



KAKAMEGA SPORTS CLUB CONSTITUTION

(2025)

“Building Bonds Beyond the Game”

Approved by the SGM on 19th December 2025

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PREFACE / FOREWORD

This Constitution of Kakamega Sports Club (2025) represents a harmonized and consolidated version of all previous constitutions and amendments in with the best practice. It reflects the Club's growth, modern governance standards, and commitment to transparency, integrity, and inclusivity.

The harmonization process drew upon prior documents, ensuring consistency, clarity, and alignment with the Club's mission to promote sporting excellence and social fellowship and to reflect technological changes in its operating environment.

Adopted by the Management Committee on 24th October 2025 and approved by the members on 19th December 2025, this Constitution serves as the supreme instrument guiding the affairs of the Club.

Signed,

Mr. Andrew Maleche

Chairman

Dr. Richard Wekesa, PhD

Honorary Secretary

ACKNOWLEDGMENT

This Constitution was amended, harmonized, and compiled under the direction of the Management Committee of Kakamega Sports Club, 2025.

The Club's gratitude goes to the Kakamega Sports Club Constitution Amendment Taskforce and more specifically Mr. Richard Andabwa, Dr. Richard Wekesa, and Dr. Martin Oloo for their dedication and sacrifice in completing this work on time.

The amendment and harmonization process ensured consistency, clarity, and alignment with the Club's mission to promote sporting excellence and social fellowship while reflecting technological changes in its operating environment.

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1.0 NAME AND STATUS OF THE CLUB

1.1 The Club shall be known as **KAKAMEGA SPORTS CLUB**, hereinafter referred to as "the Club."

1.2 The Club is a private members' sports and social club established in accordance with the Societies Act of Kenya.

1.3 The Club shall operate as a non-profit organization dedicated to promoting sports, recreation, social interaction, and community welfare among its members and guests.

1.4 The Club's official colour shall be Dark Green with a logo as in appendix 9.

2.0 REGISTERED OFFICE AND ADDRESS

2.1 The registered office of the Club shall be situated within Kakamega County, at Kakamega Sports Club grounds, off Kisumu-Kakamega Road, Kakamega town, Lurambi Sub-County, or at such other location as may be determined by the Management Committee.

2.2 The postal address of the Club shall be:

- **P.O. Box 58-50100, Kakamega, Kenya**
- **Tel: +254 703 267 336 / +254 738 267 336**
- **Email: sportsclubkakamega@gmail.com**

2.3 Any change in the Club's physical or postal address shall be duly notified to the Registrar of Societies and to all members within fourteen (14) days.

3.0 OBJECTIVES OF THE CLUB

3.1 To promote and encourage participation in sports, including but not limited to golf, tennis, darts, squash, and other recreational activities.

3.2 To provide and maintain social, sporting, and recreational facilities for the use and enjoyment of members, their families, and guests.

3.3 To foster friendship, mutual respect, and social interaction among members through organized sporting and social events.

3.4 To promote youth and community development through sports and mentorship initiatives.

3.5 To uphold ethical conduct, fair play, and discipline in all club activities.

3.6 To generate and manage resources for the sustainability and continuous improvement of the Club's facilities and services.

3.7 To collaborate with government, sports bodies, and other clubs in advancing sports and recreation.

3.8 To uphold the Club's motto: "**Building Bonds Beyond the Game.**"

4.0 MEMBERSHIP

4.1 Categories of Membership

4.1.1 The Club shall have the following categories of membership, whose admission, rights, privileges, obligations, and fees shall be governed by this Constitution and by policies approved by the Management Committee and/or the General Meeting.

4.1.2 Full Members

(a) **Description:** Full Members shall be adult individuals ordinarily resident within Kakamega County or its environs who have been duly admitted and enjoy full rights and privileges of the Club.

(b) **Rights & Privileges:**

- Full access to all Club facilities;
- The right to vote at General and Special General Meetings;
- Eligibility to vie for and hold elective office;
- The right to introduce guests in accordance with Club rules.

(c) **Entry Requirements:**

- Attainment of the age of eighteen (18) years;
- Ordinary residence within Kakamega County;
- Submission of a written application in the prescribed form;
- Proposal and seconding by two (2) Full Members in good standing for not less than two (2) years;
- Endorsement by not less than five (5) fully paid-up members;
- Payment of the prescribed entrance fee and annual subscription;
- Approval by the Management Committee.

4.1.3 Country Members

(a) **Description:** Country Members shall be persons ordinarily resident outside Kakamega County but within the Republic of Kenya, admitted to promote national fellowship and continued association with the Club.

(b) **Rights & Privileges:**

- Use of all Club facilities subject to Club rules;

- Voting rights at General Meetings;
- Eligibility to hold office subject to any residency requirements imposed by this Constitution.

(c) Entry Requirements:

- Proof of residence outside Kakamega County;
- Compliance with the application, proposal, and approval process applicable to Full Members;
- Payment of the prescribed Country Membership fees.

4.1.4 Spouse Members

(a) Description: Spouse Members shall be legally married spouses of Full or Country Members admitted primarily for social and sporting participation.

(b) Rights & Privileges:

- Use of Club facilities in accordance with Club rules;
- Participation in Club activities and sports sections;
- No independent voting rights or eligibility for elective office unless upgraded in accordance with this Constitution.

(c) Entry Requirements:

- Proof of a legally recognized marriage;
- Written application supported by the principal member;
- Payment of the prescribed spouse subscription;
- Approval by the Management Committee.

4.1.5 Life Members

(a) Description: Life Members shall be Full Members who, upon long-standing service to the Club or upon payment of a prescribed lump sum, are granted life membership status.

(b) Rights & Privileges:

- All rights and privileges of Full Members;
- Exemption from payment of annual subscriptions unless otherwise resolved by the General Meeting.

(c) Entry Requirements:

- Completion of the minimum period of continuous Full Membership as may be prescribed by the Annual General Meeting;
- Recommendation by the Management Committee;

- Approval by a General Meeting or payment of the approved life membership fee.

4.1.6 Honorary Life Members

(a) **Description:** Honorary Life Members shall be members or distinguished persons recognized for exceptional service or contribution to the Club.

(b) **Rights & Privileges:**

- Such social and sporting privileges as may be determined by the Management Committee;
- No voting rights or eligibility for elective office unless expressly approved by the General Meeting.

(c) **Entry Requirements:**

- Nomination by the Management Committee;
- Approval by an Annual General Meeting or Special General Meeting;
- Exemption from entrance fees and subscriptions.

4.1.7 Junior Members

(a) **Description:** Junior Members shall be young persons admitted for purposes of sports development, mentorship, and talent nurturing.

(b) **Rights & Privileges:**

- Access to designated sports facilities under supervision;
- Participation in junior programs and competitions;
- No voting rights or eligibility for elective office.

(c) **Entry Requirements:**

- Being below the age of twenty-five (25) years;
- Written consent of a parent or legal guardian;
- Payment of the prescribed junior subscription;
- Approval by the relevant Sports Committee.

4.1.8 Corporate Members

(a) **Description:** Corporate Members shall be duly registered corporate entities admitted to support the objectives of the Club and to enjoy limited corporate privileges.

(b) **Rights & Privileges:**

- Nomination of a prescribed number of representatives to use Club facilities;

- Limited voting rights as may be prescribed by policy;
- Eligibility for branding or sponsorship opportunities subject to Club policy.

(c) Entry Requirements:

- Submission of a certificate of incorporation or registration;
- A board resolution authorizing the application for membership;
- Payment of the prescribed corporate entrance fee and annual subscription;
- Approval by the Management Committee.

4.1.9 Caddy Members

(a) Description: Caddy Members shall be registered golf caddies affiliated to the Club and recognized by the Golf Section.

(b) Rights & Privileges:

- Access to the golf course and other designated areas;
- Participation in caddy welfare and development programs;
- No voting rights or eligibility for elective office.

(c) Entry Requirements:

- Registration with the Golf Section;
- Compliance with Golf Section rules and standards;
- Approval by the Golf Committee.

4.1.10 Temporary Members

(a) Description: Temporary Members shall be individuals granted short-term membership for a defined period not exceeding three (3) months.

(b) Rights & Privileges:

- Limited use of Club facilities as prescribed by the Management Committee;
- No voting rights or eligibility for elective office.

(c) Entry Requirements:

- Written application specifying the duration and purpose of temporary membership;
- Payment of the prescribed temporary membership fee;
- Approval by the Management Committee.

4.1.11 Candidate Members

(a) **Description:** Candidate Members shall be applicants whose membership applications have been received and are undergoing the approval and vetting process.

(b) **Rights & Privileges:**

- Limited access to Club facilities as may be determined by the Management Committee;
- No voting rights or eligibility for elective office.

(c) **Entry Requirements:**

- Submission of a complete membership application;
- Payment of any prescribed candidate fees;
- Compliance with the exhibition and vetting process.

4.1.12 Honorary Members

(a) **Description:** Honorary Members shall be distinguished persons, including public officials or strategic partners, admitted at the discretion of the Management Committee.

(b) **Rights & Privileges:**

- Social privileges only, as determined by the Management Committee;
- No voting rights or eligibility for elective office.

(c) **Entry Requirements:**

- Invitation or nomination by the Management Committee;
- Exemption from entrance fees and subscriptions.

4.1.13 Reciprocating Members

(a) **Description:** Reciprocating Members shall be members of clubs with which the Club has formal reciprocal arrangements.

(b) **Rights & Privileges:**

- Use of Club facilities strictly in accordance with the applicable reciprocal agreement;
- No voting rights or eligibility for elective office.

(c) **Entry Requirements:**

- Proof of current membership in a recognized reciprocating club;
- Compliance with visitation limits and Club rules.

4.1.14 International Members

(a) **Description:** International Members shall be Full or Country Members temporarily residing outside the Republic of Kenya for purposes of work, study, or official assignment.

(b) **Rights & Privileges:**

- Retention of membership status;
- Payment of a modified subscription as may be approved by the Annual General Meeting;
- Voting rights retained unless otherwise restricted by this Constitution.

(c) **Entry Requirements:**

- Written notification to the Honorary Secretary;
- Proof of residence or assignment outside Kenya;
- Approval by the Management Committee.

4.1.15 The fees, subscriptions, levies, and detailed operational guidelines applicable to each category of membership shall be approved by the Annual General Meeting in accordance with this Constitution.

4.2 Application for Membership

4.2.1 Applications shall be made in writing using the prescribed form and accompanied by the relevant fees.

4.2.2 Each application must be proposed and seconded by two current full members in good standing for at least two years.

4.2.3 A married couple may not propose, second, or support the same candidate.

4.2.4 Membership applications shall also be signed by five independent fully paid members.

4.2.5 Admission shall be subject to Management Committee approval.

4.2.6 The candidate's name shall be exhibited on the Club notice board for one month before ballot.

4.2.7 The Management Committee shall decide within 90 days of receipt of a complete application.

4.3 Rights and Obligations of Members

4.3.1 Members shall uphold the Club's Constitution, policies, and code of conduct.

4.3.2 Members shall pay all dues, fees, and subscriptions promptly.

4.3.3 Members shall respect Club property and conduct themselves with decorum and integrity.

4.3.4 Members shall contribute to the promotion of sportsmanship and positive club culture.

4.4 Resignation, Suspension, and Expulsion

4.4.1 A member may resign by written notice to the Honorary Secretary, effective at month-end.

4.4.2 Resignation does not release the member from liability for outstanding fees or obligations.

4.4.3 The Management Committee may suspend or expel a member for violation of the Constitution, misconduct, or actions detrimental to the Club's interests.

4.4.4 Disciplinary procedures shall ensure fairness, including written notice and opportunity to be heard.

4.4.5 An appeal may be lodged to the General Meeting within thirty (30) days.

5.0 HONORARY OFFICERS

5.1 The Honorary Officers of the Club shall include:

- The Chairperson
- The Vice-Chairperson
- The Honorary Secretary
- The Honorary Treasurer
- The Chairman of Sports Committee
- Two co-opted members to provide expertise or represent special interests

5.2 Tenure of Office

5.2.1 Officers shall serve for a term of two (2) years and may be eligible for re-election, provided that no person shall hold the same office for more than two consecutive terms.

5.2.2 The Immediate Past Chairperson shall serve in an advisory capacity without voting rights.

5.3 Eligibility

To qualify for election as an Officer, a member must:

- a. Be a full member in good standing for at least five (5) consecutive years.

- b. Have no record of disciplinary action within the last three (3) years.
- c. Demonstrate active participation in club affairs.
- d. Not have any outstanding dues or arrears.
- e. Resident of Kakamega County and its environs

6.0 MANAGEMENT COMMITTEE

6.1 Composition

The affairs of the Club shall be managed by a Management Committee consisting of:

- Chairperson
- Vice-Chairperson
- Honorary Secretary
- Honorary Treasurer
- Chairman of the Sports Committee
- Up to two co-opted members to provide expertise or represent special interests

6.2 Functions and Powers

The Committee shall:

- a. Interpret and enforce this Constitution and Club rules.
- b. Formulate policy for efficient operation of the Club.
- c. Supervise employees and appoint a Club Manager or such officers as necessary.
- d. Approve budgets, authorize expenditure, and oversee financial management.
- e. Admit, suspend, or expel members in accordance with this Constitution.
- f. Convene General Meetings and present annual reports.
- g. Establish sub-committees and delegate specific functions thereto.
- h. Represent the Club in legal and external matters.
- i. Create ad-hoc sub-committees for specific purposes but retain power to disband them.

6.3 Committee Exemptions

Members of the Management Committee shall be exempted from paying annual subscription fees while in office.

6.4 Meetings of the Committee

6.4.1 The Committee shall meet at least once every month or as required by the Chairperson.

6.4.2 Special meetings may be convened upon requisition by any four members of the Committee.

6.4.3 Quorum shall be five (5) voting members.

6.4.4 Decisions shall be by majority vote; in case of a tie, the Chairperson shall have a casting vote.

6.4.5 Minutes shall be kept by the Honorary Secretary and confirmed at the next meeting and shared with Trustees.

6.4.6 Meetings may be held physically, virtually, or in hybrid format; electronic quorum shall be valid.

6.4.7 If a Committee member fails without acceptable reason to attend three successive meetings, they shall automatically cease to be a member of the Committee.

6.5 Vacancies

A casual vacancy occurring in the Committee may be filled by co-option until the next Annual General Meeting (AGM).

7.0 TRUSTEES

7.1 The Club shall have not less than three (3) and not more than five (5) Trustees appointed at a General Meeting.

7.2 Term and Renewal

7.2.1 Trustees shall serve a renewable term of five (5) years, subject to performance review.

7.2.2 No Trustee shall serve more than two consecutive terms (maximum 10 years).

7.2.3 Trustees may be removed by a two-thirds (2/3) majority of members at a General Meeting.

7.3 Eligibility

Any full member in good standing for at least five (5) consecutive years and demonstrating integrity and commitment to the Club may be appointed as Trustee. Consideration shall be given to diversity including gender and professional background.

7.4 Duties and Responsibilities

7.4.1 All immovable property of the Club shall be vested in the Trustees in trust for the Club.

7.4.2 Trustees shall deal with property only as directed by resolution of a General Meeting (minimum 2/3 majority).

7.4.3 No Trustee shall dispose of, charge, or encumber Club property without such authority.

7.4.4 Trustees shall act jointly and are accountable to the Membership through the Management Committee.

7.4.5 Trustees shall report annually to members on property matters at the AGM.

7.5 Corporate Registration

7.5.1 The Trustees shall be registered as a corporate body under the Trustees (Perpetual Succession) Act, Chapter 164 of the Laws of Kenya.

7.5.2 The name of the corporate body shall be "Kakamega Sports Club Registered Trustees."

7.5.3 The Trustees shall be provided with a common seal, round in design with the name "Kakamega Sports Club Registered Trustees" around its circumference.

7.5.4 The common seal shall be kept in safe custody.

7.5.5 The seal shall be affixed to documents in the presence of at least three Trustees and pursuant to Resolutions of the Trustees and Management Committee.

7.6 Privileges

Trustees shall be exempted from payment of annual subscription fees during their tenure.

8.0 ELECTIONS

8.1 Election Cycle

8.1.1 Elections for Committee positions shall be held biennially at the Annual General Meeting falling on the second year of the Committee's term.

8.1.2 Half of the Committee may retire each year on a rotational basis to ensure continuity.

8.1.3 An Elections Committee of five members shall oversee all elections: three nominated from members, one Trustee, and one club lawyer.

8.2 Nomination Procedure

a. Nominations shall be submitted in writing to the Honorary Secretary at least fourteen (14) days before the AGM.

b. Each nominee must be proposed and seconded by members in good standing for at least two years.

c. Candidates must consent in writing to their nomination.

d. All candidates shall submit a profile and statement of intent at least fourteen (14) days before the election.

e. The Elections Committee shall vet candidates to confirm eligibility and qualifications.

f. Qualified candidates shall be displayed on the notice board at least seven days before the AGM.

8.3 Voting Procedure

a. Voting shall be by secret ballot or electronic system approved by the Meeting.

b. Each Full Member present shall have one vote (corporate members have one vote per ten members or portion thereof).

c. No proxy voting is permitted.

d. Election results shall be announced and recorded in the minutes.

8.4 By-Elections

A vacancy occurring mid-term shall be filled through appointment by the Committee subject to ratification at the next General Meeting.

8.5 Term Limits

8.5.1 The Chairperson shall hold office for a maximum of two consecutive terms and shall only be eligible for re-election to any office after a break of one term.

8.5.2 All other officers may serve a maximum of two consecutive terms in the same position.

9.0 GENERAL MEETINGS

9.1 Annual General Meeting (AGM)

9.1.1 The AGM shall be held once every calendar year not later than 31 March.

9.1.2 Written notice of the meeting, agenda, and reports shall be circulated at least twenty-one (21) days prior, via notice board, email, SMS, and official digital platforms.

9.1.3 The business of the AGM shall include:

- a. Confirmation of minutes of the previous AGM.
- b. Presentation of Committee and Financial Reports.
- c. Election of Officers and Trustees (where applicable).
- d. Appointment of Auditors.
- e. Approval of subscriptions and fees.
- f. Any other business duly notified.

9.1.4 Audited financial statements and annual reports shall be circulated to members at least seven (7) days before the AGM.

9.2 Special General Meeting (SGM)

9.2.1 The Committee may call an SGM at any time or upon written requisition by at least twenty (20) members in good standing.

9.2.2 Notice of an SGM shall specify the purpose and be issued at least fourteen (14) days in advance.

9.2.3 Only business stated in the notice shall be transacted.

9.3 Quorum and Procedure

a. A quorum for General Meetings shall be the greater of: one-third (1/3) of eligible voting members or twenty (20) full members physically or electronically present excluding members of the Management Committee.

b. The Chairperson shall preside or, in their absence, the Vice-Chairperson.

c. If neither is present, members shall elect a chairperson from among themselves.

d. Decisions shall be by simple majority unless otherwise provided herein.

e. Minutes shall be confirmed at the next meeting.

9.4 Voting and Procedures

9.4.1 Voting shall be by show of hands unless ten (10) members request a secret ballot.

9.4.2 Electronic voting is permitted with systems approved by the Management Committee.

9.4.3 In case of equality of votes, the chairman shall have a casting vote.

9.4.4 All resolutions duly passed shall be binding on all members, whether present or not.

9.4.5 Detailed rules of procedure for meetings are set out in the appendices.

10.0 FINANCE AND ACCOUNTS

10.1 Financial Year

The financial year of the Club shall run from 1 January to 31 December.

10.2 Banking and Signatories

a. The Club's funds shall be kept in approved bank accounts in the name of the Club.

b. Authorized signatories shall be any three (3) of the following: Chairperson, Honorary Secretary, Honorary Treasurer, and one Committee-appointed member; the Honorary Treasurer signature shall be mandatory and any two signatures shall suffice for transactions.

10.3 Accounts and Audit

- a. Proper books of account shall be maintained and balanced annually.
- b. The accounts shall be audited by a qualified auditor appointed by the AGM.
- c. Audited financial statements shall be circulated to members before the AGM.
- d. Records may be maintained in digital form for ease of reference and security.

10.4 Budget and Expenditure

- a. Annual budgets shall be prepared by the Committee and approved at the AGM.
- b. All expenditure shall be authorized within the approved budget limits.
- c. Emergency expenditure may be authorized by the Chairperson and ratified at the next meeting.

10.5 Subscriptions and Fees

- a. The entrance fee and annual subscription shall be as determined from time to time by the Committee and ratified by the AGM.
- b. Annual subscription shall be due by 31 January each calendar year.
- c. Members in arrears of dues for more than three (3) months may be suspended from Club privileges.
- d. Late payment penalties: 10% per annum interest plus 50% penalty per year of default (maximum 2 years), after which membership lapses.
- e. Members of the Management Committee shall be exempted from paying annual subscription fees while in office.
- f. Trustees shall be exempted from payment of annual subscription fees during their tenure.

10.6 Digital Payments

Subscriptions and payments may be made through mobile money, bank transfers, or other approved digital platforms.

10.7 Investments and Reserves

- a. The Committee may invest surplus funds in safe and approved securities for the benefit of the Club.
- b. A Development Fund and a Maintenance Reserve shall be maintained to ensure facility upkeep and growth.

11.0 PROPERTY AND ASSETS

11.1 All movable and immovable property, investments, and other assets of the Club shall be owned collectively by the membership and vested in the Trustees in trust for the Club.

11.2 Disposal or acquisition of immovable property shall be subject to approval by at least a two-thirds (2/3) majority of members present and voting at a General Meeting.

11.3 The Management Committee shall maintain an updated register of all Club assets, including land, buildings, vehicles, equipment, and furniture.

11.4 No member shall claim any personal right or share in Club property.

11.5 Any surplus funds accruing from Club operations shall be employed as directed by a General Meeting.

12.0 BORROWING POWERS

12.1 The Club may, with the sanction of a General Meeting, borrow or raise money for the purpose of improving its facilities or meeting other lawful objectives.

12.2 Borrowing shall be subject to the following conditions:

- a. Approval by at least two-thirds (2/3) of members present and voting at a General Meeting.
- b. Compliance with all legal requirements under the Societies Act and any other relevant laws.
- c. Proper documentation and accountability for all borrowed funds.
- d. All members (voting or not) shall be deemed to have assented to such borrowing.

12.3 The Trustees may, at the direction of a General Meeting, execute necessary instruments to secure borrowed funds by mortgaging or charging immovable property.

13.0 DISCIPLINE

13.1 Disciplinary Authority

The Management Committee shall have the power to investigate, warn, suspend, or expel a member for conduct deemed prejudicial to the interests or reputation of the Club.

13.2 Disciplinary Procedure

- a. A written complaint shall be submitted to the Honorary Secretary, specifying the alleged misconduct.
- b. The Committee shall acknowledge receipt within seven (7) days.
- c. The accused member shall be informed in writing of the allegations and invited to respond within seven (7) days.
- d. A disciplinary sub-committee shall be appointed to hear the case within 7 days of complaint.
- e. The accused shall be entitled to be accompanied by a representative and call witnesses.
- f. A disciplinary hearing shall be conducted fairly, with opportunity to be heard and present evidence.
- g. The Committee shall deliberate and communicate its decision in writing.
- h. Any suspension or expulsion shall be endorsed by the Committee and recorded in the minutes.
- i. Sanctions may include warning, suspension (maximum 6 months), or expulsion.

13.3 Right of Appeal

- a. A member aggrieved by a disciplinary decision may appeal in writing to the Management Committee within fourteen (14) days.
- b. An appeals committee (maximum of three members not involved in the initial hearing) shall consider the appeal within 14 days of receipt.
- c. The Appeals Committee may include non-members of the club.
- d. The individual submitting the appeal shall be entitled to be accompanied by a representative and call witnesses.
- e. The decision of the Appeals Committee shall be final and binding.

f. If the appeal is denied, the decision shall be communicated to reciprocating clubs.

13.4 Suspension and Expulsion Effects

Any member suspended or expelled from Kakamega Sports Club shall automatically be suspended from reciprocating clubs for a like period.

14.0 EMPLOYEES OF THE CLUB

14.1 The Management Committee shall employ such staff as are necessary for the efficient running of the Club.

14.2 The Committee shall determine terms of employment, remuneration, and disciplinary measures in line with Kenyan labour laws.

14.3 The Club Manager shall be the administrative head responsible for day-to-day operations under the supervision of the Committee.

14.4 All employees shall uphold the Club's values, confidentiality, and standards of professionalism.

14.5 No member of the Club shall reprimand or punish an employee directly; complaints must be lodged in writing with the Honorary Secretary.

15.0 SPORTS SECTIONS AND SUB-COMMITTEES

15.1 The Club may establish Sports Sections (e.g., Golf, Tennis, Darts, Squash, etc.) and Sub-Committees to promote specific disciplines or functions.

15.2 Each Section shall operate under approved Rules consistent with this Constitution.

15.3 Each Section shall elect its own officers, including a Captain or Chairperson, and submit annual reports and budgets to the Management Committee.

15.4 The Management Committee shall oversee all Sections to ensure alignment with the Club's objectives.

15.5 Section funds shall be managed transparently and audited annually as part of the Club's accounts.

15.6 Standing Sub-Committees

The Club shall establish the following standing sub-committees:

- a. **Finance & Audit Committee** — oversees financial management, budgets, and internal controls.
- b. **ICT & Innovation Committee** — promotes digital governance and technological advancement.
- c. **Sports & Events Committee** — coordinates sporting events and recreational activities.
- d. **Membership & Welfare Committee** — manages member recruitment, retention, and welfare.

Each sub-committee shall consist of not fewer than three and not more than seven members, with detailed terms of reference as provided in the appendices.

16.0 GUESTS AND VISITORS

16.1 Members may introduce guests to the Club, subject to the following:

- a. A guest shall not be introduced more than four (4) times in any calendar month without special permission from the Committee.
- b. The member introducing a guest shall enter the guest's name in the visitor's register and shall be responsible for their conduct and dues.
- c. Guests shall not participate in meetings or vote.
- d. Guests may use the golf course on payment of green fees.

16.2 Temporary members and visiting teams may be granted special access privileges by the Management Committee.

16.3 Visitors (reciprocating members from other clubs) are required to sign the visitor's book before using facilities. Visitors may enjoy reciprocation status no more than twice (2) occasions per month.

16.4 The Committee reserves the right to refuse admission or require any visitor to leave the premises for good cause.

16.5 A member who fails to enter a guest's name shall pay a fine of 5% of the prevailing annual subscription per guest and be subject to disciplinary action for repeated offences.

17.0 CONDUCT AND DISCIPLINE WITHIN THE CLUB

17.1 Members, guests, and staff shall maintain decorum, courtesy, and respect at all times.

17.2 Any form of harassment, discrimination, abusive language, or disorderly conduct is strictly prohibited.

17.3 Members shall dress appropriately and adhere to dress codes as may be prescribed for various facilities.

17.4 Dress code: Formal or smart casual at all times. National or religious dress is permitted.

17.5 Ladies shall not wear overly revealing clothes including micro-minis or see-through garments.

17.6 Penalty for dress code violation: 20% of annual subscription.

17.7 Members shall not bring the Club into disrepute through conduct within or outside the premises.

17.8 The Club's **Code of Conduct and Ethics** (Appendix 1) shall apply to all members, guests, and staff.

17.9 No person under eighteen (18) years is allowed to enter the main bar except as passage to other facilities.

18.0 USE OF CLUB FACILITIES

18.1 Facilities of the Club are intended for the enjoyment of members, their families, and guests in accordance with prescribed rules.

18.2 Members shall be liable for any damage caused to Club property by themselves or their guests.

18.3 No member shall use Club facilities for private or commercial purposes without prior written approval of the Committee.

18.4 Sporting activities shall take precedence over private functions unless otherwise approved.

18.5 The Committee may close any facility temporarily for repair, maintenance, or special events.

18.6 Members are expected to settle bills promptly; credit facilities may be restricted at the discretion of the Committee.

18.7 Any outstanding debts shall attract interest as determined by the Management Committee.

19.0 CLUB COMMUNICATIONS AND SOCIAL MEDIA

19.1 The Club shall maintain official communication channels including notices, emails, website, SMS, and approved social media platforms.

19.2 Members shall use social media responsibly in line with the **Social Media Policy** (Appendix 2).

19.3 No member shall make unauthorized statements or publish content purporting to represent the Club.

19.4 Official information shall only be issued by the Honorary Secretary or an authorized officer.

19.5 Members are encouraged to share positive achievements, sporting results, and events that promote the Club's image.

19.6 Members shall respect privacy and confidentiality in all digital communications.

19.7 Violations of social media policy shall be handled in accordance with disciplinary provisions of this Constitution.

20.0 BAR, CATERING, AND CLUBHOUSE OPERATIONS

20.1 The Club may operate bars, restaurants, and catering services for members and their guests.

20.2 The Committee shall appoint a Bar and Catering Sub-Committee to oversee standards, pricing, and service delivery.

20.3 All licenses for the sale of alcohol shall be maintained in accordance with national law.

20.4 No person under eighteen (18) years shall be served alcohol within the Club premises.

20.5 Alcohol consumption must be moderate and responsible.

20.6 The Club bar normally operates until midnight provided members are present; closure after 11:00 PM prevents reopening.

20.7 The kitchen closes at 11:30 PM; last food orders must be made at least 30 minutes before closing.

20.8 All orders for drinks and food must be made from bar, lounge, or dining areas using prescribed order forms.

20.9 Service shall only be provided upon presentation of membership card or swipe card.

- 20.10 All meals shall be eaten in designated areas.
- 20.11 The kitchen is out of bounds except for authorized club officials.
- 20.12 Members may discuss special orders with kitchen staff only in designated public areas (bar, lounge, dining area).
- 20.13 Members shall not bring outside food or drinks into the Club without express permission.
- 20.14 The Committee shall ensure operations are conducted in a hygienic, safe, and financially sustainable manner.
- 20.15 The Chairperson and Golf Captain may receive discounts on drinks as determined by the Committee (not below cost).

21.0 SAFETY, HEALTH AND ENVIRONMENT

- 21.1 The Club shall maintain a safe, clean, and healthy environment for all members, staff, and visitors.
- 21.2 All sports and recreational activities shall be conducted in accordance with recognized safety standards.
- 21.3 Members and staff shall comply with occupational safety and environmental laws at all times.
- 21.4 Smoking shall only be permitted in designated areas of the Club.
- 21.5 The Club shall adhere to the Environmental Management and Coordination Act and support green initiatives such as tree planting and waste reduction.
- 21.6 Pets are not allowed in Club premises.

22.0 CONFLICT OF INTEREST

- 22.1 No member of the Committee or staff shall participate in a decision where they have a direct financial or personal interest.
- 22.2 Any conflict of interest shall be declared in writing to the Committee and recorded in the minutes.
- 22.3 Members shall avoid actions or relationships that could compromise the Club's integrity or objectivity.

22.4 No member of the Club may supply goods or services to the Club unless they have applied in writing and received Committee approval.

23.0 CLUB MEETINGS AND MINUTES

23.1 The Honorary Secretary shall ensure that accurate minutes of all meetings are kept and safely archived for not less than seven (7) years.

23.2 Minutes shall be signed by the Chairperson and Secretary after confirmation.

23.3 Members shall be entitled to inspect minutes of General Meetings upon written request.

23.4 All Committee meetings shall have minutes recorded and confirmed at subsequent meetings.

24.0 HONORARIA AND ALLOWANCES

24.1 The AGM may approve reasonable honoraria or allowances for officers who render extraordinary service to the Club.

24.2 No member shall receive remuneration for service to the Club except as approved by a General Meeting.

25.0 NOTICES

25.1 All official notices to members shall be deemed properly served if sent by post, email, SMS, published on official Club noticeboards, or transmitted through official digital platforms.

25.2 Failure by any member to receive a notice shall not invalidate the meeting or decision to which it relates.

25.3 No notice shall be posted on Club premises or digital platforms except with permission of the Club Secretary.

25.4 Communication on the Club Notice Board and electronic media platforms shall constitute good notice to all members.

25.5 Under no circumstance shall political or religious content be exhibited at the clubhouse.

26.0 RESIGNATION OR CESSATION OF MEMBERSHIP

26.1 A member may resign from the Club by giving written notice to the Honorary Secretary.

26.2 Resignation shall be effective from the end of the month in which notice is received.

26.3 Resignation shall not release the member from liability for any outstanding fees or obligations.

26.4 A member resigning shall be liable for pro-rata subscriptions up to the effective date.

26.5 A member who resigns or is expelled shall not be entitled to any refund or claim on Club property.

26.6 A member whose membership lapses may reapply as a new member subject to full entrance fee and subscription fees.

27.0 RE-ADMISSION OF MEMBERS

27.1 A former member who resigned in good standing may apply for re-admission subject to Committee approval and payment of appropriate fees.

27.2 A former member whose membership was voluntarily suspended may, with Committee permission, resume membership without paying entrance fee but shall pay accrued fees and levies.

27.3 Any person previously expelled may only be readmitted after three (3) years upon application and recommendation of the Committee and ratification by a General Meeting. Such person shall pay fresh entrance fee.

28.0 INSPECTION OF BOOKS AND RECORDS

28.1 The books of account and minutes of the Club shall be open for inspection by any member in good standing upon reasonable notice.

28.2 Copies of the audited accounts shall be made available to members before the AGM.

28.3 Records may be maintained in digital form for ease of reference and security, in compliance with the Kenya Data Protection Act (2019).

29.0 INDEMNITY

29.1 Every Officer, Trustee, or Committee member acting in good faith shall be indemnified by the Club against any loss or liability incurred in the lawful performance of their duties.

29.2 This indemnity shall not apply in cases of fraud, gross negligence, or willful misconduct.

30.0 CLUB DOCUMENTS AND SEAL

30.1 The Club shall maintain an official seal kept in the custody of the Honorary Secretary.

30.2 The seal shall be affixed to official documents only by authority of the Management Committee and in the presence of two authorized signatories.

30.3 All official documents shall bear the Club's name, postal address, and logo once approved by the Committee.

31.0 INTERPRETATION OF THE CONSTITUTION

31.1 The Management Committee shall have the authority to interpret this Constitution and make rulings on matters not expressly provided for herein.

31.2 In case of any dispute regarding interpretation, the decision of a General Meeting shall be final.

31.3 Where ambiguity arises, the interpretation that best upholds the interests and objectives of the Club shall prevail.

31.4 The Chairperson's decision as to interpretation of rules shall be final and not open to discussion during meetings.

32.0 DISCLOSURE AND CONFIDENTIALITY

32.1 Members of the Committee and staff shall treat all Club information as confidential.

32.2 No member shall disclose confidential Club business, financial data, or deliberations without prior authority of the Management Committee.

32.3 Violation of confidentiality shall constitute misconduct and may attract disciplinary action.

32.4 A Whistleblowing Policy shall enable confidential reporting of corruption, mismanagement, or cyber fraud.

33.0 MEDIA AND PUBLIC RELATIONS

33.1 All official communication to the media or external entities shall be issued only by the Chairperson, Honorary Secretary, or a designated spokesperson.

33.2 Members are encouraged to promote the Club positively in their interactions and public engagements.

33.3 Any member making unauthorized or defamatory public statements regarding the Club may be subject to disciplinary action.

34.0 AFFILIATION AND PARTNERSHIPS

34.1 The Club may affiliate with national or international sports bodies to advance its objectives.

34.2 The Committee may enter into partnerships, sponsorships, or collaborations consistent with the Club's interests, subject to ratification by a General Meeting.

34.3 All such agreements shall be documented and signed by authorized officers.

34.4 The Committee may identify and accept clubs for reciprocal arrangements on terms it deems desirable for members' interests.

35.0 AMENDMENT OF THE CONSTITUTION

35.1 This Constitution may be amended, varied, or repealed by resolution passed by at least two-thirds (2/3) of the members present and voting at a duly convened General Meeting.

35.2 Notice of any proposed amendment shall be submitted in writing to the Honorary Secretary at least twenty-one (21) days prior to the meeting.

35.3 The proposed amendment shall be circulated to all members at least fourteen (14) days before the meeting.

35.4 No amendment shall be made which contravenes the Societies Act or any other law of Kenya.

35.5 The Constitution shall be subject to review at least once every five (5) years to ensure modernization.

36.0 DISSOLUTION OF THE CLUB

36.1 The Club may be dissolved by resolution passed by not less than three-quarters ($\frac{3}{4}$) of the members present and voting at a Special General Meeting convened for that purpose.

36.2 No such resolution shall be passed unless notice of the proposal has been given six months prior to the date of the meeting.

36.3 Upon dissolution, the Trustees shall, after settling all debts and liabilities, transfer any remaining assets to another sports or charitable organization with similar objectives, as approved by the General Meeting and the Registrar of Societies.

36.4 No member shall personally benefit from the dissolution of the Club.

37.0 TRANSITIONAL PROVISIONS

37.1 Upon adoption of this Constitution, all officers and members serving under the previous Constitution shall continue in office until the next scheduled elections.

37.2 All policies, by-laws, and rules in force before the adoption of this Constitution shall remain effective unless inconsistent with the provisions herein.

37.3 Any ongoing disciplinary or administrative matter shall proceed under the existing procedures until concluded.

37.4 Any person who was a member prior to the enactment of this Constitution will retain their class of membership together with its rights and privileges.

38.0 CODE OF CONDUCT AND ETHICS

38.1 The Club shall uphold the highest standards of ethics, fairness, and professionalism.

38.2 The **Code of Conduct and Ethics** annexed as Appendix 1 forms an integral part of this Constitution and shall guide the behavior of members, guests, and staff.

38.3 Breach of the Code shall constitute misconduct and attract disciplinary measures.

Core Principles:

- **Respect:** Treat all members, guests, and staff with courtesy and dignity.
- **Integrity:** Uphold honesty and transparency in all club affairs.
- **Accountability:** Accept responsibility for one's actions and decisions.
- **Confidentiality:** Protect the privacy of members and the Club's internal information.
- **Fair Play:** Promote sportsmanship, inclusivity, and fairness in all activities.

Expected Conduct:

- Members shall comply with all Club rules and policies.
- Members shall not engage in harassment, discrimination, or intimidation.
- Alcohol consumption shall be moderate and responsible.
- Conflicts shall be resolved amicably and respectfully.
- Members shall preserve the Club's reputation both within and outside the premises.
- Members shall conduct themselves with decorum at all times.

39.0 POLICIES AND PROCEDURES

39.1 The Club may issue additional policies or guidelines consistent with this Constitution to regulate its operations.

39.2 Such policies shall include, but are not limited to:

- Social Media Policy (Appendix 2)
- Minimum Spending Policy (Appendix 3)
- Disciplinary Procedures (Appendix 4)
- Trustees' Guidelines (Appendix 5)
- Financial Management Framework (Appendix 6)
- Terms of Reference for Management Committee (Appendix 7)
- Terms of Reference for Sub-Committees (Appendix 8)

39.3 All policies shall be approved by the Management Committee and ratified at the next General Meeting.

39.4 The Club shall promote environmentally sustainable practices, including renewable energy use.

39.5 The Club shall embrace technological innovation in administration, sports (including e-sports), and service delivery.

40.0 CLUB MOTTO, EMBLEM, LOGO AND COLORS

40.1 The official motto of the Club shall be: "**BUILDING BONDS BEYOND THE GAME.**"

40.2 The Club emblem and colors shall be as approved by the Management Committee and registered with the relevant authorities. The official colour shall Dark Green and logo as annexed in appendix 8.

40.3 No alteration to the motto, emblem, or colors shall be made without approval of a General Meeting.

41.0 ENFORCEMENT AND COMPLIANCE

41.1 Every member shall comply with this Constitution and the rules made thereunder.

41.2 The Management Committee shall ensure full compliance and may recommend disciplinary or corrective measures for any breach.

41.3 Ignorance of this Constitution shall not be accepted as a defense in any disciplinary or administrative matter.

42.0 SAVINGS AND VALIDATION

42.1 All acts lawfully done by the Management Committee, Trustees, or officers under any previous constitution shall remain valid.

42.2 Nothing in this Constitution shall affect the validity of contracts, appointments, or decisions lawfully made before its adoption.

43.0 ADOPTION AND EFFECTIVE DATE

43.1 This amended and harmonized Constitution was adopted by the Management Committee on **24th October 2025** and ratified by members at a duly convened General Meeting on 19th December 2025.

43.2 It supersedes all previous constitutions and amendments of the Kakamega Sports Club, specifically the 2021 Constitution and all interim amendments.

43.3 It shall take effect on 1st January 2026 upon filing with the Registrar of Societies.

SIGNED FOR AND ON BEHALF OF KAKAMEGA SPORTS CLUB

Andrew Maleche

Chairman

Date:

Dr. Richard Wekesa, PhD

Honorary Secretary

Date:

APPENDICES

APPENDIX 1: CODE OF CONDUCT AND ETHICS

1.0 PURPOSE

This Code establishes the standards of behavior expected from all members, staff, and guests of Kakamega Sports Club to ensure integrity, respect, and harmony in all interactions.

2.0 CORE PRINCIPLES

- **Respect:** Treat all members, guests, and staff with courtesy and dignity.
- **Integrity:** Uphold honesty and transparency in all club affairs.
- **Accountability:** Accept responsibility for one's actions and decisions.
- **Confidentiality:** Protect the privacy of members and the Club's internal information.
- **Fair Play:** Promote sportsmanship, inclusivity, and fairness in all activities.

3.0 EXPECTED CONDUCT

- Members shall comply with all Club rules and policies.
- Members shall not engage in harassment, discrimination, or intimidation.
- Alcohol consumption shall be moderate and responsible.
- Conflicts shall be resolved amicably and respectfully.
- Members shall preserve the Club's reputation both within and outside the premises.
- Members shall act as ambassadors of the Club in external engagements.

4.0 VIOLATIONS

Breaches of this Code shall attract disciplinary action, which may include warning, suspension, or expulsion as provided under the Constitution.

APPENDIX 2: SOCIAL MEDIA POLICY

1.0 PURPOSE

To guide members and staff on responsible use of social media in ways that reflect positively on the Club's image and values.

2.0 POLICY STATEMENT

Members shall act responsibly when using digital platforms and shall not post, share, or comment on any content that may damage the reputation or integrity of the Club or its members.

3.0 GUIDELINES

- Use official Club handles for public communications only when authorized.
- Avoid defamatory, discriminatory, or offensive comments.
- Respect privacy and confidentiality of members and staff.
- Seek approval before publishing Club photos or videos online.
- Constructive feedback should be shared privately with Club management.
- Prohibited conduct includes: defamatory remarks, false information, unauthorized use of Club name/logo, cyberbullying, and hate speech.

4.0 ENFORCEMENT

Violations shall be handled in accordance with the disciplinary provisions of this Constitution.

APPENDIX 3: MINIMUM SPENDING POLICY

1.0 OBJECTIVE

To ensure consistent member participation in Club activities and support the sustainability of Club operations.

2.0 PROVISIONS

- Members shall meet a minimum spending of **Ksh. 12,000 per calendar year or amount as approved by members at AGM.**
- Spending may be effected through purchases at the Club's bar, restaurant, accommodation, sports services, and other approved facilities.
- Guest charges introduced by a member may be credited towards the introducing member's minimum spend.
- Donations, levies, fines, and subscriptions are excluded from minimum spend.
- Non-compliance may result in billing of shortfalls, surcharge, or restricted access to facilities.
- New members: Minimum spend shall be pro-rated based on month of admission.
- Suspended/resigned members are not subject to minimum spend from effective date.
- The Committee may grant temporary waivers (e.g., illness, travel) upon formal application.

3.0 MONITORING

The Honorary Treasurer shall provide quarterly reports on compliance to the Committee. Monthly tracking shall be conducted through the membership billing system.

APPENDIX 4: DISCIPLINARY PROCEDURE

1.0 PURPOSE

To ensure fair and transparent handling of disciplinary matters involving members, staff, or guests.

2.0 PROCEDURE

- a. A written complaint shall be lodged with the Honorary Secretary.
- b. The Committee shall acknowledge receipt within seven (7) days.
- c. The accused shall be informed of the allegations and given a chance to respond within seven (7) days.
- d. A disciplinary sub-committee may be constituted to hear the case.
- e. Sanctions may include a warning, suspension (maximum 6 months), or expulsion, depending on severity.
- f. A written record of all proceedings shall be maintained.
- g. An appeal may be made to the General Meeting or Appeals Committee within thirty (30) days.
- h. The Appeals Committee decision shall be final and binding.

APPENDIX 5: TRUSTEES' GUIDELINES

1.0 PURPOSE

To outline the roles and responsibilities of Trustees in the stewardship of the Club's assets.

2.0 RESPONSIBILITIES

- Hold all immovable property in trust for the Club.
- Ensure proper documentation and registration of assets.
- Execute transactions only upon written authority of a General Meeting.
- Act jointly and in the best interests of the Club.
- Report annually to members on property matters.
- Attend monthly Committee meetings (notices sent electronically and/or physically).
- Maintain the corporate body registration and common seal.

3.0 ACCOUNTABILITY

Trustees shall act prudently and may be removed by a two-thirds (2/3) vote of members for misconduct or incapacity.

APPENDIX 6: FINANCIAL MANAGEMENT FRAMEWORK

1.0 PURPOSE

To ensure prudent management of the Club's finances and promote transparency and accountability.

2.0 KEY PRINCIPLES

- **Transparency:** All financial transactions shall be documented and verifiable.
- **Accountability:** Officers handling funds are personally responsible for their proper use.
- **Budget Control:** Expenditure shall not exceed approved budgets without Committee authority.
- **Segregation of Duties:** Approval, custody, and record-keeping functions shall be separated.

3.0 INTERNAL CONTROLS

- All receipts and payments shall be properly recorded.
- Regular internal checks shall be conducted by the Finance Sub-Committee.
- The Committee shall commission annual audits by an external auditor.

4.0 REPORTING

- Monthly financial reports shall be tabled at Committee meetings.
- Annual audited statements shall be presented to members at the AGM.
- Quarterly reports on compliance with minimum spending policy shall be submitted.

APPENDIX 7: TERMS OF REFERENCE FOR MANAGEMENT COMMITTEE

1.0 AUTHORITY

The Management Committee is established under this Constitution and derives its authority from the membership of the Club.

2.0 COMPOSITION

As detailed in Section 6.0 of the main Constitution.

3.0 TENURE

Committee members shall serve for a two-year term and may seek re-election subject to constitutional limits.

4.0 ROLES AND RESPONSIBILITIES

The Committee shall provide overall leadership, formulate policies, oversee financial management, supervise operations, promote sports and recreational activities, manage facilities, ensure constitutional compliance, appoint and oversee sub-committees, recruit and discipline staff, represent the Club in external relations, convene General Meetings, propose amendments to rules, and ensure good governance and transparency.

5.0 MEETINGS

The Committee shall meet at least once every month. Quorum shall be four members. Decisions shall be by majority vote with casting vote for the Chairperson. Meetings may be held physically, virtually, or in hybrid format.

6.0 SUB-COMMITTEES

The Committee shall supervise standing sub-committees: Finance & Audit, ICT & Innovation, Sports & Events, and Membership & Welfare, as detailed in Appendix 8.

7.0 ACCOUNTABILITY

The Committee shall report to members at the AGM, submit audited accounts and management reports annually, and maintain transparency through official communications.

8.0 PRIVILEGES

Committee members shall be exempted from payment of annual subscription and fees during their tenure.

APPENDIX 8: TERMS OF REFERENCE FOR SUB-COMMITTEES

Finance & Audit Committee

- Mandate: Ensure prudent financial management, accountability, transparency, and statutory compliance.
- Responsibilities: Oversee budgets, monitor expenditures, review internal controls, recommend subscription levels, liaise with auditors, report quarterly on financial health.
- Composition: Treasurer (Chairperson), Finance/Accounting experts, may co-opt professional advisors.

ICT & Innovation Committee

- Mandate: Promote digital governance, ICT infrastructure, and innovative practices.
- Responsibilities: Oversee ICT systems, guide online communication and digital payments, ensure data protection compliance, explore new technologies, recommend ICT policies, build tech partnerships.
- Composition: Management Committee member (Convener), ICT/Innovation experts, youth innovators.

Sports & Events Committee

- Mandate: Promote and coordinate sporting and social events.
- Responsibilities: Plan sports fixtures and tournaments, maintain facilities, promote inclusivity, liaise with sports federations, mobilize sponsorships, recommend sports policies, oversee player welfare and discipline.
- Composition: Golf Captain (Chairperson), Sports section representatives, event/entertainment members.

Membership & Welfare Committee

- Mandate: Oversee membership growth, welfare, inclusivity, and Club values.
- Responsibilities: Review membership applications, develop recruitment strategies, address grievances, propose member benefits, conduct orientation programs, recommend membership policies, promote ethics and fellowship.
- Composition: Secretary (Chairperson), members from different membership categories, Lady Captain or welfare representatives.

APPENDIX 8: KAKAMEGA SPORTS CLUB LOGO

