

GOODWOOD UNITED SOCCER CLUB CONSTITUTION

Draft version 1 — November 30, 2024

Article 1: NAME

1.1 The name of this Club shall be the Goodwood United Soccer Club, and will hereinafter be referred to as “the Club”.

1.2 The headquarters of the Club shall be located within the boundaries of the Cape Town Tygerberg Local Football Association, hereinafter referred to as “the CTTLFA”.

1.3 The official colours of the competitive teams of the Club are Light Blue and white and the alternate colours are blue/white/red.

Article 2: OBJECTIVES

2.1 The Club shall have the following objects:

- a. To foster, promote, teach and develop the game of soccer.
- b. To help individuals to build and develop their character as resourceful and responsible Members of their community by providing opportunities, through the game of soccer, for their mental, physical, social and leadership development.
- c. To encourage sportsmanship.

2.2 The Club is a NON Profit Corporation.

2.3 Any financial gain made by the Club shall be used to further promote the above objectives, and shall not be used for direct or indirect gain of its Members, either individually or collectively. However the Management Committee, being held fiscally responsible, may engage, hire or contract individuals with skills or training needed to assist in the functioning of the Club or to carry out the operations of the Club, providing compensation at prevailing rates of payment. Members of the Club or their immediate families are eligible to seek such engagements, so long as their Membership is disclosed to the Management Committee Members. Members of the Executive Committee are not eligible for consideration to carry out these paid functions.

Article 3: AFFILIATIONS

3.1 The Club shall be a Member of CTTLFA and shall follow the published rules of the CTTLFA and The South African Football Association, hereinafter referred to as “the SAFA”.

3.2 The Club is subject to the published rules in declining order of authority of the following governing organizations to which it is affiliated:

- A. the Club;
- B. the CTTLFA; and
- C. the SAFA

3.3 The Club shall participate in the CTTLFA and be affiliated with its approved leagues, and such further leagues, clubs or associations as the Management Committee determine will further benefit the game of soccer and be within the guidelines of the governing bodies of those other leagues, clubs or associations.

Article 4: MEMBERSHIP

4.1 There are four classes of Member, namely, regular Member, honorary Member, life Member and Custodian members.

Regular Member

4.2 A Regular Member is either:

- a. an annual registered player in the current fiscal year, whose fees are fully paid or waived and otherwise in good standing, hereinafter referred to as “a Registered Player” or the parent or legal guardian of a Registered Player;
- b. the team and Club officials in the current fiscal year, including coaches and other team officials;
- c. the sponsors in the current fiscal year;
- d. the annual registered referees in the current fiscal year, who apply to the Board to become Regular Members of the Club and are accepted by the Board, and
- e. Other persons engaged in the administration and direct operations of the Club.

4.3 Although an individual may qualify for, and be registered under, more than one of the above categories, each individual holds only one Membership in the Club, and is entitled to one vote at Members' meetings.

4.4 A coach shall become a Regular Member upon acceptance by the Exco members of the Club. A coach is an individual who is registered with the SAFA to teach, instruct, train and guide players to play the game of soccer.

4.5 A game official who has applied to the Board to become a Regular Member of the Club and was accepted by the Board shall become a Regular Member. A game official is an individual who is registered with the SAFA to officiate at soccer games.

4.6 An administrator shall become a Regular Member upon election or appointment by the Exco members of the Club. An administrator is an individual who is registered with the SAFA to be responsible for one or more of the functions required to operate a club. For purposes of this definition, a team manager and a Exco member shall be classified as an administrator.

Honourary Member

4.7 The Management Committee may designate an individual as an Honourary Member for a specific period of time.

4.8 An Honourary Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

Life Member

4.9 The Management Committee may designate an individual as a Life Member.

4.10 A Life Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

Custodian Member (Parents/Guardians)

4.7 The Management Committee may designate an individual as a Custodian Member for a specific period of time.

4.8 A Custodian Member is afforded all rights of Membership, including the right to attend and speak at Members' meetings, but is not entitled to vote.

Discipline of Member

4.11 A Member may be fined, censured, suspended or expelled from Membership for cause and only after charges have been laid in accordance with the Club's published rules and a hearing held in accordance with the published rules of the SAFA, the CTTLFA and the Club, as provided in 3.2. An individual whose Membership has been suspended loses all rights of Membership until the suspension has been terminated.

4.12 Player, team and team official discipline for game infractions is governed in accordance with the procedures published by the SAFA, the CTTLFA and the Club, as provided in 3.2.

4.13 Any Member, who infringes the Constitution or rules of the Club or brings the Club into disrepute, may be reprimanded, suspended or expelled from the Club after a hearing by the Management Committee of the Club at which hearing the Member is entitled to attend.

Termination of Membership

4.14 Membership in the Club shall be deemed to have been terminated if:

- A. if the Member submits a signed letter of resignation to the Club;
- B. if the Member is expelled by the Club's Board of Exco members;
- C. if the Member is no longer registered with the Club.

Article 5: BOARD OF EXCO MEMBERS

5.1 The Club shall be governed by a Management Committee which shall consist of at least 11 individuals, or such number not to be less than 9, as may be determined by the Club and amended from time to time in accordance with the Club's By-Laws. These individuals shall be divided between the Executive Committee and the Exco members. The Executive Committee will determine and obtain ratification from the Management Committee for the Operating Structure of the Club, which will consist at a minimum of the Executive Committee, an Operating committee, a Financial Committee and a Discipline Committee.

5.2 The Executive Committee shall be comprised of the positions of:

Chairman

Vice Chairman

Exco member, Treasurer

Exco member, Club Manger

Exco member, Secretary

Exco member, Trustee

Exco member, Trustee

Exco member, Junior Chairman

5.3 The Adhoc Exco members shall be comprised of the positions of:

Exco member, Competitive Programs (Referees)

Exco member, Recreational Programs

Exco member of Sponsorship

Exco members-at-Large

5.4 A Exco member may hold more than one position, so long as the full number of the Board are appointed or elected.

5.5 A Exco member shall be a Regular Member of the Club, 18 years of age or older and shall not be an undischarged bankrupt.

Nominations and Elections

5.6 A Nominating Committee appointed by the Chairman and comprised of a minimum of two Exco members will present a slate of Exco members for election or acceptance by the Members.

5.7 Nominations for positions on the Management Committee may be made by any Member at the Annual General Meeting or at a Special General Meeting called for that purpose. Nominations for a special position on the Management Committee.

5.8 Nominations and elections for positions open shall be held in the order of the positions listed in the Constitution.

5.9 Election shall be by public nomination with acceptance and seconded votes, but in the event only one candidate is nominated, no vote is required and the nominated candidate shall be declared elected by acclamation.

5.10 A majority of the votes cast shall be required to elect Exco members. In the event no candidate receives a majority, the candidate with the least votes shall be dropped from the ballot and another vote shall be held.

5.11 A Exco member shall serve for a term of two years or until his or her successor is elected or appointed.

Election Procedure: Criteria, Process and Electoral Officer

5.6.1 All elections of Exco members and other positions on the Management Committee shall take place at the Annual General Meeting of the Club.

5.6.2 A nomination shall only be ratified for election where a Nominations Panel has reviewed and confirmed that the nominated individual meets the minimum eligibility requirements to serve on the Exco Committee, as set out in this Constitution (including, without limitation, the requirements of Clauses 5.5 and 5.13).

5.6.3 The Executive Committee shall have the right to decline any nomination where the nominated individual does not meet, or varies from, the minimum eligibility requirements referred to in Clause 5.6.2.

5.6.4 Elections shall be held at the Club, at the date, time and place notified to Members in the notice of the meeting, as predetermined by the Management Committee.

5.6.5 No election shall be ratified unless the minimum quorum requirement for the meeting (as set out in Clause 6.2) has been met.

5.6.6 An Electoral Officer shall be appointed to oversee the nominations and election process. The Electoral Officer may be nominated by the Chairman, or by any Exco member, provided that the nominee holds no ranking or portfolio position within the Club.

5.6.7 Where no such individual can be found to serve as Electoral Officer under Clause 5.6.6, a non-ranking member of the Executive Committee may be appointed to serve as Electoral Officer in their stead.

5.6.8 The Electoral Officer shall be responsible for receiving and validating all nominations, granting nominees the right to stand for election, and conducting the election process in accordance with the principles and procedures set out in this Constitution.

And shall be elected at the Annual General Meeting to conclude the year and continue in the next odd numbered years.

5.13 To be eligible for the office of Exco Committee members, a candidate must have served as a member of the club for the previous 3 consecutive years (one of which in a Board of Exco member position). The Chairman may be appointed or elected to a maximum of 2 (two) consecutive three year terms of office, or a total of 6 years.

5.15 A Exco member may serve a maximum of 3 consecutive terms in the same office or position, for a total of 6 years.

5.16 New Exco member Positions created and approved by the Exco Committee will be for an initial term of one year in office; after the initial year, if the position is to continue the two year term will be in force, unless delayed one year, by a vote of the Members, for continuity or succession reasons.

5.17 Exception to this item is in effect when a restructuring of the Management Committee is proposed and approved by the members.

Exco member Vacancy

5.17 A Exco member has the right to resign her or his position by submitting a signed letter of resignation to the Club.

5.18 A vacancy on the Management Committee and their respective position(s) held, caused by death, or resignation which has been accepted by the Management Committee, shall be filled by a majority vote of the Management Committee. The successor Exco member shall hold his or her incumbent's position(s) for the remainder of the term being filled.

Removal of Exco member

5.19 No Member of the Management Committee shall be removed for arbitrary reasons but may be removed if:

1. the Exco member is unable to perform the duties expected of the position due to, but not limited to, any of the following reasons:

- if she/he becomes incapable of performing the business of the Club
- if she/he is absent from two or more meetings of the Board without satisfactory reason
- if she/he no longer resides in reasonable proximity to the Club
- if she/he becomes, or is discovered to be, an undischarged bankrupt; or

2. the Exco member has compromised the integrity of the Club due to, but not limited to, any of the following reasons:

- if she/he has been found guilty of an offence under the Harassment Policy of the SAFA
- if she/he has been found guilty of an offence involving violence under the Discipline Policy of the SAFA
- if she/he has failed to properly account for monies or other property belonging to the Club
- If she/he has been found guilty of a criminal offence regardless of whether or not the offence directly affected the Club.

5.20 A Member of the Management Committee holding his or her respective position(s), as Exco member or other position(s) may be removed from office by the Management Committee for good and sufficient cause by a 2/3's vote of the Management Committee present provided notice to remove the Exco member has been given to all Exco members of the Club. If a Exco member is removed by the Board of Exco members, the Management Committee may appoint a successor to the position(s) for the remainder of the term(s) being filled.

5.21 A Member of the Management Committee may also be removed from office for good and sufficient cause at a meeting of the Members of the Club provided notice to remove the Exco member has been given to persons entitled to attend the Members' meeting. If a Exco member is removed at a Members' meeting, the Members entitled to vote may elect a successor to fill all position(s) held by the removed Exco member for the remainder of the term(s) being filled.

Conflict of Interest and Standards of Conduct

5.22 The Exco members shall be subject to the Conflict of Interest Policy in the SAFA's published rules.

Duties of Board of Exco members

5.23 The Management Committee shall conduct the business of the Club during the periods between general meetings of the Club and in accordance with the authority granted to it in the published rules of the Club.

5.24 The Management Committee shall be responsible for the appointment and renewal of appointments of all positions within the Club except for those positions elected by the Membership of the Club. This shall include the appointment of volunteer and paid positions for coach and administrator positions within the Club's operations. The selection process and the appointments shall be based on procedures outlined in the Club's published rules.

5.25 The Management Committee may also revoke, for cause, any appointment providing that it has followed the procedures for the revoking an appointment as outlined in the Club's published rules.

5.26 Exco members of the Club may not hold voting positions on the Management Committee with another soccer club.

5.27 The Management Committee may create non-voting positions referred to as 'Manages' appointed annually by the Board to carry out the day to day operations of the Club.

Duties of Exco members

Chairman

5.28 Except as provided for in the Dispute Resolution Policy of the SAFA, and where the Chairman delegates the responsibility to another person, the Chairman shall preside at all meetings of the Club and of the Board of Exco members.

5.29 The Chairman shall be ex officio a member of all committees, except any nominations committee; shall appoint all chairs of standing and special committees subject to ratification by the Board; coordinate all duties of the Board, committees, staff; and shall be the spokesperson for the Club.

In addition GUFC has aligned draft Job descriptions for each portfolio.

Vice-Chairman

5.30 The Vice Chairman shall act in the absence of the Chairman and shall have other powers as assigned by the Board of Exco members.

Assign Job description for this portfolio.

Club Manager

The Club Manager is the liaison between the coach, parents, players and the Club. In addition, the Club Manager will perform the following duties for the Club.

It is important that the Club Manager support the coach by directing all questions concerning player selection, player positions and playing time to the coach.

Keep the team organized and running smoothly by communicating practice information and game schedules through our soccer system. It is important that the Club Manager works with parents to ensure that player availability is kept up to date for all games and practices.

Keep the "pulse" on the team and parents by listening and passing concerns on to the coach.

Maintain all records and information relevant to game play (e.g. player cards laminated, recording game scores, etc.).

Work closely with Club Registrar to register players and collect paperwork as needed.

Oversee reports of game in accordance to CCTLFA.

Attend Club Manager Meetings.

Handle Tournament – Check in for the team (if not coordinated by the Club Administrator).

A club manager is responsible for the:

administration and management of the Club in regard to all things soccer and facilities related

- in The Club will filter information through the Club Manager to disseminate it to all teams.

Finance/Treasurer

5.31 The Vice-Chairman Finance/Treasurer shall ensure that full and accurate records are kept of the accounts of the Club; shall report to the Management Committee at least once per quarter; and shall submit an Annual Report to the Annual General Meeting.

Assign Job description for this portfolio.

Executive Secretary

5.32 The Executive Secretary shall maintain a record of all minutes of the organization, maintain copies of all committee reports, notify officers and committee Members of their election or appointment, furnish committees with those documents required to perform their duties, sign all certified copies of acts of the organization (unless otherwise specified in the Club's published rules), maintain record books in which the Constitution, published rules and minutes are entered and have the current record books available at each meeting, provide notice to the Membership of each general meeting as prescribed by the Constitution and rules, send to the Management Committee notices of each meeting, conduct the general correspondence of the organization that is not the proper function of another office or committee, prepare, prior to each meeting in consultation with the presiding officer an order of business, and, in the absence of the Chairman and Vice-Chairman, preside until the immediate election or appointment of a new presiding officer.

Assign Job description for this portfolio.

Other Exco member Positions

5.33 The duties of other Exco member Positions shall be determined by the Board of Exco members.

In addition GUFCA has aligned Job descriptions for each portfolio.

Article 6: MEETINGS

General Meetings

6.1 An official notice of each General, Special General or Annual General Meeting shall be given to all Members at least 14 days before the meeting is to be held, identifying the place, date and time as the Management Committee may determine and direct. Such notification shall be by regular mail, email, fax, website notice, and posting at the Club office or any other method determined by the Members.

6.2 Ten (10) voting Members or 25% of the voting Membership, whichever is less, shall form a quorum at all General, Special and Annual General Meetings of the Club.

6.3 Any question, (except for Amendments to the Constitution) shall be decided by a majority of the votes unless otherwise required by this Constitution or other law.

6.4 Amendments to the Constitution require a 2/3 majority of votes to be accepted.

Annual General Meeting

6.4 The Club shall hold its Annual General Meeting in the month of November, the date to be set no later than September 30th of the year.

6.5 The agenda of the Annual General meeting shall include:

1. Introduction of Guests and Executive
2. Moment of Remembrance
3. Credentials Report
4. Minutes of Previous Annual General Meeting

5. Chairman's Report
6. Vice-Chairman –
7. Finance/Treasurer's Report
8. Registrar's Report
9. Officers' Reports
10. Other Reports
11. Unfinished Business
12. Amendments to the Constitution
13. Roll Call
14. Election of Officers and Exco members
15. Any Other Business
16. Adjournment

6.6 The sequence of the Agenda for the Annual General Meeting may be changed with the approval from the attendees at the Annual General Meeting.

Special General Meeting

6.7 A Special General Meeting of the Club may be called by the Board of Exco members, or shall be called by the Management Committee upon receipt of a written request submitted to the Club by mail, public notice via Social media platforms or e-mail, signed by not less than 15 Members or 25% of the voting Membership, whichever is less, setting out the items of business to be conducted at the Special General Meeting. The Special General Meeting shall be called within 14 days of receiving a written request and held within 30 days of receipt of the written request from the Members.

6.8 Only the business set out in the notice of the Special General Meeting shall be considered.

Voting at General Meeting

6.9 Every regular Member aged 18 and over shall have the right to attend, speak and cast one vote at a General, Special General or Annual General Meeting of the Club.

6.10 Every regular Member under the age of 18 shall have the right to attend and speak at Members' meetings, but any vote must be cast by a parent or guardian (Custodian Members) who shall also have the right to attend and speak on behalf of that Member at Members' meetings.

Proxy Voting at General Meeting

6.12 Every regular Member, or parent or guardian of a regular Member under the age of 18, is entitled to vote at a General, Special General or Annual General Meeting of Members may by means of a proxy appoint a person, who need not be a Member, as the Member's nominee to attend and act at the meeting in the manner, to the extent and with the power conferred by the proxy.

6.13 Each Regular Member may only grant one proxy.

6.14 A person may only hold one proxy.

6.15 The format for the proxy, and the issue, or issues, for which the proxy may be cast are as defined in the Rules and Regulations.

Management Committee Meeting

6.15 The Management Committee shall meet as often as necessary to carry out the business of the Club, and shall meet at least 8 times per year minimum, upon 7 days notice given by the Chairman or Executive Secretary, identifying the place, date and time as the Management Committee may determine. In addition regular meetings can be called at the discretion of the Chairman.

6.16 The Chairman of the Club normally chairs a Board of Exco member meeting.

6.17 A simple majority of the filled positions of the Management Committee shall be deemed a quorum at all meetings of the Board. Voting may only be conducted when there is a quorum at the meeting. Questions arising at any meeting shall be decided by a majority of votes of those present, where each Exco member is entitled to cast one vote. The Chair of the meeting shall cast a deciding vote in the event of a tie vote or to create a tie vote. Proxy votes are not permitted.

Executive Committee Meeting

6.18 The Executive Committee shall meet a minimum of 5 times per year to carry out the business of the Club.

6.19 The Executive Committee is normally chaired by the Chairman of the Club.

6.20 All members of the Executive Committee shall be notified of the place, date and time of the meeting at least seven (7) days in advance.

6.21 A majority of the Executive Committee shall constitute a quorum. Voting may only be conducted when there is a quorum.

6.22 Questions arising at a meeting shall be decided by a simple majority vote. The Chair of the meeting shall cast a deciding vote in the event of a tie vote. Proxy votes are not permitted.

Article 7: COMMITTEES

7.1 The Membership at any general meeting, or the Management Committee at any meeting of the Board, may establish a standing committee or special committee to carry out specific business or programs of the Club.

Article 8: PROCEDURES GOVERNING MEETINGS

8.1 All meetings of the Club shall be conducted in accordance with the most recently published Rules of Order or Newly Revised exceptions as may be otherwise stipulated in this Constitution or other Rules and Regulations of the Club.

8.2 Minutes of all meetings shall be taken by the Executive Secretary or that Exco member's nominee and such Minutes shall be filed with the Club's business records.

Article 9: CONSTITUTION AND AMENDMENTS

9.1 Constitution amendments may be proposed by the Board of Exco members, or submitted by a Member to the Club, in writing at least 21 days prior to the Annual General Meeting of the Club, or a Special General Meeting called to deal with such amendments; Board proposed changes must be approved by a majority vote of the Board of Exco members; constitution changes require a 2/3's majority vote of the Membership voting in person or by proxy at the Annual General Meeting of the Club or the Special General Meeting duly called for that purpose.

9.2 All Members entitled to vote shall be notified by the Club's notice of the said Members' meeting about Constitutional amendments. Such notification shall be by way of posting on the website of the Club and such other methods as the Management Committee directs.

Article 10: RULES AND REGULATIONS

10.1 The Club shall have Rules and Regulations which shall include, but is not limited to, the following:

- a) discipline of a Member: summary of charges regarding misconduct;
- b) discipline of a Member: procedures for discipline hearing;
- c) duties of Board of Exco members: authority granted to Board regarding the business being conducted;
- d) duties of Board of Exco members: selection process and appointment process for the appointment and renewal of appointments to the Club's paid and volunteer positions;
- e) duties of Board of Exco members: process for revoking appointments;
- f) voting at General Meeting: format for the proxy, and the issue, or issues, for which the proxy may be cast;
- g) the deadline for submitting nominations is 10 days prior to an AGM or SGM, and the Management Committee will publish the list of candidates 10 days prior to the Meetings.

10.2 The Management Committee shall have the power to propose, approve, pass and publish such Rules and Regulations, which are not inconsistent with this Constitution and are not inconsistent with the Rules and Regulations of a higher level governing organization.

10.3 Amendments to the Rules and Regulations may be made by a majority vote of the Management Committee or the Members at a General Meeting.

Article 11: INDEMNITY

11.1 Members of the Management Committee or other servants to the Club, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by the Club against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as might arise from their own respective willful neglect or willful default.

Article 12: FINANCE

12.1 The accounts of the Club shall be audited annually by a Chartered Accountant.

12.2 The audited Financial Statement shall be presented to the Annual General Meeting for adoption.

12.3 At the Annual General Meeting of the Club, a chartered accountant firm shall be appointed to perform the audit for the next year.

12.4 The fiscal year of the Club shall end on September 30th of each year, unless otherwise ordered by the Board of Exco members.

Article 13: DISPUTE RESOLUTION

13.1 The Club shall adhere to the Dispute Resolution process as published and approved by the SAFA from time to time.

13.2 Any Member of the Club may initiate the Dispute Resolution process by communicating in writing to the SAFA, with a copy to the Club and the CCTLFA, the nature and facts of the dispute. The SAFA, at its discretion, may proceed with the Dispute Resolution process by assigning one or more neutral persons to the dispute.

13.3 The Dispute Resolution process shall not be used for game discipline which follows the normal discipline and appeals process.

13.4 The Club shall make available to any Member the Dispute Resolution process when requested.

Article 14: HARASSMENT

14.1 The Club shall adhere to the Harassment Policy as published and approved by the SAFA from time to time.

14.2 The Harassment Policy shall apply to all employees, Exco members, officers, volunteers, coaches, game officials, administrators, players, Members and registrants of the Club.

14.3 Harassment is defined as any comment, conduct, or gesture directed toward an individual or group of individuals which is insulting, intimidating, humiliating, malicious, degrading or offensive. It includes, but is not limited to, sexual harassment.

14.4 The Club shall make available to any Member the Harassment Policy when requested.

Article 15: APPEALS

15.1 Any Member or registrant of the Club directly affected by a decision of the Club may appeal such decision. The denial or termination of Membership in the Club may be appealed by a non-Member.

15.2 A decision of the Club may be appealed to the CTTLFA and the appeal shall be conducted in accordance with the SAFA's and the CTTLFA's published rules.

15.3 An individual shall not appeal a decision made by the Management Committee regarding the appointment, non-appointment, re-appointment or revocation of an appointment of an individual to any coach or administrator position within the Club's operations, except where the selection, appointment and revocation process outlined in the Club's published rules has not been followed.

15.4 An individual shall not appeal a decision made by the Club regarding a player's team assignment.

Article 16: DISSOLUTION

16.1 In the event of dissolution of the Club, and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of by the Management Committee to one or more not-for-profit soccer related organizations, or any not-for-profit athletic community organizations, which operate solely in Ontario.

Article 17: DEFINITIONS/TERMINOLOGY

17.1 Terminology used in this Constitution shall have the same meaning as used by the SAFA in its letters patent, By-Laws and published rules.

Article 18: NPC BOARD GOVERNANCE AND OVERSIGHT

18.1 The Club is overseen by the Board of Directors ("the BOD") of Goodwood United Foundation, the Non-Profit Company ("NPC") under which the Club operates. The BOD is the supreme governing body of the NPC. Its scope of work is focused on High-Level Strategy, Financial Sustainability, and Legal Compliance. The BOD does not manage any individual team selections, Club Management or daily training, but ensures the Club operates within the legal framework of a Non-Profit Company.

Roles and Responsibilities of Directors

18.2 Each Director is a fiduciary of the NPC and must uphold the following core duties:

a. Strategic Leadership: Defining the Club's mission, vision, and long-term development goals (e.g., academy growth, facility expansion).

- b. Financial Oversight: Approving the annual budget, monitoring monthly financial statements, and ensuring all funds are used solely for the Club's non-profit purposes.
- c. Legal Compliance: Ensuring the NPC adheres to CIPC requirements, tax laws, and FIFA/SAFA Governing Body regulations.
- d. Risk Management: Identifying and mitigating financial, operational, and reputational risks (e.g., safeguarding protocols and insurance).
- e. Executive Evaluation: Selecting and reviewing the performance of the Club Manager or Club Chairman to ensure they are meeting Board-set KPIs relating to financial tracking and governance.

Oversight Framework

18.3 The BOD maintains oversight of the Club through the following formal mechanisms:

- a. Performance Audits: The BOD has the right to audit any department (Technical, Financial, or Admin) to verify compliance with NPC policies.
- b. Reporting Cycles: Club Management must provide a written report 7 days prior to each Board meeting covering registration numbers, financial status, and safeguarding incidents.
- c. Approval Thresholds: Any expenditure or contract exceeding an amount determined by the BOD from time to time requires explicit Board approval.
- d. Policy Enforcement: The BOD establishes the "Rules of the Game" (e.g., Code of Conduct, Travel Policy), and Management is responsible for enforcing them.

Line of Authority

18.4 The line of authority between the NPC and the Club shall be as follows:

- a. Hierarchy: The Board of Directors → Management Executive Committee (MEC) → Club Manager → Staff/Coaches.
- b. Authority: The BOD may overrule any operational decision of the Management Committee that threatens the NPC's non-profit status or financial viability.
- c. Separation of Duties: Directors shall not interfere with pitch-side coaching decisions unless those decisions violate the NPC's safety or ethical policies.

Agreement and Formal Adoption

18.5 The Directors of the NPC hereby agree to perform the duties outlined in this Article and acknowledge their legal responsibility to Goodwood United Foundation and its mission.

SIGNED at Goodwood on this the 20 DAY of February 2025



For: **Goodwood United**

Name: Brent Mohamed

Capacity: Chairman

Who warrants that he/she is authorised to do so

SIGNED at Goodwood on this the 20 DAY of February 2025



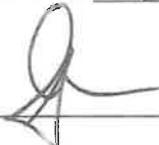
For: **Goodwood United**

Name: SHAAHID CHAMPION

Capacity: TREASURER

Who warrants that he/she is authorised to do so

SIGNED at Goodwood on this the 20 DAY of FEBRUARY 2025



For: **Goodwood United**

Name: Wendan Johnson

Capacity: VICE Chairman

Who warrants that he/she is authorised to do so

SIGNED at GOODWOOD on this the 20 DAY of FEBRUARY 2025



For: **Goodwood United**

Name: DARREN HART

Capacity: SECRETARY

Who warrants that he/she is authorised to do so