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REGISTRAR OF
LABOUR RELATIONS

2021 -02- 10

CERTIFICATE

AMENDMENT OF THE CONSTITUTION OF THE NATIONAL CONTRACT CLEANERS ASSOCIATION ("NCCA") IN
TERMS OF SECTION 101 OF THE LABOUR RELATIONS ACT

This certificate serves to confirm that the National Contract Cleaners Association (with the acronym "NCCA") has adhered to the provisions of its existing Constitution in passing the Resolution dated 12 November 2019 for the Amendments of the said Constitution.

34. CHANGE OF CONSTITUTION

34.1. Any of the provisions of this Constitution may be repealed, changed or added to in any manner by resolution of the National Executive Council: Provided that at least 21 (twenty-one) days' notice of any proposed alteration shall first have been given to members. If within that period 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.

NATIONAL SECRETARY

I HEREBY CERTIFY IN TERMS OF SECTION 101
(3) (n) OF THE ACT THAT THE AMENDMENT TO /
REPLACEMENT OF THE CONSTITUTION HAS
BEEN REGISTERED ON:-

DATE: 18 December 2019

REGISTRAR OF LABOUR RELATIONS

DATE

12-11-2019

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CONSTITUTION

OF THE NATIONAL

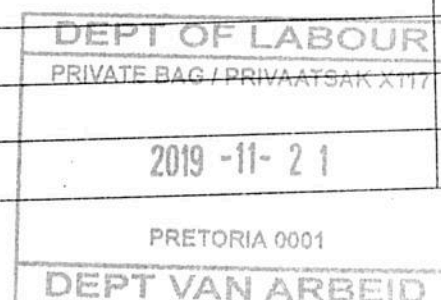
CONTRACT CLEANERS

ASSOCIATION

("NCCA")



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CONSTITUTION OF THE NATIONAL CONTRACT CLEANERS ASSOCIATION

Chapter 1

Establishment of the Association

1. Repeal of prior constitutions.

The Constitution of the Association in force at the date hereof is hereby repealed and is replaced by this Constitution.

2. Name of the Association

The name of the Association is National Contract Cleaners Association, and the acronym "NCCA" may be used.

3. The NCCA is an association not for gain.

4. Legal Status

4.1. The Association is:

4.1.1. An independent body with perpetual succession;

4.1.2. Distinct from its individual members;

4.1.3. Has the power to enforce rights and obligations and incur obligations and sue or be sued in its own name.

5. Liability of Office Bearers and Officials

5.1. The NCCA indemnifies and holds harmless its Office Bearers and Officials against all and/or any claims which may be instituted against them in the course of them carrying out their duties. In particular such Office Bearers and Officials are indemnified against any claims arising out of ordinary negligence.

6. National Office

6.1. The National Office of the Association is situate at 219 Frederick Drive, Northcliff, 2195, the address which has been registered with the Registrar of Labour Relations.

7. Aims and Objectives

7.1. The principal aims and objectives of the Association are:

- 7.2. To regulate relationships between its members and their employees in the contract cleaning industry.
- 7.3. To protect and further the interests of its members.
- 7.4. To promote collective bargaining, lawful conduct and fair labour practices as between its members and their employees in the contract cleaning industry.
- 7.5. To promote, defend and represent the interests of its members at both national and local level.
- 7.6. To coordinate the actions of its members regarding matters of concern to them.
- 7.7. To provide liaison between its members and organised labour and other bodies.
- 7.8. To endeavour to settle disputes affecting its members either as individuals or as an organised group.
- 7.9. To protect the rights of its members and render to them assistance with regard to employment matters related to conducting business in the contract cleaning industry.
- 7.10. To promote communication, interaction and unanimity between branches of the Association in order to ensure proper implementation of the objectives and policies of the Association.
- 7.11. To issue media statements on behalf of its members.
- 7.12. To lobby for the support of Central, Provincial and Local Government and any other decision maker.
- 7.13. To liaise with other organisations which have similar objectives and policies to the Association.
- 7.14. To perform any functions incidental to the promotion of, the aims, objectives and mission of the Association.
- 7.15. No member of the Association shall either directly or indirectly benefit unilaterally or have any personal or private interest in the Association, other than being a member.
- 7.16. Substantially the whole of the activities of the Association shall be directed towards the furtherance of its principal objectives as set out in clause 7.1 to 7.14 above, and such activities shall not be for the specific benefit of any individual member or any minority group.
- 7.17. The Association shall not have a share or any other interest in any business, profession or occupation, which is carried on by its members.

- 7.18. The Association shall comply with any and all reporting requirements as may be determined by the Commissioner of the South African Revenue Service from time to time.
- 7.19. The Association is not knowingly nor shall it knowingly become a party to, and does not knowingly and will not knowingly, permit itself to be used as part of an impermissible avoidance arrangement contemplated in Part 11 A of Chapter III of the Income Tax Act, or a transaction, operation or scheme contemplated in Section 103 (5) of such Act.

Chapter 2

8. Definitions

- 8.1. The words and phrases set out below shall have the following meanings ascribed to them.
- 8.2. The reference to any one gender shall also denote the other and the single shall denote the plural and *vice versa*.

"Association" "NCCA"	Shall mean the National Contract Cleaning Association, being an Employer's Organisation as defined in Section 213 of the Labour Relations Act 66 of 1995 as amended
"He" "His"	Shall mean "he/she" Shall mean "his / her"
"Associate Member"	A supplier of equipment, services or materials to any member of the industry
"Act" or "LRA"	Shall mean the Labour Relations Act as amended
"Bargaining Council Main Agreement"	Shall mean the main agreement of the Bargaining Council for the Contract Cleaning Industry Kwa-Zulu Natal
"Branch"	Shall mean a Branch of the Association established in terms of this Constitution
"CCMA"	Shall mean the Commission for Conciliation Mediation and Arbitration
"Day"	Shall mean a calendar day
"Chairperson of the Association"	Shall mean the President and shall have a corresponding meaning
"Employee"	Shall mean an Employee as defined in Section 213 of the Act
"Employer's Association"	Shall mean an Employer's Association as defined in Section 213 of the Act
"Income Tax Act"	Shall mean the Income Tax Act 58 of 1962
"majority"	Shall mean 50% + 1
"member"	An employer as defined in the Basic Conditions of Employment Act, No 75 of 1997 Sectoral Determination 1: Contract Cleaning Sector,

	South Africa or KwaZulu-Natal Bargaining Council Main Agreement
"Member in good standing"	Shall mean a member who is not in arrears with his subscriptions or any other payment due to the Association for a period in excess of 60 days
"NEC"	Shall mean the National Executive Council
"BEC"	Shall mean the Branch Executive Council
"Office Bearer"	Means a person who holds office in the Association and who is not an Official
"Official"	Means a person who is employed as the Secretary, Assistant Secretary, or any other prescribed capacity, whether or not that person is employed in a full time or part time capacity or engaged on any other basis including an independent contractor basis
"Sectoral Determination"	The Sectoral Determination for the Contract Cleaning Industry

Chapter 3

9. Structure - National Structure

9.1. National Executive Council

- 9.1.1. The National Executive Council (hereinafter referred to as the ("NEC")) shall be the ultimate authority over the Association which shall only be overruled by a national ballot of members in good standing, conducted in accordance with the provisions of this Constitution.
- 9.1.2. The National Executive Council shall in addition to the function set out in 9.1.1 above, accept fiduciary responsibility for the Association.
- 9.1.3. The decision-making powers of the Association shall vest in the NEC.

9.2. Composition

- 9.2.1. The NEC shall consist of two representatives of each Branch from which a President, and Vice-President shall be elected.
- 9.2.2. Two members nominated by each Branch shall *ex officio* be members of the NEC.
- 9.2.3. The National President, National Vice-President and National Treasurer shall be elected at an Annual General Meeting of the NEC and shall hold office for a period of two (2) years. The

aforementioned office bearers must stand down on the completion of their terms of office but are eligible for re-election.

- 9.2.4. The NEC shall have a minimum of three (3) members, it's members and shall not be related or in any way connected with each other.

9.3. Election of President and Vice-President

- 9.3.1. The NEC shall at an Annual General Meeting of the NEC elect a President and Vice-President from amongst the members of the Council in good standing.
- 9.3.2. The National Secretary shall call upon all Branches to submit nominations for the office of President and National President in writing and/or via electronic mail, at least 14 (fourteen) days before the Annual General Meeting of the NEC and such nominations shall be seconded and be accompanied by the acceptance of the person so nominated and shall reach the National Secretary at least 7 (seven) days before the AGM of the NEC.
- 9.3.3. The President, Vice President and Treasurer shall be elected by consensus of the NEC members. If, however, no consensus is reached, then voting shall take place by ballot, in which event the National Secretary or his nominee shall record the number of votes and disclose the name of the successful candidate. When voting for the Office of President and Vice President, the voting power shall be one vote per Branch.
- 9.3.4. In the event of there being more than two candidates and on the final ballot, if no candidate obtains a majority of the votes, then the candidate with the least number of votes shall be eliminated and successive ballots shall be conducted until such candidates obtain an absolute majority. When voting for the positions excluding that of chairperson, the chairperson will have a deciding vote where there is a tie in the voting.
- 9.3.5. Ballot papers shall be kept for 3 (three) years by the National Secretary.
- 9.3.6. The Procedures stipulated for National and Branch ballots as set out in clause 19.2 shall apply *mutatis mutandis* except that where the nominations received are insufficient, nominations will then be accepted from those present at the meeting.

9.4. Election of the National Treasurer

- 9.4.1. The National Treasurer shall be elected at the Annual General Meeting of the NEC from members of the NEC in good standing.
- 9.4.2. In the case of elections for the position of the National Treasurer, the National Secretary shall call upon all branches to submit nominations for this position via electronic mail at least 14 (fourteen) days before the commencement of the Annual General Meeting of the NEC. Such nominations shall be submitted in terms of nomination forms approved by the NEC, shall be seconded and be accompanied by the acceptance of the person so nominated and shall reach the National Secretary at least 7 (seven) days before the NEC Annual General Meeting.
- 9.4.3. Wherever more than 1 (one) candidate has been nominated for the position of National Treasurer, voting shall take place by ballot, in which event the Official appointed for that purpose, or his nominee, shall record the number of votes and disclose the name of the successful candidate. In the event of there being more than 2 (two) candidates and on the final ballot no candidate obtains a majority of the votes, then the candidate with the least number of votes shall be eliminated, and successive ballots shall be conducted until such candidate obtains a majority.
- 9.4.4. Ballot papers shall be retained for 3 (three) years by the National Secretary.

9.5. Removal of the NEC Members or Office Bearers

- 9.5.1. Any member of the NEC including office bearers may be removed from office before the expiration of their term of office as contemplated in clause 16.

9.6. Vacancies

- 9.6.1. Should a vacancy occur on the NEC, the branches shall be notified in writing of such vacancy by the National Secretary within two (2) weeks of the date on which the vacancy occurs. The nominations for members to fill the existing vacancy, shall be lodged in writing with the National Secretary together with a written acceptance of office by the nominee within 2 (two) weeks of being notified of the vacancy on the NEC.
- 9.6.2. Any members elected to fill a vacancy on the NEC shall hold office for the unexpired portion of the office of his predecessor.

10. NEC Meetings

- 10.1. The NEC shall meet at least 4 (four) times a year on a date to be determined by the President. Such meetings shall constitute General Meetings of the NEC.
- 10.2. General meetings of the NEC will require 14 (fourteen) days' notice to all members of the NEC. The Agenda of the meeting to accompany the notice.
- 10.3. Special meetings of the NEC may be called by the President whenever it is deemed necessary or upon receipt of a request for such meeting made by not less than 4 (four) members of the NEC. In such event, a special meeting of the NEC shall be arranged within 7 (seven) days of receipt of the written request by the National Secretary by giving 14 (fourteen) days' notice of such meeting.

11. Procedure at NEC Meetings

- 11.1. All meetings shall be conducted in accordance with the Agenda, after the chairperson has at the meeting, called for issues to be placed under the heading "General".
- 11.2. All issues shall be considered only on a motion duly seconded.
- 11.3. The person chairing the meeting may prescribe a time limit for the debate of any issue on the agenda.
- 11.4. The person chairing the meeting shall be entitled to make a ruling on matters of procedure, provided that such ruling may be overruled, after a motion to that effect duly seconded, has been approved by a majority vote of those present.
- 11.5. The Secretary shall at all times nominate for appointment by the meeting, 1 (one) or more of those present to act as a scrutineer in the taking any ballot where deemed necessary or prescribed by this Constitution.
- 11.6. If voting is required on a motion, such voting shall take place by a show of hands unless the meeting decides it necessary to vote by way of ballot or 25% (25 percent) of those present at the meeting request voting by ballot.
- 11.7. In addition to matters in respect of which voting by ballot is compulsory in terms of this Constitution, a ballot shall be taken on any issue, including the recall from or reinstatement to office of an Office Bearer or Official if:-
 - 11.7.1. so decided by no less than 25% (twenty five percent) of those members present;

- 11.7.2. 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;
- 11.7.3. voters shall also be required to sign an attendance register;
- 11.7.4. all ballot papers together with the attendance register shall be placed in a sealed container and retained for 3 (three) years by the National Secretary.

12. Quorum at NEC meetings

- 12.1. The quorum for NEC meetings shall consist of 50% plus 1 (one) other person on the NEC.
- 12.2. If a quorum is not present within 30 (thirty) minutes of the time fixed for the meeting, the meeting shall be adjourned.
- 12.3. Such meeting shall be reconvened on the same day 7 (seven) days' later and should it be a public holiday, the following day. At such reconvened meeting, any 3 (three) members present shall form a quorum.

13. Voting at NEC meetings

- 13.1. When voting is required at any meeting of the NEC, the voting power shall be:
 - 13.1.1. In the event of equality of votes, the Chairperson shall have a casting vote;
 - 13.1.2. Each branch shall have 1 (one) vote;
 - 13.1.3. When voting on a motion, 1 (one) proxy vote per branch will be permitted where any member representing a Branch cannot be present at the voting;
 - 13.1.4. The National Secretary shall have no vote;
 - 13.1.5. The National Secretary or an alternate person nominated by the NEC shall cause the votes to be counted and shall record the number of votes in favour of, against and all abstentions and such result shall be minuted.

14. Minutes

- 14.1. Minutes of all NEC meetings shall be kept by the National Secretary or any other person who may be appointed by the Chairperson for such purpose.

- 14.2. A copy of such draft Minutes shall within 21 (twenty-one) days of the date of the meeting be forwarded to each member of the NEC and branch of the Association by the National Secretary.
- 14.3. Any amendments to be made to the Minutes shall be submitted to the National Secretary within 7 (seven) days of receipt of the draft Minute.
- 14.4. Such Minutes shall be subject to ratification or approval at the next meeting of the NEC.
- 14.5. All Minutes shall be retained for a minimum of 3 (three) years by the National Secretary.

15. Powers and Functions of the NEC

- 15.1. The NEC shall, subject to the provisions of this Constitution and to any direction given at a General NEC Meeting, have the power to:-
 - 15.1.1. Recommend the Association's participation in the establishment of a Bargaining/Statutory Council;
 - 15.1.2. Employ any employee of the Association, including the appointment of the National Secretary, determine the duties of and conditions of employment of and to dismiss or suspend any employee, Office Bearer or Official of the Association;
 - 15.1.3. Determine the remuneration payable to any employee or Office Bearer of the Association with the proviso that it shall not pay any such employee or Office Bearer any remuneration as defined in the Fourth Schedule of the Income Tax Act, which is excessive, having regard to what is generally considered reasonable in respect of bodies which have similar aims and objectives to the Association, and in relation to the services rendered.
 - 15.1.4. Appoint any sub-committees as it may from time to time deem fit;
 - 15.1.5. Determine criteria for the admission and re-admission of any member;
 - 15.1.6. Review any decision of a Branch Executive Council (BEC) which is not in accordance with the aims and objectives of the Association or its Constitution and either confirm, vary or overturn such decision;
 - 15.1.7. Institute or defend any legal proceedings on behalf of the Association;

- 15.1.8. Acquire either by purchase, lease or otherwise, movable property on behalf of the Association and to sell, let, encumber or otherwise deal with or dispose of any movable or immovable property belonging to the Association;
- 15.1.9. Open and operate a banking account in the name of the Association and to invest any monies of the Association with any institution as may be determined to be in the best interests of the Association;
- 15.1.10. Establish and close Branches as provided for in this Constitution and to define the area of jurisdiction of any Branch;
- 15.1.11. Suspend any BEC in the event of any breach of this Constitution or should such BEC fail to function in terms of the goals and objectives of this Constitution and the Association. In such event the NEC shall appoint any Office Bearers, Officials or member to take over the management of the affairs of any Branch affected, pending any investigation or any disciplinary action or any other steps which may be pending against such BEC members as contemplated in this Constitution. Such decision can be taken at a General NEC Meeting;
- 15.1.12. Take any action and do anything which in its opinion is in the best interests of the Association and its members and which is not inconsistent with the aims and objectives of the Association, as set out in this Constitution.

16. Reasons for and Procedure to be followed in the event of Expulsion and Suspension of Office Bearers or Officials

16.1. Reasons for expulsion or suspension

Any National Office Bearer or member of the NEC may be expelled or may be suspended under the following circumstances:-

- 16.1.1. If he is found guilty of misconduct;
- 16.1.2. If he without the written permission of the National Chairman is absent from 3 (three) consecutive NEC meetings;
- 16.1.3. If he continuously fails to perform duties or he commits an act of serious misconduct;
- 16.1.4. If he continuously fails to abide by the provisions of the terms of this constitution;

- 16.1.5. If he is convicted of a serious criminal or statutory offence rendering him unsuitable to continue holding office;
- 16.1.6. The President shall appoint an independent chairperson to decide on the expulsion/suspension of any member who has a seat on the NEC, reasons shall be given for such decision in writing;
- 16.1.7. Any recommendation made by the independent Chairperson may be ratified by the NEC or they may impose a lesser sanction.

16.2. Procedure to be followed

- 16.2.1. Should it be anticipated that an Office Bearer having a seat on the NEC may be removed from office, notice shall be given to the person concerned by the National Secretary. The National Secretary shall thereupon convene a special meeting of the NEC on 30 (thirty) days written notice to all members of the NEC.
- 16.2.2. In the event of a majority of the members of the NEC deciding that action be taken against such member or Office Bearer, the Chairperson of the NEC shall appoint an independent Chairperson to preside over a disciplinary enquiry in accordance with the procedure as set out in clause 22 hereunder. The NEC should then either accept or reject the Chairperson's recommendation with the proviso that the NEC cannot impose a more severe sanction than that recommended by the Chairperson.
- 16.2.3. Any Office Bearer who is expelled or suspended and who is dissatisfied with any decision made by the duly appointed Chairperson with regard to any, removal from office or suspension may lodge an appeal against such finding by delivering a written notice setting out his grounds of appeal to the National Secretary or in the event of the appellant being the National Secretary to the Chairperson. The Chairperson shall then appoint an independent person to act as the Appeal Chairperson.
- 16.2.4. The decision of the Appeal Chairperson shall be the final internal remedy.

Chapter 4

17. National Office Bearers and National Officials and Employees

Powers, Duties and Functions of National Office Bearers and National Officials

17.1. The President

The President shall be a member in good standing of the Association and: -

- 17.1.1. Be required to attend all meetings of the NEC and preside at such meetings;
- 17.1.2. Enforce observance of this Constitution;
- 17.1.3. Sign Minutes of Meetings of the NEC once they have been verified and approved;
- 17.1.4. Exercise supervision over the work of the other Office Bearers and generally over the affairs of the Association;
- 17.1.5. Perform such other duties pertaining to the office in terms of legislation, usage, practice and this Constitution as may be required to give effect to this Constitution.

17.2. Vice President

The Vice President shall be a member in good standing of the Association and:-

- 17.2.1. The Vice President shall assist the President in performing his duties as are delegated to him;
- 17.2.2. The Vice President shall chair a meeting of the NEC in the absence of the President, and shall also perform the duties of the President during his absence from duty on a temporary basis.

17.3. Acting President and Acting Vice President

Shall be a member in good standing of the Association and:-

- 17.3.1. In the event of both the President and Vice-President being unable, either temporarily or permanently, to perform their duties, the NEC shall appoint a member of the Association to act as the President or the Vice-President until such persons resume their duties *alternatively* until the next election of NEC members as the case may be.

17.4. National Secretary

- 17.4.1. Upon being appointed by the NEC, the National Secretary shall not be a member of the Association.

17.4.2. The National Secretary shall: -

- 17.4.2.1. In general, be responsible for the proper administration of the Association, for co-ordinating and organising all activities of the Association, but shall be an official of the Association;
- 17.4.2.2. Cause Officials and members of the Association to be trained as and when necessary;
- 17.4.2.3. Receive requests for meetings of the NEC;
- 17.4.2.4. Issue notices and agendas of meetings;
- 17.4.2.5. Deal with all national office correspondence and must table correspondence received since the last meeting before it;
- 17.4.2.6. Attend all meetings of the NEC, arrange for the recording of such meetings, draft and distribute the Minutes of the NEC meetings, table the Minutes of the previous NEC meetings for approval, keep the Minutes of all meetings of the NEC as prescribed in clause 14.5 above;
- 17.4.2.7. Receive reports on branch activities from Branch Secretaries;
- 17.4.2.8. Report to the NEC on the affairs of the Secretariat and the Association;
- 17.4.2.9. Assist the National Treasurer with keeping the books of account of the Association and carry out his instructions in this regard;
- 17.4.2.10. Ensure that the Association complies with any of the obligations resting on it in terms of the Act;
- 17.4.2.11. Perform any such other duties as are imposed by this Constitution or the Act in respect of the position National Secretary;
- 17.4.2.12. The National Secretary shall have no vote at any meeting.

17.5. National Treasurer

The National Treasurer who is a National Office Bearer shall be a member of the Association in good standing and:-

- 17.5.1. Be required to attend all meetings of the NEC;
- 17.5.2. Ensure proper books of account, statements of income and expenditure, balance sheets and such other documentation as is necessary to verify the true financial situation of the Association are kept in acceptable format;
- 17.5.3. Inspect all finances of the Association and shall ensure that the provisions of this Constitution and the Act with regard to finances are complied with;
- 17.5.4. Endorse all accounts for payment and authorise all payments made from the Association's National bank account in compliance, with the approved payment policy;
- 17.5.5. Sign together with the external auditor all financial statements of the Association which are to be audited at least once a year;
- 17.5.6. Perform such other duties as are imposed by this Constitution, the NEC or any Law so as to give effect to this Constitution and ensure good financial governance.
- 17.6. National Officials and Employees

The NEC may appoint any person as a full time or part time employee or as an independent contractor of the Association to perform such duties at national office or nationally as are prescribed by the NEC and such positions may include but not be committed to a secretary, an assistant secretary and training Officials. Such employees or officials need not be members of the Association.

Chapter 5

18. Branches

18.1. Establishment and Control of Branches

- 18.1.1. A branch of the Association may be established in any region where there are not less than 2 (two) members of the Association.
- 18.1.2. An application for the establishment of a branch shall be made in writing, to the National Executive Council by not less than 2 (two) members in the region concerned. The application must define the region within which the Branch wishes to operate for approval by the NEC.
- 18.1.3. In the event that the NEC approves the establishment of a branch, the National Secretary shall notify the members from whom the application to establish a branch has been received, and the NEC

shall arrange for 1 (one) of its number or a nominee being a member of the Association, to attend the inaugural meeting of the newly established branch. At this inaugural meeting, the nominations for membership of a Branch Executive Committee shall be called and the election shall take place by way of a ballot where there is more than one (1) candidate nominated for the position. The person so elected shall hold office until an Annual General Meeting of the Branch has been held.

- 18.1.4. The BEC shall have at least a Branch Chairperson, a Vice Chairperson, a Treasurer and one other member. One of the members may be the Treasurer of the Branch. A Branch Secretary may not be a member of the Association. A BEC may not have more than 8 members.

18.2. Branch Executive Meetings

- 18.2.1. A Branch Executive Meeting shall be held a minimum of four times per year on a date fixed by the Branch Chairperson. Special Branch Executive Meetings shall be called by the Branch Chairperson whenever deemed necessary by him or in the event of a request made by a majority of the members of the Branch Executive. Such Special Branch Executive Meeting shall be held within 14 (fourteen) days from the date on which the decision was taken by the majority of the BEC or from the date of the receipt of a request by the Branch Chairperson to hold such meeting.

18.2.2. Notice of BEC Meetings

Members of a BEC shall be notified in writing of the time and date of the meetings of the relevant BEC by the Branch Secretary no later than 14 (fourteen) days prior to the date of such meeting, provided that it shall be permissible to give not less than 24 (twenty-four) hours' notice of any Special Meeting, provided there are no objections received from BEC members.

18.2.3. Procedures at BEC Meetings

The provisions of clause 11.7 hereabove shall apply *mutatis mutandis* to BEC meetings.

18.2.4. Agenda

The Branch Secretary shall simultaneously with giving the notice of any meeting, attach an agenda of such meeting.

18.2.5. Quorum

- 18.2.5.1. The quorum for any BEC meeting shall be 50% + 1 person on the BEC.

18.2.5.2. The quorum for any General Branch and Branch Annual General Meeting shall be two members of the BEC and two additional members of the Branch.

18.2.5.3. If no quorum is available within 30 (thirty) minutes of the stated time of the meeting, the meeting shall be adjourned to the same day in the week following (and if that day is a public holiday) then the next working day at the same time and venue or at a date fixed by the Branch Chairperson which shall not be less than 48 (forty-eight) hours. At the adjourned meeting any 2 (two) members present shall form a quorum. Written notice of the adjourned meeting shall be given by the Branch Secretary to all members.

18.2.6. Voting

18.2.6.1. Voting at any BEC meeting will be by a show of hands or by ballot if the Branch Chairperson deems it appropriate or where required in term of this Constitution such as the election of office bearers.

18.2.6.2. Each BEC member or his nominated representative shall have 1 (one) vote at any BEC meeting.

18.2.6.3. In the event of a tie in the voting of the BEC, the Chairperson shall have a casting vote.

18.2.7. Minutes

18.2.7.1. Minutes of any BEC meeting shall be kept by the Branch Secretary or his nominee.

18.2.7.2. A copy of the Minutes shall within 21 (twenty-one) days after the meeting be forwarded to each member of the BEC by the Branch Secretary.

18.2.7.3. Such Minutes shall also be submitted to the National Secretary by the Branch Secretary within 5 (five) days after such Minutes having been confirmed at any subsequent BEC meeting.

18.2.7.4. The Minutes of any BEC meeting will be considered for approval at the next meeting of the BEC.

18.2.7.5. All Minutes of the BEC will be retained for a minimum of 3 (three) years.

19. Powers, Functions and Duties of Branch Executive Committees

Each Branch shall be independent and distinct from its individual members, having the power to, contract, incur obligations, enforce rights and obligations owed to it, have its own funds, and to institute legal proceedings in the name of the Association where duly authorised by the NEC.

19.1. A Branch shall be empowered to:-

- 19.1.1. Appoint and dismiss and discipline employees and Office Bearers or Officials of the Branch, to fix their remuneration and other conditions of employment, and to define their duties;
- 19.1.2. Establish sub-committees as it may deem fit and define the terms of reference and functions and duties of such sub-committee;
- 19.1.3. Regulate the form and procedure of any sub-committee meeting;
- 19.1.4. Nominate any persons to represent the Branch at any negotiations, discussions or proceedings at any Body constituted in terms of any law or of any Body on which it is desired that the Branch shall be represented;
- 19.1.5. Open and operate a banking account in the name of the Branch and invest any Branch monies, and pay any monies required in the normal course of the operation of such branch;
- 19.1.6. Delegate any of its powers or functions as it deems fit;
- 19.1.7. Where possible, provide access to legal advice and at its discretion, legal assistance to members on matters related to their employees or any matter concerning employment which may affect them;
- 19.1.8. Take such other lawful action as in the opinion of the BEC is in the interests of the Association or its members, and which is not inconsistent with the objectives or any matters specifically provided for in this Constitution subject to the approval of the BEC;
- 19.1.9. Oversee the management of the Branch.

19.2. Election of BEC Members

- 19.2.1. The members of the BEC shall be confirmed at the Annual General Meeting of the Branch of the Association from amongst those who have been duly nominated members of the Branch concerned and who are members in good standing.

- 19.2.2. All nominations shall be submitted in writing at least 21 (twenty-one) days before the date of the Annual General Meeting of the Branch and such nomination shall be seconded and accompanied by the acceptance of the person so nominated in writing.
- 19.2.3. At the Annual General Meeting, the Branch Secretary shall read out the nominations received. The meeting may approve any late nomination only if the valid and timeously received nominations are insufficient to fill the vacant positions.
- 19.2.4. If voting for the election of Council members is required, each member shall have 1 (one) vote regardless of the number of legal entities being members of the Association he owns or, has a share in or has any form of interest in.
- 19.2.5. Ballot papers shall be placed in a sealed container and shall be retained for 3 (three) years by the Branch Secretary.

19.3. Election of Branch Office Bearers

- 19.3.1. The Branch Secretary shall call for BEC members to submit nominations for the Office Bearers of the BEC.
- 19.3.2. All nominations shall be submitted in writing at least 14 (fourteen) days before the date of the Annual General Meeting of the Branch Executive Council meeting and such nomination shall be seconded and accompanied by the acceptance of the person so nominated in writing.

19.4. Powers, Functions and Duties of the Branch Office Bearers and Officials

19.4.1. Branch Chairperson

The Chairperson shall be a member in good standing of the Association and will be required to:-

- 19.4.1.1. Attend all meetings of the NEC and BEC;
- 19.4.1.2. Enforce observance of this Constitution by the Branch and its members;
- 19.4.1.3. Sign the Minutes of Meetings of the BEC and/or any Annual General Meeting or Special General Meetings of the BEC and Branch;
- 19.4.1.4. Exercise supervision over the work of the Branch Secretary and generally over the affairs of the Branch to ensure that the aims and objectives of the Association are given effect to;

19.4.1.5. Perform such other duties pertaining to the Office of Branch Chairperson as prescribed in terms of legislation, practice or this Constitution;

19.4.1.6. Report to the NEC, Annual General Meeting, or any general meeting or Special General Meeting of the Association on the affairs of the Branch.

19.4.2. Branch Vice-Chairperson

The Branch Vice-Chairperson shall be a member of good standing of the Association and shall be required to:

19.4.2.1. Attend at the NEC and BEC meetings;

19.4.2.2. Assist the Branch Chairperson with his duties and shall perform such duties as are delegated to him;

19.4.2.3. Chair any meeting of the BEC in the absence of the Branch Chairperson, or in the event of the Chairperson being unable either temporarily or permanently to perform his duties;

19.4.2.4. Perform the duties of the Branch Chairperson until the Branch Chairperson returns to office or until the Annual General Meeting of the BEC, when a new Chairperson shall be elected.

19.4.3. Branch Secretary

The Branch Secretary shall be appointed by the BEC and shall be an official of the Association and be required to: -

19.4.3.1. In general, be responsible for the proper administration of the Branch under the supervision of the Chairperson of the Branch, for co-ordinating and organising activities of the Branch, for co-ordinating the negotiation of any agreement to which the branch is a party;

19.4.3.2. Cause Officials and members of the Branch to be trained as and when necessary;

19.4.3.3. To receive requests for meetings of the BEC;

19.4.3.4. Issue notices and agendas of meetings;

19.4.3.5. Deal with all branch correspondence, keep the original plus copies of all correspondence received or dispatched;

19.4.3.6. Table at any meeting of the BEC correspondence received since the previous meeting;

- 19.4.3.7. Attend at all Branch General Meetings, Special General Meetings and the AGM and keep Minutes and at each meeting, table the Minutes of the previous meeting for approval;
- 19.4.3.8. Arrange for the recording of all BEC meetings;
- 19.4.3.9. Perform such other duties as imposed by this Constitution, by the BEC or the Branch General Meeting or by any law;
- 19.4.3.10. The Branch Secretary shall have no vote at any BEC meeting and shall not be a member of the Association.

19.4.4. The Branch Treasurer

The Branch Treasurer shall be a member in good standing of the Association and shall be required to:-

- 19.4.4.1. Attend all Branch General Meetings and meetings of the BEC;
- 19.4.4.2. Ensure proper books of account, statements of income and expenditure, balance sheets and such other documentation as is necessary to reflect the true financial situation of the Branch are kept;
- 19.4.4.3. Inspect all finances of the Branch and ensure that the provisions of the Constitution with regard to the finances are complied with;
- 19.4.4.4. Endorse all accounts for payment and act as a co-releaser of all the payments made on the banking account of the Branch in accordance with the approved payment policy and procedure of the Association;
- 19.4.4.5. Sign together with the Branch Chairperson or his nominee all financial statements;
- 19.4.4.6. Cause all financial statements of the Branch to be audited by the appointed Auditor at least once a year;
- 19.4.4.7. Perform such other duties as imposed by this Constitution, by the BEC or Branch General Meeting or by any law;
- 19.4.4.8. Ensure that all payments of monies due to the National Body are submitted timeously to the National Treasurer.

19.4.5. Term of Office – BEC

- 19.4.5.1. The term of office of each Branch Office Bearer shall be for 2 (two) consecutive years as from the date upon which he



was elected. Any Office Bearer must stand down from his position after the two-year period but is eligible to be re-elected.

- 19.4.5.2. In the case of a vacancy arising during the term of office of a Branch Office Bearer or Official, the person elected to fill such vacancy shall hold office for the unexpired portion of the period of office of his predecessor.

19.4.6. Reasons for Removal and Suspension of Office Bearers or Members at BEC Level

The provisions of clause 16 here above shall apply *mutatis mutandis* with any amendments required by the context.

19.4.7. Reasons for and Procedure to be followed in the event of Removal/Suspension of Branch Office Bearers

The provisions of clause 16 hereabove shall apply *mutatis mutandis* to the removal and suspension of NEC Office Bearers and Officials with any amendments required by the context.

Chapter 6

20. Association Meetings

20.1. Proceedings at Association Meetings

- 20.1.1. In addition to the provisions relating to meetings and elections contained in clause 11, the following shall also apply:-
- 20.1.2. All meetings shall be conducted in accordance with the agenda;
- 20.1.3. No business shall be dealt with unless a motion duly seconded is before the meeting, provided that matters placed under General may be discussed but may not be voted upon unless the majority of those present at the meeting agree thereto;
- 20.1.4. The Chairperson may prescribe a time limit for speakers of any topic;
- 20.1.5. The Chairperson chairing the meeting shall be entitled to make a ruling on matters of procedure, provided that such ruling may be overruled, after a motion to that effect, duly seconded and supported by a majority of votes of those present;
- 20.1.6. The Secretary may at any time nominate one or more of those present to count votes or to scrutinise the taking of the ballot;
- 20.1.7. Voting for the election of Office Bearers and Officials shall take place by ballot, and the candidates shall have the right to be present when the ballots are counted;

- 20.1.8. If voting is required on any issue other than the election of Office Bearers, Council members, Officials and motions proposed and seconded unless otherwise stated in this Constitution, such voting shall take place by way of a show of hands.

20.2. Annual General Meetings

- 20.2.1. An Annual General Meeting of the National Association shall take place once a year and by no later than the 30th September of any year.

The quorum for the Annual General Meeting shall consist of at least 3 (three) members of the Association and voting shall be by ballot.

- 20.2.2. An Annual General Meeting of the Branch shall take place once a year and by no later than the 30th August of any year;

- 20.2.3. 30 (thirty) days' notice of an Annual General Meeting to be given to members;

- 20.2.4. At an Annual General Meeting the following matters will be dealt with: -

- 20.2.5. A Report from the Chairperson;

- 20.2.6. An Annual Report on the activities of the Association at a National AGM or Branch at a Branch AGM presented by the Chairperson;

- 20.2.7. A statement of income and expenditure, the balance sheet and any other financial information or statements and the Annual Auditors Report;

- 20.2.8. Confirmation of election of the Chairperson, the Vice-Chairperson and the Treasurer;

- 20.2.9. Any motions which are required to be considered as per a decision of the NEC;

- 20.2.10. Sanctioning of any extra ordinary expenditure on behalf of the Association at a National AGM or Branch at a Branch AGM;

- 20.2.11. The appointment of the auditors of the Association.

20.3. National and Branch Ballots

- 20.3.1. If a dispute or other issue arises which is of National concern or of concern to more than one Branch, or is for the purpose of a lockout or secondary lockout or in support of a picket and

supporting of a Branch after following the procedure for a protected lockout or secondary lock-out, despite any other provision in this Constitution, a lock-out may only be called in terms of this Constitution after a secret ballot has been conducted of those members in respect of whom the lock-out is called.

- 20.3.2. Members of the Association may not be disciplined or have their membership terminated for failure or refusal to participate in any lock-out or for failure or refusal to vote in favour of a lockout if -
- (a) a secret ballot was not held about the lock-out; or
 - (b) a secret ballot was held but a majority of the members who voted did not vote in favour of the lock-out.
- 20.3.3. The documentary record of a ballot about a lock-out must be retained for three years from the date of the ballot.
- 20.3.4. In addition to matters in respect of which voting by secret ballot is compulsory in terms of this Constitution, a secret ballot shall be taken on any issue, including the removal from or reinstatement to office of an Office Bearer or Official or if the NEC or BEC in respect of the Branch, so decides.
- 20.3.5. A ballot decided upon or requested in terms of 20.3.1. and 20.3.3. shall be held within 30 (thirty) days from the date of such decision or request provided that if some urgency exists to have a ballot taken, the NEC or BEC, as the case may be, may determine a shorter period for the taking of the ballot.
- 20.3.6. The NEC shall when a National ballot is conducted give notice in writing to all members who are entitled to vote, at least 14 (fourteen) days before the ballot is to be taken, but if a ballot is requested in terms of 11.7., such ballot will be taken immediately.
- 20.3.7. No ballot shall be invalidated merely by the non-receipt of such notice given to any member. Either the National and Branch Secretary as the case may be, must keep delivery receipts of ballot notices sent.
- 20.3.8. The ballot shall be conducted by the various branches of the Association on a date/s specified in the notice.
- 20.3.9. Each voter shall be issued with a ballot paper which he shall complete, fold and deposit in a sealed container.
- 20.3.10. Ballot papers may not bear any mark or sign other than the mark made by the voter. Any ballot paper bearing any other mark shall be regarded as spoilt.

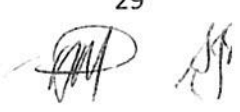
- 20.3.11. Ballot boxes shall be inspected by the Secretary and his nominee and sealed in their presence. Voters shall have the right to inspect the ballot boxes to ensure they are properly sealed.
- 20.3.12. Voters shall be required to sign an attendance register at which point they may be required to produce proof of their membership.
- 20.3.13. At the discretion of the President and/or upon request by the contract cleaner members the associate members may be requested not to vote on issues that concerns contract cleaner members.
- 20.3.14. Proxy votes, as determined by Clause 20.4. shall be counted as votes.

20.4. Proxy votes

- 20.4.1. Members shall also be allowed to submit a written proxy vote to be delivered to the Secretary before the start of the meeting.
- 20.4.2. Members may be allowed to forward proxy votes to the Branch Chairperson to submit to the Branch or National Secretary as the case may be, prior to the start of the Annual General Meeting.
- 20.4.3. All proxy votes shall be completed strictly on the form provided by the National Executive Council, which blank forms must be forwarded to all members with the notice of the meeting.

20.5. Provisions regarding Votes at National or Branch Level

- 20.5.1. Immediately after completion of the ballot, the National or Branch Secretary, as the case may be, shall ascertain the results of the ballot and shall make the results known to the voters and the relevant committees.
- 20.5.2. All ballot papers together with the attendance register shall be placed in a sealed container and shall be retained for 3 (three) years.
- 20.5.3. The body responsible for conducting the ballot shall be bound to take action according to the decision of the majority of the members voting in any ballot, provided that such Body shall not be bound where less than 30% (thirty percent) of the members who are entitled to vote, have voted.

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Chapter 7

21. Membership

21.1. All members of the Branches approved by the NEC, excluding Associate Members shall simultaneously but separately, also be members of the Association.

21.1.1. Qualifications for Membership

All employers as defined in this Constitution may join the Association, provided that non-employers who qualify in terms of this Constitution may join as Associate Members.

21.2. Application for Membership

21.2.1. Application for admission to the Association shall be made in writing or on an electronic form prescribed by the Association and submitted to the Branch Secretary, but the BEC shall have the right to refuse an application for membership subject to clause 21.4 hereunder.

21.2.2. A membership application fee shall be determined by the applicable BEC.

21.2.3. Such application shall be accompanied by proof of payment in favour of the Association for payment of the Branch administration fee.

21.2.4. If an employer is admitted as a member of the Association, the Branch Secretary shall cause the member's details to be entered on the membership list.

21.2.5. If admission to the membership is refused by the BEC, the applicant shall be notified and shall have the right to appeal to the next Branch General Meeting which shall have the right to confirm or reverse the BEC's decision. If such an appeal is unsuccessful, the applicant shall have the right to appeal to the NEC whose decision shall be final.

21.2.6. Any applicant to whom membership is refused, shall be entitled to a refund of any subscription already paid by him.

21.2.7. A member who has resigned or who has been expelled from the Association, may be readmitted to membership on such conditions as the BEC may determine.

21.2.8. Every member shall notify the Branch Secretary in writing of its business and postal address or any change thereof within 14 (fourteen) days from the date of becoming a member, or from the date of the change of the details of such member.

21.3. Paid- up and compliant Membership

- 21.3.1. Only paid-up and compliant members shall be entitled to the benefits of membership including the right to vote;
- 21.3.2. A paid-up member shall be regarded as a member who pays its subscriptions and other charges due by it to the Association. A contract cleaning member with cleaners is eligible to have a compliance audit and once found compliant, will receive a membership compliance certificate;
- 21.3.3. A paid-up member who has no cleaners is only eligible to receive a letter confirming they are a member of the Association;
- 21.3.4. A member shall cease to be a member in good standing if:
 - 21.3.4.1. Subscriptions or other charges due to the Association are more than 2 (two) months in arrears;
 - 21.3.4.2. It terminates membership of the Association or cancels its stop order authorisation;
 - 21.3.4.3. Is expelled from the Association;
 - 21.3.4.4. It is suspended as a result of non-compliance for a period longer than 3 (three) months and where it fails to remedy its non-compliance;
 - 21.3.4.5. It ceases to qualify for membership as set out in this Constitution;
 - 21.3.4.6. The provisions of clause 21.2 shall apply *mutatis mutandis* to associate members with the exception of the requirements regarding compliance audits.

21.4. Termination of Membership

- 21.4.1. Any member may resign by giving 1 (one) calendar months' notice in writing to the Branch Secretary provided that no resignation shall take effect until all monies due to the Association have been paid.
- 21.4.2. The membership of a member may be terminated by the BEC, subject to the approval of the NEC in the following circumstances:
- 21.4.3. If a member wilfully contravenes the provisions of this Constitution;
- 21.4.4. If a member fails to remedy a contravention of this Constitution after a period of 3 (three) months after being found non-compliant;

- 21.4.5. If a member seriously harms the name or reputation of the Association;
- 21.4.6. If the member makes himself guilty of conduct which in the opinion of the BEC justifies the termination of his membership;
- 21.4.7. If the membership is terminated in terms of clause 21.4.2 of this Constitution the member shall have the right to appeal to the NEC within 30 (thirty) days. The decision of the NEC will be final;
- 21.4.8. The provisions of this clause 21.3.4. shall apply *mutatis mutandis* to associate members with the exception of the requirements pertaining to compliance audits;
- 21.4.9. The use of the NCCA logo by a member not in good standing of the Association is prohibited and the company details will be removed from the NCCA website.
- 21.5. Associate membership
- 21.5.1. Associate membership may be awarded to suppliers of materials, services and equipment to members of the Association.
- 21.5.2. An aspirant Associate member may decide to apply for National or Branch membership.
- 21.5.3. Any aspirant Associate member may in writing apply to either the NEC or the BEC for Associate membership or any Association member may nominate an aspirant Associate member for such membership, and such application or nomination shall be accompanied by a motivation and proof of the nominee's activities.
- 21.5.4. The NEC or BEC shall consider such application or nomination and may approve or reject the application or nomination.
- 21.5.5. If the NEC or BEC approves the Associate membership, it shall determine the period for which such membership is granted and any conditions that may be attached to such membership.
- 21.5.6. Any Associate member who is granted National Membership shall have voting powers at National level in any matter except that which relates to employment related issues. or where he may be required not to vote by the President as contemplated in clause 20.3.12.
- 21.5.7. An Associate member shall pay the membership fee as the NEC or BEC may from time to time determine.

- 21.5.8. An Associate member may have its Associate membership and entitlement to any benefits attached to such membership terminated if it makes itself guilty of a serious crime or if it undermines the Association or brings its name into disrepute after the applicable procedure as prescribed in this Constitution, has been followed.

Chapter 8

22. Discipline of officials and members of the Association

- 22.1. Any official or member who fails to comply with this Constitution or commits misconduct, may be disciplined by either the NEC or the BEC as the case may be.
- 22.2. Where an official or member is alleged to have misconducted himself in circumstances where such misconduct could justify a dismissal or expulsion (as a disciplinary measure), the Secretary of the NEC or BEC *alternatively* the Chairperson, shall advise the person concerned in writing of the allegation and of the time and place of a hearing to be held. Such notice must be hand delivered to the person concerned or sent by facsimile/electronic mail to his last known facsimile or electronic mail address.
- 22.3. The notice referred to in 22.2 above shall include a reference to the rights of the member or official, namely the right of representation by a fellow official employee or member in good standing as the case may be, to state his cause and call witnesses and the right to cross examine any witnesses called to testify against him.
- 22.4. The Chairperson of the NEC or BEC as the case may be must appoint an independent person to chair the disciplinary hearing.
- 22.5. The Chairperson should render a verdict and make a recommendation regarding a suitable penalty which is to be confirmed by the NEC or BEC as the case may be.
- 22.6. The official or member concerned shall be entitled to appeal against any disciplinary finding and sanction by addressing an appeal to the Chairperson of the NEC or BEC as the case may be, who shall appoint an independent person to chair the appeal.
- 22.7. The finding of the Appeal Chairperson shall be the final internal step whereafter the affected person may make use of any statutory dispute resolution mechanism which may be available to him.
- 22.8. Any member whose membership is terminated as a result of disciplinary action being taken against him, may reapply for

membership after a period of 3 (three) months from the date upon which such sanction was imposed.

Chapter 2

23. Finance

23.1. Membership subscriptions

- 23.1.1. The NEC shall approve the annual subscription payable by a member or associate member provided that the Branch is authorised to impose a special levy on members of the Branch to raise additional funds for the Branch.
- 23.1.2. The annual subscription may be reviewed and amended from time to time by the NEC.
- 23.1.3. A monthly cleaner's levy as determined shall be charged to all members of the Association excluding Associate Members. This levy may be reviewed and amended from time to time by the NEC.
- 23.1.4. Subscriptions payable by each Branch for the credit of the Association shall take place in accordance with the provisions of clause 23.4. of this Constitution.
- 23.1.5. The National membership subscription payable by the Branch shall be 25% (twenty five percent) of the annual subscription and levy income from the audited financial statements until amended in accordance with clauses 23.4.1.

23.2. Income

- 23.2.1. The funds of the Association shall be made up of all monies received by means of subscriptions, levies, donations, fines due to the Association, by members, from functions and other funds received through any lawful activities so determined by the respective BEC.
- 23.2.2. All funds of the National Association shall be deposited into a banking account of the National Association, but funds collected by a Branch shall be deposited in the banking account of the Branch.
- 23.2.3. The NEC or the BEC as the case may be, may decide to invest any reserved funds in a fixed deposit or any other form of investment provided that same is in the best interests of the Association or the Branch.

- 23.2.4. The whole, *alternatively* a substantial part of the Association's funds shall be derived from its annual or long-term members or from an appropriation by the Government of the Republic of South Africa in the National Provincial or Local sphere.

23.3. Expenditure

- 23.3.1. The NEC, may apply the funds in the Association's National Banking Account to the payment of such expenses as may be necessary, for the maintenance of the National Association, the acquisition of such property and such other purposes as may be decided upon or approved by the NEC.
- 23.3.2. A Branch may apply funds which it holds in its own Branch Bank Account to the payment of expenses for the operation and maintenance of such Branch and for such other purposes as the BEC may determine, provided that a Branch shall pay all its Branch expenses from its own account.
- 23.3.3. The NEC or in the case of a Branch, the BEC, shall determine the amount of funds for petty cash that may be available during any one month, and shall further determine the manner in which such money may be spent and should be accounted for.

23.4. Branch Subscriptions

- 23.4.1. A Branch shall within 1 (one) month of the finalisation of its financial statements, forward to the National Treasurer 25% of its total subscription in respect of that year, for deposit into the National Account of the Association following an invoice being issued to the Branch for that amount.
- 23.4.2. A Branch which fails to comply with the provisions of clause 23.4.1 in any year, shall be deemed to be not in good standing, and such Branch shall have no voting rights at NEC level until its subscriptions are paid up.
- 23.4.3. Any Branch which is not in good standing by the time of the holding of any NEC meeting for any portion of the preceding financial year shall have no voting rights at the NEC.
- 23.4.4. If the Association by NEC ballot decides to affiliate to a federation, the Association shall pay the required affiliation fees.

23.5. General

- 23.5.1. If a Branch ceases to exist, its assets shall vest in the Association, and all monies held by it shall be transferred to the National

Banking Account of the Association, and all liabilities shall be paid by the Association from its National banking account.

- 23.5.2. A member, who resigns or is expelled from membership, shall have no claim on the funds of the Association or the Branch as and from the date on which his resignation or expulsion takes effect.
- 23.5.3. All payments from the National Bank Account exceeding R1,500.00 (One Thousand Five Hundred Rand) shall be made by an electronic funds transfer ("EFT") in accordance with the approved financial policy and procedures.
- 23.5.4. All monies collected in the name of the Association shall be handed to the National Treasurer or the Branch Treasurer as the case may be within 3 (three) days of collection thereof.
- 23.5.5. Monies received by the National or Branch Treasurer shall be deposited in the Association's account or the Branch Account as the case may be, within 3 (three) days of receipt thereof.
- 23.5.6. A Branch Treasurer shall prepare a statement of receipts and payments, and submit it to the BEC and the National Treasurer at least once every quarter.
- 23.5.7. The National Treasurer shall prepare a statement of income and expenditure of the National Account, and submit it to the NEC in respect of each quarter.
- 23.5.8. All accounts of the National Organisation shall be audited annually by an auditor appointed by the NEC and all branch accounts shall be audited by the Branch Auditor, appointed by the BEC.
- 23.5.9. True copies of the audited accounts, together with the auditor's report shall be made available to all members at all offices of the Association.
- 23.5.10. The audited financial statements of a Branch together with the Auditor's Report shall be submitted to the Annual General Meeting of the Branch for acceptance, and the duly accepted audited financial statements of the National Association, together with the consolidated audited statements and the Auditor's Report, shall be submitted to the Annual General Meeting of the NEC for approval.

- 23.5.11. The Auditor's Report shall be in accordance with generally accepted auditing practice and shall state whether the auditor:-
- 23.5.12. Has satisfied himself with the existence of the securities and has examined the books of account and records of the Branch/Association;
- 23.5.13. Is satisfied that proper books have been kept;
- 23.5.14. Has obtained all the information and explanations required;
- 23.5.15. Is satisfied that the statement of income and expenditure and the balance sheet audited by him have been properly drawn up so as to exhibit a true and correct reflection of the state of affairs of the Branch/Association, according to the best of his knowledge, and according to the explanations given to him as shown in the books of the Branch/Association as at the date of the balance sheet;
- 23.5.16. Is satisfied that the provisions of this Constitution insofar as they relate to financial affairs have been complied with.

23.6. Financial Year End

The financial year end of the Association shall be 31 MARCH of any year.

Chapter 10

24. Disputes

24.1. Dispute Resolution

- 24.1.1. In the event of a dispute arising between the Association and any other party, the National Secretary or the Branch Secretary within whose Branch the dispute occurs, shall inform the BEC Chairperson who shall have the right to take the appropriate action on behalf of the Association, as well as take any steps incidental thereto;
- 24.1.2. If a dispute or grievance arises within the Association, such dispute or grievance shall be submitted in writing to the BEC or the NEC as the case may be, and the NEC or BEC as the case may be shall take appropriate action to have the dispute/grievance resolved as soon as possible.

Chapter 11

25. Procedures for Winding Up and Closure

25.1. Closure of a Branch

A branch shall be closed down when: -



A resolution to this effect has been adopted by a two-third majority of the Annual General Meeting of the Branch, provided that no such resolution shall be adopted unless 60% of the total membership in good standing at the Branch have in a Branch ballot voted for the closure of the Branch, or the Branch is unable in the opinion of the NEC to continue functioning as a Branch.

25.2. Procedure

- 25.2.1. When a resolution for the closing down of a Branch has been adopted in terms of clause 25.1 or when the NEC directs the Branch to be closed down, the last appointed BEC shall appoint a liquidator to carry out the closure of the Branch;
- 25.2.2. The liquidator shall not be a member of the Branch and shall be paid such fees as may be agreed upon between him and the NEC and such fee shall be a first charge on the assets of the Branch;
- 25.2.3. The liquidator shall call upon the last Office Bearers and Officials of the Branch to deliver to him the Branch's books of Account showing the Branch's assets and liabilities as well as the register of members showing the subscriptions paid by each member for the period of 12 (twelve) months immediately preceding the winding up of the Branch;
- 25.2.4. The Liquidator shall call upon the last Office Bearers and Officials of the Branch to hand to him all unexpended funds of the Branch and to deliver to him the Branch assets and documents. All assets and documents shall be handed to the NEC and the NEC may direct the liquidator to liquidate some or all of these assets. The liquidator shall take the necessary steps to settle the debts of the Branch from its unexpended funds, and if necessary, from other monies realised from any assets of the Branch.

25.3. Winding up of the Association

25.3.1. Reasons to Wind up

- 25.3.1.1. The Association shall be wound up when:-
- 25.3.1.2. A resolution to this effect has been adopted by two-thirds majority of the NEC provided that no such resolution shall be adopted unless 60% (sixty percent) of the total membership of the Association in good standing, and in a National ballot, have voted for the winding up of the

Association, and the Association has applied to the Labour Court for an order giving effect to such resolution; or

- 25.3.1.3. The Association is unable in the opinion of the Registrar of Labour Relations to continue functioning as an Employer's Association.

25.4. Procedure

- 25.4.1. When a resolution for the winding up of the Association has been adopted in terms of clause 25.3.1.2. or when the Registrar of Labour Relations directs the Association to be wound up, the Labour Court may appoint a suitable person as a liquidator on appropriate conditions.
- 25.4.2. The Registrar of the Labour Court must determine the liquidator's fee.
- 25.4.3. The liquidator shall call upon the last Office Bearers and Officials of the Association to deliver to him the Association's books of account, showing the Association's assets and liabilities and the register of members showing the subscriptions paid by each member for the 12 (twelve) month period immediately preceding the winding up of the Association.
- 25.4.4. The liquidator shall also call upon the last Office Bearers and Officials of the Association to hand to him all unexpended funds of the Association, and to deliver to him the Association's assets and documents necessary in order to liquidate the assets of the Association.
- 25.4.5. The liquidator shall take the necessary steps to settle the debts of the Association from its unexpended funds, and if necessary, from other monies realised from any assets of the Association.
- 25.4.6. After the settlement of debts, the remaining funds if any, shall be disposed of in accordance with the decision of the National ballot or Association members in one or more of the following ways: -
- a. By the transfer of such funds to any organisation named by the majority of members of the Association;
 - b. By promotional distribution among the members in good standing as at the date of the winding up of the Association, the share to be awarded to each member.
- 25.4.7. After payment of all the liabilities and assets that cannot be disposed of in accordance with (a) or (b), shall be realised by the

liquidator, and the proceeds paid to the CCMA in accordance with Section 103 (5) of the Act, and failing this to:

- a. another entity approved by the Commissioner of the South African Revenue Service;
- b. a Public Benefit Organisation approved in terms of Section 30 of the Income Tax Act;
- c. an institution board or body which is exempt from tax under 10 (1) (CA) (i) of the Income Tax Act;
- d. the Government of the Republic in the National Provincial or local sphere.

Chapter 12

26. Amendments

26.1. Amendments to Constitution

- 26.1.1. Any of the provisions of this Constitution may be repealed, amended or added to in any manner by resolution of the National Executive Council:
- 26.1.2. Provided that at least 21 (twenty-one) days' notice of any proposed alteration shall first have been given to members. If within that period 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.
- 26.1.3. The Annual General Meeting of the Association shall also be empowered to change the Association's Constitution:
- 26.1.4. Provided that the Secretary shall be notified of any proposed change(s) at least 4 (four) weeks prior to the Annual General Meeting;
- 26.1.5. No changes or additions to this Constitution shall have any force or effect until certified in terms of subsection (3) of section 101 of the Labour Relations Act.
- 26.1.6. The Secretary on behalf of the NEC, shall submit any amendment of this Constitution or any other written instrument of the Association to the Commissioner of the South African Revenue Service within 30 (thirty) days of the amendment being effected.

