

CONSTITUTION OF THE SOUTH AFRICAN BOXER BREED COUNCIL

(as accepted at a General Meeting of the four KUSA affiliated Boxer Clubs, held on 28 August 2004 in Bloemfontein, revised at a Meeting of SABOX held on 26 February 2005 in Cape Town and approved by the Kennel Union of Southern Africa in February 2006.)

1 Name

The name of the Council shall be the South African Boxer Breed Council hereinafter referred to as "SABOX".

2 Area of Operation and Jurisdiction

SABOX, established in terms of Article 20.4 of the Constitution of KUSA as a Breed Council, shall operate in and with jurisdiction over the KUSA area as defined in the said Constitution, under the provisions of this Constitution and under such additional powers as may be delegated to it from time to time by the Federal Council in relation to every Boxer Breed Club affiliated to KUSA.

SABOX, in the implementation of its delegated powers, will not encroach upon policy matters specially reserved for the Federal Council and/or specially delegated to its Provincial Councils; nor will membership of SABOX detract in any way from the inalienable rights of Member Clubs or their obligations in terms of their affiliation to KUSA and the dictates of their respective Club Constitutions, but will devote itself entirely to the betterment of the Boxer breed.

In terms of Article 20.4 of the Constitution of KUSA, the Federal Council may revoke at any time any or all of the powers granted to SABOX.

3 Interpretation of Terms

Throughout this Constitution and in any Regulations framed thereunder, words importing the singular shall include the plural; words importing the masculine gender shall include the feminine and neuter genders and vice versa, unless such interpretation is inconsistent with the context hereof. Unless in conflict with the context of the clause, the terms, conditions and interpretation of the KUSA Constitution shall prevail.

"Boxer Club" shall mean any Boxer Specialist Club, the objects of which include the welfare of, interest in, breeding and importation of purebred Boxers, as distinct from a Training Club, whose main object is the training of dogs of any ancestry, not eligible for entry into the Breed Registers. Such Club shall be affiliated to KUSA and carry on its activities within the area of jurisdiction of SABOX and should be active and acknowledged as such in the breed concerned.

"Dog" shall mean a Boxer.

"Dog Show" shall mean any exhibition or show of dogs defined in and recognised by the Constitution of KUSA, i.e.

“Championship Show” shall mean a dog show at which KUSA permits its challenge certificates to be awarded and may include any other certificates applicable to the Boxer Breed.

“Non-Championship Show” shall mean an open show, limited show and match meeting.

“Specialist Show” shall mean a dog show at which KUSA permits certificates, which may apply to the Boxer breed, to be awarded.

“Federal Council” shall mean the Federal Council of KUSA.

“KUSA” shall mean the Kennel Union of Southern Africa.

“Member” shall mean a Representative of a Member Club of SABOX.

“Member Club” shall mean a Club, which has been admitted to membership of SABOX.

“Representative” shall mean a nominee appointed by a Member Club, in terms of Clause 15.1 and 15.3.3 of this Constitution.

“Secretary” shall mean the Secretary of SABOX.

4 Objects

The objects of SABOX shall be as follows:

4.1 To assist, supervise and promote the breeding and training of Boxers and to advise on the well being of and the interest in the breed and to encourage participation in sporting activities for the breed.

4.2 To provide a single body representative of all Boxer Clubs carrying on their activities within the area under its jurisdiction, where such channel of communication is necessary and convenient in terms of this Constitution.

4.3 To provide the means of closer co-operation and liaison between all member Clubs and to promote a better understanding and knowledge of dogs and dog affairs among Club members and people interested in dogs.

4.4 To organise competitions and encourage a spirit of companionship amongst all participants

4.5 To observe and adhere to the Breed Standard adopted by KUSA for the Boxer breed.

4.6 To promote the participation and qualification of Boxers in working tests and trials recognised by KUSA and to thereby preserve, consolidate and strengthen the inherent working qualities of the breed. These tests shall those as defined in the Kennel Union Constitution and Schedules.

4.7 To promote the Aptitude Testing of Boxers in order to gauge their working potential.

4.8 To promote the training of Breed and Working Test Judges, as well as Helpers for working tests.

4.9 To promote the identification of dogs and the issue of KUSA certificates of registration and transfer and to direct breeders to encourage owners to register transfer of registered ownership on the acquisition of a dog.

4.10 To identify criteria for the KUSA Advanced Registration Certificate (ARC) for Boxers and to promote the acceptance of the same.

4.11 To make recommendations on any matters concerning breeding, Breed Surveys/Assessments, show organisation and working tests.

4.12 To strive towards obtaining proof of Boxers whose hips and hearts have been examined and rated by the Department of Radiology, Faculty of Veterinary Science, University of Pretoria or another specialist body acceptable to the Federal Council and to compile, publish and distribute a list of such Boxers at quarterly intervals.

4.13 To publish an informative magazine, including promotional material, information on scientific research and advice relative to disease, breeding, rearing and keeping of Boxers and information regarding procedures and policies on these matters.

4.14 To promote the correct public image of the Boxer, with particular emphasis upon the younger generation, who will be the breeders, trainers and exhibitors of the future.

4.15 To provide a channel of communication to the Federal Council for member clubs and between the respective Member Clubs and KUSA. Without limiting the generality thereof, this object shall be attained by SABOX, assisting and representing Member Clubs in their collective dealings and communications with KUSA, when such a single channel of communication is deemed necessary or convenient.

4.16 To assist and represent the Federal Council in its dealings and communications with Member Clubs and to perform such other functions as may be delegated to it from time to time by the Federal Council.

4.17 To act as an intermediary between Member Clubs and any private body, whether the same shall be corporate or unincorporated, a charitable organisation, an association of persons or an individual and in connection therewith to fulfil the function of the authorised representative and official spokesman for Member Clubs, in all their collective dealings and communications, with such body.

4.18 To observe, promote, support and uphold, in all its activities, the principles of KUSA and to suppress and abolish any forms of dishonesty in canine affairs.

4.19 To endorse the applicability, observance, force and effect of the Constitution of KUSA and any schedule thereto.

4.20 To consider any proposed alterations and amendments to this Constitution and any schedule thereto.

4.21 To provide KUSA with Audited Financial figures for all annual transactions by 15th October of each year.

5 Activities of Member Clubs

To meet the objects of and hold membership of SABOX, Member Clubs shall:

5.1 Accept the Constitution of SABOX.

5.2 Hold Dog Breed Shows in terms of the KUSA Constitution and/or hold Breed Surveys/Assessments for Boxers and/or Working Tests recognised by KUSA and SABOX.

5.3 Provide information on the breeding, rearing and training of Boxers.

5.4 Encourage the exchange of mutual experiences amongst members, the fostering of friendly relations between members and the building a good Club spirit.

5.5 Promote the Boxer.

6 Powers

SABOX shall be empowered to:

6.1 Adopt all such consultative and executive powers granted to it and without derogating from the generality thereof, shall:

6.1.1 Make reports and recommendations to the Federal Council, wherever a Member Club has allowed or permitted disregard of KUSA's Constitution or any Schedule thereto or failed to observe the provisions thereof.

6.1.2 At the request of Federal Council, nominate from its Members, such persons as to constitute special committees, whenever any such committee is established by the Federal Council in terms of Article 19 of the KUSA Constitution.

6.1.3 Appoint Sub-Committees, when such appointment is considered necessary and desirable to deal specifically with:

a) Breed matters

b) Working Test matters

c) Training of Specialist Breed Judges

d) Publications and public relations

e) Scientific research

f) Financial

g) and other such matters, which may be considered necessary and conveniently allocated to a sub-committee, which may assume more than one function if required.

Sub-committees shall report to SABOX with copies of all Minutes of meetings held.

6.1.4 Exercise all executive powers granted to it by the Federal Council of the KUSA in relation to all Member Clubs.

6.2 Institute enquiry into and investigation and demonstration of any matters, relating to any of its objects.

6.3 Supervise the investment of surplus funds, not immediately required for administrative expenses, in any registered financial institution, as agreed by SABOX and in the name of SABOX and to operate such accounts as may be deemed necessary and permit withdrawals on the signatures of any two of the Chairman, Vice-Chairman, or nominated members of the SABOX.

6.4 Keep such books and records as may be necessary or convenient, subject to all such books and records being made available to its members at all reasonable times and to the KUSA.

6.5 Do all such other things as are incidental or conducive to the attainment of SABOX objects or any of them.

7 Official Address

7.1 SABOX's domicile shall normally coincide with the domicile of its administrative headquarters, as advised to KUSA and to Member Clubs and to which all official notices and communications of every sort shall be addressed and delivered.

7.2 All communications sent by the Secretary to Member Clubs, Representatives, office bearers, members of affiliated clubs and the public shall be deemed to have been received within 10 days when proof of dispatch by e-mail and/or any method of delivery where the consignee has to sign acknowledging receipt of the document, letter, package or parcel and shall include Recorded Delivery, Speed Services, Priority Mail, Certified Mail is presented by SABOX.

8 Membership

Subject to the method of representation set out in Articles 9 & 15 hereof, membership of SABOX shall be open to:

8.1 Every Boxer Club, carrying on its activities in the KUSA area of jurisdiction, provided it is affiliated to the KUSA and for as long as it remains affiliated.

8.2 Whenever a new Boxer Club is affiliated to KUSA, its membership of SABOX shall commence from the date that its affiliation has been accepted by the Federal Council of KUSA, in terms of Article 8 of the KUSA Constitution and no other formality shall be required to obtain and retain membership other than that its committee at all times shall comprise of members 80% of which are past or present Boxer owners.

9 Voting Powers

Each Member Club shall have a maximum of three votes at any meeting of SABOX. In addition to a maximum of two Breed Representatives, each Member Club shall be entitled to nominate one Working Representative with full voting powers. The Working Representative must have qualified at least one Boxer in any of the disciplines listed in 4.6 and 4.7. A Member Club may however exercise its voting power through as few as a single Representative, provided the above stipulation regarding a working qualification is

complied with if the Working Representative is to exercise the club's vote. No Representative shall vote on behalf of more than one Member Club.

10 Trustee and Property of SABOX

10.1 SABOX is a sub-committee of KUSA and the Trustee of KUSA, subject to being authorised thereto by the KUSA Federal Council, shall have full power to institute and defend all legal proceedings instituted by or against SABOX and for such purposes shall be empowered to sign Powers of Attorney and any other legal documents on behalf of KUSA and SABOX.

10.2 All movable and immovable property belonging to SABOX shall not form part of the personal estates of the office bearers or members of SABOX or any of its Member Clubs and shall be registered in the name of SABOX. All such movable and immovable property shall be applied and disposed of for the benefit of SABOX and its objects in such manner as the Federal Council shall direct.

11 Liability

SABOX is not formed for the purpose of carrying on any business or enterprise that has as its object the acquisition of individual gain by its Member Clubs and/or their Representatives.

11.1 Notwithstanding SABOX's establishment relative to the Articles of the Constitution of KUSA and notwithstanding those duties, functions and activities carried out by SABOX, pursuant to powers delegated by the Federal Council, the KUSA shall not be liable for any debts of whatsoever nature incurred by SABOX, unless SABOX acted in accordance with prior written directions given or decisions made by the Federal Council.. In no circumstances and on no occasions whatsoever, will the Federal Council and/or KUSA be liable for any act or omission of SABOX and SABOX shall not have the power to bind the Federal Council or KUSA, for any financial consequences of SABOX's decisions, duties, functions and activities, nothing whatsoever excepted.

12 Indemnity

All office bearers and members of SABOX shall be indemnified by KUSA, in respect of any personal liability incurred while acting on behalf of KUSA or SABOX, provided they acted in accordance with the directions given or decisions made from time to time by resolution of the Federal Council.

13 Financial Year and Funding

13.1 SABOX financial year shall commence on the 1st of September and expire on the 31st of August each year.

13.2 SABOX shall be funded by means of a levy added to the registration fee of all Boxers registered by KUSA. The amount of the levy shall be mutually agreed upon by SABOX and KUSA from time to time. The funds collected in this way shall be administered by KUSA on behalf of SABOX.

13.3 In addition to the above the Federal Council may undertake to finance specific actions or activities of SABOX, but shall be under no obligation to do so.

14 Audited Financial Statement

SABOX shall submit its books of account and financial records for annual audit to the auditor appointed in terms of Article 15.3.4 not later than the 30th of September of each year and shall forward to KUSA one copy of its audited accounts of income and expenditure and SABOX's balance sheet, before the 31st of December of each year.

15 Organisation

15.1 Membership:

The membership of SABOX shall comprise of Member Clubs and such membership shall ipso facto constitute acceptance of this Constitution of SABOX and any Rules and/or By Laws framed thereunder. The members of Member Clubs shall be represented on SABOX via their nominated Representatives and as such shall have a say in the running of the affairs of SABOX.

15.2 Termination:

If a Club fails to operate in the best interests of the Boxer breed or SABOX, SABOX is empowered to recommend to the Federal Council that its membership be terminated.

15.3 South African Boxer Breed Council:

15.3.1 SABOX shall consist of a maximum of two Breed Representatives and one Working Representative nominated by each Member Club and a minimum of one Representative nominated by each Member Club. Each Member Club may also nominate one alternate to each Representative. A Member Club may exercise its voting power through as few as a single Representative.

15.3.2 Representatives shall be fully paid-up members of the Member Club and accreditation in writing shall be given by the Club so represented. A person may not represent more than one Club on SABOX.

15.3.3 At the first meeting held by SABOX in each financial year, all Representatives shall present their credentials and satisfy the meeting of their appointment thereto and thereafter the Member Club or Member Clubs concerned shall authenticate any change of Representative. Every Representative shall notify the Secretary of an address, to which all notices intended for the Club represented by him, shall be sent. All Representatives shall have competence and be entitled to participate in all the business of SABOX in every way.

15.3.4 At the first meeting held by SABOX in each financial year an Auditor/s shall be appointed who may not be a member or close relative of any member of SABOX, but shall hold adequate experience to discharge his duties.

15.3.5 All the business and affairs of SABOX shall be managed and controlled by the Representatives of its Member Clubs, who shall have full power and authority to carry on all or any of the objects and to exercise all or any of the powers set forth in these Articles.

15.3.6 At the first meeting held by SABOX in each alternate financial year, the members of SABOX shall from their number elect a Chairman and a Vice Chairman who shall hold office for two years, always provided that in the event of either office bearer being unable to continue to act in such capacity during the course of his term of office, members of SABOX may elect from their number a replacement.

15.3.7 SABOX shall appoint a Secretary of SABOX who need not be a Representative and the Secretary shall hold appointment for such period of time as SABOX may decide. In addition to a Secretary, SABOX may appoint a Treasurer who need not be a Representative and the Treasurer shall hold appointment for such a period of time as SABOX may decide.

15.3.8 In addition to but without derogating from its general authority, SABOX may:

a) Frame regulations or by-laws for the better conduct of its functions, subject to approval by the Federal Council.

b) Determine what proportion of its funds shall be invested and shall nominate signatories, who shall not be related to or domiciled with each other, to operate upon all accounts owned by SABOX.

c) Determine what salary, (if any) shall be paid to its Secretary or Treasurer and the nature and extent of his duties.

d) Recommend to the Federal Council that a Member Club be disaffiliated in terms of Article 9 1.5 of the Constitution of KUSA, whenever it appears that such club has carried on its activities, or one or some of them, contrary to the terms or spirit of the KUSA Constitution or any Schedule made thereunder, or has manifested contempt for or indifference to the said Constitution or Schedule, or has behaved or supported any behaviour which undermines or tends to undermine the objects of SABOX and KUSA and the authority thereof.

e) Perform all acts and deeds and do all things, which are consistent with this Constitution.

15.4 Persons ineligible for serving on SABOX:

No person shall be eligible for election or appointment to SABOX or any of its Committees if he:

15.4.1 sustains a suspension or disqualification imposed under Schedule 1 (Disciplinary Rules) or any judgement given against him under Schedule 9 (Code of Ethics) of the KUSA Constitution.

15.4.2 is convicted of any criminal offence and sentenced to imprisonment without the option of a fine or convicted of any offence relating to cruelty towards or neglect of an animal.

15.4.3 is employed by KUSA.

15.4.4 is declared insolvent or bankrupt.

16 Meetings

SABOX shall hold not less than one (1) meeting before the end of October each year and may thereafter meet as often as its members deem necessary or convenient. Meetings shall only be held when the business, elections or constitutional matters to be attended to justify such a meeting. Where possible, all matters shall be dealt with by correspondence. A meeting of SABOX must be held when more than half of Member Clubs submit a written request to the Secretary. All meetings shall be held at a suitable venue upon such day and at such hour as the majority may decide. The Chairman of SABOX shall be Chairman of all meetings but whenever he is not present, the Vice Chairman shall preside. The Chairman is entitled to attend, ex officio, any meeting of any Committee and Sub-committee and should be informed of all meetings. The Chairman of the Federal Council is entitled to attend, ex officio, any meeting of SABOX or any Committee or Sub-Committee, should be informed of all meetings and may participate in the discussions thereat but shall not be entitled to vote.

16.1 Quorum: The quorum at any meeting of SABOX shall equal 50% of the number of the Member Clubs plus one. The quorum shall include the Chairman or the Vice Chairman of SABOX.

16.2 Notice of Meetings: Notwithstanding any prior arrangements relating to the date of the next SABOX meeting, the Secretary shall send written notice by pre-paid post or e-mail to each Representative at the Member Club's address, notified in terms of Article 15.3.3 hereof, giving all members not less than forty two (42) days notice of every meeting, specifying the date, time and venue thereof and with every such notice shall be sent a copy of the Agenda of business to be dealt with. One copy of such notice and agenda shall also be sent to the Chairman of the Federal Council and the Secretary of KUSA. In the case of urgent matters the period of notice for meetings shall not less than twenty one (21) days.

16.3 Voting:

16.3.1 Every representative of a Member Club, as a member of SABOX shall be entitled to abstain from voting, or to exercise his right to vote.

16.3.2 In addition to his deliberate vote, the Chairman of every meeting shall be entitled to exercise a single casting vote in the event of the total votes cast being equally divided between those in favour of the motion and those against such motion.

16.3.3 Voting shall be by a show of hands unless the Chairman otherwise directs. Any abstentions and the number of votes cast for and against a motion shall be recorded by the Secretary. If the total votes cast are equally divided the Secretary shall record the determination of the Chairman's casting vote, if so exercised.

16.3.4 Voting upon all motions shall first require a proposer and a seconder, in the absence of which the motion shall fail. A simple majority of votes cast shall decide any question put to the vote at any meeting of SABOX, save and except for constitutional amendments, when a two-thirds majority of votes cast shall be required for a motion to be carried.

16.4 Minutes of Meetings:

16.4.1 Minutes of every SABOX meeting shall be recorded by the Secretary or in his absence by some suitable person appointed by SABOX to act as Secretary for that meeting.

16.4.2 SABOX shall send copies of the minutes of all meetings including minutes of matters dealt with by Sub-Committees to the Secretary of KUSA.

16.4.3 Copies of such Minutes shall be dispatched to Members, to each Member Club and to KUSA, not later than seven (7) days after the meeting, notwithstanding that such Minutes are unconfirmed and open to correction before adoption at the next SABOX meeting.

16.4.4 After confirmation and adoption of Minutes, the Secretary shall immediately send to KUSA and to each Member Club copies of any corrections to such Minutes previously dispatched in terms of paragraph 16.4.2 and 16.4.3 hereof. Alternatively, he shall send written confirmation that such minutes were confirmed and adopted without correction. In the event of a resolution of SABOX being required as evidence for any purpose whatsoever, a copy thereof, signed by the Chairman and the Secretary, shall be accepted as conclusive proof of the contents thereof.

17 Amendment of the Constitution

Constitution and all the Articles thereof may be repealed, substituted, amended or added to at any meeting of SABOX, provided that any member desiring to move such amendment shall notify the Chairman or Secretary in writing, giving a draft text of the proposal, which shall be included in the Agenda for the meeting at which such proposal will be moved. A two-thirds majority of votes cast at such a meeting shall be required to amend the Constitution and any such amendment, if approved by SABOX, shall not become of any force or effect until it has received the written approval of the Federal Council.

18 Copy of the Constitution

A copy of the Constitution of SABOX, certified correct by the Chairman and the Secretary, may be accepted as evidence for any purpose whatsoever and in all legal proceedings, in or out of court.

19 Autonomy of Member Clubs

Notwithstanding anything to the contrary here-in-before stated, Club membership of SABOX shall not derogate from such Member Club's autonomy as a Club affiliated to KUSA, save and except in those cases where SABOX acts in terms of a specified power delegated to it by the Federal Council of KUSA.

20 Dissolution of SABOX

20.1 Any proposal to dissolve SABOX shall only be considered at a Special General Meeting of SABOX convened for the purpose, and then only in terms of this section.

20.2 No proposal to dissolve SABOX shall be considered unless at the time of such proposal there are present not less than two-thirds of all the Representatives of SABOX at the time of such proposals, nominated in accordance with Articles 9 and 15.3.1 and accredited in

accordance with Article 15.3.3 above and of whom not less than three-quarters vote in favour of such proposal. Should the meeting referred to in this clause have insufficient representatives present to form a quorum then the Federal Council has the power at any time to instruct SABOX to suspend its activities and hand over all the assets under its control to KUSA for safekeeping until such time as SABOX is able to arrange a meeting with sufficient members to form a quorum. Should such a meeting not be convened by SABOX within two years of the meeting at which the quorum was not present, then SABOX shall be deemed to be dissolved and its assets shall be forfeited to KUSA.

20.3 Immediately a decision to dissolve SABOX has been taken in terms of this section, the members shall forthwith liquidate the affairs of SABOX and if there is any surplus of assets on realisation, such surplus shall revert to KUSA.

21 Effective Date of Constitution

This document becomes effective/official only after it is signed by representatives of both parties.

June 2005

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