

The Constitution of Large Scale Aerobatics South Africa.





## Table of Contents

The Constitution of Large Scale Aerobatics South Africa .....	1
1. Name .....	2
2. Affiliation .....	2
3. Objective of Large Scale Aerobatics South Africa .....	2
4. Legal Capacity .....	3
5. Finances .....	3
6. Liability of Members .....	3
7. Membership .....	3
8. Management Committee.....	4
9. Election of Committee Members .....	5
10. Powers of The Committee .....	6
11. Duties of The Committee.....	6
12. Duties of the Chairperson of Management Committee .....	7
13. Large Scale Aerobatics South Africa Meetings .....	7
14. Attendance at Meetings.....	9
15. Grievance and Disciplinary Procedure .....	9
16. Auditor .....	10
17. Amendment of Constitution .....	10
18. Proof of Constitution .....	10
19. Interpretation of Constitution .....	10
20. Dissolution .....	10
21. Disposal of Asset on Dissolution .....	11
22. Effective Date .....	11
Signatures of Committee Members.....	12



## 1. Name

- a) The name of the association shall be Large Scale Model Aerobatic Association, herein after and commonly referred to as Large Scale Aerobatics South Africa.
- b) The name of the association may be abbreviated to LSA SA.

## 2. Affiliation

- a) Large Scale Aerobatics South Africa may affiliate with any other legal entity having materially the same objective.

## 3. Objective of Large Scale Aerobatics South Africa

- a) To form an association of aeromodellers, under the auspices of the South African Model Aircraft Association (SAMAA), who officially represent all forms of aero modelling in South Africa.
- b) Large Scale Aerobatics South Africa has been formed to actively promote the assembly and flying of large scale aerobatic radio controlled aircraft.
- c) To foster comradeship amongst Large Scale Aerobatics South Africa members.
- d) To advance and protect the interests of all Large Scale Aerobatics South Africa members.
- e) To create competitive opportunities and to regulate or contribute to the regulation of such activities at local and national level.
- f) To communicate and provide all relevant information on a regular basis to all members of Large Scale Aerobatics South Africa and if applicable to the South African modelling community as a whole.
- g) To establish links, relationships and to co-operate with Special Interest groups, Model Aircraft Clubs, and all national entities having similar objectives.
- h) To promote high levels of competency and proficiency amongst all pilots in South Africa.
- i) To promote and maintain a core of experienced "Instructor Judges" in the various regions, for the purpose of proficiency testing.
- j) To maintain a database of all Large Scale Aerobatics South Africa pilots.
- k) To promote Large Scale Aerobatics South Africa and the South African Model Aircraft Association (SAMAA), and to have as the guiding principle, the model enthusiast.
- l) To encourage the hobby of flying large scale aerobatic radio controlled aircraft and to arrange fun days, air shows, displays and the like, when possible, to expose the hobby to potential flyers.
- m) To redress the inequalities of the past in aeromodelling and to actively pursue and implement a transformation plan for previously disadvantaged individuals in conjunction with the South African Model Aircraft Association (SAMAA) and the relevant Government Authorities to ensure access and full participation for all South Africans in all facets of aeromodelling.



#### 4. Legal Capacity

- a) Large Scale Aerobatics South Africa shall be a body corporate not for gain, with perpetual succession and the capacity to acquire rights and incur obligations independent of its members. All assets, funds or property of Large Scale Aerobatics South Africa shall be held or registered in the name of Large Scale Aerobatics South Africa as a corporation at law.

#### 5. Finances

- a) All income of Large Scale Aerobatics South Africa shall be applied solely towards the promotion of its objectives, and no portion thereof shall be paid or transferred directly or indirectly to any of its members, provided this shall not be construed to prohibit the bone-fide remuneration to any person or member of Large Scale Aerobatics South Africa for services rendered to Large Scale Aerobatics South Africa. Or the reimbursement to any member of Large Scale Aerobatics South Africa of reasonable costs incurred in pursuit of the objectives of Large Scale Aerobatics South Africa.
- b) The committee shall continue to operate the existing bank account that was opened in the name of Large Scale Aerobatics South Africa. The treasurer shall have access to the online banking service of said account. The treasurer shall be responsible for all payments that is to be made from the said account.
- c) Any payments that are to be made from the account must be approved in writing by any two members of the committee. The payment may be approved by means of an email, WhatsApp or posted letter.
- d) The committee shall have access to all the bank statements of the account that is operated in the name of Large Scale Aerobatics South Africa at any given time. The treasurer shall provide the requested bank statements within five days of receiving the request.
- e) Large Scale Aerobatics South Africa's financial year shall commence on the 1<sup>st</sup> of June of every year and end on the 31<sup>st</sup> of May of the following year.

#### 6. Liability of Members

- a) The liability of every member shall be limited to the amount of the relevant unpaid membership fee due by such member in terms of this constitution and beyond this no member shall be personally liable for any debts or legal liability of Large Scale Aerobatics South Africa.

#### 7. Membership

- a) A member of Large Scale Aerobatics South Africa is any person who has met all of the criteria of membership as set out in this section of this constitution and who is in good standing with Large Scale Aerobatics South Africa.



- b) Membership of Large Scale Aerobatics South Africa is open to all currently paid up members of the South African Model Aircraft Association (SAMAA).
- c) Any person substantially interested in large scale aerobatic radio controlled aircraft of any description shall be eligible for membership. Membership will be conditional on payment of the membership fee and the acceptance by the members.
- d) A pilot who pays the membership fee does not necessarily have to fly in any events to maintain membership.
- e) A junior member is described as a person under the age of eighteen at the time in question.
- f) A senior member is described as a person over the age of sixty five at the time in question.
- g) An official member is any person who wishes to be a member of Large Scale Aerobatics South Africa, but has no intent to fly and compete in any competitions.
- h) Each member must accept and abide by the rules and regulations of Large Scale Aerobatics South Africa and the rules and regulations of the South African Model Aircraft Association (SAMAA).
- i) The management committee may refuse any application for membership without assigning any reasons therefore, whereupon all accompanying fees are refundable.
- j) Membership shall cease on the happening of any of the following events:
  - a. At the end of the calendar year.
  - b. Upon receipt of resignation.
  - c. Upon membership being terminated by the management committee in terms of this constitution or any other process instituted in terms thereof.
  - d. On death of the member.
  - e. On emigration of the member.
  - f. On the termination of the member's membership to the South African Model Aircraft Association.
- k) In the event of cessation of membership, all subscriptions and other fees paid shall be forfeited to Large Scale Aerobatics South Africa.
- l) The amount of the annual membership fee will be agreed to by the members at the Annual General Meeting.

## 8. Management Committee

- a) All the business and related matters of Large Scale Aerobatics South Africa shall be managed, dealt with and finalised by the management committee of Large Scale Aerobatics South Africa.
- b) The management committee will be referred to as the committee.
- c) The committee shall consist of at least a chairperson, vice-chairperson and treasurer.
- d) The committee may co-opt additional members onto the committee from time to time.
- e) All the members of the committee shall be members of the South African Model Aircraft Association and Large Scale Aerobatics South Africa in good standing.



- f) Membership to the committee shall cease on the happening on any of the following events:
  - a. At the end of the elected term.
  - b. Upon receipt of resignation.
  - c. Upon membership being terminated by the management committee in terms of this constitution or any other process instituted in terms thereof.
  - d. On death of the member.
  - e. On emigration of the member.
  - f. On the termination of the member's membership to the South African Model Aircraft Association.
  - g. If a committee member is absent for more than two consecutive meetings without the chairman's acceptance.
- g) A committee member of Large Scale Aerobatics South Africa or a member of Large Scale Aerobatics South Africa to which powers have been formally delegated by the committee shall declare their position regarding an actual or potential conflict of interest prior to the consideration by the relevant body of any matter in which such member has an actual or potential conflict of interest and shall immediately recuse him/herself for the duration of the debate and consideration of the matter.
- h) At any formal meeting of Large Scale Aerobatics South Africa, if a motion of no confidence is directed against the committee or committee member and is seconded and adopted by majority vote, the member or members shall immediately vacate their position or positions whereupon the vacancies so created will immediately be filled in terms of section 9(e) of this constitution.

## 9. Election of Committee Members

- a) The members to be elected in terms of section 8(b) of this constitution shall be nominated and second by a member of Large Scale Aerobatics South Africa. The nominated party shall be voted in by a majority vote of the members present at the Annual General Meeting.
- b) Every member of Large Scale Aerobatics South Africa as defined in section 7 of this constitution shall be entitled to vote for the committee of Large Scale Aerobatics South Africa. Voting rights will be enforced as per section 13 of this constitution.
- c) Votes shall generally be counted by a show of hands, but the chairman has the right to call for a secret vote (ballot) if the issue at stake is of such a nature as to require this.
- d) All voting shall be open to scrutiny by the members of Large Scale Aerobatics South Africa as defined in section 7 of this constitution.
- e) Every vacancy arising from the circumstances referred to in section 8(h) and section 8(i) and every vacancy caused by death or resignation of a committee member shall be filled by a new member elected at the following Special General Meeting.



## 10. Powers of The Committee

The committee shall actively pursue the objectives of Large Scale Aerobatics South Africa by managing and administering the affairs and business of Large Scale Aerobatics South Africa in terms of the laws of the country. Further to this they should consider any matter affecting the flying of large scale aerobatic controlled aircraft, make representations or take such actions as the committee deems advisable and in particular may:

- a) Acquire, hire or dispose of property, borrow money on the scrutiny of the assets of Large Scale Aerobatics South Africa and accept and administer any trust or donation.
- b) Render financial assistance to any person or legal entity in order to promote and realise the objectives of Large Scale Aerobatics South Africa.
- c) Delegate to any committee member or member of Large Scale Aerobatics South Africa, as defined by section 7 of this constitution, some of its powers as it may from time to time determine, but shall not be divested of any power so delegated.
- d) Make rules on all matters that the committee considers necessary or expedient in order to achieve the objectives of Large Scale Aerobatics South Africa.
- e) Calculate the subscription to be paid by the members for each calendar year in order to ensure that the objectives of Large Scale Aerobatics South Africa are achieved on a sound long-term financial basis. The membership fee determined by the committee is subject to approval at the Annual General Meeting as per section 7(l) of this constitution.
- f) Arbitrate on any issue to ensure that the objectives of Large Scale Aerobatics South Africa are adhered to at all times. Should the parties not be able to reach an agreement, the dispute may be referred to the South African Model Aircraft Association (SAMAA) for finalisation as per section 15 of this constitution.
- g) After investigation and due process, as defined by section 15 of this constitution, may suspend or terminate the membership of any member of Large Scale Aerobatics South Africa who has transgressed or who is in contravention of the objectives of Large Scale Aerobatics South Africa.
- h) Determine the arrangements and criteria for national events.

## 11. Duties of The Committee

- a) The proceedings of every meeting of Large Scale Aerobatics South Africa shall be preserved in minutes compiled by the secretary of the meeting. The secretary of the meeting shall be the secretary of the committee unless a temporary secretary has been appointed for the duration of the meeting. The minutes of the meeting shall be ratified at the next meeting. The minutes of the meeting will be confirmed by the signature of the chairperson of the meeting.
- b) Ratified copies of all the meetings of Large Scale Aerobatics South Africa shall be preserved and forwarded to the South African Model Aircraft Association (SAMAA).





## 12. Duties of the Chairperson of Management Committee

- a) The chairperson of the committee shall ensure that all the Office Bearers are informed of their duties and perform their duties adequately. The chairperson shall make the necessary arrangements for assistance or relief of office bearers, if circumstances so require.
- b) The chairperson will set up the dates and venues for all meetings and will chair these meetings and ensure that minutes are taken.
- c) The chairperson will ensure that Large Scale Aerobatics South Africa operates in a controlled manner and will represent Large Scale Aerobatics South Africa at meetings and rule on disciplinary matters.
- d) The chairperson shall ensure that Large Scale Aerobatics maintain its financial wellbeing in a sustainable manner.
- e) The chairperson is empowered after issuing a warning, to request the resignation of any member of the committee or sub-committee, who in the chairperson's view, is not performing their duties adequately, after having received adequate assistance, or is obstructing the work of the committee. Such a resignation request shall not be opposed by the committee member and their resignation will be tabled prior to the next committee meeting.

## 13. Large Scale Aerobatics South Africa Meetings

- a) The Annual General Meeting
  - a. The meeting will be held in the month of June of every year. If the meeting is to be held in person the meeting will also have a live online session available for the members who cannot attend. The live session will be presented by means of a virtual meeting platform, such as but not limited to Microsoft Teams.
  - b. Notice of the Annual General Meeting will be communicated to the members of Large Scale Aerobatics South Africa, as defined in section 7 (seven) of this constitution, at least 14 (fourteen) days prior to the meeting. The communication may be circulated by means of an email, WhatsApp or posted letter sent to the last known contact details or address of the member.
  - c. A quorum for this meeting will be 5 (five) members.
  - d. A minimum of two members of the committee shall be present at the meeting.
  - e. The Annual General Meeting will be open to all members of Large Scale Aerobatics South Africa as defined by section 7 (seven) of this constitution. Any person who is not a member or not a member in good standing of Large Scale Aerobatics South Africa at the time of the meeting opening will not be admitted into the meeting. Each attending major member shall have one vote.
  - f. A minimum of 14 (fourteen) days prior to the Annual General Meeting the agenda for the meeting along with any other relevant information to be discussed at the meeting will be circulated to the members as defined in section 7 (seven) of this constitution. This information may be circulated





by means of an email, WhatsApp or a posted letter to the last known address or contact details of the member.

- g. The majority of votes of the members present shall decide any voting matter at the meeting. In the case of a constitutional matter, two-thirds of the majority of the votes of members present is required.
  - h. At the meeting each committee member shall have one vote.
  - i. At the meeting the chairperson shall have one casting vote in addition to their vote. This is only enforceable when there is a tie between the votes for and against the motion.
  - j. A junior member, as defined in section 7 (seven) of this constitution, may attend the meeting, but will not be allowed to vote.
  - k. Votes shall generally be counted by a show of hands, but the chairman has the right to call for a ballot if the issue at stake is of such a nature as to require this.
- b) Committee Meetings:
- a. Committee meetings shall be held whenever the committee deems necessary to meet.
  - b. The meeting will be held by means a virtual meeting platform, such as but not limited to Microsoft Teams, that is accessible by the majority of committee members.
  - c. For decisions to be taken at this meeting a minimum of 3 (three) committee members are required to be present at the meeting.
  - d. Each committee member shall have one deliberative vote.
  - e. At the meeting the chairperson shall have one casting vote in addition to their deliberative vote. This is only enforceable when there is a tie between the deliberative votes for and against the motion at hand.
  - f. Votes shall generally be counted by a show of hands, but the chairman has the right to call for a ballot if the issue at stake is of such a nature as to require this.
- c) Special General Meeting:
- a. A special general meeting will be arranged in the happening in one of the following events:
    - a. The committee deems required.
    - b. A section of this constitution calls therefor.
    - c. A minimum of six members of Large Scale Aerobatics South Africa as defined in section 7 (seven) of this constitution requests a Special General Meeting in writing.
  - b. The quorum for this meeting shall by 5 (five) members present.
  - c. A minimum of two members of the committee shall be present at the meeting.
  - d. Notice of the Special General Meeting will be communicated to the members of Large Scale Aerobatics South Africa, as defined in section 7 (seven) of this constitution, at least 14 (fourteen) days prior to the meeting. The communication may be circulated by means of an email, WhatsApp or posted letter sent to the last known contact details or address of the member.



- e. The Special General Meeting will be open to all members of Large Scale Aerobatics South Africa as defined by section 7 (seven) of this constitution. Any person who is not a member or not a member in good standing of Large Scale Aerobatics South Africa at the time of the meeting opening will not be admitted into the meeting. Each attending major member will have one vote.
- f. A minimum of 14 (fourteen) days prior to the Special General Meeting the agenda for the meeting along with any other relevant information to be discussed at the meeting will be circulated to the members as defined in section 7 (seven) of this constitution. This information may be circulated by means of an email, WhatsApp or a posted letter to the last known address or contact details of the member.
- g. The majority of votes of the members present shall decide any voting matter at the meeting. In the case of a constitutional matter, two-thirds of the majority of the votes of members present is required.
- h. At the meeting each committee member shall have one vote.
- i. At the meeting the chairperson shall have one casting vote in addition to their vote. This is only enforceable when there is a tie between the votes for and against the motion.
- j. A junior member, as defined in section 7 (seven) of this constitution, may attend the meeting, but will not be allowed a vote.
- k. Votes shall generally be counted by a show of hands, but the chairman has the right to call for a ballot if the issue at stake is of such a nature as to require this.

#### 14. Attendance at Meetings

- a) All meetings will be held using a virtual meeting platform, such as but not limited to Microsoft Teams. If an in-person meeting is to be held a live virtual meeting will also be available to members who cannot attend the in person event.
- b) All members, as defined in section 7 of this constitution who wishes to have a vote at a meeting as set out in section 13 of this constitution must attend the meeting. Proxies will not be allowed at any meeting of Large Scale Aerobatics South Africa.

#### 15. Grievance and Disciplinary Procedure

- a) In the case of either a grievance being received from a member or a number of members or in the case of a disciplinary matter, the chairperson shall appoint a sub-committee to hold a hearing and determine a recommendation. Such recommendation shall be presented to the committee for further action. In unresolved cases, the committee has the right to refer the matter to the South African Model Aircraft Association's Management Committee whose decision shall be final.



#### 16. Auditor

- a) The treasurer of the South African Model Aircraft Association (SAMAA) will audit the financial statements of Large Scale Aerobatics South Africa.
- b) The financial statements and bank statements for the financial year will be sent to the treasurer of the South African Model Aircraft Association (SAMAA) on a date and time that affords the treasurer of the South African Model Aircraft Association (SAMAA) reasonable time to audit the financial statements.
- c) If so needs be the preliminary financial statements may be circulated to the members, as defined in section 7 of this constitution, in accordance with clause 13(a)(e).
- d) Only the audited financial statements may be presented at the Annual General Meeting.

#### 17. Amendment of Constitution

- a) The constitution may be repealed, substituted, amended or added to at the Annual General Meeting or at a Special General Meeting.
- b) Notice specifying the nature of the contemplated repeal, substitution, amendment or addition shall be circulated to the members, as defined in Section 7 of this constitution. This notice shall be circulated in accordance with clause 13(a)(e) or clause 13(c)(e).
- c) The contemplated repeal, substitution, amendment or addition shall be accepted if approved by two-thirds majority of the members present at the Annual General Meeting or Special General Meeting.

#### 18. Proof of Constitution

- a) A copy of the constitution certified by the chairperson or vice-chairperson of the committee shall be accepted as evidence for all purposes whatsoever.

#### 19. Interpretation of Constitution

- a) Should the interpretation of any clause or sub-clause of this constitution be in doubt, the matter will be referred to the management committee of the South African Model Aircraft Association (SAMAA) for clarity.

#### 20. Dissolution

- a) Large Scale Aerobatics South Africa shall only be dissolved by a resolution passed by two-thirds majority of the members present and entitled to vote at a Special General Meeting for that purpose.



- b) The quorum for such meeting shall be at least one-third of the total number of the members who are entitled to vote.
- c) Notice of such meeting shall clearly state that the dissolution of Large Scale Aerobatics South Africa and disposal of its assets will be decided.
- d) If there is no quorum at such meeting, the meeting shall be adjourned to a time and place as shall be decided upon by the members in attendance and when the meeting is reconvened, a final decision may be reached with an ordinary majority vote, irrespective of the number of members in attendance.

#### 21. Disposal of Asset on Dissolution

- a) In the event of the dissolution of Large Scale Aerobatics South Africa, any property of Large Scale Aerobatics South Africa shall not be distributed to the members, but shall be transferred to or put into trust for some other institution or association having similar objectives to those of Large Scale Aerobatics South Africa.

#### 22. Effective Date

- a) This version of the constitution will become effective on the date as stated on the bottom of every page.



## Signatures of Committee Members

Chairman

Name & Surname: Charl Jooste

Signature: 

Date: 2023/09/27