

# JOASA CONSTITUTION

## 1. NAME AND OFFICE

a] The name of the Association shall be "The Judicial Officers' Association of South Africa" [hereinafter referred to as "the Association"].

b] The office of the Association shall be located at the place or within the province where the President of the Association is stationed unless the Executive Committee determines otherwise.

## 2. INTERPRETATION AND DEFINITIONS

a] This Constitution shall be interpreted and applied :-

i] in conformity with all law relevant to the interpretation of statutes in the Republic of South Africa;

ii] unless the context otherwise indicates, in accordance with the meaning ascribed to equivalent terminology used in any law pertaining to judicial officers.

b] In this Constitution, unless the context otherwise indicates -

i] "the Association" means the Judicial Officers' Association of South Africa, a voluntary Association of Judicial Officers.

ii] "Judicial Officer" means any judicial officer appointed and holding office in terms of any law in force in the Republic of South Africa, but excluding any person occupying that office in an acting, assistant or temporary capacity.

iii] "member", unless the context otherwise indicates, includes a life member and an honorary member; provided that only ordinary members shall have voting powers.

iv] "remuneration" means salaries, wages, bonuses, allowances [including legal, home owners' and motorcar financing allowance], payment for overtime, including the determination of bases and rates thereof, paid or owing to judicial officers in return for the execution of their assigned tasks.

v] "the Journal" means a publication of the Association.

## 3. LEGAL STATUS

a] The Association is and shall continue to be a legal entity that is distinct and separate from its individual members and it shall have the power to acquire, to hold and to alienate property of any description whatsoever. It shall have the capacity to acquire rights and obligations and has perpetual succession.

b] All actions, suits or proceedings in law or any dispute, conciliation or arbitration shall be brought by or against the Association in the name of the Association, and the Executive Committee thereof may authorise any person or persons to act on behalf of the Association and to sign all such documents and to take all such

steps as may be necessary to protect its interests in connection with any such actions suits, proceedings, dispute, conciliation or arbitration.

c] The Association may institute any proceedings on behalf of any judicial officer in respect of any work related matter.

#### **4. POWERS AND OBJECTIVES**

The powers and objectives of the Association shall be to :-

a] promote a human rights culture and apply and uphold the Bill of Rights, insofar as its provisions apply, with regard to the appointment of office bearers and the pursuit of any of the objectives of the Association.

b] promote reconciliation and unity amongst all judicial officers irrespective of race, gender, sex, status, marital status, ethnic or social origin, colour, sexual orientation, age, disability, religion, conscience, belief, culture, language and birth.

c] redress past imbalances and to promote and facilitate the implementation of affirmative action on merit:

d] study, discuss, promote, maintain and enhance any matter pertaining to the administration of justice in general and in particular, the independence of the judiciary and the administration of justice;

e] study, discuss and promote all matters pertaining to the duties and welfare of judicial officers and recommend to and/or negotiate with the appropriate authorities such action as may be considered necessary;

f] promote, without discrimination, favour or prejudice, any matter pertaining to the rights, interests, appointment, promotion, transfer, discharge, retirement or disciplinary steps against, or the welfare, working conditions and conditions of service, including remuneration of judicial officers;

g] collect and publish information for the guidance of judicial officers and the improvement of their skills, expertise and proficiency;

h] create and promote uniformity of practice amongst judicial officers;

i] consider the problems, complaints and suggestions of individual members and to make representations and recommendations in this regard to any appropriate authority or to any other legislative or executive organ of state at any level of government;

j] arrange conferences and meetings of members for the exchange of information or views and discussion on all relevant matters affecting their rights, obligations and interests;

k] promote a wholesome, frank and amicable relationship between members inter partes and with any appropriate authority or body;

l] comment on proposed legislation and to offer suggestions in regard to desirable or necessary legislation and/or to proposed amendments to existing legislation;

m] establish and publish a Journal for the benefit of its members and/or interested persons;

n] acquire, alienate, dispose of, maintain, improve or alter any movable or immovable property of the Association;

o] borrow or raise money, and secure the payment thereof in such manner as the Association deems fit;

p] invest any moneys or assets of the Association not immediately required for any particular purpose in such manner and for such period as may be determined from time to time;

q] open a banking account in the name of the Association and to draw, accept, endorse, make and execute bills of exchange, promissory notes, cheques and other negotiable instruments connected with the affairs of the Association;

r] institute, conduct, defend, compound, abandon or otherwise, any legal proceedings by or against the Association or any judicial officer concerning the affairs of the Association;

s] support and subscribe to any Institution, Society or Association whose aims or functions may be for the benefit of the Association or its members whether past or present, or allow affiliation of any body of persons representing a specific interest group whose aim is to enhance the inter partes relationship referred to in paragraph 4[k] above;

t] pay reasonable expenses in respect of or remuneration for services rendered to it or on its behalf, whether by any member, or any other person, body or institution whether rendered on a full-time, part-time, casual or other basis;

u] promote and maintain the dignity and status of the office of judicial officer;

v] undertake any act or measure that may be conducive to the attainment of the objectives of the Association.

## **5. CLASSES OF MEMBERS AND QUALIFICATION FOR MEMBERSHIP**

5.1 The Association shall have the following classes of members :-

a] Ordinary members;

b] Life members; and

c] Honorary members.

5.2 The persons eligible for the various classes of membership shall be as follows:

a] all judicial officers may be admitted as ordinary members;

b] on the approval of a majority of the Provincial Committees, life membership may be granted to any member of the Association who has retired as a judicial officer, whether or not he/she is sitting on an ad hoc basis, or who is unable to return to active duty because of disability, upon payment of a subscription to be determined by the Executive Committee from time to time providing, however, that such membership may be suspended or terminated by the Executive Committee after consultation with the Provincial Committees;

c] any member of the Association who has retired as a judicial officer, whether or not he/she is sitting on an ad hoc basis, or who is unable to return to active duty because of disability shall be eligible for honorary membership, provided that all Provincial Committees shall be informed of such application and the majority are in favour of granting such membership and provided further, that such membership may be suspended or terminated by the Executive Committee after consultation with the Provincial Committees;

## **6. ADMISSION OF MEMBERS**

a] Anyone who seeks admission as an ordinary member of the Association, shall apply in writing in a form prescribed from time to time by the Executive Committee;

b] Ordinary membership shall be conferred upon any applicant on approval by the relevant Provincial Committee; provided that in the event that an application is rejected, such applicant may appeal to the Executive Committee.

c] Every application for membership of the Association shall be lodged with the Secretary of the appropriate Provincial Committee, together with any subscription which may be payable with the application.

## **7. SUBSCRIPTIONS**

a] No subscription shall be payable by an Honorary member;

b] The subscription for other members, and the terms of payment, shall be determined from time to time by the Executive Committee.

## **8. CESSATION OF MEMBERSHIP**

Any member shall cease to be a member of the Association if :-

i] his/her resignation is submitted in writing to the Secretary of the Association;

ii] his/her membership is terminated in terms of sub paragraph 9[c] below;

iii] his/her subscription is more than 3 months in arrear;

iv] he/she ceases to qualify in terms of paragraph 5.2[a] or [b] above.

## 9. DISCIPLINARY MEASURES

Upon proper enquiry the Executive Committee may :-

- a] dismiss complaints against a member or members of the Association;
- b] reprimand the member;
- c] suspend or terminate membership of a member, provided that such action shall be confirmed by a majority vote at the Annual General Conference.

## 10. OFFICE BEARERS

a] The office bearers of the Association shall be a President, a Vice-President, a Secretary and a Treasurer. They shall be elected at each Annual General Conference of the Association, and their terms of office shall take effect upon the adjournment of such Annual General Conference and shall continue until the election of their successors at the ensuing Annual General Conference.

b] i] The President shall preside at the Annual General Conference of the Association and at all meetings of the Executive Committee. In the absence of the President, the Vice-President shall do so. In the absence of both the President and Vice-President, the members present at a properly constituted Annual General Conference or the Executive Committee, as the case may be, shall elect a temporary presiding officer who shall have all powers which the President would have had, had the President been present and presiding. A presidential report shall be presented at the Annual General Conference and shall cover the activities of the Association during the President's tenure of office.

ii] The Secretary and the Treasurer shall also be the Secretary and Treasurer of the Executive Committee.

c] The President shall not in the first instance cast his/her vote at the Annual General Conference or at any meeting of the Executive Committee but, in the event of an equality of votes, he/she shall be entitled but not obliged to exercise a casting vote.

d] The President shall be an ex officio member of all Standing and Special Committees, and as such, may vote at meetings of such Committees.

e] The Secretary and any persons appointed as Assistant Secretaries [neither of whom shall necessarily be a member of the Association, or a full-time employee of the Association] shall be the custodian of all records, archives and assets of the Association, and shall preserve and keep record of all transactions. The Secretary and/or the Assistant Secretary shall take minutes of meetings and send copies thereof to the Provincial Secretaries if so instructed. Their duties further comprise of all the secretarial duties pertaining to the Executive Committee and any other Committees, and in particular include :-

i] the drafting and posting of all notices, correspondence and statements;

ii] the implementation of Committee orders and the presentation of all correspondence and reports to the relevant Committee;

- iii] arranging all conferences and meetings of members;
- iv] drafting comments -
  - a] on proposed legislation;
  - b] on suggestions in regard to desirable or necessary legislation and amendment to existing legislation;
  - v] acting as a link between the Executive Committee, any other Committees and members; and
  - vi] promoting the aims and objectives of the Association.
- f] The Treasurer shall collect subscriptions from the members of the Association and shall be the custodian of the monies of the Association, none of which shall be disbursed without the authority of the Annual General Conference or the Executive Committee.
- g] The Treasurer shall submit a financial report to the Annual General Conference for adoption or rejection, as the case may be, by majority vote. In the event of its adoption, everything done by the Treasurer during the Treasurer's tenure of office since last elected shall be taken to have the full approval of the Association. In the event of a rejection, the report shall be submitted to the Executive Committee for such action as it may deem fit and proper.
- h] The funds of the Association shall be kept by the Treasurer in a banking institution. The choice of such banking institution or any branch shall be in the discretion of the Executive Committee.
- i] By a majority vote, a Secretary, Treasurer and any other person acting in an honorary capacity, whose services to the Association are, in the opinion of the Executive Committee, deserving of compensation, may be voted an honorarium by that Committee.
- j] The Secretary, Assistant Secretaries and Treasurer shall be stationed in the Province where the office of the Association is situated.
- k] In addition to the above office bearers, representatives of the Provinces referred to in paragraph 11[b] shall be regarded as office bearers of the Association.

## **11. PROVINCIAL COMMITTEES**

- a] A Provincial Committee shall be established for each of the following Provinces:
  - i] EASTERN CAPE
  - ii] FREE STATE
  - iii] GAUTENG

iv] KWAZULU-NATAL

v] MPUMALANGA

vi] NORTHERN CAPE

vii] LIMPOPO

viii] NORTH WEST

ix] WESTERN CAPE

b] Each Provincial Committee may nominate any member to represent members in its Province on the Executive Committee, provided that:

i] each Provincial Committee may nominate not more than one such representative in respect of every 150 members or part thereof, in its Province;

ii] such representative's term of office shall commence at the Annual General Conference during any year in which such member is nominated and continues until the next Annual General Conference following the date of nomination.

iii] if a vacancy occurs during the term of office of such a nominated member to the Executive Committee the Provincial Committee shall have the power to co-opt any other member for the remaining period of office of such a member.

c] Every Provincial Committee shall consist of at least 5 [five] members who are stationed in the Province concerned. Each Province shall elect a Chairperson, Secretary and Treasurer at an Annual General Meeting of the members concerned. Each Provincial Committee shall have powers to co-opt members as in the case of the Executive Committee.

d] Every Provincial Committee shall call an Annual General Meeting before 30 June of each year and at such place as is decided upon by the Provincial Committee. At such a meeting, the members of the Provincial Committee for the following year shall be elected and the allocation of subscriptions to any Regional Committee shall be determined, based proportionally, on the number of members within the Region. The procedure for convening such meetings, the voting procedure and election of a Chairperson shall, *mutatis mutandis*, be the same as that applicable at an Annual General Conference of the Association. All resolutions passed at an Annual General Meeting shall forthwith be submitted to the Executive Committee for consideration.

e] When a vacancy on the Provincial Committee arises, such Committee shall have the power to co-opt a member of the Association within that Province for the unexpired period of such vacancy.

f] Provinces may be subdivided into Regions after approval thereof by the Executive Committee. Recommendations for any sub-division shall be submitted to the Executive Committee by the Provincial Committee concerned.

g] The Executive Committee, after consultation with the all the Provincial Committees, determines the border of the respective Province and this can, if deemed necessary, be amended in like manner.

h] Every Regional Committee shall consist of at least 2 [two] members, including a Regional Chairperson and Secretary, who are stationed in the Region concerned and have been elected at a meeting of the Regional Committee. The Regional Committee shall have the power to co-opt members on the same basis as in the case of the Provincial Committee.

i] The procedure to be followed by the Regional Committees for convening meetings shall, *mutatis mutandis*, be the same procedure as that followed by a Provincial Committee. All resolutions passed at a meeting of the Regional Committee shall be submitted to the Provincial Committee concerned, in order for the last-mentioned Committee to submit the resolution[s] to the Executive Committee for consideration.

j] A Regional Committee is entitled to depute one member to attend the Annual General Meeting of the Provincial Committee concerned. The costs for attending such meeting by a member shall be borne by the Association.

k] Meetings by members in Regions and Provinces shall take place as often as is determined by the Committees concerned, but not less than once per calendar year.

l] Regional Committees may convene an Annual General Meeting at such time and place as is decided upon by the Regional Committee, but not less than 30 days before the Annual General Meeting of the Province concerned.

m] By a majority vote, a Secretary, Treasurer and any other person acting in an honorary capacity, whose services to the Association are, in the opinion of the Provincial Committee, deserving of compensation, may be voted an honorarium by that Committee.

## 12. THE EXECUTIVE COMMITTEE

a] The Executive Committee shall consist of the President, Vice President, Secretary and Treasurer elected at the Annual General Conference as contemplated in paragraph 16, together with the members nominated by the Provincial Committees as provided for in paragraph 11[b].

b] A member shall not serve for more than two consecutive terms on the Executive Committee in the capacity of President of the Association.

c] The management and control of the affairs of the Association shall vest in the Executive Committee which shall have full power and authority to do any act, matter or thing which could or might be done by the Association excepting such matters as are specifically reserved to be dealt with at a Special General Meeting or an Annual General Conference of the Association. In addition to the general powers and authorities conferred upon the Executive Committee, and without in any way limiting such powers and authorities, the Executive Committee shall have the following additional special powers namely, to :

- i] establish the Standing Committees of the Association, determine their duties and delegate authority to them;
- ii] organize the programme, agenda and entertainment for the Annual General Conference;
- iii] determine whether or not a person is a member in good standing of the Association;
- iv] determine the subscriptions and any special assessment to be paid by applicants for membership and by the members themselves;
- v] use the subscriptions, assessments and any other funds of the Association, including funds previously collected or designated for a special purpose, for any of the needs, or for the purposes of, the Association;
- vi] raise funds for the aims and purposes of the Association;
- vii] grant scholarships, bursaries and loans to persons engaged in the programme of legal training;
- viii] take all steps necessary to protect and to promote the remuneration, benefits and welfare of members;
- ix] report to the members of the Association on the proceedings of the Executive Meetings of the Association, in a manner to be determined by the Executive Committee;
- x] discuss with and if deemed appropriate, to provide assistance, support and legal representation, in the discretion of the Executive Committee, to those members under complaint by the public or otherwise;
- xi] acquire fixed property on behalf of the Association, and pass bonds over such property;
- xii] take all such steps as may be necessary in the interests of the Association and its members and to promote and attain the aims and objectives of the Association;
- xiii] fill vacancies on the Executive committee by the co-opting of a member for the remaining period of such vacancy in the Executive Committee;
- xiv] hold meetings of the Executive Committee at any time and place upon written notice by the Secretary with seven clear days' notice, or by any 7 [seven] members of the Executive Committee with fourteen clear days notice;
- xv] co-opt any member of the Association, whether on an ad-hoc basis or otherwise, where the Executive Committee deems it expedient for the attainment of any of the objectives of the Association; provided that such member shall not be an office-bearer of the Association and provided further that such member shall not be entitled to any vote.

### 13. FINANCE

- a] The financial year of the Association closes on the 31st of March each year.
- b] The Executive Committee shall cause proper financial statements to be kept, showing all the income and expenditure of the Association and all its assets and liabilities.
- c] The financial statements of the Association shall be audited by an accountant who shall be appointed for that purpose by the Executive Committee.
- d] Appropriate financial statements shall be prepared at the end of each financial year of the Association.
- e] Any member of the Association may obtain a copy of the financial statements upon written request to the Secretary of the Executive Committee and upon payment of such fee as the Executive Committee may determine from time to time.
- f] The monthly subscription fees due by a member shall be determined by the Executive Committee from time to time.
- g] Subscriptions shall be allocated as follows :
  - i] Seventy per cent per month shall be paid into a fund known as the Executive Fund; and
  - ii] Thirty per cent per month to the various Provincial Funds of each Provincial Committee calculated proportionally, based on the number of members within the Province.
- h] The Executive Committee may, with the approval of the majority of the members at the Annual General Conference of the Association, levy an additional amount in respect of subscriptions or by way of special assessment on members.
- i] The Executive Committee shall exercise full control over the Executive Fund and the investments thereof. Funds may be utilised in respect of the affairs of the Association only, save as provided for in sub-paragraph [j] hereunder. With the approval of the Annual General Conference, funds may be used for any other purpose.
- j] Each Provincial Committee shall exercise full control over its respective Provincial Fund, subject to the condition that such fund shall be utilised in respect of the affairs of the Association only : provided that, with the approval of the Executive Committee, given after consultation with the other Provincial Committees or pursuant to a decision of the Annual General Conference, funds may be used for any other purpose.
- k] Each Provincial Committee shall appoint a member to examine the books of account at the end of each financial year and to furnish a report on the correctness thereof.

l] The Executive Committee shall establish an Executive Reserve Fund in which will be deposited for investment purposes at beneficial interest rates, such funds as are in excess of the funds required for the Executive Fund and the Provincial Funds. The Executive Committee and the Provincial Committees are required to examine the funds under their control from time to time and to ensure that excess funds are transferred to the Executive Reserve Fund.

m] The Executive Reserve Fund shall be held as an asset of the Association and the capital thereof may be utilised only with the authority of the Annual General Conference of the Association. In case of emergency, should this arise, such funds may be utilised for a specific purpose with the approval of a two-third majority of the Executive Committee. The interest on the Executive Reserve Fund shall accrue to the Executive Fund.

n] Should a Provincial Fund require additional funds, the Provincial Committee concerned may approach the Executive Committee for a subsidy. In such cases the Executive Committee may, if the application is approved, subsidise the applicant from the Executive Fund or it shall approach other Provincial Committees with sufficient funds available, to render the assistance that is required.

o] Non-members of the Association who, with the authority of the Executive Committee, subscribe to the Journal of the Association, shall pay such subscription fees as are fixed from time to time by the Executive Committee.

p] All subsidies, donations and grants to the Association and all other moneys or levies, shall accrue to the Executive Fund.

#### **14. SIGNATURE ON DOCUMENTS**

a] All cheques of the Association, shall be signed by any two of the Treasurer, Secretary of the Association or any other Executive Committee member appointed from time to time.

b] Any document to be signed on behalf of the Association, excluding ordinary correspondence and cheques, in order to be valid, shall be signed by any two of the President, the Vice-President, the Secretary or the Treasurer.

#### **15. ELECTION OF OFFICE BEARERS OF THE ASSOCIATION**

a] The President and Vice-President are elected on an annual basis in the following manner :

i] At the Annual General Meeting of the Provinces which shall be held before the Annual General Conference of the Association, one candidate shall be nominated as President and one as Vice-President by a majority of votes.

ii] Such nominations as well as the number of votes obtained by each candidate shall be lodged with the Secretary before the thirtieth calendar day prior to the Annual General Conference. The President and Vice-President shall be elected by a majority of the votes that were cast at the Annual General Meeting of each respective Province.

iii] After the election of the new President and Vice-President, the outgoing President shall, at the Annual General Conference, call for nominations for Secretary and Treasurer.

b] If there is more than one candidate for any office of the Association, a secret ballot shall be cast by each member and the candidate receiving a majority of the votes shall be elected. If, however, no candidate has a majority, the candidate having the least votes, shall be eliminated from the balloting and voting shall proceed in the same fashion until a candidate has a majority, such candidate then being elected.

c] During nominations, a motion that nominations be closed for any office of the Association shall be permissible.

d] In the event that voting for any office of the Association proceeds by ballot, as provided for in this Constitution, three scrutineers shall be appointed by the President, or by the Chairperson presiding, for the election of office bearers, none of whom shall be a candidate for the office for which the balloting is called. The scrutineers shall count and tabulate the ballots and certify their findings to the President or the Chairperson under their respective signatures.

## **16. THE ANNUAL GENERAL CONFERENCE**

a] The Annual General Conference of members of the Association shall be held at a time and place to be determined by the Executive Committee. No more than fifteen months shall elapse between Annual Conferences.

b] Notice of such Annual General Conference shall be given in writing.

c] Notice of the terms of any resolution to be proposed at an Annual General Conference, other than concerning ordinary or general business, shall be lodged with the Secretary at least 60 days before the date fixed for such meeting.

## **17. SPECIAL GENERAL MEETINGS**

a] A Special General Meeting of the Association may be convened at the discretion of the President at such time and at such place as may be specified by him/her in a written notice of such meeting. The said notice shall be given to the Chairperson of each Province and shall provide for the meeting to be held on a date not earlier than the lapse of 30 [thirty] days calculated from the date of the notice, but not later than 45 [forty five] days calculated from the date of the said notice.

b] Upon written request lodged with the Secretary by at least 100 [one hundred] of the members of the Association for the holding of a Special General Meeting, the President shall, within 10 [ten] days of the receipt by the Secretary of the said request, convene such a meeting at a place and upon a date specified by him/her in the notice thereof. The Special General Meeting shall be held on a date not earlier than the lapse of 30 [thirty] days calculated from the date of the notice but not later than 45 [forty five] days from the said date.

c] At any Special General Meeting referred to in sub-paragraph [b] hereof, unless the President in his/her discretion otherwise permits, the only business that shall

be discussed shall be that which has been specified in the written request lodged by the members concerned.

d] The provisions of this paragraph shall, *mutatis mutandis*, apply to a Special General Meeting that is called for in a Province, save that in the case of a written request by members of the Province, it shall contain the signatures of at least 10% [ten per cent] of the members of that Province.

## **18. JOURNAL**

a] The Journal of the Association shall be issued at such intervals as determined by the Executive Committee.

b] The Editor for the Journal shall be appointed by the Executive Committee of the Association. The Editor need not be a member of the Association. Any compensation paid or payable to the Editor of the Journal is to be decided by the Executive Committee.

## **19. COMMITTEES**

19.1 The Standing Committees of the Association shall be :

### **a] THE EDUCATION AND RESEARCH COMMITTEE**

Its duties shall be inter alia :

i] to organise annual or semi-annual seminars for further education of judicial officers;

ii] to organise any special seminars that may be required to deal with new legislation;

iii] to research and report to the Executive Committee and/or the members on any legal or procedural matters that are referred to it by the Executive Committee;

iv] to consider any other matters that are ancillary or related to the above;

v] to make recommendations to the Executive Committee.

### **b] THE LABOUR RELATIONS COMMITTEE**

Its duties shall be inter alia :

i] to negotiate or liaise, on behalf of the Association or any individual member, with any person, association, body or institution, in connection with any matter pertaining to the objectives of the Association;

ii] to research and prepare recommendations for the Executive Committee on remuneration, pension and all other benefits;

iii] to consider matters related to judicial exchanges, rights, interests, appointments, promotions, transfers, discharge, retirements, misconduct,

disciplinary steps, leave, sick leave, travel time, allowances, working conditions or any other matter related thereto;

iv] to promote and facilitate employee participation in decision making in the workplace and the effective resolution of disputes, primarily by way of conciliation;

v] to facilitate orderly collective bargaining and in particular, the determination of remuneration, terms and conditions of service, service benefits or any matter of mutual interest;

vi] to promote and facilitate freedom of association;

vii] to consider any other matters that are ancillary or related to the above.

viii] to make recommendations to the Executive Committee.

#### **c] LEGAL MATTERS COMMITTEE**

Its duties shall be inter alia:

i] to consider all matters relating to any court;

ii] to consider any other matters that are ancillary or related to the above;

iii] to make recommendations to the Executive Committee.

19.1.1 The President, acting on the advice of the Executive Committee may, as soon as is convenient after taking office, appoint a Chairperson for each Standing Committee. Each Chairperson shall appoint Committee members, the number of which shall be left to his/her discretion. Such Chairperson shall inform the President and the Secretary of the composition of the Committee within 30 [thirty] days of its appointment. The members of such a Standing Committee need not be members of the Association and shall in such case not be entitled to any compensation.

19.2 In addition to the Standing Committees, the President, acting on the advice of the Executive Committee may appoint on the terms and conditions determined by him/her, any member or private person as a member of any Special Committee which in his/her opinion should be constituted for the purpose of attaining any of the objectives of the Association. The President may designate any such member as Chairperson.

19.3 A meeting of any Committee of the Association may be held at any time and place on the written notice of its Chairperson with 7 [seven] clear days' notice, but notice of any such meeting may be waived by any members of such Committee before such meeting.

19.3.1 If the Chairperson of any such Committee is not present at any meeting of any Committee, the members of the Committee shall elect a temporary Chairperson.

19.3.2 Members may nominate themselves as candidates for appointment to Standing or Special Committees.

19.3.3 The Chairperson of each such Committee shall at the Annual General Conference make a report on the activities of the Committee during the year in question, provided that the President may nominate any member to present such report on the relevant Chairperson's behalf at such Conference.

## **20. QUORUM**

a] A quorum of the Association at the Annual General Conference shall be the lesser of 100 or 10% of ordinary members.

b] A quorum of the Executive Committee shall be a majority of the members of the Executive Committee.

c] A quorum of the Annual General Meeting of a Province whose provincial membership is above 60 shall be 20 members from the Province.

d] A quorum of the Annual General Meeting of a Province whose provincial membership is below 60 shall be 10 members from the Province.

e] A quorum of any other Committee shall be 2 members.

## **21. PROXIES**

a] Any representative of a Province as contemplated in paragraph 11[b] hereof shall be entitled to vote at any Annual General Conference or Special General Meeting of the Association by way of proxy.

b] Such proxy shall be given by any member of a Province by instrument in writing by which the representative of the Province contemplated in paragraph 21[a] hereof is appointed.

c] Any such member who has not revoked a proxy shall be precluded from voting at the relevant meeting.

d] Whenever any such representative at any meeting as aforesaid indicates to the Chairperson that he or she holds a proxy, it shall be deemed that a ballot has been called.

## **22. VOTES OF NO CONFIDENCE**

a] If the members at a duly convened and constituted Special General Meeting pass a vote of no confidence in the Executive Committee, including the President, the President shall resign and dissolve such Executive Committee and forthwith call for nomination and election of office bearers of the Association at such meeting.

b] If such members as aforesaid pass a vote of no confidence in the President, but not in the other members of the Executive Committee, the President shall resign.

c] If such members as aforesaid pass a vote of no confidence in the Executive Committee, excluding the President, the President may -

i] resign; and

ii] shall in either case, dissolve such Executive Committee and forthwith call for nomination and election of office bearers of the Association at such meeting.

d] Nominations shall take place in the manner provided, mutatis mutandis, in paragraphs 11[b] and 15 hereof.

e] The President and Vice-President shall be elected by a majority of votes, subject to the provisions of paragraphs 15[b], [c] and [d], 17[d] and 21; Provided that the provisions of paragraphs 15[b], [c] and [d], 17[d] and 21 shall, mutatis mutandis, also apply where a motion of no confidence is introduced in respect of a Provincial Committee.

### **23. AGENDAS AND PROCEDURE**

a] Any notice convening any meeting other than a Provincial Committee or a Regional Committee meeting shall be accompanied by a copy of the agenda defining the nature and order of proceedings.

b] No resolution shall be taken in respect of any subject or matter not appearing on the agenda or which is not relevant thereto, unless all the members present at the meeting aforesaid, agree to any such other proposed motion being put to the meeting.

c] All motions moved for adoption at the meetings aforesaid shall, prior to and for purposes of acceptance and submission for discussion, be submitted in writing at such meeting.

### **24. AMENDMENT OR REPEAL OF THE CONSTITUTION**

This Constitution may only be amended or repealed if such amendment or repeal :

1. Has been discussed and approved by the majority of those present at a general meeting of a province proposing such a constitutional amendment or repeal,
2. The said province has through its secretary given at least 30 days' notice, before its scheduled date of provincial meeting, to the other 8 provinces,
3. The proposed amendment or repeal is adopted with a two-thirds majority at the subsequent Annual General Meeting

### **25. DISSOLUTION**

a] The Association may be dissolved if :

i] the dissolution is discussed at a General Meeting of all the Provinces;

ii] two-thirds of the members at each such Provincial General Meeting, approve of the dissolution;

iii] not less than 90 [ninety] days' notice to all members, of a General Conference convened by the Executive Committee for considering the dissolution of the Association, is given;

iv] two-thirds of the representatives of the Provinces present at the General Conference so convened by the Executive Committee, indicate that their Provinces have approved of the dissolution at their General Meetings.

b] Members not present at the General Conference may vote by proxy or in the manner decided upon by the Executive Committee and explained in the notice convening the General Conference.

c] Representatives of the Provinces and the Executive Committee present at the General Conference dissolving the Association shall decide by a simple majority of votes how the assets of the Association shall be dealt with.

d] If for any other reason the Association is wound up, liquidated or in any other manner dissolved and there remains after the satisfaction of its liabilities any assets whatsoever, the same shall be transferred to such other society or association with objects similar to those of the Association, as the members shall in General Conference decide.

## **26. GENERAL**

Unless otherwise determined by the Executive Committee or as provided expressly or by necessary implication in this Constitution, the Executive Committee shall be the only official mouthpiece of the Association on any matter relating to policy.