



employment & labour

Department:
Employment and Labour
REPUBLIC OF SOUTH AFRICA

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Case Number: 36/2026
Reference: LR 2/6/3/111

The Secretary
Electrical Contractors' Association (South Africa)
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Dear Sir/Madam

LABOUR RELATIONS ACT, 1995: REPLACEMENT OF THE CONSTITUTION

With reference to your application received on **03 February 2026**. Please be advised that the employers' organisation's constitution has been approved with effect from 12 May 2026.

Attached for your attention is a copy of the approved amendments.

Yours faithfully

REGISTRAR OF LABOUR RELATIONS

DATE 12 May 2026

CONSTITUTION
OF THE
ELECTRICAL CONTRACTORS' ASSOCIATION
(SOUTH AFRICA)

1. **NAME**

The name of the Association shall be "ELECTRICAL CONTRACTORS' ASSOCIATION (SOUTH AFRICA)", the acronym of which is ECA(SA).

2. **NATIONAL OFFICE**

The National Office of the Association shall be at 91 Newton Road, Meadowdale, Germiston, Gauteng or at such other place as may be determined by the National Executive Committee from time to time. The Association shall be a body corporate with perpetual succession capable of entering into contractual and other relations and of suing and being sued in its own name, and shall be an organisation not for gain, registered in terms of Section 96 of the Act.

3. **DEFINITIONS**

Any expressions used herein which are defined in the Act, shall have the same meaning as in the Act, and any reference to an Act shall include any amendments to such Act. Further, unless inconsistent with the context –

- 3.1 **"Act"** means the Labour Relations Act No 66 of 1995, as amended from time to time.
- 3.2 **"Council"** means the National Bargaining Council for the Electrical Industry of South Africa.
- 3.3 **"Electrical Contractor"** means a person who is currently registered as an electrical contractor with the Chief Inspector or a person appointed by him, and who undertakes to perform electrical installation work on behalf of any other person but excludes an employee of an electrical contractor.
- 3.4 **"Electrical Industry"** or **"Industry"** means the industry in which employers and their employees are associated for any or all of the following:
- a) The design, preparation, erection, installation, repair and maintenance of all electrical equipment forming an integral and permanent part of buildings and/or structures, including any wiring, cable jointing and laying and electrical overhead line construction, and all other operations incidental thereto, whether the work is performed or the material is prepared on the site of the buildings or structures or elsewhere.

- b) The design, preparation, erection, installation, repair and maintenance of all electrical equipment incidental to the purpose for which a building and/or structure is used, including any wiring, cable jointing and laying and electrical overhead line construction, and all other operations incidental thereto, whether the work is performed or the material prepared on the site of the buildings or structures or elsewhere;
- c) The design, preparation, erection, installation, repair and maintenance of all electrical equipment incidental to the construction, alteration, repair and maintenance of building and/or structures, including any wiring, cable jointing and laying and electrical overhead line construction, and all other operations incidental thereto, whether the work is performed or the material prepared on the site of the buildings or structures or elsewhere;
- d) The design, preparation, erection, installation, repair and maintenance of all electrical equipment not covered by (a), (b) or (c) above, including any wiring, cable jointing and laying and electrical overhead line construction, and all other operations incidental thereto, whether the work is performed or the material prepared on the site of the buildings or structures or elsewhere.
- e) The installation and/or maintenance and/or repair and/or servicing of domestic television sets and/or domestic electronic appliances and/or equipment, including the erection and/or repair of television antennas.
- f) The installation and/or maintenance and/or repair and/or servicing of overhead lines and underground cables associated with domestic and/or industrial and/or commercial installations and/or street lighting.

For the purposes of this definition-

- (i) electrical equipment includes-
 - aa) electrical cables and overhead lines, and
 - ab) generators, motors, converters, switch and control gear (including relays, contactors, electrical instruments and equipment associated therewith), electrical lighting, heating, cooking, refrigeration and cooling equipment, primary and secondary cells and batteries, transformers, furnace equipment, radio sets and allied electrical apparatus, signalling equipment and other equipment utilizing the principles used in the operation of radio or electronic equipment.
- (ii) design, preparation, erection, installation, repair and maintenance does not include-

- aa) the manufacture, installation, repair and/or maintenance of lifts and escalators.
- ab) the manufacture and/or assembly by the manufacturer of the aforementioned electrical equipment and/or components thereof.
- ac) the wiring of or installation in motor vehicles of lighting, heating or other equipment or fixtures, whether permanent or otherwise.
- ad) the manufacture, repair and servicing of motor vehicle batteries, the manufacture of lead-acid batteries and the repair, maintenance and installation of such batteries when performed by the manufacturers thereof; and
- ae) the sale, and/or repair and/or servicing of manual and/or electrical typewriters and/or electromechanical office machines and equipment.

Provided that the Electrical Industry, as defined above, shall not include the Iron, Steel, Engineering and Metallurgical Industry, the Local Authority Undertaking and the Building Industry.

- 3.5 **“Electrical Installation”** as defined by the Electrical Installation Regulations (2009), as amended from time to time.
- 3.6 **“Employee”** means any person employed on any of the classes of work defined in the main Agreement of the Council and includes a person employed under a contract of apprenticeship or learnership agreement recognised by the Council.
- 3.7 **“Employer”** means any person who employs or provides work for any person and remunerates or expressly or tacitly undertakes to remunerate him or who permits any person in any manner to assist him in the carrying on or conducting of his business and includes temporary employment services as defined in the Act.
- 3.8 **“Financial Year”** the 12 month period from 01 July to 30 June.
- 3.9 **“Member in Good Standing”** means any member who has not ceased to be in good standing in terms of Clause 7.7 or 7.9.
- 3.10 **“Main Agreement”** means the main collective agreement of the National Bargaining Council for the Electrical Industry of South Africa entered into between the employers’ organisation(s) and trade union(s) party to the Council and published in a Government Gazette.

3.11 “**Standing Committees**” means the following Committees appointed by the National Executive Committee or the Regional Executive Committees, where applicable –

Contractual

Financial

Labour

Membership & Marketing

Technical

Training

4. **INTERPRETATION**

Words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine and vice versa.

5. **OBJECTIVES**

The objectives of the Association shall be:

- 5.1 To promote and protect the interests of its members.
- 5.2 To protect the interests of the industry and to secure its protection by mutual support and co-operation.
- 5.3 To establish and advocate for enforcement of uniform conditions amongst members and other persons undertaking work in the industry.
- 5.4 To issue guidelines on standards and specifications for work undertaken by persons, standard forms of contract, and to encourage the recognition and use thereof by members and other persons.
- 5.5 To promote just and honourable practices and ethics in the conduct of business amongst members and other persons engaged in the industry.
- 5.6 To represent members in labour disputes and the resolution of conflict with their employees.
- 5.7 To regulate relations between members and their employees, and to protect and further the interests of members in relation to their employees.

- 5.8 To determine, in consultation with employee representatives, wage rates, working conditions and other matters affecting employees in the industry as may be necessary from time to time.
- 5.9 To promote and secure harmony, peace and goodwill among all employers and employees engaged in the industry.
- 5.10 To secure unity and co-operation, or to seek affiliation, with any other organisation, association, statutory body, local authority, institution or person, to promote and be in the interests of members.
- 5.11 To promote, support or oppose, as may be deemed appropriate, any legislation or other measures affecting the interests of members and the industry.
- 5.12 To encourage the settlement of disputes between members and other individuals or parties connected with the industry by conciliatory methods and, if necessary, to nominate arbitrators on such terms as may be appropriate.
- 5.13 To foster, encourage and provide training in the industry.
- 5.14 To participate in, and strive to ensure full compliance by members, with the provisions of all statutes and legislation affecting the industry.
- 5.15 To establish regions and branches anywhere in Southern Africa.
- 5.16 To promote the interests of members, and to do all such lawful things as may be appropriate and incidental to the foregoing to:
 - a) acquire movable or immovable property.
 - b) borrow, receive donations, invest, lend or raise money or pledge the assets of the Association.
 - c) employ experts or professional advisors.
 - d) distribute information amongst members and others on all matters of interest to the industry, including publications.
- 5.17 To encourage and operate educational and training facilities for those engaged in the industry.
- 5.18 To be party to the establishment and administration of the National Bargaining Council for the Electrical Industry of South Africa, or a Statutory Council, in terms of the Act.

- 5.19 To afford members assistance or advice in terms of the Association's service menu as amended from time to time.
- 5.20 If deemed necessary, to establish one or more non-profit companies to serve the purposes for which they are intended.
- 5.21 To be party to the establishment and administration of a Sector Education and Training Authority (SETA) or any such legally established body.
- 5.22 To do all such other lawful things as may be in the interests of members to the extent that it is reasonably practical.
- 5.23 To litigate on behalf of members in such instances where it is deemed necessary and appropriate, in order to protect the interests of members or further the objectives of the Association to the extent that it is reasonably practical.
- 5.24 To promote excellence in the work and best practice in the conduct of business between members and their clients.
- 5.25 To engage in appropriate fund-raising activities to increase the revenue of the Association as a means to achieving its objectives.

6. MEMBERSHIP

6.1 Eligibility

The following persons shall be eligible for membership of the Association: -

- a) Employers engaged in the industry who shall be known as "Ordinary Members".
- b) Employers whose principal office is situated in a Branch, and has been accepted as an Ordinary Member, may apply for membership of its sub-offices in any other Region and / or Branch. Such member shall be known as an "Ordinary Service Member".
- c) Manufacturers and / or merchants who supply plant, machinery, equipment and materials essential to the carrying out of work in the industry, shall be known as "Associate Members".
- d) Manufacturers and or merchants whose principal office is situated in a Branch, and has been accepted as an Associate Member, may apply for membership of its sub- offices in any other Region and / or Branch. Such sub- office shall be known as an "Associate Service Member".
- e) Any institution, company, business or any other body or person who is not directly involved in the industry but wishes to be affiliated to the Association for whatever reason, shall be known as a "Special Service Member".

- f) A registered electrical contractor who has no employees but wishes to be affiliated to the Association for whatever reason, shall be known as an “Sole Trading Member”.
- g) A natural person who is associated with an ordinary member, and has been recommended by a region, and recognised by the NEC for his outstanding service and commitment to the Association, considering the period of the person’s involvement with the Association and the Industry as well as the impact which the person had on the Association and the Industry shall be known as a “Life Member”; seventy five percent vote of those present at both Committee meetings shall be in favour of the recommendation;
- h) A person who is no longer eligible for ordinary membership of the Association but wishes to retain membership for the purpose of continuing to enjoy benefits, shall be known as a “Social Benefits Member”;
- i) A person who is not eligible for membership under any of the categories referred to in sub-paragraphs (a) to (i) above but may be of value to the Association because of his knowledge or expertise, may be accepted as a member by the National Executive Committee, and shall be known as an “Honorary Member”.

6.2 **Admission**

- a) A candidate for membership shall, on the prescribed application form, give such particulars as may be required by the National Executive Committee from time to time. The application shall be lodged with the Regional Director in the Region in which application is made. All applications shall be accompanied by the subscription for the current year.
- b) Applications for membership received by a Region shall be considered by the relevant Regional Director who shall provisionally accept or reject such application for membership whereafter such acceptance or rejection shall be forwarded to the Regional Executive Committee for ratification at the earliest possible opportunity.
- c) If admission to membership is refused by the Regional Executive Committee, the applicant concerned shall be notified and shall have the right of appeal, in writing within (seven) days of receipt of such notification, to the National Executive Committee.
- d) An applicant whose admission to membership is refused shall be entitled to a refund of the subscription paid by him on application.
- e) Whenever an appeal is lodged in terms of paragraph (c) of this sub-clause, the appellant shall be afforded an opportunity to state his case personally to the National Executive Committee and may, if he so desires, call witnesses in support of any statement made by him.
- f) Where an employer is applying for membership of the Association the names of the partners, directors, members or trustees must be stated on

the proposal form and, if accepted as members, be recorded in the Association's books. Provided that only one person may represent such a member at any one time or hold office in the Association.

- g) Any applicant shall satisfy the Regional Director, Regional Executive Committee or National Executive Committee, as the case may be, of its fitness to become a member.
- h) All application forms for membership shall be signed by the principal of the applicant, and this shall bind all of its entities engaged in the industry.

6.3 **Change of Ownership/Management**

- a) Where a business entity is a member and a change in the ownership structure of such entity occurs or in the event of a change in management or control occurring within such entity, immediate notification thereof shall be given to the Regional Director.

6.4 **Voting Powers and Appointment to Office**

- a) All nominated representatives of Ordinary Members shall be entitled to vote at any election or on any issue at the Branch General Meeting of which they are a member. In addition, they shall be entitled to vote at the National Annual General Meeting, and be entitled to hold office, subject to the provisions of Clauses 12.5 and 12.6.
- b) Only one representative of an Ordinary Member shall be entitled to vote or hold office.
- c) Ordinary Service Members shall also be entitled to vote at meetings of their particular Branch and to hold office.
- d) Associate Members, Associate Service Members, Development Members, Special Service Members, Sole Trading Members, Social Benefit Members and Honorary Members shall not have the right to vote or hold office of any nature.
- e) The members listed in paragraph (d) above shall not be taken into consideration for the purpose of determining the representativeness or strength of the Association in terms of section 32 of the Act.

6.5 **Resignation of Membership**

- a) Any member of the Association who wishes to resign his membership shall inform the appropriate Regional Director in writing.
- b) The resignation of a member shall take immediate effect but all monies due to the Association by the member concerned shall remain payable to the Association and shall be recoverable as a debt. Unless notice of resignation is given before the 15th July in any particular year, such member shall be liable for the ensuing year's subscription.

- c) A member who has resigned and is in good standing with the Association shall, on re-admission to membership, pay the annual subscription from the date of resignation or rejoin as a new member, whichever is more beneficial to him.

6.6 **Insolvency**

A member shall cease to be a member if he becomes liquidated or is sequestrated.

6.7 **Defaulting Members**

A defaulting member whose membership has been terminated for non-payment of annual subscriptions of the Association or any other breach of this Constitution may only rejoin as a new member in terms of clause 6.2.

6.8 **Misconduct of Members**

- a) All members shall make themselves conversant with and shall be bound by the provisions of this Constitution and the Code of Conduct, included herein as Annexure A, as amended from time to time, whether the same may or may not have been signed by them.
- b) Any member or group of members who has been found, in terms of this clause, to have departed from, or contravened, any of the provisions of this Constitution, the Code of Conduct, or any resolutions adopted by the Association, or directives given by the Association, shall be guilty of misconduct and shall render such member liable to disciplinary action.
- c) The National Executive Committee may expel, suspend (conditionally or unconditionally) or fine (or both suspend and fine) such member in accordance with the powers as laid out in the Disciplinary Code, included herein as Annexure B.
- d) In order to ascertain if a member is guilty of misconduct, the relevant Regional Executive Committee, either of its own accord or upon appointment by the National Executive Committee, shall conduct an enquiry into such alleged misconduct on the part of the member, and such Committee shall be entitled to determine the time, place and procedure to be adopted at the enquiry. The Regional Executive Committee may also co-opt for the enquiry such experts, as it may require and may call witnesses if necessary.
- e) Notwithstanding anything to the contrary contained herein, any member whose conduct is being investigated shall be entitled to not less than 14 (fourteen) days' notice as to the place, date and time of the enquiry, and shall be afforded the opportunity to present his defence including the right to know the allegations against him and call witnesses.

- f) Where the conduct of a member is under investigation by a Regional Executive Committee, such member may be suspended from membership of the Association, pending the outcome of the investigation.
- g) The decision of the Committee on the outcome of the enquiry, as well as a recommendation on what disciplinary action should be applied, shall be sent to the member by the Regional Director within 14 (fourteen) days.
- h) A member who wishes to appeal against the decision and / or recommendation of the Regional Executive Committee shall, within 7 (seven) days of receipt of such notice, forward to the National Director written notification that he is appealing along with the grounds of such appeal. The National Director shall table such appeal for discussion at the next meeting of the National Executive Committee. The National Executive Committee shall either uphold, vary or set aside the decision of the Regional Executive Committee and may establish a sub-committee to hear the appeal if it deems this necessary.
- i) Should the member found guilty of misconduct fail to appeal within 7 (seven) days, he shall have no further right of appeal.
- j) Upon the expiry of the time period prescribed for the lodging of an appeal, the Regional Director shall forward the outcome of the enquiry, as well as the recommendation on what disciplinary action should be applied to the National Director who shall table the outcome and recommendation at the next meeting of the National Executive Committee for its final decision.
- k) In the event of the expulsion or suspension of any member he shall have no claim against the Association or any of its members and shall cease to be entitled to any of the benefits of membership.
- l) In the event of any member presenting in writing to a Regional Executive Committee or the National Executive Committee a complaint about the conduct of any member, a meeting of such Committee shall be convened as soon as is practicable to consider such complaint and determine what course of action shall be taken.

7. SUBSCRIPTIONS AND LABOUR LEVIES

- 7.1 Each member shall pay an annual subscription of an amount determined by the National Executive Committee from time to time;
- 7.2 All Ordinary Members and Ordinary Service Members shall, in addition to the annual subscription in sub-clause 7.1 above, pay a labour levy in respect of each employee in their employment for whom wages are prescribed in the Main Collective Agreement of the National Bargaining Council for the Electrical Industry or any employee in their employ registered with council. Such levy shall be determined by the National Executive Committee from time to time.

- 7.3 For the purpose of the levy referred to in sub-clause 7.2 above, a “working employer” shall be deemed to be an employee for whom such levy is payable.
- 7.4 Notwithstanding the provisions of sub-clause 7.1, new members will be required to pay the full subscription irrespective of when in the financial year they become a member, but they will be credited on a pro-rata basis in the following year.
- 7.5 Any subscriptions referred to in sub-clause 7.1 shall be payable in advance, and by no later than 31 October each year.
- 7.6 The National Executive Committee may, at its discretion waive or otherwise modify the subscriptions and/or levies payable in terms of this Clause, provided that the amount so specified may not be increased in any manner other than by an amendment to this Constitution, as contemplated by Clause 25.
- 7.7 Any member whose subscription, payable in terms of sub-clause 7.1 hereof, is in arrears on 31 October of any year shall be suspended from any rights of membership and shall cease to be in good standing.
- 7.8 Should any member’s subscription remain in arrears on 30 June the following year such member, without prejudice to the Association’s right to recover such subscriptions or enforce any applicable contractual obligations, shall cease to be a member unless such member applies for an extension of membership which shall be considered by NEC.
- 7.9 Should any member’s labour levies be in arrears for more than three months; such member shall be suspended from any rights of membership and shall cease to be in good standing. Further, should all arrear levies not be brought up to date within nine months after the date of such suspension, such member shall, without prejudice to the Association’s rights to recover such arrear levies or enforce any applicable contractual obligations, cease to be a member unless such member applies for an extension of membership which shall be considered by NEC.
- 7.10 A special levy, not exceeding the amount reflected in the Table of Fees per member in any one year, may be imposed by the National Executive Committee: Provided that this amount may be exceeded, if 75 (seventy five) percent of the members present at general meetings of all branches who are entitled to vote, vote in favour of such special levy.
- 7.11 A special levy imposed in terms of sub-clause 7.10 hereof, shall be payable as directed by the National Executive Committee. Any member who fails to comply with the requirements of the National Executive Committee, and

who remains in default for a period in excess of 3 (three) months shall cease to be a member unless the National Executive Committee determines otherwise.

8. NATIONAL EXECUTIVE COMMITTEE (NEC)

8.1 Composition of the NEC

- a) The National Executive Committee shall comprise –
 - i) President (National Office- bearer).
 - ii) First Vice-President (National Office- bearer).
 - iii) Second Vice-President (National Office- bearer).
 - iv) One Regional Executive Committee member from each of the Association's Regions. Each of the Regional delegates shall have an alternate to be present at meetings of the Committee in his absence.
 - v) National Director.
 - vi) All Regional Directors.
 - vii) The Chairpersons of each National Standing Committee.

- b) The Committee may at its discretion co-opt any other member, official, specialist or expert deemed necessary to serve on the Committee for such period and on such terms as it may decide.

8.2 Powers and Duties of the NEC

The National Executive Committee shall determine the policy of the Association, and shall be entrusted with the following powers and responsibilities:

- a) To determine the activities of the Association and the provision of services to members in an equitable, efficient and practicable manner to discharge all obligations to such members in terms of the objectives of the Association, its Mission and such policies as may be adopted from time to time.
- b) To acquire either by purchase, lease or otherwise, suitable premises for the purposes of the Association, and to provide all the necessary furniture and equipment.
- c) To have the custody of the funds and other property of the Association.
- d) To utilise funds for the payment of employees and payment of expenses of the Association, and for the promotion of the objectives of the Association, or for any purpose in connection therewith.
- e) To carry out the sale, mortgage, letting or other disposal of any freehold or leasehold property of the Association. Any purchaser, mortgagee or lessee shall be sufficiently protected by a resolution of the Association directing the execution of the conveyance, mortgage or lease. Such resolution shall be recorded in the minutes and signed by the President.

- f) To appoint and determine the duties and terms and conditions of employment of the employees of the Association.
- g) To determine the salaries and remuneration of employees.
- h) To ensure the stability and development of human resources, and to review and recommend standards for compensation and conditions of employment.
- i) To terminate the services of any employee following fair and proper procedures.
- j) To take whatever disciplinary action against members it is entitled to in terms of this Constitution and/or to rescind totally or partially or vary any disciplinary action taken.
- k) To appoint experts or specialists to investigate and enquire into any matter it shall decide upon.
- l) To appoint Standing Committees to investigate and enquire into any matter and to submit recommendations to the NEC. The NEC shall delegate the power of decision making and/or the implementation of decisions to such Standing Committees as it deems fit from time to time. Such Standing Committees shall ensure that any decisions taken are tabled for ratification at the first ensuing meeting of the NEC following such decision.
- m) To review, evaluate and formulate suggested action resulting from the policy recommendations of the various Standing Committees.
- n) To appoint delegates to represent the Association on all organisations and/or bodies that are in any way related to or involved with the Electrical Industry.
- o) To monitor and evaluate the accuracy of reports of the Association.
- p) To deal generally with all matters relating to labour relations within the industry, and to ensure that the interests of members are protected.
- q) To initiate, review, evaluate and monitor all aspects of strategic planning.
- r) To call for any extraordinary meetings, conventions or workshops for the purposes of considering general strategic plans or specific matters requiring special attention.
- s) To establish and delegate powers to the National Management Committee as provided for in this Constitution.
- t) To carry out all other things that it may consider conducive to the interests and good management of the Association, or the promotion of its objectives.

8.3 **Meetings of the NEC**

- a) Members of the National Executive Committee shall be notified in writing of the time and venue of meetings by the National Director at least 14 (fourteen) days prior to the date of such meetings: Provided that shorter notice may, at the discretion of the President, be given in respect of special meetings.
- b) The Committee shall meet at least every two months.
- c) The Committee shall meet in person in November each year immediately prior to the National Annual General Meeting.
- d) To every notice of meeting an agenda shall be attached.
- e) Unless otherwise provided all matters for consideration by the Committee shall be decided upon a motion duly proposed, seconded and voted upon.
- f) A quorum for meetings of the Committee shall be an absolute majority of members, excluding officials, provided that at least 50% of the regions are represented. If within 30 (thirty) minutes of the time fixed for any meeting a quorum is not present, the meeting shall stand adjourned to a date to be determined by the President. At such adjourned meeting the members present shall constitute a quorum.
- g) If between meetings of the Committee any question arises which is of extreme urgency and can be answered by a plain "YES" or "NO", the President may authorise that a vote of members of the Committee be taken. A resolution so obtained must be in writing, signed by the majority of the members of the Committee or in the absence or inability of a member to act, by his alternate. Such decision shall be as valid and effective as if it had been passed at a meeting of the Committee duly convened and constituted.
- h) Co-opted persons and the paid officials of the Association shall not have a vote.

8.4 **Vacation of Office**

A member of the National Executive Committee shall vacate his seat in any of the following circumstances:

- a) On resignation, suspension, or expulsion from membership of the Association; or
- b) On absenting himself from three consecutive meetings of the NEC without presenting good cause acceptable to the National Executive Committee; or

- c) On resigning by giving one month's written notice to the National Director;
or
- d) On ceasing to be in good standing or being declared insolvent or placed in liquidation.

9. NATIONAL OFFICE-BEARERS

9.1 Terms and Duties

- a) Subject to the provisions of Clause 9.2(c), each National Office Bearer (President, First Vice-President and Second Vice-President) shall hold office for at least one year, and no more than two years, at each level.
- b) During their term of office, the National Office-Bearers shall be required to be committed to the effective management of the Association and shall participate in the National Executive and National Management Committees.
- c) During his term of office, the President shall be required to be committed to the Association and attend meetings, functions etc. to represent the Association in his official capacity.
- d) The President shall preside at all meetings of the National Executive Committee and National Management Committee at which he is present. He shall conduct meetings according to the rules of debate, sign the minutes of the previous meeting after confirmation, generally exercise supervision over the affairs of the Association, and perform such other duties as may be delegated to him by the National Executive Committee.
- e) The President shall be an ex-officio member of all Standing Committees and all Regional Executive Committees and shall be entitled to appoint a representative on his behalf to attend meetings of such Committees.
- f) The First Vice-President shall exercise the powers and carry out the duties of the President in the absence of the latter.
- h) The First - Vice President shall have oversight over staff matters.
- g) The Second Vice-President shall have oversight over the books of account of the Association. He shall ensure that proper books of account are kept in such form as shall be prescribed by the National Executive Committee from time to time.

9.2 **Election of National Office Bearers**

- a) Only serving members of the National Executive Committees in good standing shall be eligible for election as office bearers. Provided that the position of President shall be occupied by the First Vice President and that of the First Vice President shall be occupied by the Second Vice President should their respective positions become vacant at any given point in time. The election of the Second Vice President shall be in terms of Clause 9(2)d), with the applicable changes.
- b) The election of the office bearers shall take place at the National Annual General Meeting to be held during November each year, or on such other date that may be decided by the National Executive Committee.
- c) The office bearers shall hold office until the election of their successors. Any vacancy arising in the position of President or First Vice President during their term of office shall be filled as provided for in terms of Clause 9(2)a). A vacancy in the position of Second Vice President shall be filled by the NEC from among its members for the unexpired portion of the period of the office concerned: Provided that officials of the Association shall not be eligible for election.
- d) Nominations for the positions of Second Vice-President shall be in writing, signed by the proposer and seconder, both of whom shall be serving members of a Regional Executive Committee. Each nominee must consent to the nomination in writing. The nominations, together with the necessary consent, must be delivered to the office of the National Director not less than 21 (twenty-one) days prior to the National Annual General Meeting. The names of prospective candidates for election shall be forwarded to the Regions for information not less than 14 (fourteen) days prior to such Annual General Meeting.
- e) In the event of more than one candidate being nominated for one of the positions, the following procedure shall apply:
 - i) A ballot of those entitled to vote at the National Annual General Meeting shall be held for that position.
 - ii) Those who shall be entitled to vote are the following, provided that no one person shall exercise more than one vote:
 1. Delegates appointed by regions as provided for in sub-clauses 12.5 and 12.6.
 2. Members of the National Executive Committee, excluding officials.
 3. Past Presidents of the Association.

4. Standing National Committee chairpersons as appointed by the National Executive Committee.
- iii) The candidate who receives an absolute majority shall be declared elected.
 - iv) In the event of there being three or more candidates nominated for an office and should none of them secure an absolute majority in the first ballot, the candidate receiving the least number of votes shall withdraw and another ballot shall be taken in respect of the remaining candidates.
 - v) The process in sub-paragraph (iv) shall be repeated until one candidate receives an absolute majority of the votes cast, and such candidate shall then be declared elected.
 - vi) Should a person be elected as a National Office Bearer, they shall immediately vacate any other position held in the Association.

10. **NATIONAL MANAGEMENT COMMITTEE (NMC)**

- 10.1 The National Management Committee is established by the National Executive Committee to make day-to-day or urgent decisions as and when required.
- 10.2 The National Management Committee shall consist of:
- a) The National office-bearers.
 - b) The National Director.
 - c) Any other National Executive Committee member that it may deem necessary to co-opt.
- 10.3 The National Management Committee shall table all decisions taken by it at the next meeting of the National Executive Committee for ratification.

11. **NATIONAL DIRECTOR**

- 11.1 The National Executive Committee shall appoint a National Director as a full-time employee of the Association on such terms and conditions of employment as it may decide.
- 11.2 The National Director shall perform the functions and discharge the duties and responsibilities as set out in paragraphs (a) to (m) below, or as may be determined by the National Executive Committee from time to time: Provided that with the approval of the National Management Committee and/or the National Executive Committee he may delegate any of his functions or duties to a senior official in the full time employment of the Association –

- a) Be responsible to the National Executive Committee for the co-ordination of the processes and structures of the Association and, together with his staff, the implementation of resolutions taken by the National Executive Committee.
- b) Exercise such powers and duties as the National Executive Committee shall determine to initiate, develop and implement policy of the Association, provided that no policy may be implemented without approval of the NEC.
- c) With the approval of the National Executive Committee, and where appropriate in consultation with the relevant Office-Bearers, be responsible for the engagement, control and discharge of all staff employed by the Association.
- d) Be entitled to attend meetings of all Standing Committees, Regional Executive Committees and Branch meetings, and have the right to take part in all deliberations but shall have no vote. He shall also be entitled to appoint a representative to attend meetings on his behalf if he is unable to do so.
- e) Advise all members of the National Executive Committee or National Management Committee, as the case may be, of National Executive, Management and other National meetings, and shall attach to each notice of meeting an agenda outlining the business to be transacted. He shall attend all such meetings, unless granted leave of absence, record the minutes of the proceedings, and circulate copies thereof.
- f) Carry out the instructions of the National Executive Committee at all times and make available the confirmed minutes of any meeting of the Association for inspection by a member at any reasonable time.
- g) Ensure that a register of members is kept with the address and contact details of each member.
- h) With the assistance of a suitably qualified National Finance Manager, who shall be a full-time employee of the Association, be responsible to the National Executive Committee for the day-to-day management of all financial matters.
- i) With the assistance of the National Finance Manager, prepare an annual statement of income and expenditure for the year, together with a balance sheet reflecting the financial position of the Association as at 30 June of each year, and these shall be submitted to the Association for approval at

the National Annual General Meeting. The accounts shall be audited prior to submission to such Annual General Meeting.

- j) Be responsible to the National Executive Committee, or to any person or Committee delegated by such Committee for the custody, maintenance and use of the property of the Association.
- k) With the assistance of the National Finance Manager, ensure that subscriptions and any other monies due and payable to the Association are received. He shall also ensure that all monies are banked with an approved bank or financial institution, as may be decided upon by the National Executive Committee from time to time; that receipts are issued; and all necessary vouchers and books of account are properly maintained.
- l) He shall ensure that those duties imposed on a registered employers' organisation in terms of Sections 98, 99 and 100 of the Act are properly fulfilled.

12. **NATIONAL ANNUAL AND NATIONAL SPECIAL GENERAL MEETING**

- 12.1 The National Annual General Meeting of the Association shall be held each year in the month of November or any such month as the National Executive Committee may determine.
- 12.2 Notice of every National Annual General Meeting, giving the time and place of meeting, shall be accompanied by an agenda. Such notice shall be circulated to all regions and published in the official publications of the Association, or on its website no later than 21 (twenty-one) days prior to the meeting.
- 12.3 National Special General Meetings shall be called by the National Executive Committee or upon a requisition from not less than 15 (fifteen) members within one month of such requisition. Any requisition must be in writing and must state the business proposed to be discussed at the meeting. Should the date for the National Annual General Meeting be fixed for a time within two months of receipt of such requisition, the National Executive Committee may decide to defer consideration of the business until such National Annual General Meeting.
- 12.4 Notice of National Special General Meetings giving the time and place of such meetings, and accompanied by an agenda which shall set out in full the particular business to be discussed, shall be given to all regions of the Association not later than 14 (fourteen) days prior to such meeting and published in the official magazine of the Association, or on its website.

12.5 The National Annual General Meeting and Special General Meetings shall be open to all Regions of the Association provided that the right to vote shall be confined to the delegates appointed by the Regions as indicated in clause 12.6.

12.6 Each Branch of the Association shall be entitled to appoint the following number of delegates to attend and vote on its behalf at National Annual General and Special General Meetings:

<u>Number of Members Of the Branch</u>	<u>Number of Delegates</u>
20 to 50	2
51 to 100	3
101 to 150	4
151 to 200	5
201 to 300	6
301 or more	7

Representatives on the National Executive Committee of the Association in attendance at any such meetings shall be deemed to be delegates of the Branches of the Association of which they are members, and the total number of delegates which each of their respective Branches may appoint, as set out above, shall be reduced accordingly.

12.7 A delegate duly appointed by a Branch to attend and vote on its behalf at a National Annual General Meeting or Special General Meeting shall have the right to appoint another duly appointed delegate from the same Region as the Branch he represents, or the President, as a proxy to attend, speak and to vote in his stead at the National Annual General Meeting or Special General Meeting as the case may be.

12.8 The instrument appointing a proxy may confer authority to vote generally for all purposes, or specifically for a particular purpose.

12.9 The instrument appointing a proxy shall be in the following form, or as near thereto as circumstances permit, or in such other form as the National Executive Committee may from time to time prescribes-

I..... of..... being a duly appointed delegate of the Branch hereby appoint of the Branch or failing him the President as my proxy to attend and speak and vote on a show of hands or on a poll in my stead at the National Annual General Meeting or National Special General Meeting (as the case may be) of the Electrical Contractors Association (SA) to be held on theday of20..... and any adjournment thereof as follows:

In Favour Of/Against/Abstain -

Resolution

Resolution.....

Resolution.....

(Indicate instruction to proxy by way of a cross in the relevant space provided above).

Unless otherwise instructed, my proxy may vote as he thinks fit.

SIGNED ON THIS DAY OF.....20....

- 12.10 The instrument appointing a proxy shall be sent to the National Director not later than 48 (forty-eight) hours (excluding Saturdays, Sundays and public holidays) prior to the meeting at which the proxy proposes to vote, and no instrument of proxy shall be accepted unless so sent.
- 12.11 The National Office Bearers and Past Presidents shall be entitled to attend and vote at National Annual General and National Special General Meetings and shall have all other rights and privileges enjoyed by members at such meetings.
- 12.12 The quorum at National Annual and National Special General Meetings shall be 9 (nine), which must be maintained throughout the meeting. Should no quorum be present the President may adjourn the meeting to a place and time being not less than one week, or one month thereafter, and the persons present at such adjourned meeting shall constitute a quorum. Notice of such adjourned meeting shall be given to all Regions.
- 12.13 Regional Directors shall be entitled to attend National Annual and Special General Meetings but shall not be entitled to vote.
- 12.14 The proceedings of any such meetings or ballots shall not be invalidated on the grounds that notice has not been sent to or received by any member of the Association.
- 12.15 Should the Chairperson so decide, all motions at National Annual and Special General Meetings shall be reduced to writing and delivered to the Chairperson to be read to the meeting. No motion shall be considered unless seconded, and no member shall be allowed to speak on any matter for longer than 10 minutes unless the majority of those present agree.
- 12.16 All matters forming the subjects of a motion shall, unless otherwise provided herein, or unless a ballot of members present at the meeting

requested by not less than 3 (three) members, be voted upon by a show of hands and shall be decided by the votes of the majority of those present.

12.17 At all National Annual and Special General Meetings of the Association the President or, in his absence a Chairperson appointed by the meeting, shall preside. He shall be entitled to vote on all matters and may give the casting vote in addition to an ordinary vote.

12.18 Motions to be put to a National Annual General Meeting or a Special General Meeting shall be given in writing to the National Director at least 21 (twenty-one) days prior to such meetings.

12.19 Electronic Voting

Notwithstanding anything to the contrary contained anywhere in this constitution, should there be a need or desire for any person to vote electronically, the following shall apply:

12.19.1 Every member has a right to vote electronically, and the association shall ensure that facilities are made available for eligible members to exercise this right.

12.19.2 Only persons eligible to vote in this constitution shall be allowed to vote.

12.19.3 Persons who desire to vote electronically in any particular ballot or election shall register to vote.

12.19.4 The electronic voting facility shall ensure that the secrecy of the vote exercised electronically is protected.

12.19.5 The Association may appoint credible and capable third parties to manage and run electronic voting on its behalf.

12.19.6 The voting system used shall always be credible and reflect the wishes of the voting members.

12.19.7 Electronic voting can be combined with physical voting, or any other method of voting provided no person shall exercise more votes than they are entitled to exercise.

13. **NATIONAL STANDING COMMITTEES**

13.1 The National Standing Committees are established by the National Executive Committee to consider matters within their area of responsibility which significantly affect or could affect the Industry, the Association or its members for the purpose of:

- a) Considering and gaining a full understanding of such matters.
- b) Formulating policies or strategic plans to effectively deal with such matters in accordance with the objectives of the Association.
- c) Guiding the National Executive Committee in its decision making regarding such matters.
- d) Together with the officials of the Association, and any other experts deemed necessary, ensure that the appropriate action is taken by the Association in respect of such matters.

13.2 The chairpersons of the Standing Committees shall compile and submit a report of the activities of their Committees to the NEC, and shall, if required, attend at such meeting.

13.3 The quorum for any national standing committee shall be at least 50% of the Regions delegates in attendance. Should a regional delegate fail to attend three consecutive meetings without an apology and good cause they shall cease to be a delegate of the committee.

14. **FINANCES OF THE ASSOCIATION**

14.1 The National Executive Committee shall administer all monies collected in such manner as it may deem fit.

14.2 The funds of the Association shall be applied to the payment of expenses, the acquisition of assets for the achievement of the objectives specified in Clause 5 as may be decided upon by the National Executive Committee, and for the activities and services as provided for in clause 8.2(a).

14.3 The National Office shall keep proper books of account for the Association as a whole. The books of account must be maintained in such a manner that its own income and expenditure and that of the Regions, as the case may be, may be extracted monthly.

14.4 Subject to sub-clause 14.6, all payments made from the Association's bank account shall be authorised by any two of the following:

Either the President or First Vice-President or Second Vice- President; and the National Director, National Finance Manager or any other person authorised by a resolution of the National Executive Committee.

14.5 The National Executive Committee shall by resolution determine the value of payments that may be authorised by the National Director and other signatories.

- 14.6 Unless otherwise decided by the National Executive Committee, payments shall require the prior approval of such Committee and shall be made in accordance with the provisions of sub-clause 14.4: Provided that when the amount in question is less than an amount as determined by the National Executive Committee from time to time, and payment is being made in respect of an item reflected in the approved budget, the National Director and National Finance Manager shall be authorised to make such payment.
- 14.7 Funds required for a petty cash account shall be kept in such form as the National Executive Committee may from time to time decide.
- 14.8 The audit shall be undertaken in the manner prescribed in the Act. The National Director and National Finance Manager shall ensure that true copies of the audited accounts, together with the Auditor's reports thereon, are made available to members who shall be entitled to make copies thereof or to take extracts therefrom.
- 14.9 The Second Vice-President, together with the National Director, the National Finance Manager, the Regional Directors/managers, a member delegate from each Region and any other person deemed necessary, shall comprise the National Finance Standing Committee. Subject to ratification by the National Executive Committee, such Committee shall consider and determine the financial policies of the Association, formulate budgets, and generally provide strategic advice and guidance on all financial matters.

15. **REGIONS**

15.1 **Establishment of Regions**

- a) The National Executive Committee may at its sole discretion establish a Region in any area where the Association has members or where Branches exist and define its area of jurisdiction.
- b) Application for alteration to the demarcation of regions may be made in writing to the National Executive Committee by a Branch or, where there is no Branch, by the members concerned.
- c) Should the National Executive Committee approve the establishment of a Region, the National Director shall notify the Branches and members from whom the application has been received, and the National Executive Committee shall arrange for one of its members or a nominee to attend an inaugural meeting of the Region. At such meeting a Regional Executive Committee shall be elected on a motion duly seconded and voted upon by a show of hands by the members present and shall hold office until the Annual General Meeting of such Region.

15.2 Composition of the Regional Executive Committee

- a) A Regional Executive Committee comprising a Chairperson, Vice-Chairperson, (“the Regional Officers”) and the elected Branch representatives shall exercise oversight over the affairs of the Region.
- b) The Committee members of Regional Executive Committees shall be elected at the Branch Annual General Meetings from amongst the Committee members of each Branch. They shall hold office until the election of their successors and shall be eligible for re-election on termination of their term of office.
- c) The Regional Officers shall be elected by the Regional Executive Committee at its first meeting following the Annual General Meetings of the Branches.
- d) Each Branch in the Region shall be entitled to elect no less than the following number of representatives to serve on the Regional Executive Committee:

<u>Number of Members</u> <u>of the Branch</u>	<u>Number of Representatives</u> <u>on Regional Exco</u>
Up to 50	1
51 to 100	2
101 to 150	3
151 to 200	4
201 or more	5

- e) The representatives so elected shall hold office until the appointment of their successors.
- f) Vacancies occurring in the offices occupied by the Regional Officers or on a Regional Executive Committee shall be filled at the first ensuing Branch General Meeting in which the vacancy occurred. A member appointed to fill a vacancy shall hold office for the unexpired portion of the term of office of his predecessor.
- g) A member of the Regional Executive Committee shall vacate his seat in any of the following circumstances:
 - i. On resignation, suspension, or expulsion from membership from the Association; or
 - ii. On absenting himself without the permission of the Regional Executive Committee from three consecutive meetings of the committee; or

- iii. On ceasing to be in good standing or being sequestrated or placed in liquidation.

15.3 Powers and Duties of Regional Executive Committee

A Regional Executive Committee shall, subject to the provisions of this Constitution, have the following powers:

- a) To deal with disputes and to endeavour to settle disputes by conciliatory methods.
- b) To appoint from time-to-time Regional Standing Committees as it may deem fit.
- c) To do such things as, in the opinion of the National Executive Committee, are in the interests of the Association.
- d) Regional Officers shall perform the same duties in respect of the Region concerned as are imposed on the National Officers of the Association.
- e) To appoint delegates to the National Structures of the Association.
- f) To appoint representatives of the Association on all Regional bodies.
- g) To monitor and evaluate the finances of the Region.

15.4 Regional Executive Committee Meetings

- a) Each Regional Executive Committee shall ordinarily meet at least once every three months on a date to be decided by the Chairperson. Special Meetings shall be called by the Chairperson whenever he deems it advisable, or upon a requisition sent by a majority of members of the Committee.
- b) Members of a Regional Executive Committee shall be notified in writing by the Regional Director of the time and place of the meetings of the Committee at least 7 (seven) days prior to the date of each meeting: Provided that shorter notice may be given, at the discretion of the Chairperson in respect of Special Meetings.
- c) The quorum at Regional Executive Committee Meetings shall be a majority of the members of such Committee.
- d) If within 30 (thirty) minutes of the time fixed for any meeting a quorum is not present, the meeting shall stand adjourned and reconvened within 7 days, and at such adjourned meeting the members present shall form a quorum. Written notice of the adjourned meeting shall be given to members.
- e) At every Regional Executive Committee meeting the minutes of the previous meeting shall be signed by the presiding officer after confirmation.

- f) Copies of minutes of Regional Executive Committee meetings shall be submitted to the National Director immediately following confirmation, or to an official delegated by him.
- g) The proceedings of any meeting shall not be invalidated by reason of non-receipt by any members of the notice of meeting.

15.5 **Regional Directors**

The Regional Directors shall be the officials responsible to the National Director for the affairs of the regions and shall, in addition to the other duties imposed by this Constitution and in terms of their job descriptions -

- a) Maintain a record of income and expenditure at regional level and operate in terms of the regional budget approved by the National Executive Committee.
- b) Receive requisitions for meetings; issue notices of meetings; attend all meetings and record the minutes of the proceedings; conduct all correspondence of the Region.
- c) Maintain a database of members and record therein every member's name, postal address, e-mail address, telephone, cell phone and date of enrolment; annual subscriptions and levies paid by such member; and, in the event of resignation, expulsion or transfer of a member to another Region, the date thereof.
- d) Submit reports regarding the financial position of the Region, and any other reports that they may be requested to submit.
- e) Assist the National Finance Manager in preparing the Financial Statements for the year reflecting the financial position of the Region as at 30 June of each year. The final draft of the audited Statements shall be submitted to each of the Annual General Meetings of the Branches for comment and approval prior to the final Statements being submitted to the National Annual General Meeting for approval.
- f) Submit an annual report on the activities of the Region during the year to which the financial statements relate.
- g) Recruit new members in their Regions and to facilitate the provision of all the services as directed and agreed by the National Executive Committee from time to time.
- h) Ensure members are kept fully informed about what is taking place at Regional level, and at National level where it might affect members.
- i) Perform such other duties as the National Executive Committee or National Director may direct; and attend all Executive and General Meetings in the Region, unless leave of absence is granted by the National Director.

16. **BRANCHES**

16.1 **Establishment of Branches**

- a) A Branch of the Association may be established in any Region where the Association has enrolled members.
- b) Application for the establishment and control of such a Branch shall be made in writing to the Regional Executive Committee for consideration, comment and transmission to the National Executive Committee by not less than 20 (twenty) members in the area concerned.
- c) The National Executive Committee may at its discretion authorise the establishment of a Branch and define its areas of jurisdiction.
- d) Should the National Executive Committee approve the establishment of a Branch, the National Director shall notify the members from whom the application has been received, and the National Executive Committee shall arrange for one of its number or a nominee to attend the inaugural meeting of the Branch. At such meeting Branch Office Bearers shall be elected on a motion duly seconded and voted upon by a show of hands by the members present and shall hold office until the Annual General Meeting of the Branch.
- e) The National Executive Committee shall have the right to delegate one or more of its members to investigate the affairs of any Branch at any time without assigning a reason therefore, and such member or members shall have access to all the records of the Branch and have power to take them into custody.
- f) If, following such enquiry, the National Executive Committee is of the opinion that any Branch has acted or is acting contrary to the interests of the Association, the Committee shall be empowered to suspend or expel such Branch.
- g) A Branch so expelled or suspended shall have the right to appeal to the next Annual General Meeting or Special General Meeting, and its decision shall be final. Notice of such appeal shall be lodged with the National Director in writing within 21 (twenty-one) days of receipt of the registered letter from the National Director conveying the decision of the National Executive Committee.
- h) In the event of a Branch being expelled the individual members of that Branch may apply to continue their membership within another Branch.

16.2 **Management of Branches**

- a) The affairs of Branches shall be dealt with by a Chairperson and Vice-Chairperson (“The Branch Officers”).
- b) The Branch Officers shall be elected at the Branch Annual General Meeting from amongst members present and shall hold office until the election of their successors: Provided that they shall be eligible for re-election on termination of their term of office.
- c) Nominations, which shall be in writing, signed by the proposer and seconder, and accompanied by the written consent of the nominee, shall be delivered to the office of the Regional Director by not later than 14 (fourteen) days prior to the Branch Annual General Meeting.
- d) Nominations from the floor may also be accepted at an Annual General Meeting of a Branch in respect of eligible persons present at such meeting, provided they are duly seconded and accepted by the nominee.
- e) Vacancies occurring in the offices occupied by Branch Officers shall be filled at the first ensuing Branch General Meeting. A member elected to fill a vacancy shall hold office for the unexpired portion of the term of office of his predecessor.

16.3 **Branch Meetings**

- a) Branches shall hold General Meetings of members at least three times in a calendar year on dates to be fixed by the Chairpersons in consultation with the relevant Regional Director.
- b) Notice of every General Meeting indicating the business to be transacted shall be circulated to members not less than 7 (seven) days prior to the date of such meeting: Provided that, in the case of Special General Meetings, such shorter notice as may be decided by the Chairpersons may be given.
- c) The Annual General Meeting of each Branch shall be held in the month of October in each year, or as soon as possible thereafter, but prior to the National Annual General Meeting of the Association.
- d) Should the Chairperson so decide, all motions at a General Meeting shall be reduced to writing and shall be delivered to the Regional Director and read to the meeting. No motion shall be considered unless seconded. All matters forming the subject of the motion shall, unless otherwise provided herein, be voted upon by a show of hands and shall be decided by the votes of the majority of those present: Provided that in the case of elections, the candidates receiving the highest number of votes shall be declared elected.

- e) No member shall be allowed to speak for longer than 10 (ten) minutes on any matter unless a majority of those present agree.
- f) The quorum at Branch General Meetings and Annual General Meetings shall be 10 (ten) percent of the members of the Branch in good standing. If within 30 (thirty) minutes of the time fixed for any meeting a quorum is not present, the meeting shall stand adjourned to a date to be determined by the Chairperson, and at such adjourned meeting the members present shall form a quorum. Written notice of the adjourned meeting shall be circulated to members.
- g) At every General Meeting the minutes of the previous General Meeting shall be signed by the presiding officer after confirmation.
- h) Copies of minutes of Branch Meetings shall be submitted to the National Director immediately following confirmation, or to an official delegated by him.
- i) The proceedings of any meeting shall not be invalidated by reason of non-receipt by any members of the notice of meeting.

16.4 **Dissolution of Branches**

- a) A Branch shall have all rights suspended if the membership is less than 20 members for a period exceeding 6 months and it shall be dissolved if the branch has failed to obtain at least 20 members for a further 6 months.
- b) The members of the suspended or dissolved Branch shall be allocated to the geographically nearest Branch to them until such time as the branch so suspended and/or dissolved restores its membership to at least twenty members.

17. **Removal of Office Bearers**

- a) An office bearer may be removed from office-
 - i) If he infringes any of the provisions of this Constitution; or
 - ii) If he acts in a manner which is detrimental to the interests of the Association.
- b) No office bearer may be removed from office unless he has been afforded an opportunity to state his case personally at a meeting of the National Executive Committee.
- c) An office bearer who has appeared before the National Executive Committee, and who is dissatisfied with the decision of the Committee, shall have the right to appeal to the first ensuing relevant general meeting of the Association. Notice of appeal shall be given to the National Director: Operations in writing within 14 (fourteen) days from the date on which the

decision of the National Executive Committee was communicated to the person concerned. The general meeting may confirm or reverse the decision of the National Executive Committee, and the decision of the general meeting shall be final.

- d) An office bearer will automatically be removed from office-
 - (i) On resignation, suspension or expulsion from membership of the Association; or
 - (ii) On ceasing to be a member as described in clause 6.6 (a) (i) and/or (ii); or
 - (iii) On ceasing to be in good standing member, subject to the terms of clause 7.
 - (iv) On the expiry of his/her term of office.

18. **REGULATIONS / PRACTICE NOTES**

The National Executive Committee may, for the purpose of regulating its affairs, frame Regulations/Practice Notes relating to procedural, administrative and disciplinary matters which shall not be inconsistent with the provisions of this Constitution or contrary to the Act, or any other law, and may amend or rescind such Regulations/Practice Notes, as may be deemed necessary.

19. **REPRESENTATION ON BARGAINING COUNCILS AND STATUTORY COUNCILS**

- 19.1 The National Executive Committee may at any time decide that the Association shall become party to a Bargaining or Statutory Council established in terms of the Act, as amended from time to time.
- 19.2 Candidates for election as representatives and alternates on any such council, or any regional or sub-committee of such council, may be nominated by the appropriate Regional Executive Committees.
- 19.3 Representatives on a Bargaining or Statutory Council, or any regional or sub-committee of such council, may be removed by the National Executive Committee, or may resign by giving one month's notice to the National Executive Committee, or upon such notice as may be prescribed in the Constitution of the Council concerned.
- 19.4 In the event of the resignation or death of a representative, or his removal by the National Executive Committee, the vacancy shall be filled by the Regional Executive Committee concerned.

- 19.5 Representatives may enter into agreements on behalf of the Association and its members, subject to clear mandates from the National Executive Committee.

20. COMMISSION FOR CONCILIATION, MEDIATION & ARBITRATION (CCMA)

In the event of any dispute referred to the CCMA for conciliation or arbitration, it shall be in accordance with the procedures prescribed in the Act and the Rules for the Conduct of Proceedings before the CCMA.

21. INDEMNITY

Every officer, committee member and employee of the Association shall be indemnified by the Association against all costs, losses and expenses that may be incurred as a result of their carrying out the instructions of the Association in the performance of their legitimate official duties.

22. BALLOTS

- 22.1 In addition to those cases in respect of which the taking of a ballot of members is compulsory in terms of this Constitution, a ballot on any question shall be taken-

- a) If demanded by a Branch or Region, or by not less than three members present at any National Executive or General Meeting.
- b) On any proposal to declare to take part in any lockout.

- 22.2 Ballots shall be conducted in the following manner: -

- a) Notice of a ballot shall be given to each member of the Branch or Region, in writing, by the Regional Director at least three days before the ballot is to be taken.
- b) Two scrutineers shall be appointed by each Branch or Regional Executive Committee or General Meeting to supervise any ballot and to ascertain the result thereof.
- c) Ballots shall be conducted at the various Regional Offices or at such other place as may be specified in the notice referred to in paragraph (i) of this sub-clause on the date and during the hours specified in the said notices.
- d) Ballot papers shall be supplied to the Regional Directors by the National Director. One ballot paper only shall be issued on demand at the place and during the hours fixed for the taking of the ballot to each member of the Branch or Region who is entitled to vote.

- e) Each voter shall, in the presence of the scrutineers, be issued with one ballot paper which he shall thereupon complete, fold and deposit in a container provided for such purpose.
- f) Ballot papers shall not be signed or marked in any way apart from the mark required to be made by a member on recording his vote. Papers bearing any other marks shall be regarded as spoilt and shall not be counted.
- g) On completion of a ballot, or as soon as possible thereafter, the result thereof in respect of each Branch or Region shall be ascertained by the scrutineers appointed for such Branch or Region in the presence of the Regional Director and made known to the Regional Executive Committee which shall immediately advise the National Executive Committee thereof.

22.3 The National Executive Committee shall be bound to take action according to the decision of the majority of the members voting in a ballot: Provided that no action shall be taken unless at least sixty seven percent of the members of the Branch or Region have voted.

22.4 The National Executive Committee may confine a ballot to members of a particular Branch or Region or Branches or Regions in respect of matters affecting the members of such Branch or Region or Branches or Regions only and may, on application of not less than 8 (eight) members of any Branch or Region, authorise the taking of a ballot in respect of such Branch or Region.

22.5 Ballots of members of Branches or Regions shall, mutatis mutandis, be conducted in the same way as ballots referred to elsewhere in this Constitution.

23. **BALLOTS ABOUT LOCKOUT**

Despite any other provision in this constitution,

23.1 a lockout may only be called in terms of this Constitution after a secret ballot has been conducted of those members in respect of whom the lockout is called.

23.2 A Member shall not be disciplined or have their membership terminated for failure or refusal to participate in a lock-out if-

- a) A secret ballot was not held about the lock-out; or
- b) a ballot was held, but the majority of the members who voted did not vote in favour of the lock-out.

23.3 The documentary or electronic record of a ballot about a lockout must be retained for three years from the date of the ballot.

24. **AMALGAMATION**

The Association may amalgamate with one or more other employer organisations, whether or not those other employer organisations are registered in terms of the Act.

25. **WINDING UP**

The Association shall be wound up if at a ballot conducted in the manner prescribed in the Constitution not less than seventy five percent of the total number of the members of the Association vote in favour of a resolution that the Association should be so wound up. Should a resolution for the winding up of the Association have been passed or, if for any reason the Association is unable to continue to function, the following provisions shall apply-

- a) The last elected President of the Association, or if he is not available, the available members of the last appointed National Executive Committee, shall forthwith transmit to the Labour Court a statement signed by him or them setting forth the resolution adopted, or the reasons for the Association's 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 Act.
- b) The liquidator appointed by the Labour Court shall call upon the last appointed office bearers of the Association to deliver to him the Association's books of account showing the Association's assets and liabilities, together with the register of members indicating for the 12 (twelve) months prior to the date on which the resolution for winding up was passed, or 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 subscriptions paid by each member and their address at the said date.
- c) The liquidator shall also call upon the said office-bearers to hand over to him all unexpended funds of the Association, and to deliver to him the assets of the Association and documents necessary in order to liquidate the assets.
- d) The liquidator shall take the necessary steps to liquidate the debts of the Association from its expended funds and any other monies realised from any assets of the Association, and if the said funds and monies are insufficient to pay all creditors after the liquidators fees and the expenses of winding up have been met, the order in which the 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. The liquidator's fees and the expenses of winding up shall rank in order as though the expenses were the costs of sequestration of an insolvent estate.
- e) On dissolution or liquidation of the Association, the remaining assets after satisfaction of its liabilities must be transferred to another entity with similar objects which is approved in terms of sections 10(1)(d)(iii) or (iv) of the Income Tax Act, or a public benefit organisation in terms of section 30 of the Act, or any department

of state or administration in the national or provincial or local sphere of government of the Republic, contemplated in section 10 (1)(a) or (b) of the Act which is required to use those assets solely for purposes of carrying on one or more public benefit activities, or an institution, board or body approved in terms of section 10(1)(cA)(i) of the Act.

- f) Following the payment of the 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 paid to the Commission for Conciliation, Mediation and Arbitration in accordance with Section 103(5) of the Act.
- g) For the purpose of this section the liability of members 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.

26. **AMENDMENTS**

- 26.1 Subject to the provisions of sub-clause 24.2, no provision of this Constitution shall be altered, added to, or amended, nor any new provision be attached except with the consent of those present at a National General Meeting. Notice of no less than 21 (twenty-one) days shall be given by circular and/or notice in the official publication or on the official website of the Association to all Regions and such notice shall specify the proposed changes. The accidental omission to notify any member or members shall not invalidate any such alteration or addition. No alteration or addition shall have any force or effect until approved in terms of Section 101(3) of the Act.
- 26.2 Notwithstanding the provisions of sub-clause 24.1, the provisions contained in the Annexures to this Constitution may be altered, added to, or amended by the National Executive Committee, provided that notice of no less than 21 (twenty one) days shall be given by circular and/or notice in the official publication or on the official website of the Association to all Regions and such notice shall specify the proposed changes. The accidental omission to notify any member or members shall not invalidate any such alteration or addition. No alteration or addition shall have any force or effect until approved in terms of Section 101(3) of the Act.
- 26.3 Any objections to any proposed changes that may be received from any member entitled to vote at a National General Meeting, shall be tabled at the meeting at which such changes are to be adopted.

Code of Conduct

Every member of the Association shall:

1. Observe and obey the provisions of the Associations' constitution as amended from time to time.
2. Observe and obey all directives issued by the National Executive Committee from time to time, provided that such directives shall be issued in pursuance of the Association's objectives.
3. Conduct himself in accordance with all policies and procedures adopted by the Association from time to time.
4. Refrain from conducting himself, whether personally or through his employees or agents, in any manner which brings the Association, its members or the industry generally into disrepute.
5. Refrain from conducting his business, whether personally or through his employees or agents, in a manner which is unethical, dishonest or fraudulent.
6. Ensure that his business is run in accordance with all prescribed legislation and published collective agreements.
7. Ensure that all Industry related work is performed in accordance with all prescribed legislation and generally accepted safety principles.
8. If elected, appointed or co-opted into any office, or onto any structure of the Association, carry out the applicable duties with the diligence and commitment required for the benefit of the Association.
- 9 a) Members shall respect the reputation and professional practices of fellow members and, insofar as reasonably possible, assist in protecting and upholding their good name.
- b) Members shall not engage in, or cause to be made, any public criticism of a fellow member.
- c) Members shall refrain from the use of profane, offensive, or disrespectful language towards staff or fellow members.

Disciplinary Code

Subject to the provisions of this Constitution and the principles of natural justice, the National Executive Committee shall, in respect of any member found guilty of misconduct, have the power to:

1. Expel such member from the Association.
2. Unconditionally suspend such member from membership of the Association for such period as the Committee deems fit.
3. Suspend such member from membership of the Association pending the fulfilment of such conditions as it may prescribe: Provided that if such conditions are not fulfilled after a prescribed or reasonable period of time has elapsed, the Committee may expel such member. Conditions which may be prescribed in terms of this clause are:
 - a) Requiring such member to undergo such training, to the satisfaction of the Committee, which the Committee deems appropriate to address the cause of the misconduct in question.
 - b) Requiring such member to rectify any work found to be deficient and which forms the subject matter of the misconduct in question.
 - c) Requiring such member to provide such compensation as may be necessary to any parties who have suffered any damage or loss as a result of the misconduct in question.
 - d) Requiring such member to issue an apology or other statement which may, as deemed by the Committee, be necessary to rectify or mitigate the effects of the misconduct in question.
4. Impose a fine on such member for any amount up to a maximum of R20 000.00 (twenty thousand rand): Provided that such fine shall be a debt due, by such member, to the Association recoverable in any court of competent jurisdiction.

Table of Fees

1. The annual subscription payable in terms of Clause 7.1 shall be an amount as determined by the National Executive Committee from time to time: Provided that subscriptions shall not exceed the following amounts per category of membership:-

a) Ordinary Member	R4000
b) Ordinary Service Member	R2000
c) Associate Manufacturer	R6000
Distributor/Wholesaler	R5000
d) Associate Service Member	R5000
e) Special Service Member	R1800
f) Sole Trading Member	R4000
g) Life Member	Nil
h) Social Benefits Member	R1200
i) Honorary Member	Nil

2. The labour levy payable in terms of Clause 7.2 shall be determined by the National Executive Committee but shall not exceed R30 per employee per week.

3. The pro-rata credit on subscriptions for new members as provided for in Clause 7.4 shall be calculated on the following basis:

Date of Admission as Member	Credit
July to September	Nil
October to December	25%
January to March	50%
April to June	75%

4. The special levy that may be unilaterally imposed by the National Executive Committee in terms of Clause 7.10 may not exceed R5000.00 (Five Thousand Rand).

CONSTITUTIONAL PRINCIPLES

Despite any other provisions in this Constitution-

1. The Association may not directly or indirectly distribute any of its funds or assets to any person other than in the course of furthering its objectives.
2. Substantially the whole of the funds must be utilized for the sole or principal objectives for which the Association has been established.
3. No member may directly or indirectly have any personal or private interest in the Association.
4. Substantially the whole of the activities of the Association must be directed at the furtherance of its sole or principal objectives and not for the specific benefit of an individual member or minority group.
5. The Association may not have a share or other interest in any business, profession or occupation which is carried out by its members.
6. No remuneration will be paid to any employee, office bearer, member or other person, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered.
7. In all instances where the Constitution is amended, such amendments must be submitted to the Commissioner of SARS within 30 days of the date of the amendment.
8. The Association will not knowingly become a party to and does not and will not knowingly permit itself to be used as part of, an impermissible avoidance arrangement contemplated in Part IIA of Chapter III of the Income Tax Act, or a transaction, operation or scheme as contemplated in section 103(5) of the Income Tax Act.