



Constitution

Of The

Cleaning Association of South Africa



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1. ESTABLISHMENT

The Cleaning Association of South Africa (CASA) was established as a unifying body for all employers in the cleaning industry.

2. NAME OF THE ASSOCIATION

The name of the Association shall be the Cleaning Association of South Africa and the acronym CASA may be used.

2.1 LEGAL STATUS

The Association shall be an independent juristic persona, distinct from the individuals who comprise it, and shall have the power to enforce rights and own property, to incur obligations, and to sue and to be sued in its own name and shall have perpetual succession. The liability of a member of the Association shall be limited to an amount not exceeding all amounts owing by him/her to the Association.

2.2 LIABILITY OF OFFICE BEARERS AND OFFICIALS

2.2.1 CASA indemnifies and hold harmless its Office bearers and officials against all and/or any claims which may be instituted against them during the course of them carrying out their duties.

2.2.2 Office bearers and officials are indemnified against any claims arising out of ordinary negligence.

2.3 HEAD OFFICE

The Head Office of the Association shall be at 70A Wynne Street, Parow, Cape Town, South Africa.

2.4 REGIONAL OFFICES

Regional offices may be established in all 9 provinces in South Africa.

3 DEFINITIONS

Any expression used in this Constitution which is defined in the Labour Relations Act No 66 of, 1995 as amended.

“CLEANING INDUSTRY” means the sector in which employers and employees are associated for the purposes of cleaning or washing by hand or machine, of furniture, windows, carpets, doors, floors, tools, machinery, under supervision at industrial and commercial premises, hospitals, universities, buildings, and flats that are let commercially and/or share blocks and/or Body Corporates or any airplanes, trucks, cars, buses, trains or any other vehicle requiring to be so cleaned, supplies of cleaning equipment, chemicals and allied industry.

4 OBJECTIVES

The objectives of the Association which must be achieved with integrity, professionalism and accountability are the following:

4.1 to promote the interest of the members

4.2 to provide a platform for debate on matters affecting members:

- 4.3 to participate by way of submissions to any proposed legislation in which the interests of the members and the industry will be affected;
- 4.4 to advise, members on matters affecting the relationship between themselves and their employees;
- 4.5 to co-operate with organisations of other employers business associations that may share the same visions as CASA.
- 4.6 to affiliate and form alliance with International Cleaning Associations and to participate fully on its activities and programmes.
- 4.7 to co-operate and build a more co-operative relationship with trade unions representing employees in the industry.
- 4.8 to work with the Commission for Conciliation, Mediation and Arbitration (CCMA) hearings which may be established to deal with matters which affect members or the industry;
- 4.9 to acquire either by purchase, lease or otherwise any movable or immovable property, and also to sell, let, mortgage or otherwise deal with and dispose of movable or immovable property or other assets belonging to the Association or use such property for such other purposes as the members may approve;
- 4.10 to borrow, invest, lend, subscribe or donate money for the furtherance of the objects of the Association;
- 4.11 to raise funds by subscriptions, dues or levies or other means for the attainment of the other objects herein;
- 4.12 to use any legitimate means to induce companies who are eligible for membership to become members;
- 4.13 to do such other lawful things as may appear to be in the interests of the Association or its members and which are not inconsistent with the objects, or any matter specifically provided for in this Constitution.

5 MEMBERSHIP

5.1 Employers engaged in the Contract cleaning industry suppliers of cleaning equipment, chemicals in the Republic of South Africa as defined in Clause 3 of the Constitution, shall be eligible for membership of the Association.

5.2 Applications for membership shall be lodged in writing with the Secretary and shall be accompanied in each case by the entrance fee and annual subscription prescribed in Clause 6 of this Constitution and at least one month's levy.

5.3 Applications for membership shall be considered by the National Executive Committee, within one month of the receipt thereof by the Secretary.

5.4 National Executive Committee shall interview members before they are admitted to be members of the Association. In the interview the member shall bring together all documents which shows that the member is a compliant employer in terms of the industry requirements and all legal documents in terms of companies' act.

5.5 The association shall perform a due diligence on its members annually, to always maintain and enforce the culture of compliance.

5.6 The entrance fee, subscription and any levy paid shall be refunded to the applicant in the event of rejection of the application.

5.7 If admission to membership is refused by the National Executive Committee, the applicant concerned shall be notified by the Secretary and shall have the right of appeal to the next National Annual General Meeting. The appeal shall be lodged in writing with the Secretary at least 6 (six) weeks before the Annual General Meeting of the Association and the appellant shall be afforded an opportunity to state his/her case personally to the Annual General Meeting, and may, if he/she so desires, call witnesses in support of any statement made by him/her. The Annual General Meeting's decision will be final.

5.8 Every member shall notify the Secretary, in writing, of his/her postal address and any changes thereof within four weeks of the date on which the change takes place.

5.9 Only one representative of a firm, partnership or company which is a member of the Association shall be entitled to vote for it at meetings of the Association or in ballots conducted by the Association and his/her name shall be notified in writing to the Secretary from time to time. Each member acknowledges that the Association is run on the democratic principle.

5.10 CASA's members will be listed on a national membership database.

5.11 Membership shall cease upon the closure of the firm, resignation or expulsion in terms of this constitution.

6 ENTRANCE FEE AND SUBSCRIPTIONS

6.1 An entrance fee may be payable on application for membership, if so determined by the National Executive Council, which fee may be altered from time to time.

6.2 An annual subscription is thereafter payable. The subscription shall be paid in advance or may be paid in equal instalments to the Treasurer or such person as may be authorised by the Association to receive it. This fee may be altered from time to time. The fees payable shall be determined by the members at the Annual General Meeting.

6.3 A monthly levy is thereafter payable for the normal monthly expenses of the Association, shall be determined and ratified at the Annual General Meeting.

7. CONSTITUENTS OF THE ASSOCIATION

7.1 THE CONSTITUENTS OF THE COUNCIL SHALL CONSIST OF;

7.1.1 A National Executive Council

7.1.2 Regional Advisory Council

8 NATIONAL EXECUTIVE COUNCIL

- 8.1 The National executive Council will comprise of President, Vice President, Treasurer and Secretary as voted for by the national membership at the founding meeting. Thereafter the National Executive shall be elected at the annual general meeting of the members.
- 8.2 The National Executive Council shall be the final decision making structure for the association.
- 8.3 The term of office for the National Executive Council is two years. They shall then vacate the office but are eligible for re-election for period that does not exceed two terms of office.

9 GOVERNANCES

- 9.1 The Association shall be administered and managed by a National Executive Council (NEC), which shall be the ultimate authority of the association which shall only be overruled by a national ballot of members in good standing.
- 9.2 A President, Vice President, Treasurer and Secretary of the Association shall be the office bearers of the association responsible for administration of the association which include fiduciary responsibility of the association.

10 NATIONAL MEETINGS

10.1 National Members' Meetings

- 10.1.1 The national members shall meet at least 3 (three) times per annum on the dates to be determined by the President in consultation with members.
- 10.1.2 The quorum for the National Members' Meeting shall consist of 50% plus one of the national members.
- 10.1.3 General Members Meeting will require 14 (fourteen) days' notice.

10.2 Procedures for the national members' meetings

- 10.2.1 All meetings shall be conducted in accordance with the agenda, after the chairperson has at the meeting call for issues to be placed under the heading General
- 10.2.2 all issues shall be considered only on a motion duly seconded
- 10.2.3 the person chairing the meeting, may prescribe a time limit for the debate of any issue on the agenda
- 10.2.4 the person chairing the meeting, shall be entitled to make a ruling on matters of procedure providing that such ruling may be overruled after a motion to that effect duly seconded has been approved by a majority vote of all those present
- 10.2.5 the Secretary shall call nominations for appointment by the meeting, one or more of those present to act as a scrutineer in the taking of any ballot where deemed necessary or prescribed by this constitution
- 10.2.6 if voting is required on a motion, such voting shall take place by a show of hands, unless the meeting decides it is necessary to vote by way of ballot or 25% of those present at the meeting requesting voting by ballot

- 10.2.7 in addition to matters in respect of which voting by ballot is compulsory in terms of this constitution, a ballot shall taken on any issue including the recall from or reinstatement to office of an office bearer, if;
- 10.2.8 so decided by no less than 25% of those members present
- 10.2.9 ballot papers may not bear any mark or sign other than the mark made by the voter. Papers bearing any other mark shall be regarded as spoiled
- 10.2.10 voters shall also be required to sign an attendance register
- 10.2.11 all ballot paper together with the attendance register shall be placed in a sealed container and retained for 3 years by the Secretary.

10.3 National Executive Council Meetings (NEC)

The NEC shall meet at least 4 (four) times per annum on the dates to be determined by the President in consultation with members of the NEC.

10.4 Special National Executive Council Meetings

Special meetings for the NEC may be called by the President whenever it is deemed necessary or upon receipt of a request for such meeting made by no less than 4 (four) NEC members. In such event, a special meeting of the NEC shall be called within 14 (fourteen) days of receipt of the written request by the Secretary.

10.5 Electronic (VIRTUAL) Meetings

The Association shall have a provision to held special NEC meeting via internet (virtual) to deal with urgent matters that may not have to wait for fourteen days in terms of clause 10.02.

10.6 Minutes

- 10.6.1 Minutes of all meetings shall be kept by the Secretary.
- 10.6.2 A copy of such drafted minutes shall within 14 days of the date of the meeting be forwarded to each member of the association by the secretary
- 10.6.3 Any amendments shall be submitted to the secretary within 7 days of receipt of the draft minutes
- 10.6.4 Such minutes shall be subject to rectification or approval at the next meeting
- 10.6.5 All minutes shall be retained for a minimum of 3 years by the secretary

11 CONDUCT AND PROCEDURE AT NATIONAL EXECUTIVE COUNCIL MEETINGS

11.1 NOTICE OF MEETINGS

The Secretary shall give to NEC members 14 (fourteen) days written notice of all meetings and adjourned meetings of the National Executive Council. Such written notice may either be by email or any electronic form.

11.2 AGENDA

The notice shall contain an agenda of all business to be transacted. The agenda shall be prepared by the Secretary in consultation with the National Executive Council.

11.3 QUORUM

At least 50% plus one of the National Executive Council shall form a quorum. If no quorum is available within 30 (thirty) minutes after the stated time, the meeting shall be adjourned to a date fixed by the President or Presiding Officer who may be elected to preside in the absence of the President and Vice President. At the adjourned meeting, business may be transacted by the members present at such meeting. Written notice of such adjourned meeting shall be given to members who were absent.

11.4 REGISTER

Before any meeting of the National Executive Council is opened, every delegate present shall enter his/her name in an attendance register kept for this purpose.

11.5 PROCEDURE

At regular meetings, matters shall be dealt with according to an Agenda.

11.6 MOTIONS AND AMENDMENTS OF MOTIONS

Every motion shall be proposed and seconded. The person presiding the meeting shall prescribe a time limit for the debate of any issue on the agenda. The person presiding the meeting shall also be entitled to make a ruling on matters of procedure, provided that such ruling may be duly overruled by a motion seconded and approved by a majority vote of those present.

11.7 VOTING

Voting on matters of national interest shall be by ballot including the voting for the National Office Bearers. The President of the association shall only have a casting vote on event of a deadlocked with equal number of votes. The association shall make a provision for electronic voting available whenever it is required or requested by the National Executive Council members.

11.8 RECONSIDERATION OF RESOLUTIONS

No resolution may be rescinded or amended until a period of 6 (six) months has elapsed, except by a special meeting convened for the purpose of reconsidering such resolution and then only by a decision of a majority of two-thirds of the members present and voting.

11.9 UNRULY MEMBERS AT MEETINGS

If a member be unruly abusive or offensive, or obstructs business at a meeting, it shall be within the power of the President to suspend such member from the meeting.

12 OFFICE BEARERS AND OFFICIALS OF THE NATIONAL EXECUTIVE COUNCIL

12.1 The duties of the Office Bearers and Officials shall be:

12.1.1 THE PRESIDENT

The President shall preside at all meetings at which he/she is present, enforce observance of the Constitution of the Association, sign minutes of meetings after confirmation, generally exercise supervision over the affairs of the Association, be a member ex-officio

of all Committees and Sub-Committees of the Association and perform such other duties as by usage and custom pertain to the office.

12.1.2 THE VICE PRESIDENT

The Vice President shall exercise the powers and perform the duties of the President in the absence of the latter.

12.1.3 ACTING PRESIDENT

In the event of both the President and the Vice-President being unable, either temporarily or permanently, to perform their duties, the National Executive Council shall appoint a member of the Association to act as President until the President or Vice-President is able to resume his/her duties or until the next election.

12.1.4 TREASURER

12.1.4.1 The Treasurer shall take the necessary steps to ensure compliance with the requirements of the Labour Relations Act, 1995 as amended relating to the keeping of proper books of account, the auditing of such books, the preparation of a Balance Sheet and a Statement of Income and Expenditure and the submission or making available thereof to the members.

12.1.4.2 The Treasurer will endorse all accounts for payment after approval by the National Finance Committee, release payments by electronic fund transfers and submit reports regarding the financial position of the Association to the National Executive Council not less than once every 3 (three) months; prepare the Balance Sheet and Statement of Income.

12.1.5 SECRETARY

12.1.5.1 The Secretary shall administer observance of the Constitution of the association, Receive requisitions for meetings of the National Executive Council; issue notices of meetings; conduct all correspondence of the Association; keep originals of letters received and copies of those dispatched and forward them to the President and all members National Executive in order that these may be tabled and discussed at the following National Executive Council meeting, keep a register of all members, record therein inter alia every members address, date of enrolment, and in the event of the resignation or expulsion of a member the date thereof. The Secretary shall not have the power to vote on any issues.

12.1.5.2 In addition to the duties laid down in sub-paragraph 12.1.5.1, the Secretary shall perform the duties imposed by Sections 99 and 100 of the Labour Relations Act, 1995 as amended, relating to the retention of records and the supply of information to the Registrar.

12.1.5.3 The Secretary may resign on giving 1 (one) month notice in writing to the National Executive Council, and his/her duties may be terminated on a similar period of notice being given to him/her by the Council. He/she may be summarily discharged by the said Council for serious neglect of duty or

misconduct. In the event of the office becoming vacant, the National Executive Council shall appoint a new incumbent. The contract of employment of the secretary shall be in writing unless the functions of the secretary are contracted out to an organisation providing those duties wherein the contract shall specify the duties required.

- 12.1.5.4 Should the Secretary be outsourced, the contract with the outsourced company shall be for an initial period of two (2) years which may be renewed at the Annual General Meeting. If it is deemed by the National Executive that the contractor is not performing its duties in terms of the contract notice of such poor performance or omission of duties shall be given to the contractor to rectify the situation within fourteen days. If such is not rectified the contract may be terminated by giving one (1) months' notice to cancel the contract.

12.1.6 ASSISTANT SECRETARY

The National Executive Council may appoint an assistant Secretary who shall assist the Secretary in the execution of his/her duties. Should the Secretary temporarily be unable to perform his/her duties the assistant Secretary shall act as Secretary until such time he/she is able to assume his/her duties. The provisions of paragraph 12.1.5.1, 12.1.5.2 and 12.1.5.3 shall mutatis mutandis apply to the assistant Secretary.

12.1.7 SUB-COMMITTEES

The National Executive Council may decide to form sub-committees to deal with policy development for such important issues relevant to the members of the association.

13 REMOVAL OF OFFICIALS AND MEMBERS OF THE ASSOCIATION

- 13.1 A member of the National Executive Council, Office bearer or Official may be removed from office:-

13.1.2 If he/she infringes any of the provisions of this Constitution or;

13.1.3 if he/she acts in a manner which is detrimental to the interests of the Association.

- 13.2 In the event that the National Executive Council identified that a member or members of the National Executive Council have acted in contravention of the constitution, shall convene a special National Executive Council meeting to discuss and determine whether there are sufficient evidence that proves the member or members have acted in such a manner that contravened the constitution.

- 13.3 If the National Executive Council in its discussion finds sufficient evidence that the member or members acted in contravention of any of the constitution or any other manner that may cause harm to smooth operation of the association the President by the power vested to him by this constitution shall write a letter to the affected member/members giving him/her or them 14 days to submit a written representation giving reasons why s/he or they should not be suspended or expelled from the association. After 14 days the President will convene a National Executive Committee to consider the representation and decide on the appropriate cause of action based on the severity of the infringement.

13.4 If the member/members is not satisfied about the decision of the National Executive Council he/she can lodge an appeal to the Secretary within 30 days after the decision has been communicated to him/her/them and give full reasons for appeal.

13.5 The matter shall then be referred to the Annual General Meeting for determination. The decision of the Annual General Meeting shall be final and binding.

14. VACANCIES

14.1 Should a post/vacancy occur on the NEC, the member shall notify of such a post/vacancy by the Secretary within 14 days, from the date on which the vacancy occurred. The nominations for members to fill the existing post/vacancy, shall be lodged in writing with the Secretary together with a written acceptance of office by the nominee within 2 weeks of being notified of the post/vacancy of the NEC.

15. DECISIONS OF NATIONAL EXECUTIVE COUNCIL

A decision of the National Executive Council shall be final and binding unless it is changed by the Annual General Meeting (AGM).

16 NATIONAL ANNUAL GENERAL MEETING (AGM)

The Annual General Meeting shall be held once a year not later than 30th June of each year. On an alternative year the National Executive Council shall call an Elective Annual General Meeting to:

- 16.1 elect the President, Vice President, Treasurer and Secretary from the members of the National Executive Council;
- 16.2 elect the members of the National Executive Council as nominated by the members.
- 16.3 elect any other members to the National Executive Council as deemed necessary;
- 16.4 discuss the annual financial statements of the Association and the auditor's report on those statements and approve them;
- 16.5 Discuss and approve, with or without any amendments, the budget of the Association for the next financial year;
- 16.6 discuss and approve the president's report on the activities and policies of the Association;
- 16.7 Agenda items from the members must be submitted in writing, to the Secretary, fourteen days (14) prior to the holding of the Annual General Meeting and shall be circulated to all members at least seven days (7) prior to the meeting by the Secretary.
- 16.8 Thirty days written notice of the Annual General Meeting shall be given to each member,

of the Association. The notice shall be emailed to his/her last known email address. Proof of email shall be sufficient as notice to the member.

16.9 The quorum for the Annual General Meeting shall consist of 50% plus one of the National Executive Council members and one fifth of the members where the meeting is held and voting shall be by ballot.

17 SPECIAL GENERAL MEETING

The National Executive Council may call a Special General Meeting upon the requisition of not less than (2) two members of the National Executive Council by giving 14 (fourteen) days written notice to each member of said Council. The notice shall be emailed to each member addressed to his/her last known email address. Proof of email shall be sufficient as notice to the member.

The quorum for a Special General Meeting shall be 50% plus one, of the National Executive Council members and one fifth in number of members of the branch where the meeting is held.

18 INCOME AND EXPENDITURE OF ASSOCIATION

18.1 FUNDS

18.1.1 Save as hereinafter provided, the funds of the Association shall be used only for the furtherance of the objectives of the Association.

18.1.1 No member of the association or Office Bearer shall have rights to the funds or property of the association. Under no circumstances shall the association pay any member or office bearer of the association unless it is for work done without conflict of interest, by the member or office bearer for the association.

18.1.2 Unless it is otherwise decided by the National executive to pay an attendance allowance.

18.2 INCOME

The income of the Association shall be derived, inter alia, from any or all of the following sources;

18.2.1 fees payable by members when joining the association;

18.2.2 levies and other revenue payable by the members;

18.2.3 any investments made by the National Executive Council.

18.2.4 fees for advertisements by members on the association's web site.

19 FINANCE

19.1 National

19.1.1 The funds of the Association shall be applied to the payment of expenses, the acquisition of property and towards the attainment of the objects specified in Clause 4 and such other lawful purposes as may be decided upon by the National Executive Council or by members voting by ballot for the attainment of the said objects.

- 19.1.2 The funds received by the Treasurer on behalf of the Association shall be deposited to its credit within 7 (seven) days of receipt at a bank decided upon by the National Executive Council.
- 19.1.3 Remittances by the members to the Treasurer shall be accompanied by the number of employees they employ at contract cleaning companies, the contact person, their postal address, email address, telephone and facsimile numbers. The Treasurer shall send each Member a statement.
- The statement shall show details of any arrears if there are any and any arrears shall be subject to interest at the prevailing prime rate.
- 19.1.4 Statements of Income and Expenditure and the financial position of the Association shall be prepared quarterly by the Treasurer and submitted to the National Executive Council.
- 19.1.5 In accordance with the provisions of the Labour Relations Act, 1995, the Treasurer shall prepare a Statement of Income and Expenditure and a Balance Sheet in respect of each financial year ending on the 28 February. Such Statements and Balance Sheet shall be audited and within 30 days of receipt thereof the Secretary shall provide the Registrar of the Department of labour, with a certified copy of the auditor's report and the Financial Statements.
- 19.1.6 The National Executive Council shall, subject to the direction of a General Meeting, have the power to invest surplus moneys in such manner as the Association stands to benefit from such investments.
- 19.1.7 Funds required for a petty cash account, which shall be kept in such form as the National Executive Council may from time to time.
- 19.1.8 Funds raised from member advertisements shall be paid annually in advance no later than the 28th February each year; however arrangements may be made to be paid monthly in advance. The Treasurer shall send each member a statement. The statement shall also detail any arrear payments made by the member and any arrears shall be subject to interest at the prevailing prime rate.
- 19.1.9 The financial committee of the association may decide to allocate a budget for the President which will cover travelling, accommodation and entertainment of guests of the association.

19.2 GENERAL

- 19.2.1 Any expenditure more than R20 000 (Twenty thousand Rand only) has to be authorised by two of the following officials: President, Vice-President and/or the Finance Committee. Should one of these officials be the one requesting the expenditure then the other two must authorise such.
- 19.2.2 No single item or a series of items of expenditure for the Association in excess of R5 000 (Five thousand Rand only) shall be met from the funds of the Association unless such expenditure has been approved by the National Executive Council prior to the occurrence.

- 19.2.3 Any litigation and other professional expenses directly affecting the association, shall be borne by the Association.
- 19.2.4 Members of the National Executive Council shall be reimbursed for any expenditure incurred on behalf of the Association such as cost of travel, accommodation, entertainment or the purchase of items for the Association.
- 19.2.5 The member shall within ninety (90) days send the original or certified copies of invoices and/or cash slips on a payment requisition form to the Treasurer. Should the claim for expenses not be received in the ninety (90) day period the claim will be null and void.

19.3 Social Fund

- 19.3.1 The financial committee shall open a separate bank account for social activities and entertainment of the association including expenses that may have been incurred by the members of the national executive council.
- 19.3.2 Funding of the social fund excludes members levies and shall be obtained through other financial sources, e.g. golf days, advertisements, sponsorships, etc. and any other fund-raising activities decided by the NEC.

20 TERMINATION OF MEMBERSHIP

- 20.1 A member may resign by giving 1 (one) months' notice in writing to the Secretary provided that no resignation shall take place until all moneys due to the Association by the member concerned have been paid.
- 20.2 A member whose membership fees are more than 3 (three) months in arrears shall automatically cease to be a member of the Association. Such person shall, however, be liable for all moneys due to the Association as at date on which he/she ceases to be a member of the Association.

21. REGIONAL ADVISORY COUNCILS

21.1 Establishment and Functions of Regional Councils;

- 21.1.1 The National Executive Council may decide to establish Regional Advisory Council in any province in which there are at least two members of the association.
- 21.1.2 When the NEC has decided to establish the Regional Council in a particular province the Secretary shall inform the members from that region at least 14 days before the meeting to establish the council and elect the Regional Advisory Council member who shall be a member of the National Executive Council.

21.2 Functions of The Regional Advisory Council;

- 21.2.1 The Regional Advisory Council's function is to advise members on matters of interest in the region.
- 21.2.2 Receive instruction from the NEC to participate in Bargaining or statutory councils established in the region.

- 21.2.3 To give advice to the National Executive Council on matters affecting the members which needs the attention of the NEC.

22 REPRESENTATION ON BARGAINING/STATUTORY COUNCILS

22.1 BARGAINING/STATUTORY COUNCILS

- 22.1.1 If the National Executive Committee Meeting resolves that the Association shall become a party to a Bargaining/Statutory Council in a region of the association, the National Executive Council will appoint persons to represent the Association on such Bargaining/Statutory Councils.
- 22.1.2 Representative on Bargaining/Statutory Councils may be removed by the National Executive Council or may resign giving one month's notice to the National Executive Committee or such notice may be prescribed in the Constitution of the Council concerned.
- 22.1.3 In the event of the resignation or death of a representative or his/her removal by the National Executive Council the vacancy shall temporary be filled by a member of the National Executive Council pending the new replacement who will be appointed by the National Executive Council.
- 22.1.4 Representatives in these councils shall have full power to enter into Agreements on behalf of the Association and such Agreements shall not be subject to ratification by the National Executive Council or a General Meeting.

23 BALLOTS

- 23.1 In addition to those cases in respect of which the taking of a ballot is compulsory in terms of this Constitution, a ballot on any question shall be taken if a General Meeting or the National Executive Council so decide, and shall also be taken:
- 23.1.1 if demanded in writing by not less than 25% of the members of the Association in good standing; or
- 23.1.1 on any proposal to declare or take part in a lock-out.
- 23.1.2 Ballots shall be conducted in accordance with the provisions of the Labour Relations Act, 1995 as amended and in the following manner:
- 23.1.3 Notice of ballot shall be given to each member of the Association in writing by the Secretary, at least 3 (three) days before the ballot is to be taken, provided that a ballot may be taken without notice at any general meeting on the decision of a majority of the members present.
- 23.1.4 Two scrutinisers shall be appointed by the National Executive Council to supervise any ballot and to ascertain the result thereof. The ballot boxes will be opened and the ballot papers counted by the scrutinizers in the presence of the said Secretary who shall immediately advise the National Executive Council of the result of the ballot.

23.1.5 Except in the case of electronic ballots, ballots taken at General Meetings on the decision of a majority of the members present, ballots shall be conducted at such other places as may be specified in the notice referred to in paragraph 23.2.1 on the date and during the hours specified in the said notice.

23.1.6 Ballot papers shall be supplied by the Secretary. The issue to be voted upon shall be set forth clearly on the ballot papers and such papers shall not contain any information by means of which it will be possible to identify the voter.

23.1.7 Ballot boxes shall be inspected by the scrutinisers and sealed by the Secretary in their presence prior to the issuing of ballot papers.

23.1.8 One ballot paper shall be issued on demand at the place and during the hours fixed for the taking of the ballot to each member who is entitled to vote.

23.1.10 Each voter shall, in the presence of the scrutinisers, be issued with 1 (one) ballot paper which he/she shall thereon complete, fold and deposit in a ballot box provided for the purpose.

23.1.11 Ballot papers shall not be signed or marked in any way apart from the mark required to be made by a member in recording his/her vote. Papers bearing any other marks shall be regarded as spoilt and shall not be counted.

23.1.12 On completion of a ballot or as soon as possible thereafter, the result thereof shall be ascertained by the scrutinisers in the presence of the Secretary and made known to the National Executive Council.

23.1.13 Ballot papers, including spoilt papers, shall be placed in a container which shall be sealed after they have been counted and retained by the Secretary for not less than 3 (three) years.

23.2 A General Meeting, or the National Executive Council may decide that the postal ballot of members shall be taken, in which event, the ballot shall be conducted in the following manner:

23.2.1 The Secretary concerned shall send by electronic mail to each member of the Association a ballot paper. The ballot paper shall be returned by electronic mail or shall on completion be inserted in the envelope provided for the purpose, shall be sealed and posted so as to reach the said Secretary within 7 (seven) days from the date of despatch from the Association's office to such member. On receipt of such envelopes, the Secretary concerned shall immediately place such envelopes in a sealed ballot box.

23.2.2 Two scrutinisers shall be appointed by the National Executive Council to ascertain the result of the ballot. The ballot box shall be opened and the ballot papers counted by the scrutinisers in the presence of the said Secretary who shall immediately advise the National Executive Council.

23.2.3 The same procedure shall mutatis mutandis apply to a postal ballot confined to the National Executive Council of the Association.

- 23.3 In any ballot conducted in connection with any election, the candidates, up to the required number, receiving the highest number of votes shall be declared elected.
- 23.4 The National Executive Council shall be bound to take action according to the decision of a majority of members voting in a ballot.
- 23.5 The Association shall, before calling a lock-out, conduct a ballot of those of its members in respect of whom it intends to call the lock-out.
- 23.6 Notwithstanding anything to the contrary contained in this Constitution, members of the Association shall not be disciplined or have their membership terminated for failure or refusal to participate in a lock-out if
 - 23.7 no ballot was held about the lock-out; or
 - 23.7.1 a ballot was held but a majority of the members who voted did not vote in favour of the lock-out.
- 23.8 the case of ballots relating to matters of the National Association, voting will only take place at a National Executive Council meeting.
- 23.9 The National Executive Council shall be bound to act according to the decision of the majority of the members voting by ballot.

24 CHANGE OF THE CONSTITUTION

- 24.1 Any of the provisions of this Constitution may be repealed, changed or added to in any manner by resolution of the National Executive Council provided that at least 8 (eight) weeks' notice of any proposed alteration shall first have been given to members. If within that period at least more than 25 % (twenty five percent) of the members demand in writing that a ballot be taken on the matter, a ballot shall be taken.
- 24.2 The Annual General Meeting of the Association shall also be empowered to change the Association's Constitution provided that the Secretary shall have notified all the members of any proposed change(s) at least 8 (eight) weeks prior to the Annual General Meeting.
- 24.3 No changes or addition shall have any force or effect until certified in terms of subsection (3) of section 101 of the Labour Relations Act, 1995.

25 WINDING-UP

- 25.1 The Association shall be wound up if a ballot conducted in the manner prescribed in the Constitution not less than three-quarters of the total number of members of the Association in good standing at a general meeting of the Association vote in favour of a resolution that the Association be wound up.
- 25.2 If a resolution for the winding-up of the Association has been passed or if any reason the Association is unable to continue to function, the following provisions shall apply:
 - 25.2.1 The last appointed President of the Association, or if he/she is not available, the available members of the last appointed National Executive Council of the

Association, shall forthwith transmit to the Labour Court a statement signed by him/her or them setting forth the resolution adopted or the reasons for the Associations inability to continue to function, as the case may be, and request the Labour Court to grant an order in terms .of section 103 of the Labour Relations Act, 1995.

- 25.2.2 The liquidator appointed by the Labour Court shall call upon the last appointed office-bearers of the Association to deliver to him/her the Associations books of account showing the assets and liabilities together with the register of members showing, for the 12 (twelve) months prior to the date on which the resolution for winding-up was passed or to the date as from which the Association was unable to continue to function, as the case may be (hereinafter referred to as the date of dissolution), the membership fees paid by each member and his/her address as at the said date.
- 25.2.3 The liquidator shall also call upon the said office-bearers to hand over to him/her all unexpended funds of the Association and to deliver to him/her the Associations assets and the documents necessary in order to liquidate the assets. The liquidator shall take the necessary steps to liquidate the debts of the Association from its unexpended funds and any other moneys realised from any assets of the Association, and if the said funds and moneys are inefficient to pay all creditors after the liquidators fees and expenses of winding-up have been met, the order in which creditors shall be paid shall be the same as that prescribed in any law for the time being in force relating to the distribution of the assets of an insolvent estate,
- 25.2.4 and the liquidators fees and the expenses of winding-up shall rank in order as though the expenses were the costs of sequestration of an insolvent estate.
- 25.2.5 After the payment of all liabilities any assets that cannot be disposed of in accordance with the provisions of this clause shall be realised by the liquidator and the proceeds shall be paid to a non-profit organisation of similar objectives.
- 25.2.6 The liability of members shall be for the purpose of this clause shall be limited to the amount of subscriptions due by them to the Association in terms of this Constitution as at the date of dissolution


CLIVE T DAMONZE
PRESIDENT


MICHELLE WILLIAMS
SECRETARY


DATE