

Proposed additions and changes to the HHC constitution & bylaws

Why make these changes?

- 1) To ensure the constitution adheres to the minimum requirements set by South African law to establish the HHC as a universitas in law, including the explicit inclusion of details on continuity, liability, and financial management clauses (e.g. clauses 5.10, 6 & 10).
- 2) To better align it with the club's current character, operations, and needs.
- 3) To separate the Constitution and Bylaws from each other. Necessary to separate principle club matters that are unlikely to change in the short-term, and which requires a 2/3 majority vote from all club members to change, from the operational, day-to-day matters that fall within the ambit of the EC and that may have to be changed from time to time.

- 4) Specific changes to the constitution are –
 - (a) Identity, powers, membership & liability described to ensure the establishment of a universitas and the effective management of liability (particularly in 3.2, 5.10, 6 and 11).
 - (b) Institutional membership was added (5.1 & 5.3).
 - (c) "Active members" defined (5.6).
 - (d) Office bearers' responsibilities were better defined (7).
 - (e) "Competitions organiser" now the "Brewing Steward" with broader responsibilities (7.3.3).
 - (f) AGM and election of EC moved from September to November and election process aligned with current practice (7.4). November elections will allow better alignment with annual program and simplify transfer from one committee to the next. The club's birthday will of course still be celebrated at the September meeting.
 - (g) Office bearers' terms formally extended to two years – was one year in old constitution although, in practice, members stayed on for longer. Offer a good balance between turnover, time to make an impact and availability of volunteers.
 - (h) EC can appoint additional, non-elected members (non-office bearers) to fulfil specific roles on the EC and foster leadership continuity (7.6).
 - (i) Club Meetings shall, as a rule, be held on the penultimate Thursday of each month (9.1). Changed from 3rd Thursday – has very little practical impact, except in months with 5 Thursdays, where it keeps the meeting closer to the end of the month.

- 5) Specific changes to the bylaws are –
 - (a) Membership clearly defined on an annual basis to facilitate better planning and management (2.1 & 4).
 - (b) Membership benefits better defined (2.2) and added for institutional members (2.3).
 - (c) Visitors & guests section added (3).
 - (d) Annual membership introduced and fee structure updated (4). Pls note, 2022 will be managed as a transition year with both the new and old payment options available.
 - (e) Homebrew competition rules added (5).
 - (f) HHC League rules added – note that points towards league will be actual score of best beer entered (5.8).

Pls submit any comments or suggestions you may have at <https://forms.gle/wfe25G9ru9FbxDMg8>



Constitution of the HELDERBERG HOMEBREW CLUB

Established 2015

1. NAME

The name of this association shall be "HELDERBERG HOMEBREW CLUB", hereinafter referred to as "HHC".

2. PURPOSE

To act as an enabling, educational, and social networking platform for homebrewers and craft beer enthusiast in the Helderberg Basin and surrounding areas.

3. IDENTITY AND POWERS

3.1 The HHC is a voluntary, non-profit association formed in terms of common law and which shall exist in its own right and separately from its members.

3.2 The HHC may be able to sue or be sued in its own name.

3.3 The HHC shall be able to liaise and enter into agreements with other organisations or individuals.

3.4 The HHC shall be able to raise funds and own current assets related to the realisation of its purpose and attainment of its objectives.

3.5 The HHC shall not directly employ staff or acquire or own any fixed assets.

3.6 Members or office bearers of the HHC do not have rights over the assets of the HHC by virtue of their being members or office bearers.

3.7 The HHC may not give any of its assets to its members or office bearers.

3.8 The address of the HHC shall be C/O Triggerfish Brewing, Unit 9, WR Quinan Blvd, Paardevlei, Somerset West, South Africa 7130.

4. OBJECTIVES

4.1 Provide an environment where homebrewers can meet, socialise, and learn from each other.

4.2 Teach members about brewing theory, -practice, -techniques, and -equipment.

4.3 Support and encourage members to mature as brewers and beer enthusiasts through exposure, training, competitions, tastings, and judging.

- 4.4 Foster mutually beneficial relationships with relevant, local organisations, including homebrew suppliers and professional craft brewers, in support of homebrewing.
- 4.5 Grow the hobby of homebrewing and educate all beer drinkers to better appreciate the complexity and diversity that craft beer offers.
- 4.6 Encourage the responsible consumption of beer.

5. MEMBERSHIP

- 5.1 Two categories of membership, i.e. individual and institutional membership, are available.
- 5.2 Individual membership shall be available to any person who is a homebrewer or craft beer enthusiast.
- 5.3 Institutional membership shall be available to any business or organisation that supports the purpose and activities of the HHC and could benefit from the associated exposure and recognition.
- 5.4 Annual membership fees shall be payable as detailed in the HHC's Membership Bylaws.
- 5.5 Membership is not transferable.
- 5.6 Active members shall be defined as registered members of the club, whose membership fees are paid-up and have attended at least three (3) of the last six (6) club meetings.
- 5.7 Membership will cease if a member –
 - 5.7.1 resigns in writing, or
 - 5.7.2 does not renew his/her membership by the defined deadline.
- 5.8 By becoming a member of the HHC individuals and organisations commit themselves to the purpose and objectives thereof and undertake to diligently participate and contribute to help ensure the realisation of these.
- 5.9 Membership shall be suspended when the Executive Committee concludes that a member is not upholding the Constitution or spirit of the HHC or is bringing the HHC into disrepute.
- 5.10 The HHC shall continue to exist irrespective of changes in membership and/or office bearers, until its formal dissolution as detailed in clause 11.

6. LEGAL LIABILITY

No member of the HHC shall be legally liable towards any person or body by reason of any act of the HHC unless such act was performed *ultra vires* the powers of the HHC or the authority given to members of the HHC.

7. OFFICE BEARERS

- 7.1 An Executive Committee, hereinafter referred to as the "EC", shall be elected by HHC members to take responsibility of the day-to-day administrative, operational and management issues related to the HHC's purpose and objectives.
- 7.2 The EC's responsibilities shall include –
 - 7.2.1 Interpret and uphold the Constitution and Bylaws of the Club.
 - 7.2.2 Set the dates, times, themes, and agendas for club meetings.
 - 7.2.3 Arrange guest speakers, and demonstrations at club meetings.
 - 7.2.4 Arrange club competitions, tours, activities, and festivals.
 - 7.2.5 Organise and oversee raffles, auctions, and other fundraising events.

- 7.2.6 Initiate, plan, and manage club merchandising initiatives.
- 7.2.7 Organise membership drives and associated activities.
- 7.2.8 Manage the nomination and election of incoming EC members.

7.3 The EC shall consist of a minimum of three members, including the following office bearers:

7.3.1 **President**, with the following duties -

- a. Overall leadership, organisation, and management of the HHC.
- b. Chair all club and EC meetings.
- c. Prepare and file agendas and minutes for all meetings.
- d. Prepare and present the Club's annual report at the Annual General Meeting.
- e. Call special meetings when necessary.
- f. Form sub-committees when necessary.
- g. Shall have no vote on motions made at membership or EC meetings, except to break a tie.

7.3.2 **Treasurer**, with the following duties –

- a. Manage and administer the Club's finances, including -
 - (i) Managing the Club's bank account.
 - (ii) Document and collect membership fees and other monies owed to the Club.
 - (iii) Document and pay pre-approved expenses incurred by the Club, including reimbursements.
 - (iv) Submit a financial report to the EC on a quarterly basis or when requested by the President.
- b. Oversee and administer the Club's merchandising initiatives, including -
 - (i) Maintain an inventory of club merchandise.
 - (ii) Oversee sales and payments.
- c. Maintain and administer the Clubs Membership database.

7.3.3 **Brewing Steward**, with the following duties –

- a. Plan, organise and oversee club brewing competitions, the HHC League and possible other ad hoc competitions.
- b. Plan, organise and oversee club brew days.
- c. Manage, maintain, and oversee use of club brewing equipment.

7.4 EC members shall be elected during the Annual General Meeting (AGM) in November and the process shall be managed as follows –

7.4.1 The incumbent President shall announce a one-week long, open call for nominations for the available EC position(s), two weeks before the AGM.

- a. Any active member is eligible to be nominated.
- b. Any active member is eligible to nominate another active member.
- c. Nominees must confirm that they are willing to serve on the EC before they may be nominated.
- d. The nominees' names for each office shall be announced by the President one week before the AGM.

7.4.2 A secret ballot shall be organised by the President before or during the AGM to allow for the announcement of the results at the AGM.

7.4.3 The methods for collecting nominees' names and the election process shall be done at the discretion of the President and may be done physically and/or electronically, however, it must be an accessible and fair process.

7.4.4 Should only a single nomination be received for a particular office, voting is not required, and the nominee shall be considered duly elected.

- 7.4.5 The President shall appoint a committee of three, non-running members to tally the votes and confirm the results.
- 7.4.6 Any temporary or short-term (≤ 6 months) vacant office may, in consultation with the members, be filled through a direct appointment.

7.5 Terms of office -

- 7.5.1 By accepting an EC position, the incumbent accepts the associated responsibilities and commits to diligently execute these to the benefit of the HHC.
- 7.5.2 All elected offices shall be held for a term of two (2) years, generally commencing in January and terminating in December two years later.
- 7.5.3 Office bearers may be re-elected for a second term but must then step down for at least one year before being eligible again.
- 7.5.4 Where possible office bearers' appointments should be staggered to allow continuity in leadership.
- 7.5.5 An EC member shall be removed from office when the EC comes to a majority conclusion that said member is not performing his/her duties.
- 7.5.6 EC members shall, upon completion of their term in office, return to HHC all property and information related to the operation and history of the Club. Failure to comply may result in expulsion from the Club and civil action if deemed necessary.

7.6 The EC may appoint up to three (3) additional, non-elected EC members with the aim to serve specific functions on the EC and/or to foster leadership continuity, including but not limited to, a secretary, a communications officer, a social media officer, a webmaster, and a professional brewer. Non-elected EC members shall be the same terms of office than elected members (as defined in 7.5), except that their tenure will be linked and limited to that of the appointing President. These additional members shall not be formal office bearers of the HHC.

8. VOTING RIGHTS

- 8.1 All active individual and institutional members are eligible to cast a single vote.
- 8.2 All decisions, except changes to the constitution as stipulated in clause 12, will be based on a common majority.
- 8.3 In case of a deadlock the President has a deliberative and casting vote.
- 8.4 Elections can be called at club meetings or via an e-mail or similar e-ballot as and when necessary.
- 8.5 A voting quorum at a club meeting shall be no less than one quarter (25%) of the active membership at the time of the vote as determined by the Treasurer.
- 8.6 A quorum at an EC meeting shall be lowest number of persons that represent more than one half (>50%) of the EC.

9. MEETINGS AND EVENTS

- 9.1 **Member or Club Meetings** shall, as a rule, be held on the penultimate Thursday of each month at 18:30 at a venue confirmed by the EC. Should it be necessary to change the date it shall be communicated to members at least two (2) weeks before the time via the Club's website and social media platforms. These meetings shall take on a variety of forms, including pure social events, themed discussions, competitions, and/or excursions.
- 9.2 An **Annual General Meeting (AGM)** shall be held in November each year to accommodate all HHC administration and management requirements. For this the President shall invite agenda items and/or motions from all active members at least two (2) weeks before the meeting. EC members

are required to attend this meeting and to submit a report pertinent to their office for discussion at the meeting. The agenda shall close two (2) days before the meeting and be sent to all members at least the day before the meeting.

9.3 **EC Meetings** shall be held as required and at a time and place called by the President. All EC members are required to attend these and to submit a report pertinent to their office. Active club members may submit agenda items and request to attend these meetings.

9.4 Other **Events**, which shall not be considered formal Club Meetings, may also be organised by the EC and/or club members, including collaborations with other homebrew clubs or brewers, additional non-HHC League competitions, excursions, and collaborative training events.

10. FINANCES

10.1 Any moneys received must be kept in a separate bank account and accounted for in quarterly management accounts and audited in the annual accounts.

10.2 The bank account must be maintained, and all withdrawals and commitments must be sanctioned by the EC and in accordance with the Club's purpose.

10.3 The President and Treasurer shall have signing powers and all withdrawals or commitments must have both their signatures.

10.4 The financial year shall end on 31 October and audited financial statements shall be prepared for approval at the AGM in November.

10.5 The financial statements of the HHC must be regularly maintained and made available for inspection upon a written request to the EC.

10.6 The assets of the LOC may not be encumbered and no loans, guarantees or sureties may be sanctioned by the EC.

11. DISSOLUTION AND ASSETS

11.1 The dissolution of the HHC can only be done by a special meeting called specifically for that purpose.

11.2 A proposal to dissolve the HHC shall take effect only if agreed to by two thirds of the active members present at the meeting.

11.3 At dissolution all assets of the HHC will be disposed of by transfer to another homebrew club with the same or similar purpose to that of the HHC.

12. AMENDMENT OF THE CONSTITUTION

12.1 The Constitution of the HHC may only be amended with the approval of a two thirds majority of members present at an Annual General Meeting or a Special General Meeting convened specifically for that purpose and with proper notice having been given of the proposed changes.

12.2 Any active member of the HHC may propose a resolution to modify the Constitution.

13. CONSTITUTIONAL STATUS

13.1 The constitution of the HHC was originally adopted on 17 September 2015.

13.2 This amended version was ratified and adopted as the official constitution of the HHC at a members' meeting on 17 February 2022.

SIGNED

Mr Craig Claassen
President

Date

Dr Hennie Groenewald
Treasurer

Date

draft



Bylaws of the HELDERBERG HOMEBREW CLUB

Established 2015

1. GENERAL

- 1.1 These bylaws shall be read in combination with the Constitution of the Helderberg Homebrew Club (HHC).
- 1.2 Should any ambiguities or conflicts arise between these Bylaws and the Constitution, the Constitution shall take precedence.

2. MEMBERSHIP

- 2.1 Helderberg Homebrew Club membership shall be renewable on an annual basis, starting in January each year, or on a pro rata basis for new members, thereafter.
- 2.2 HHC individual membership benefits shall include,
 - 2.2.1 The right to vote on HHC matters as defined in the Constitution.
 - 2.2.2 Access to all club meetings, events, and activities and the networking and learning opportunities they represent.
 - 2.2.3 Access to all club resources, including its online knowledge centre and equipment.
 - 2.2.4 A single free entry to all HHC Homebrew Competitions.
 - 2.2.5 Priority access to club subsidised benefits, e.g. transport to away events.
 - 2.2.6 Priority access to externally organised events, opportunities, and benefits.
 - 2.2.7 Possible ad hoc benefits, e.g. a free beer or tasting when feasible at non-competition meetings, as determined from time to time by the Executive Committee (EC).
- 2.3 HHC institutional membership benefits shall include,
 - 2.3.1 All the benefits listed for individual membership, for a single individual representing the organisation.
 - 2.3.2 A hyperlinked listing, including a logo/picture, on the HHC website.
 - 2.3.3 Access to the HHC Facebook page and other social media platforms to upload a maximum of two posts / advertisements per platform per month.
 - 2.3.4 Priority option to participate in and/or sponsor club activities.

3. VISITORS AND GUESTS

- 3.1 The HHC welcomes visitors at all its meetings, events, and activities.
- 3.2 Visitors shall pay a visitor's fee, as defined in these Bylaws, which shall give them access to all member benefits at that meeting.
- 3.3 The EC may from time to time invite guest to attend club meetings or events to fulfil certain functions, such guests shall not be required to pay any fees.

4. FEES PAYABLE

- 4.1 Payable fees, including membership fees will be defined and updated as required by the EC of the HHC.
- 4.2 Membership fees are payable in advance, either as a single payment by 31 January, or as two separate payments, the first by 31 January and the second by 30 June.
- 4.3 Membership fees should preferably be paid by direct EFT to the Club's bank account but could also be paid in cash at the January (and June) meeting(s) or using the Club's SnapScan account.
- 4.4 Membership and visitor fees as of January 2022

Individual Membership		Institutional Membership		Visitor's Fee	
Single payment by 31 January	R500	Single payment by 31 January	R800	Per meeting	R50
Two separate payments by 31 January & 30 June	R260 each	Two separate payments by 31 January & 30 June	R500 each		
2022 transition year only	R50 per meeting	Not applicable	-	Not applicable	-

5. HOMEBREW COMPETITIONS

- 5.1 The EC shall organise homebrew competitions to realise the Club's objective of developing its members' brewing, tasting, and judging skills.
- 5.2 All club members have an obligation to contribute to a respectful, fair, and honest competitive environment in which homebrewers can learn, grow, and excel.
- 5.3 The EC shall organise approximately five (5) HHC Homebrew Competitions per calendar year.
- 5.4 Individual HHC Homebrew Competitions shall –
- 5.4.1 be open to both HHC members and visitors,
 - 5.4.2 as far as possible, be held during the February, April, June, August, and October club meetings,
 - 5.4.3 have themes/beer styles as determined by the EC and announced in January to all members.
- 5.5 Every active HHC member shall have a single free entry for each competition and may enter only one additional beer at a small entry fee. Visitors shall, in addition to their visitor's fee, also pay a fee per beer, with a maximum of two, entered for the competition.

Cost Item	Entry Fee Per Beer	
	HHC Members	Visitors
Visitor's fee	-	R 50
Beer 1	Free	R 20
Beer 2	R 20	R 30

Total cost to attend & enter 1 beer	R 0	R 70
Total cost to attend & enter 2 beers	R 20	R 100

5.6 The EC may also organise other ad hoc competitions and/or facilitate participation in external homebrew competitions – these will however NOT contribute toward HHC League points (see 5.8).

5.7 General competition rules

5.7.1 Only bona fide homebrewers may participate in HHC competitions.

5.7.2 Only bona fide homebrewed beers may be entered into HHC homebrew competitions.

5.7.3 By participating in HHC homebrew competitions, brewers agree to make their recipe available for publication on the HHC website, should it be the winning beer.

5.7.4 Beers must be presented in unlabelled, standard, brown 440ml beer bottles with crown caps. Not adhering to this rule will automatically disqualify a beer from entry.

5.7.5 Generally, three bottles of each entered beer must be presented per competition.

5.7.6 The Brewing Steward must present all competition beers anonymously to facilitate blind judging.

5.7.7 HHC competitions may be adjudicated by qualified BJCP judges OR independent, non-BJCP judges OR by participating club members in “people’s choice” competitions OR a combination of any of these.

(i) Score sheets shall be based on the BJCP-system, with the judges’ maximum possible score being 50 points and that of the Forms-based people’s choice sheet being 26 points.

(ii) Scores by independent, non-participating judges will be used as is to determine a simple average score for each beer.

(iii) In people’s choice judging the top and bottom 15% scores will be discounted to reduce the impact of biased scoring, before the average of the remaining 70% of scores is determined.

(iv) In combined score competitions, the independent judges’ score will contribute sixty percent (60%) and the people’s choice score forty percent (40%) to the final score.

5.7.8 All HHC members and visitors participating as judges have an obligation to ensure the integrity and fairness of competitions by -

(i) actively striving to be objective in their evaluations and scoring,

(ii) NOT intentionally benefit themselves or disadvantage others through their scoring,

(iii) NOT participate in block-scoring (discuss and align your scores with others).

5.8 The EC shall also organise and administer the annual “HHC League”, a year-long competition based on the results of all the individual HHC Homebrew Competitions and aimed at crowning the “HHC League Champion” every year.

5.8.1 Only active HHC members may participate in the HHC League. League points cannot be scored retroactively.

5.8.2 The HHC League shall consist of the five (5) individual HHC Homebrew Competitions per calendar year.

5.8.3 HHC League points shall be earned for each competition, based on the **actual score** of each participating homebrewer's **best performing beer**, rounded to two decimal points.

5.8.4 No participation points shall be awarded.

5.9 Awards and prizes.

5.9.1 The winner of each HHC Homebrew Competition will be awarded the "*HHC Yellow Cap*", which he/she can wear until the next competition.

5.9.2 Depending on the availability of funds and/or sponsors, prizes will be awarded to the first three places in each competition.

5.9.3 Similarly, prizes will be awarded to the top five places of the HHC League. The winner's name will also be added to the HHC League floating trophy that must be returned to the Club in November every year.

6. AMENDMENTS AND STATUS

6.1 The Bylaws of the HHC may only be amended with the approval of the majority of EC members present at an EC meeting and proper notice shall be given to all members.

6.2 Any active member of the HHC may propose a resolution to modify the Bylaws.

6.3 These amended Bylaws of the HHC were ratified and adopted as the official bylaws of the HHC at an EC meeting on 17 February 2022.

SIGNED

Mr Craig Claassen
President

Date

Dr Hennie Groenewald
Treasurer

Date