Committee in consultation with the Chapter Presidents. (The Chapter Vice President, in the absence of the Chapter President).

Amended Clause 9.8

Old Clause

Members who fail to pay National subscriptions within three months shall cease to be members and will need to re-join the Association. Their colours may not be worn until full payment is received and they have been reinstated as members. They will have to repay the joining fee again and they are re-instated at the discretion of the Committee.


New Clause

Members who fail to pay National subscriptions or the Platinum members subscription within three months shall cease to be members and will need to re-join the Association. Their colours may not be worn until full payment is received and they have been reinstated as members. They will have to repay the joining fee again and they are re-instated at the discretion of the Committee.

Replace "Rally" with "Convention"

Revised 20 th. May 2024

Signed:

  
\_\_\_\_\_  
HENDRIK JC SWART

**NATIONAL PRESIDENT**

Date: 2024.05.20