



CONSTITUTION OF THE INTERNATIONAL ICE SWIMMING ASSOCIATION ("IISA")

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Rules

LEGAL AND INCORPORATION

INTERPRETATION

- 1) clause headings are for convenience only and shall not to be used in its interpretation;
- 2) unless the context clearly indicates a contrary intention, an expression which denotes -
 - a) any gender includes the other genders;
 - b) a natural person includes a juristic person and *vice versa*,
 - c) the singular includes the plural and *vice versa*;
- 3) words and expressions defined in any clause shall, unless the application of any such word or expression is specifically limited to that clause, bear the meaning assigned to such word or expression throughout this Constitution;
- 4) terms other than those defined within this Constitution will be given their plain English meaning;
- 5) defined terms appearing in this Constitution in title case shall be given their meaning as defined, while the same terms appearing in lower case shall be interpreted in accordance with their plain English meaning, and shall, unless the context otherwise requires, include the terms as defined;
- 6) reference to any statutory enactment shall be construed as a reference to that enactment within the Republic of South Africa ("South Africa") as at the date of signature of this Constitution by the Founding Members, and as amended or substituted from time to time;
- 7) reference to months shall be construed as calendar months (i.e. one or more of the twelve periods into which a conventional year is divided) or conventional years (i.e. 1 January to 31 December);
- 8) reference to "days" shall be construed as calendar days unless qualified by the word "business", in which instance a "business day" shall be any day other than a Saturday, Sunday or statutory public holiday in South Africa;
- 9) reference to "business hours" shall be construed as being the hours between 08h30 (eight hours and thirty minutes) and 17h00 (seventeen hours) on any business day;



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- 10) reference to time shall be based upon South African standard time (SAST) being Greenwich Mean Time plus 2 (two) hours;
- 11) unless specifically provided otherwise, in this Constitution, any number of days prescribed shall be determined by excluding the first and including the last day or, where the last day falls on a day other than a business day, the next succeeding business day;
- 12) unless a contrary intention is clearly indicated, where figures are referred to in numerals and in words, and there is any conflict between the two, the words shall prevail;
- 13) the words "include" and "including" shall be used interchangeably and shall not be construed as limiting the meaning of the general wording preceding and/ or succeeding those words;
- 14) application of the *eiusdem generis* rule is therefore excluded; and
- 15) reference to "clause" or "clauses", "annexe" or "annexes" shall refer to clauses and annexes of this Constitution.

DEFINITIONS

In this Constitution, the following expressions bear the meanings assigned to them below and cognate expressions bear corresponding meanings –

- 1) "Applicable Law" means all legislation, regulations and directives enacted within South Africa, as amended or substituted from time to time and applicable to the operations and objectives of the Association;
- 2) "Association" means the International Ice Swimming Association founded in terms of this Constitution;
- 3) "Managers" means the persons appointed in terms of this Constitution to manage the affairs of the Association and "Manager" shall mean any one of such persons as the context may require;
- 4) "Board" means the body of Managers appointed in terms of this Constitution to govern and manage the Association;
- 5) "Commissioner" means the Commissioner for the South African Revenue Service;
- 6) "Constitution" means this document as the governing document of the Association, including any annexure hereto;
- 7) "Director of Non-profit Organisations" means the Director appointed in South Africa in terms of the Non-profit Organisations Act 71 of 1997, to oversee and regulate the activities of non-profit organisations;



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- 8) "Ice Swim" and "Ice Swimming" shall be used interchangeably and shall mean an extreme swimming event conforming with the criteria as set out in this Constitution;
- 9) "Founder " means the person responsible for founding of the Association being Ram Barkai (ID Number 5710225222081) South African;
- 10) "Initial Members" means the Founder together with:
 - a) Ryan Stramrood, (ID Number 7308105213086), South African;
 - b) Matthys Christoffel Viviers, (ID Number 6203185041088), South African;
 - c) Kieron Palframan, (ID Number 7403195147086), South African; and
 - d) Andrew Chin (ID Number 6901215186084), South African;
- 11) The Initial Members shall also be referred to as the Founding Members.
- 12) "Members" means the persons approved by the Managers to partake in the objectives of the Association;
- 13) "Secretary" means the Manager appointed to act as the Association's secretary or such other person that may be appointed as such from time to time for this purpose;
- 14) "South Africa" means the Republic of South Africa.
- 15) "Ambassador" or "Country Ambassador" means an IISA representative in a specific country with the role to represent the IISA in their respective country, to act as a local point of reference and to supervise and advise on IISA related issues, events or Ice Swimmers. Country Ambassadors shall report to the IISA Board.
- 16) "ECG" / "EKG" – Electrocardiography, shall mean resting or stress ECG as prescribed by your local GP.
- 17) "Medical Examination" – A medical done by a GP or other doctor who has been informed of the swimmer intention to swim, the swim details and the Swimmer medical history. A favourite Medical statement by the Doctor is compulsory for any swim attempt.

ESTABLISHMENT OF ASSOCIATION

- 1) The Association is hereby established, upon the terms and subject to the conditions, and for the objectives as hereinafter set forth in this Constitution.
- 2) The Association shall –
 - a) have complete legal personality and exist in its own right separately from its Members and



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Managers;

- b) continue to exist notwithstanding any change in its Members and Managers;
- c) be able to own property in its own right that is separate from its Members and Managers; and
- d) be able to institute legal action and defend any legal action and be able to contract in its own name.

NAME

- 1) The name of the Association shall be the International Ice Swimming Association (“IISA”)

DOMICILIUM CITANDI ET EXECUTANDI

- 1) The Association shall be domiciled within South Africa.
- 2) The Association’s *domicilia citandi et executandi* for all purposes arising from or in relation to this Constitution and/ or the Association shall be –
 - a) Postal address: PO Box 32448, Camps Bay 8040, Cape Town, South Africa
 - b) Websites: www.internationaliceswimming.com
 - c) E-mail: ram.barkai.iceswimming@gmail.com
- 3) The Board may by notice to the Members change the Association’s domicile.

AREA OF OPERATION

- 1) The Association shall be based in Cape Town, South Africa and shall promote Ice Swims around the world including Africa, Asia, the Americas, Europe, and Oceania.

YEAR-END

- 1) For the purposes of accounting and record keeping, the Association’s year-end shall be the last day of February of every year.