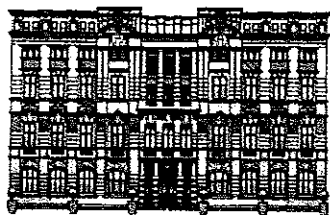


RULES  
&  
REGULATIONS

INSTITUTED 1887

REVISED 2007



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RAND CLUB

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JOHANNESBURG

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# RULES and REGULATIONS of RAND CLUB

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|----|--|-------------------------|
|    |  | Name of Club.           |
| 1. | The Name of the Club shall be "Rand Club"  |                         |
|    | (i) The principal object of the Club is to provide social and recreational amenities and facilities for member.  | Principal Object.       |
|    | (ii) The profits and gains of the Club shall not be distributed to any person, company or concern and its funds shall solely be utilised for investment and the principal object of the Club, which is to provide social and recreational amenities and facilities for its members.  | Profits or Gains.       |
| 2. | The assets, property and revenue of the club are vested in the Trustees of the Club for the time being who shall stand possessed thereof in trust for the Club.  | Club Property.          |
| 3. | The Club may sue and be sued in any Court of Law in its name and be represented in any legal proceedings by the Trustees for the time being or by any other person or persons delegated for such purpose by the Committee.   | Legal proceedings.      |
| 4. | The Trustees of the Club shall be two in number, both of whom shall be Members of the Club. They shall be elected at the Annual General Meeting and shall hold office until the next Annual General Meeting but shall be eligible for re-election. In the event of the absence, incapacity, resignation or death of either or both of the Trustees, the Chairman or/and the Deputy-Chairman or falling either or both of them some other Member or Members appointed thereto by the Committee shall act for him or them during such absence or incapacity or until the next Annual Meeting as the case may be.   | Trustees.               |
| 5. | The Liability of the Members of the Club is limited to the payment of any amount owing by them to the Club under these Rules.  | Liability of Members.   |
| 6. | All Members shall be elected by ballot except as otherwise provided for in Rule 17. A candidate under the age of 21 years shall not be eligible for election to membership, save that the son/daughter of a member shall, in the discretion of the Committee, be eligible on reaching the age of 18 years. The names of candidates may be recorded on the Waiting List referred to in Sub Rule (a) below 3 years prior to reaching the age limit applicable.   | Membership.             |
|    | (a) A proposal form for each candidate for membership shall give the candidate's name and such details as may from time to time be prescribed by the committee and shall be signed by the proposer and seconder, to both of whom the candidate must be known personally. Such proposal shall thereafter be placed before the Committee which shall have authority to call for such further particulars or information as it may require or to interview the candidate. The names of the proposer, seconder and candidate and the latter's occupation shall then be placed on the notice board for at least 30 days and if thereafter, the committee is not satisfied as to the suitability of the candidate for membership of the Club, the proposal shall be withdrawn. On approval, the name of the candidate shall be placed on a waiting list. | Proposal of Candidates. |
|    | (b) Proposals for Membership of those placed on the Waiting List shall be submitted to ballot in accordance with their priority on the List. If, however, in the opinion of the Committee exceptional circumstances pertain to a candidate on the Waiting list, the Committee may allow such candidate's name to ballot, as and when the Committee determines.   |                         |
|    | (c) On vacancies occurring in the membership list, a notice of ballot giving the name of the candidate and his occupation with the names of his proposer and seconder, shall be placed on the notice board for at least 30 days prior to ballot. During this period of 30 days the Committee may   | Mode of Ballot.         |

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authorise such candidate to be admitted as a Temporary member on payment of a fee to be determined by the Committee, provided however that if the candidate has been previously proposed for membership and rejected on ballot, he may not enjoy the privilege of Temporary membership as above provided.

Votes  
Required.

- (d) The ballot shall, be conducted by the committee amongst committee members. A candidate shall be elected by a simple majority of votes of Committee Members cast at a Committee Meeting.
- (e) No Member of the Committee shall be competent to propose or second a candidate for election to membership.
- (f) The method of conducting and declaring the result of the ballot shall be decided by the Committee.

6. *bis* Notwithstanding the provisions of Rule 6 the Committee may invite certain schools, universities and other institutions, selected by the Committee to put forward in each year the name or names of one or more school leavers and students, in respect of that year considered by the School as suitable and the Committee may, upon receipt of information and details satisfactory to the Committee, then in its discretion offer to all or some of these persons interim membership of the Club (Junior Membership) entitling such person or persons to full use of the Club at a nominal entrance fee and subscription and tenable until such Junior Member reaches the age of 25 years at which time such Junior Membership will terminate; provided that a Junior Member in good standing may at that time opt to continue as a full Member without payment of entrance fee and whereupon he/she shall be liable for payment of the applicable subscription.

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Right of  
Membership.

- 7. The General Manager shall notify a Member of his election and shall furnish him with a copy of the Rules and Bye-Laws and call upon him to pay the amount of his entrance fee and subscription. Until the same be paid, he shall not be entitled to the privileges of membership. If same be not paid, within one month from the date of such notification, the election shall be void, unless the Committee decides otherwise.

All Members shall on election, be subject to the Rules and Bye-Laws of the club including any amendments thereto from time to time, copies of which shall be available in the General Manager's Office.

Rejected  
Candidates.

- 8. No candidate who has been rejected shall again be eligible for ballot until twelve months have expired from the date of such rejection.

Number of  
Members.

- 9. Until otherwise decided at a General meeting, the number of Town Members shall be determined from time to time by the Committee.

Entrance  
Fee and  
Subscriptions.

- 10. (a) (i) An entrance fee shall be paid by each Member on election.
- (ii) The subscription for Members residing within a radius of 80 kilometres from the Club House (known as Town Members) shall be payable half-yearly.
- (iii) The subscription for Members residing outside a radius of 80 kilometres from the Club House (known as Country Members) shall be paid annually.
- (iv) The subscription for a Member residing outside the Continent of Africa (known as an Absentee Member) shall be a single payment which shall cover the period until his return to the town or Country

area, whereupon he shall be required to pay the Town or Country rate of subscription as applicable with effect from the date of his return.

- (v) A visiting Country or Absentee Member using the Club facilities for any period exceeding 30 days at a time shall, during such period, pay a subscription for any period of 30 days or part thereof after the expiration of the first 30 days.
  - (b) The Committee shall have the power to determine and to increase or reduce from time to time as it in its discretion may deem necessary or desirable.
    - (i) The entrance fee payable by each Member on election.
    - (ii) The subscription or other fees payable by each class of Member, including the fees payable in terms of Rule 6 (c), 17 and 18.
  - (c) Any Member who, in the opinion of the Committee, habitually uses the Club will be considered a Town Member from such date as the Committee shall determine.
  - (d) All Subscriptions shall be payable in advance.
10. *bis* The subscription of any member who shall have reached the age of 65 years and have completed 20 years of continuous membership will on application, be reduced to 50% of the appropriate charge and to 25% of the appropriate charge five years after first having become entitled to make application under the Rule. The committee may, in its discretion, grant a reduction in subscription in any other case where it may consider such action justified. Subscription Relief
10. *ter* (a) The Committee shall have power to allow any Member (including a new Member) to pay in advance all subscriptions (other than special levies and indebtedness as set out in (b) below) that may become due during his/her membership of the Club - whether for a period of years or for such member's lifetime - and the Committee may for this purpose determine (including if it deems fit, by actuarial calculation) the total of such subscriptions, and may make allowance for such discounted value or other adjustment as the Committee may in its discretion determine, and the determination of the Committee shall be final and binding on the member. Subscribed Membership
- Ins*  
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- (b) Any such Member who has paid any subscription(s) in advance shall not thereby be released from payment of any entrance fee, levy, charges for service, liability or indebtedness, which the Committee may impose or which may be incurred by the Member.
  - (c) Any such Member who has paid any subscription(s) in advance shall continue to be subject to and be bound by all Rules and Regulations and Bye Laws of the Club and decisions of the Committee including in particular any Rule or decision terminating or suspending the membership of a

Member and in the event that

- the membership of such Member is terminated or suspended, and/or
- in any case where the Club is wound up or ceases to operate or is closed

such Member shall have no right or claim to repayment of any subscription paid in advance, other than where the Committee in any particular case in its sole discretion shall decide otherwise.

- Date of Subscription
11. The first subscription due by the member shall be calculated pro rata from the first day of the month in which he is elected.
- Settlement of Subscriptions.
12. (a) The subscriptions of Town Members shall be due at the commencement of each half year, beginning on 1st September and 1st March of each year, or on such other dates as the committee may determine.
- Country and Absentee List
- (b) No Member shall be placed on the list of Country or Absentee Members except on his written application, provided that if the Committee is of opinion that any member, notwithstanding his failure to make such written application, should properly be classified from a specific date as a Country or Absentee, the Committee may resolve accordingly.
- (c) Members transferring from Town to Country and Country to Town Membership shall be credited with the unexpired portion of their current subscription and debited with the unexpired portion of the subscription applicable to the new classification.
- (d) Members transferring from Town or Country to Absentee Membership shall be credited with the unexpired portion of their current subscription and debited with such consolidated payment as is determined by the Committee in respect of Absentee membership subscription. On transfer from Absentee to Town or Country Membership, a Member shall pay the unexpired portion of the current Town or country Membership subscription from the beginning of the month following his return to the continent of Africa.
- Country Subscriptions.
- (e) The subscription of Country Members shall be due annually on the 1st September.
- Failure to Pay Subscriptions.
- (f) If any Member fails to pay his subscription within one month after due date, the Committee may direct that his name be placed on the notice board in the Club House. A request for payment shall be sent by the General Manager to him, or to his agent by Registered Post, to his registered address (provided for under Rule 21) and if the subscription be not paid on or before the last day of the following month, the defaulter shall cease to be a Member of the Club.
- (g) The Committee may reinstate defaulters on satisfactory grounds being shown for the failure of payment.
- Extended Reciprocity Members
- (h) A candidate for membership of the Club whose name has been duly placed on the Notice Board for 30 days in terms of Rule 6(a), and whose name has subsequently been placed on the Waiting List may, on application by his proposer and seconder, and at the

discretion of the Committee, be granted Extended Reciprocity Privileges pending election to membership of the Club, but conditional on the following viz:

- (i) that he is a Member of the Club with which the club has reciprocal arrangements;
- (ii) that he has been a Member of that Club for a period of not less than three years;
- (iii) that he will maintain Country or Town Membership of that Club pending election to the Club.

If the application is successful, he will be required to pay the Town Membership Subscription, plus any additional levy the Committee may from time to time impose. He will not be called upon to pay the entrance fee of the Club until duly elected.

During his period of Extended Reciprocity, he will be entitled to the normal privileges of a Member, including the introduction of guests to the Club House, except as follows:

- (a) he may not propose or second a candidate for election to the Club;
- (b) he may not propose or second any person for Honorary Membership of the Club;
- (c) he may not vote on a ballot

13. No subscription shall in any case be returned to a Member. Subscriptions not Returnable.
14. Country Members and Absentee Members using the Club facilities for any period exceeding 30 days at a time, and Absentee Members on their return to the Continent of Africa for permanent residence shall thereupon notify the General Manager. Country and Absentee Members.
15. Life Members are those Members duly elected as such by any General Meeting of Members. Life Members.  
The Committee may, however, confer Honorary Life Membership on any Member for such reasons as may to it appear sufficient provided that the number of Life Members under this section shall not exceed seventy-five at any one time.  
Life Members shall be free from liability for future subscription, but shall in all other respects remain subject to the Rules and Regulations of the Club.
16. Any gentleman over the age of eighteen years may, on his name and address being entered by a Member in the Visitors' Book be introduced to the Club without fee as a guest for not more than one day in any week. This restriction shall not apply to guests being entertained by Members in the private Dining Rooms; "97 Fox Street" or at Special functions approved by the Committee. Guests shall not be entitled to the privileges of a Member other than the use of the Club's amenities whilst in company with the member introducing them. Guests.
17. Any gentleman, over the age of eighteen years and not residing within 20 kilometres from the Club House, on being duly proposed by a Member may be introduced as a Temporary Member for such a period and at such fee as the Committee may decide. The Sponsor shall ensure that full details of the candidate are entered in the Register provided in the General Office. No person may, without the consent of the Committee, become a Temporary Member within one month from the completion of a previous term of Temporary Membership. Temporary Members.



- Privileges of Temporary Members.
18. Gentlemen to whom the privileges of Temporary membership are extended in terms of the rules of the Club, shall be subject to such limitation in point of time as the Committee may impose. The Committee may at any time terminate the membership of a Temporary Member. Temporary Members shall have the privilege of inviting guest to the Club House.
- All fees due by Members shall be payable in advance.
- Honorary Members elected by Committee.
19. The Committee, at its discretion, may elect as an Honorary Member of the Club, without payment of any fee; a person holding some public office or who has conferred some special benefit upon the Club, or a person whilst engaged in any match or competition.
- Addresses of Members.
20. All Members shall communicate their addresses from time to time to the General Manager who shall keep a register of members and their addresses. In the event of any Member not providing the Club with his postal address a registered letter addressed to such Member at his last known address shall be deemed sufficient notice.
- Resignation of Membership and Reinstatement.
21. Any Member desirous of resigning his Membership must tender his resignation in writing to the Committee which shall accept it provided all amounts due by such Member to the Club shall have been paid. The committee may, upon application and upon satisfactory ground being shown and upon such terms as it thinks fit, reinstate him in Membership.
- Insolvency of Members Re-admission.
22. Any Member who shall be declared insolvent, or who shall have assigned his estate in terms of the Insolvency Act of the Republic or shall be a member of any firm or partnership that has become insolvent or assigned its estate as aforesaid, shall ipso facto cease to be a Member of the Club. Upon written application he may be readmitted by the Committee at its discretion, and in such case shall not again be required to pay an entrance fee; provided, however, that in case of insolvency the member applying has been duly rehabilitated.
- Enemy Subjects.
23. Any Member of the club who is a subject of a Power with which the Republic of South Africa is at war may be temporarily suspended, or requested by the committee, in writing, through the General Manager to resign his membership of the Club, and failing due compliance with such request within twenty-one days from posting of the same to his last known address, shall be deemed to be no longer a Member of the Club.
- Conduct of Members.
24. If the Committee be satisfied that any Member has been guilty of improper or ungentlemanly conduct, it may impose upon him any of the following penalties:-
- (a) To be suspended from membership for such period as the Committee may think fit, provided that a suspended Member shall not be relieved from liability to pay his subscription.
  - (b) To be called upon by the Committee to resign, and on noncompliance to be struck off the list of Members.
  - (c) To be expelled.
  - (d) To be expelled and declared ineligible for re-election.
- Offences against Rules.
25. All offences against these Rules or any Bye-Laws passed thereunder, shall be dealt with by the Committee. Any Member suspended, expelled or called upon to resign shall forthwith be deprived of all the privileges of the Club.

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26. (a) An Annual General Meeting of members (of which not less than 14 days notice shall be given) shall be held in the Club House on such date prior to 31 March as the Committee shall deem advisable for receiving a report on the affairs of the Club to the 31st August preceding, together with a financial statement to that date, and for the election of a Committee for the ensuing year.
- (b) All questions shall be decided by a simple majority of members voting either in person or by proxy unless otherwise provided for in these Rules. At all general and special meetings votes may be given (except where otherwise in these Rules provided) in person or by proxy. Voting shall be by way of show of hands, provided that if the Chairman so directs or if a poll is demanded by not less than 10 Members, the vote shall be taken by poll in such a manner and at such time as the Chairman shall direct. For this purpose, a proxy holder shall be entitled to join in the demand for a poll in respect of each Member whom such proxy holder represents by proxy.
- (c) A Member (other than an Absentee Member under Rule 12) may appoint a proxy (who shall be a Member) by a written proxy substantially in the form prescribed in Annexure "1" to these Rules, which shall be completed and signed and the votes and acts of such proxy holder shall be as valid and effectual as if made by the Member in person and every such proxy shall continue in force only for the particular meeting for which it was given and for any adjournment thereof.
- (d) A proxy holder shall not be entitled to act as a proxy for more than 5 Members at any general meeting.
- (e) The signed proxy form bearing the original signature of the Member shall be lodged with the General Manager of the Club not less than 24 hours prior to the time fixed for the commencement of the meeting at which the proxy is intended to be acted upon.
- (f) No proxy shall be recognised which is not made in conformity with these Rules.

Annual  
General  
Meeting.

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27. The Committee shall have power to call a Special Meeting at any time, and shall do so on receiving a requisition to that effect, signed by not less than twenty-five Members, specifying the object of such Meeting. At such a Meeting (of which not less than fourteen days' notice shall be given) no other matter than that named by the Committee or in the requisition shall be taken into consideration. The Meeting may be adjourned from time to time by a majority of votes. The procedure for the decision of questions by votes or poll laid down for Annual General Meetings shall also apply at Special General Meetings.

Special  
General  
Meetings.

28. No business shall be transacted at any General or Special General Meeting unless a quorum of Members be present. The quorum of Members for the transaction of business shall be twenty-five.

Quorum of  
Members.

29. If within a quarter of an hour from the time appointed for the holding of any General or Special Meeting the quorum of Members shall not be present, the Meeting, if convened upon the requisition of members, shall be dissolved, in any other case it shall stand adjourned until the same day and hour of the following week, and those Members then present shall form a quorum.

Procedure if  
Quorum not  
present.

30. A Member named on the notice board under Rule 12 shall not be permitted to vote on any occasion while his name is so posted.

Qualification  
of Voting.

Committee,  
Election and  
Duties.

31. The affairs of the Club shall be managed by a Committee consisting of twelve Members, who shall be elected each year. Nominations for the Committee, signed by two Members, shall be handed in to the General Manager at least four days prior to the date of the Annual General Meeting. Notice of such nominations shall be placed on the notice board three days prior to the Meeting. Members of the retiring Committee shall, without nomination, be eligible for re-election. If, at the Annual General Meeting, there are not more than twelve candidates eligible for election to the Committee, the Chairman of such Meeting shall announce the names of such candidates and declare them duly elected to the Committee. If there are more than twelve such candidates, the election of a Committee shall be by means of a ballot to be held in the Club House upon a date to be decided by the Chairman of the Annual General Meeting. In any election for a Committee, in accordance with this Rule, each Member voting shall vote for not less than nine candidates.

Attendance at  
Committee  
Meetings.

The Committee shall remain in power until a new Committee shall have been elected. Any Member of the Committee not attending its Meetings for a space of two months shall, unless he obtains leave, *ipso facto* cease to be a member of the Committee.

Vacancies in  
Committee.

Vacancies in the Committee occurring at any time (not within one month before the date of the Annual General Meeting) shall be filled by the Committee. For the purpose of filling such vacancies, the Committee shall call for nominations by means of a notice on the notice board for a period of seven days. Thereafter the name of the candidate, with the names of his proposer and seconder, shall be posted on the Club notice board three days prior to the date of the Committee Meeting called to elect the candidates. The candidate obtaining the majority of votes shall be declared elected.

Chairman  
and Deputy  
Chairman.

32. The Committee shall, at the first Meeting after its election, elect two of its number to act as Chairman and Deputy-Chairman for its term of office. Should the Chairman or Deputy-Chairman not be present at any Meeting of the Committee, those present shall elect a Chairman of such Meeting. The Chairman of any Meeting shall have a casting vote in addition to his own. The Committee shall have power to appoint Sub-Committees for any purpose and to delegate to such Sub-Committees the functions and powers of the Committees relating to the same.

Quorum of  
Committee.

33. Three Members of committee shall form a quorum.

How often  
to Meet.

34. The Committee shall meet not less than once in each calendar month. Minutes of all meetings shall be kept.

Powers of  
Committee.

35. Without prejudice to its general powers of managing the affairs of the Club, the Committee shall have the power for the purposes of the Club:-
- (a) To borrow money from time to time on the security of the mortgage, pledge or other disposition of the whole, or such portion of the Club property as may be deemed necessary, and in such amounts and on such terms as the Committee may decide.
  - (b) To lease, sell, alienate or otherwise dispose of any part of the property or assets of the Club.
  - (c) To invest the funds of the Club in such property or assets or other security as may be deemed advisable from time to time.
  - (d) To appoint, suspend and discharge such General Manager or

Manager or Managers, Steward or Stewards and such servants as may be deemed necessary and to fix their remunerations and conditions of employment.

- (e) To lend money to Members of the Staff or otherwise, and to guarantee the performance of any contract or obligation of any person or company.
- (f) To insure against losses, damages, risk and liability of all kind.
- (g) To grant allowances, gratuities or bonuses to persons employed by the Club, or previously employed by the Club.
- (h) To do all such acts and things not inconsistent with these rules which the Committee in its discretion may deem desirable or necessary in the interests of the Club.

Provided that should any one transaction under (a), (b) or (c) above, other than the temporary investment of surplus Club funds, involve an amount exceeding 10% of the accumulated funds of the Club according to the last audited balance sheet, the power shall only be exercised on the authority of a Resolution of Members passed at a General Meeting called for the purpose.

- 36. The Committee shall have the power to establish or create such pension, benevolent or provident fund or funds for the benefit of the servants or employees of the Club, and/or their dependants as the Committee may deem fit, and for that purpose the Committee may from time to time contribute, donate or set aside from the General funds of the club such sum or sums of money as it deems advisable, and may make such arrangements and enter into such trust deeds or other contracts for creating, controlling or regulating the same, and upon such terms and conditions as the Committee may decide. Staff Pension and Medical Aid Funds
- 37. Accounts shall be kept of the moneys received and expended by the Club. All accounts against the Club shall be submitted to the Committee for settlement. Accounts.
- 38. The banking account of the Club shall be kept at a Johannesburg Bank in the name of Rand Club. All cheques drawn on the account shall be signed by one Member of the Committee and by one other authorised official of the Club. Banking Account.
- 39. One or two Members of the Club, not being Members of the Committee, shall be elected as Auditor or Auditors, for the current year at the Annual General Meeting. Should any such Auditor be prevented for any cause from carrying out his duties, the Committee shall fill up such vacancy. The remuneration of the Auditor or Auditors shall be determined by the Committee. Auditors.
- 40. The Committee from time to time, may determine the conditions on which non-members, including Ladies, may be invited as guests, and allowed admittance to various apartments of the Club House. No Member shall, at any time introduce, as a guest, any person who shall have been struck off the lists of Members under Rule 25, or any person who has been nominated for membership, and has been rejected. The committee may, when in its opinion it is desirable to do so, debar any person from entering the Club House as a guest or otherwise. Guests.

No person who has been expelled from the Club or who has been declared a defaulter and has not paid his arrears, shall be allowed to enter the Club House. Defaulters, etc.

- Complaints, Suggestions. 41. Complaints or suggestions must be written in a book or books which shall be kept in such room or rooms as the Committee may appoint, or may be made by letter addressed to the General Manager. All complaints or suggestions shall be signed by the writer and be brought formally before the Committee at its next meeting.
- Scale of Charges. 42. A scale of charges shall, from time to time, be fixed by the Committee and exhibited in the Club House.
- Credit. 43. Members incurring any liability to the Club (other than subscriptions) must discharge same by cash, coupons or cheque. It shall, however, be competent for the Committee to pass Regulations or Bye-Laws providing for the opening of accounts. No guests shall be allowed to pay for meals or refreshments. The purchase of Club coupon books by any person other than a Member is forbidden. Any Member who fails to pay any liability within one month of due date may be dealt with by the Committee in the same manner as though he were in arrear with a subscription in terms of Rule 12.
- Notices. 44. All notices posted on the notice board in the Club House shall be considered due notice to every Member.
- No Gratuities to Servants. 45. No Member shall give money, as a gratuity, to club staff without the permission of the Committee.
- Removal of Papers, etc. 46. No Member shall, without the sanction of the Committee, remove from the room in which it is placed, any book, pamphlet, newspaper or other article, the property of the Club. This rule shall not apply to authorised lending from the Library.
- Cards. 47. No round game of cards shall be permitted. Club stakes shall not exceed such amounts as may, from time to time, be fixed by the Bye-Laws.
- Gambling. 48. All throwing with dice and any unlawful game or gambling are prohibited.
- Advertisements, Pamphlets, etc. 49. No pamphlet, advertisement, or circular of any description whatsoever shall be placed on the tables or posted within the Club precincts without the consent of the Committee.
- Reciprocity. 50. The Committee shall have power to arrange, vary and determine the terms of reciprocity with other Clubs and the privileges to be accorded to Members of Reciprocity Clubs.
- Bye-Laws. 51. The Committee shall have power to pass, amend or rescind Bye-Laws for the regulations of the affairs of the Club, provided they do not conflict with any of the Rules. All such Bye-Laws shall be posted in the Club House.
- Alteration of Rules. 52. These Rules may from time to time be added to, revoked, or amended by resolution at a Special General meeting called for that purpose, provided that no such resolution shall be deemed to have been passed unless it be carried by a majority of at least two-thirds of the Members present and voting thereon in person or by proxy and a copy of any such resolution shall have been posted on the notice board at least 10 days before such meeting. No material amendment to any such resolution shall be moved unless notice thereof shall have been sent to the General Manager six days before the Meeting and shall have been posted on the Notice Board not less than four days before such Meeting. The decision of the

And  
26/11/96

Chairman of the Meeting as to whether an amendment is material or not shall be final.

52. *bis* Upon the winding up or liquidation of the Club, all its assets remaining after the satisfaction of its liabilities shall be given or transferred to some other Society or Association having objects similar to those of the Club. Winding up or Liquidation.
53. In case of doubts as to the meaning of any of these Rules or of any Bye-Law or regulation passed by the Committee the interpretation of the Committee shall be binding upon Members. Interpretation of Rules.
54. Women may be admitted and elected as Members upon and subject to the foregoing Rules mutatis mutandis and to any conditions determined by the Committee. Women.

*ins*  
19.06.93

Accordingly in these Rules words in a masculine gender shall include the feminine gender and wherever the words "he" and "his" and "him" appear these shall also include "she and "her" and "her" respectively.

*ins*  
08.06.93

55. (a) This Rule governs the establishment and operation of Rand Club Development Foundation ("the Development Fund"), the objects of which are:- Development Foundation.
- (i) to raise a capital fund from members as well as from outside persons and corporations to constitute the Development Fund;
  - (ii) to make funds available to the Committee from the Development Fund from time to time for the betterment of facilities provided by the Club to Members, for the promotion of membership, and for exceptional maintenance, but not for the Club's operating expenditure.
- (b) The assets and revenues constituting the Development Fund shall be vested in the Trustees of the Club for the time being who shall stand possessed thereof in trust for the Club. The Development Fund shall be held in a separate account from the Club's property held by them in terms of Rule 2, and the Club's auditors shall report thereon separately.
- (c) The affairs of the Development Fund shall be managed by a committee ("the Foundation Committee") constituted as follows:-
- (i) Composition: The Foundation Committee shall consist of a minimum of six and a maximum of ten Members, up to four of whom shall be members of the General Committee ("General Committee Members") nominated by the Club Chairman and approved by the General Committee, and up to six of whom shall be members who do not sit on the General Committee ("Non-General Committee Members") who shall be nominated by the General Committee Members and approved by the General Committee;
  - (ii) Chairman: The Chairman of the Foundation Committee shall be one of the General Committee Members nominated annually by the Club Chairman and approved by the General Committee;
  - (iii) Retirement: On 30 November 1996 and annually thereafter, one of the Non-General Committee Members shall retire and not be available for re-appointment to the Foundation Committee until after a period of twelve months has elapsed;
  - (iv) Vacancies: Any vacancy occurring in the Foundation Committee shall be filled in the same manner as set out in (i) above;

- (v) **Quorum:** Four members of the Foundation Committee shall form a quorum provided that at least one General Committee Member is present;
  - (vi) **Meetings:** The Foundation Committee shall meet not less than once in each calendar quarter. Minutes of all meetings shall be kept;
  - (vii) **Decisions:** All decisions of the Foundation Committee shall be determined by a majority vote at a duly constituted meeting. The Chairman of the Foundation Committee shall not have a casting vote;
  - (viii) **Reports:** The Foundation Committee shall report monthly to the General Committee upon the affairs, assets and income of the Development Fund.
- (d) **Powers:** Without prejudice to its general powers of managing the affairs of the Development Fund, the Foundation Committee shall have the power for the purposes of the Development Fund:-
- (i) to raise money for the Development Fund from Members as well as from outside persons and corporations in any lawful way;
  - (ii) to grant recognition to donors for their contributions to the Development Fund in any way consistent with the standards of good taste applicable to the Club;
  - (iii) to invest the Development Fund in such property or assets or other security as may be deemed advisable from time to time;
  - (iv) to appoint portfolio managers in relation to the Development Fund and to change such appointment from time to time;
  - (v) to make available to the General Committee loans from the Development Fund at rates of interest and on such other terms as may be deemed advisable, to further the Development Fund's objects set out in (a) above;
  - (vi) to make available to the General Committee, for furtherance of the said objects, grants from any determined surplus of the Development Fund, as valued from time to time, over the capital contributions to the Development Fund, after making allowance for the effects of inflation;
  - (vii) to do all such acts and things not inconsistent with these rules which the Foundation Committee in its discretion may deem desirable or necessary in the interest of the Development Fund.
- (e) **Differences of opinion:** Should a difference of opinion arise between the Foundation Committee and the General Committee regarding the affairs of the Development Fund, such difference shall be referred to and resolved by the Trustees, whose decision in the matter shall finally determine any such difference.
- (f) **Dissolution:** The Development Fund may be dissolved in the manner provided by Rule 52 concerning an alteration of the Rules of the Club. In such event all its assets remaining after the satisfaction of its liabilities shall continue to be held by the Trustees in trust for the Club but without being under the obligation to hold such assets in a separate account from the remainder of the Club's property, or being subject to the restriction upon the use of the Development Fund for the Club's operating expenditure.

Ins  
26/11/95

56. A corporate Body may be admitted and elected as a Member (and shall be designated as a Corporate Member) upon and subject to the foregoing Rules mutatis mutandis and to the further conditions set out hereunder and to such further regulations laid down by the Committee.

Corporate  
Membership.

Corporate Membership shall continue for a period of five (5) years.

A Corporate Member shall be required to nominate an individual or individuals (acceptable to the Committee) as its Corporate Representative(s) who shall be entitled from time to time to exercise the rights and privileges of the Corporate Member as Member of the Club and who may be varied from time to time.

Each and all Corporate Representatives shall be required to be approved by the Committee in accordance with the procedure laid down for admission to membership of an individual.

The Corporate Member shall have one vote at any meeting of members and the right to attend, speak and vote at the meeting or appoint a proxy shall be exercised by the senior Corporate Representative of that Corporate Member as reflected in the Club's registers.

The Committee shall determine from time to time the entrance fee and the annual subscription payable by a Corporate Member and in respect of each Corporate Representative.

Ins  
23/11/04

57. The Club and its members shall in no circumstances whatsoever be liable for any loss or damage (including consequential loss or damage incurred or suffered by any member in such member's capacity as a member or dependant of a member or by any visitor or by any spouse or dependant of any member or visitor caused directly or indirectly to any such person on or off the premises of the Club or following upon the death or injury of any such person and whether such loss, damage, death or injury be caused directly or indirectly or wholly or partly by any act or omission (including by any negligent act or omission) of any member, officer or employee of the Club or such act or omission of any other person or as a result of any defect in or on the premises of the Club.

Indemnity



## BYE-LAWS

- Club Hours. 1. The Club House shall be open daily. The bar shall be open every day between the hours of 10h00 and 22h30 except on Sundays, the bar will close at 21h00.  
The Committee may close any portion of the Club for cleaning, repairing or otherwise.
- Guests. 2. (a) Members and Reciprocity Members may invite Guests to the Club House, on conditions determined from time to time by the Committee.  
(b) No guest shall enjoy the privileges of the Club House unless he or she has been properly introduced by a Member.  
(c) Members must discharge all liabilities incurred by their guests.  
(d) For meals and refreshments in 97 Fox Street and the private Dining Rooms and for meals and refreshments signed for in the Main Dining Room and the Snack Rooms accounts will be rendered to Members at the end of the month in which the account incurred and shall be due for payment when rendered.
- Visitors. 3. Visitors enquiring for Members shall call at the Hall Porters Lodge only.
- Names. 4. All Members and guests within the Club House must, when requested to do so by the Hall Porter, give him their names.
- Elections. 5. No Member shall within the precincts of the Club House, on the day of ballot, ask another Member to vote for or against any candidate.
- Coupons. 6. Payment for the supply of meals and refreshments in the Club House, other than those referred to in By-Law 2(d) shall be made by Members by means of coupons obtained against cash or cheques from the bars, and Main Dining Room or Snack Rooms.  
7. Except as provided in Bye-Law 2(d) and 11(d), all other accounts will be rendered at the end of each month, or at such times as the Committee may, from time to time, decide, and shall be due when rendered.
- Cheques. 8. Cheques may be cashed by the General Manager or authorised staff not exceeding R 100,00 on any one day. All cheques must be drawn in favour of Rand Club or order.
- Receipts. 9. Receipts for payments can only be issued by the General Manager or his assistants.
- Card Rooms. 10. Cards shall be played only in the rooms set apart for that purpose. Only cards supplied by the Club shall be used.
- Dining Rooms. 11. (a) The Committee shall determine, from time to time, the hours during which meals shall be served and notice thereof shall be posted on the notice board.  
(b) Tables may not be reserved for lunch in the Main Dining Room before 12h30 on the day in question.

- (c) Smoking will only be permitted in the Main Dining Room and in the Snack Bar during luncheon after 13h30. During meals no smoking of pipes shall be allowed in any of these rooms.
- (d) Members may reserve a private room for Luncheon or Dinner. Such room may only be reserved on the basis that:-
- (i) invitations shall be issued only in the name of the Member and no reference whatsoever may be made therein to any business, company, society or any other corporate or collective body.
- (ii) Reporters or press representatives may only be present in their private capacities and no press report of the function may be published without the approval of the Committee. The taking of photographs in the Club House will only be allowed if approved by the Committee. Video cameras and movie equipment are not permitted in the Club House or in the entrance of the Club House.
- (iii) Accounts for such meals are due for payment when rendered. If the order is countermanded within three hours of the time for which the meals were ordered, the agreed price for the full number of meals must be paid. If the order is countermanded earlier, but within twenty-four hours of such time, half the agreed price for such meals must be paid.
12. No Member shall reserve more than one newspaper or periodical at a time. Books must not be returned to the Library shelves after use, but left on the table for the Librarian to replace. Library and Reading Room.
- <sup>Amd  
18/11/05  
24/04/93</sup> 13. Members shall not use the Club address in any advertisement or prospectus or for business purposes nor use the Club stationery therefor. Members and their guests may utilise rooms set aside for business conferences or meetings. Club Address
14. (a) The tariff for accommodation in the Club House shall be posted in each bedroom. Bedrooms.
- (b) Bedrooms are available for Members, including Reciprocity, Honorary and Temporary Members and their immediate adult family accompanying such members.
15. Dogs shall not be allowed in the Club House. Any Member whose dog is found on the premises shall be liable to a fine to be determined by the Committee. Dogs.
16. Members will be held liable for any damage or breakages caused by themselves or their guests. Breakages.
17. No Member shall, without the special sanction of the Committee, bring into the Club House for use or consumption therein any liquors, cards or provisions. Liquors, etc.
18. Temporary Membership shall be limited to a period of three months. Temporary Members.

- Notices. 19. No notice or publication of any kind shall be laid upon the tables or be put in the Club House except by the General Manager.
- Messages. 20. Members are not permitted to send the Club Staff on messages out of the Club House.
- Parcels and Correspondence. 21. No correspondence or parcels, other than those intended for Members personally, shall be forwarded or directed to the Club.
- Responsibility. 22. The Club accepts no responsibility for any articles which may be lost or stolen from the Club House.
- Disposal of Club Assets. 23. (a) For the purposes of this bye-law an asset is defined as any item of fixed or moveable property owned by the club (other than consumables); proceeds of disposal of any asset (other than those referred to in b below) should be treated as capital and not accounted for as part of the ongoing trading revenue of the club; Ins  
15/10/00
- (b) all assets disposed of shall be dealt with in terms of this bye-law unless in the opinion of the committee the assets concerned are of insufficient value or historical interest;
- (c) if it is proposed by the committee that an asset be disposed of, then in the case of immovable property the proposal shall be put to the members for their approval, in all other cases the matter should be first submitted to a sale committee established for the purpose, which should consist of at least 5 members, 2 of whom are not members of the committee and who are selected for their interest in and expertise in art, antiques and books;
- (d) the sale committee should agree on the process to be followed in each case depending on the value and artistic and historical merit of the various assets concerned;
- (e) the following process should be followed for the disposal of assets other than those referred to in b above:-
- (i) the case of assets which were originally donated to the club, they should be offered (free) to the member who first donated the assets to the club (if he or she is alive);
- (ii) in all other cases, the sale committee should commission an appraisal of the assets and should allocate a reserve price to each item;
- (iii) members of the club should then be given an opportunity to submit bids for each asset and those assets for which a bid in excess of the reserve price has been received shall be sold to the member submitting the highest bid;
- (iv) any other items shall then be sold by public auction or in such other manner as the sale committee shall determine.
- Smoking 24. Smoking will only be permitted at such times and in such areas of the club premises as the Committee may designate or determine from time to time. Smoking will not be permitted in areas not so designated or determined. Ins  
14/01/04

# ANNEXURE '1'

## Proxy Form

I, \_\_\_\_\_ being a member of  
 Rand Club hereby appoint \_\_\_\_\_  
 being a member of Rand Club, or failing him, the Chairman of the  
 meeting, as my proxy to vote for me and in my name at a meeting  
 of members of Rand Club,  
 to be held on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_,  
 or at any adjournment thereof on the following subjects and in the  
 following manner:-

	IN FAVOUR OF	AGAINST	AS HE THINKS FIT
Motion to _____			
Motion to _____			
Motion to _____			

*(Indicate instructions to proxy by means of a cross in relevant space)*

and I further authorise my proxy to vote in such manner as he may  
 deem best fitted to achieve my will as above instructed on any  
 motion amending or otherwise relating to the original motion  
 concerned.

Signed this \_\_\_\_\_ Day of \_\_\_\_\_ 20 \_\_\_\_\_

Signature \_\_\_\_\_ Name \_\_\_\_\_  
PLEASE PRINT

Tel No. \_\_\_\_\_ Email \_\_\_\_\_