

CONSTITUTION

United Clothing and Textile Association (UCTA)

Registered as an Employer Organization
[Reg. No: LR 2/6/3/823]

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[Amended April 2019]

[1] Name

The name of the employers' association is the United Clothing and Textile Association. The shortened name is UCTA.

[2] Definitions

Any expression used in this Constitution and which is defined in the Labour Relations Act, 1995 (Act No. 66 of 1995) ('LRA') as amended, shall have the same meaning as in the Act, further, unless inconsistent with the context, "employer" means any person/entity or State including but not limited to co-operatives, who employs or provides work for any natural person who receives or is entitled to receive any remuneration. Member shall mean the employer.

[3] Aims and Objects

The aims and objects of the employers' association shall be *inter alia*:

- (a) To promote and protect the interests of its members;
- (b) To regulate relations between members and their employees;
- (c) To represent members in discussions and negotiations with the government of the Republic of South Africa, the National Economic Development and Labour Council, other agencies at provincial, national and/or international level and any other legislative or administrative body concerning labour, skills development and employment related matters and to make representation on and influence the scope, content and direction of duties, tariffs, import, industrial and trade policy, legislation and other legislative measures affecting the industry, the interest of UCTA or its members through direct and indirect participation on relevant structures;
- (d) To co-operate with other associations (within or outside the Republic of South Africa) of employers and/or employees or a trade union(s) and/or any bargaining council or training authority, which may be established to deal with matters which affect members;
- (e) To join or become a member of anybody or other association or to co-operate with such body or association whether within or outside the Republic of South Africa if the interests of its members could be served thereby;
- (f) To represent members *vis a vis* within the media space and platform, other bodies and the public at large with regard to labour relations, Sars and customs and tariff, Trade issues, training and any other matter(s) which are consistent with the aims and objects of UCTA and which are of a regional and/or national significance;
- (g) To encourage settlement of disputes between members and their employees or trade unions by conciliation, mediation or arbitration or any other disputes resolution processes. To enter into a working relationship with an establish Dispute Resolution Centre locally and provincially, where members and employees can resolve their

disputes in a safe and neutral environment chaired before independent conciliators/mediators and/or arbitrators.

- (h) To provide and when necessary reasonably charge for such assistance to members on any matter affecting the relationship between members and their employees or trade unions or bargaining council, including without limiting the generality of same, with any legal assistance as might be necessary;
- (i) To provide additional services to members such as: advertising, marketing/promotions, communication development, research, training/skills development, networking etc. and when necessary charge for such services;
- (j) To promote and use every legitimate and lawful means to canvass and encourage employers throughout the Republic of South Africa to become members of UCTA regardless of the industry and or sector in which the members operate or trade;
- (k) To foster and encourage ethical and professional standards of work and conduct of members and the employee;
- (l) To do such other things as might be in the interest of members of the association which are not inconsistent with any of the aims and objects set out herein;
- (m) To ensure that the association's income and assets, however derived, shall be applied towards the promotion of its aims and objects, including when required payment to consultants, attorneys, counsel for such services rendered.

[4] Status of the Employers Association

This employers' 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 association not for gain.

[5] Membership

- 5.1 Any employer irrespective whether such employer is in the clothing textile and fashion industry or in any other related or unrelated industry in the Republic of South Africa shall be eligible for membership of association.
- 5.2 Application for admission or readmission to membership together with the monthly or yearly membership fee shall be lodged in writing with the secretary of the association through the completion of a membership form.
- 5.3 Every application for membership shall be considered by the executive committee within four (4) weeks of receipt thereof by the secretary.
- 5.4 An applicant to whom admission to membership is refused shall be provided with reasons for such refusal and shall be entitled to a refund of the membership fee paid.
- 5.5 If admission to membership is refused by the executive committee, the applicant concerned shall have a right of appeal to the next general meeting of the association which shall have the power to confirm or reverse the decision of the executive committee. Such an appeal shall be in writing and shall be submitted to the secretary at least two weeks before the general meeting of the association. The general meeting's decision shall be final.
- 5.6 Every member shall notify the secretary, in writing, of his/her postal address and any changes thereof within four (4) weeks of the date on which the changes occurred.
- 5.7 A member who resigned or who has been expelled from the association may be readmitted to membership on such conditions as the executive committee may determine.
- 5.7 Membership is subject and conditional upon the applicant accepting and binding itself to the associations Constitution.

[6] Discipline

- 6.1 A member may be suspended, fined or expelled as may be determined by the executive committee –
 - 6.1.1 if the member fails within (10) ten days of demand, in writing, by the secretary to pay membership fees, fines or levies which are more than two (2) months in arrears;
 - 6.1.2 if the member infringes any of the terms of this Constitution or acts in a manner which is detrimental to the interests of the association;
 Provided that there shall be a right of appeal against suspension, the imposition of a fine or expulsion to the first ensuing general meeting. Notice of any such appeal shall be given to the secretary in writing within seven (7) days of the date on which the decision of the executive committee was communicated to the member concerned.
- 6.2 No member may be suspended, fined or expelled unless it has been afforded an opportunity to state its case acting through its functionary personally at a meeting of the executive committee, of which it has received not less than (7) seven days' notice in writing from the secretary. The matter with which the member is charged shall be set out in such notice.
- 6.3 A member who has appeared before the executive committee in accordance with sub-clause 6.2 *supra* shall, if it is dissatisfied with the decision of the committee and has lodged an appeal in the manner herein provided, shall have the right to restate its case to the general meeting which shall consider the matter.
- 6.4 A member shall be entitled to call witnesses in support of its case when attending a meeting of the executive committee or a general meeting in terms of sub-clause 6.2 or 6.3 *supra*, as the case may be.
- 6.5 Any decisions taken by the executive committee in terms of this clause shall, when an appeal has been lodged, be subject to ratification or otherwise by a general meeting.
- 6.6 Upon expulsion of a member, all moneys due to the association by such member shall become payable. If payment thereof is not made within thirty (30) days, the executive committee may take such steps as it deems necessary to secure a settlement.
- 6.7 A member shall cease to be entitled to any of the benefits of membership, including the right to vote – if the membership fees or other charges due by it to the association are more than two (2) months in arrears; during the period while it is under suspension in terms of this Constitution.
- 6.8 Wherever this Constitution provides for the imposition of a fine on a member, such fine shall not exceed R 500.00 (five hundred rand) in the case of a first offence and R1 000.00 (one thousand rand) in respect of further offence.

[7] Termination of membership

- 7.1 A member may resign by giving one (1) months' notice in writing to the secretary, provided that no resignation shall take effect until all moneys due to the association by the member concerned has been paid.
- 7.2 A member whose membership fees are more than three (3) months in arrears shall automatically cease to be a member of the association. Such person shall, however, be liable for all moneys due to the association as at the date which it ceases to be a member of the association.

[8] Membership fees

- 8.1 A membership fee per year or monthly (whichever is applicable) shall be payable by each member to the association. The fee shall be paid as due to the treasurer or such other person as may be authorized by the association to receive it.
- 8.2 A special levy or fee may be raised against all members of the association with a view to securing funds for any particular purpose provided that reasonable notice of the proposed levy or fee has been given to members and it has been ratified by a seventy five (75) percent vote members.
- 8.3 In addition to the membership fee, a member shall also be liable for payment in the same manner of such fees as may be prescribed in terms of clause 3 as stated or particular services rendered to or on behalf of the member/s.
- 8.4 Membership fees will be annually reviewed and is currently structured as follows –
 - (i) New members R3 000.00 (three thousand rand) per year, plus once of joining fee of R500.00 (five hundred rand),
 - (ii) Renewal of existing members R2 500.00 (two thousand five hundred rand) per year, with no joining fees applicable.

[9] Meetings

- 9.1 A general meeting of the association shall ordinarily be held once every one (1) month. Special general meetings shall be called whenever desired by the majority of the executive committee or upon a requisition signed by not less than thirty (30) percent members of the association.
- 9.2 Notices of general meeting showing the business to be transacted thereat shall be given to members in writing by the secretary not less than 10 (ten) days before the date of such meetings; provided that in the case of special general meetings such shorter written notices as may be decided by the chairperson may be given, such shorter notice being not less than 24 (twenty four) hours.
- 9.3 The annual general meeting of the association shall be held in the month of February each year or as soon as possible thereafter, but not later than the month of April in each year. All matters on which this Constitution is silent shall be decided on motion by a majority vote of the members present at a general meeting.
- 9.4 The executive committee shall ordinarily meet at least once every month on a date to be fixed by the chairperson. Special meetings of the executive committee shall be called by the chairperson whenever he/she deems it advisable or upon requisition signed by not less than 3 (three) members of the committee, in which event the meeting shall be called within 14 (fourteen) days of the receipt of the requisition by the chairperson.
- 9.5 Members of the executive committee shall be notified in writing of the time and place of meetings of the committee by the secretary at least seven (7) days before the dates of such meetings; provided that shorter notice, being not less than 24 (twenty four) hours, may, in discretion of the chairperson, be given in respect of special meetings. To every notice of meeting an agenda shall be attached. All matters for consideration by the executive committee shall be decided on motion duly seconded and voted upon by show of hands.
- 9.6 The quorum for any general meeting shall be 50% (fifty) of the members and the quorum for the executive committee meetings shall be a majority of the members of the committee. If within thirty (30) minutes of the time fixed for any meetings a quorum is not present, the meeting shall stand adjourned to the same day in the week following (and if that day is a public holiday then to the next succeeding working day) at the same time and place. At such adjournment meeting, of which written notice shall be given, the members present shall form a quorum. Each member or its

representatives shall have one vote only at general meetings or in ballots conducted by the association.

- 9.7 If between meetings of the executive committee any question arises which is of extreme urgency and can be answered by a simple "yes" or "no", the chairperson may authorize a vote of the members of the association or the executive committee to be taken by post and shall take action according to the decision of the members who have voted.
- 9.8 At every general meeting the minutes of the last proceeding meeting shall be read by the secretary and signed by the presiding officer after confirmation. Minutes of meetings of the executive committee shall be similarly dealt with by that body.
- 9.9 The proceedings of any meeting shall not be invalidated by reason of the non-receipt by any member of the notice of meeting.
- 9.10 The secretary of the association or a person appointed by him/her shall keep minutes of all meetings of the executive committee and of all other meetings of the association.

[10] Executive Committee

- 10.1 The management of the affairs of the association between general meetings shall be vested in an executive committee consisting of the chairperson, the vice chairperson and four other members of the association who shall be elected at the annual general meeting of the association on nomination duly seconded and voted upon by ballot. They shall hold offices until the next annual general meeting, and be eligible for re-election or termination of their period of office. The chairperson and vice-chairperson of the executive committee shall also facta be chairperson and vice-chairperson of the association.
- 10.2 Vacancies occurring on the executive committee shall be filled at the first ensuing general meeting on nomination duly voted upon by ballot. Where a vacancy occurs subsequent to the date on which the notice of that meeting was issued it shall be filled at the next ensuing general meeting. A member elected to fill a vacancy shall hold offices for the unexpired portion of the period of office of his/her predecessor.
- 10.3 Nomination for membership of the executive committee shall be lodged in writing with the secretary at least four (4) weeks before the date of the annual general meeting.
- 10.4 A member of the executive committee shall vacate his/her seat in any one of the following circumstances;
 - (i) on resignation, suspension or expulsion from membership of the association;
 - (ii) on absenting himself/herself, without the permission of the executive committee, from (3) three consecutive general meetings or meetings of the committee;
 - (iii) on resigning as a member of the committee by giving of (4) four weeks written notice to the secretary; and;
 - (iv) on breach of any statutory Act.
- 10.5 The executive committee shall, subject to the general direction and control of general meetings, and to the provisions of the Constitution, have power –
 - 10.5.1 To appoint from time to time such sub-committees as it may deem fit for the purpose of investigating and reporting on any matter referred to them by the executive committee.
 - 10.5.2 To admit or refuse to admit employers to membership of the association, to review conditions under which former members of the association may be readmitted to membership, and to suspend, find or expel a member for cause appearing sufficient to majority of the executive committee;
 - 10.5.3 To institute legal proceedings on behalf of or to defend proceedings against the association;

- 10.5.4 To acquire, either by purchase, lease or otherwise, and movable or immovable property on behalf of the association and to sell, let, mortgage or otherwise deal with or dispose of any movable or immovable property belonging to the association; provided that no immovable property shall be acquired or sold or mortgaged or let or leased for a period longer than five years unless at least 30 (thirty) days' written notice of intention to do so has been given to each member of the association by the secretary; if during this period not less than 3 (three) members demand in writing that a ballot be taken on the proposed action, such ballot shall be taken;
- 10.5.5 To deal with disputes between members and their employees or trade unions or bargaining councils and to endeavor to settle disputes;
- 10.5.6 To make and enforce by-laws relating to procedural, administrative and disciplinary matters which are not inconsistent with the provisions of this Constitution, the Labour Relations Act, 1995, or any other applicable law;
- 10.5.7 To engage and dismiss a secretary and other employees of the association and to fix their conditions of employment and define their duties;
- 10.5.8 To open and operate a banking account in the name of the association;
- 10.5.9 To institute legal proceedings on behalf of, or to provide legal assistance to, members on matters affecting the relationship between themselves and their employees or trade union or bargaining council including but not limited to briefing attorneys and counsel to render such advice and service to its members as may be required;
- 10.5.10 To do such other lawful things as, in the opinion of the executive committee, appear to be in the interest of the association and its members which are not inconsistent with the aims and objects set out in clause 3 or any matter specially provided for in this Constitution.
- 10.5.11 No decisions/mandate or agreements in regard to industry negotiations and decisions may be valid and binding unless a 75% vote by registered members is procured.

[11] Office bearers and officials

- (a) Office-bearers and officials whose duties are set out hereunder, need not be employers and can hold the position of Chairperson, Vice-Chairperson, Secretary and Treasurer. The officials will be appointed and remunerated as per separate employment contract(s).

11.1 Chairperson

The chairperson shall preside at all meetings at which he/she is present, enforce observance of the Constitution of the association, sign minutes of meeting after confirmation, endorse all accounts for payment after approval by the executive committee and generally exercise supervision over the affair of the association and perform such other duties as by usage and custom pertain to the office. He/she shall not have a deliberate vote, but shall, in the event of equality of voting, have a casting vote.

11.2 Vice-chairperson

The vice-chairperson shall exercise the power and perform the duties of the chairperson in the absence of the latter.

11.3 Acting Chairperson

In the event of both the chairperson and the vice-chairperson being unable, either temporarily or permanently to perform their duties, the executive committee shall appoint a member of the association to act as chairperson until the chairperson or vice-chairperson is able to resume his/her duties or until the next election, as the case may be.

11.4 Secretary (Official)

- 11.4.1 The secretary may resign on giving two (2) months' notice in writing to the executive committee and his/her services may be terminated by the committee after a like period of notice has been given to him/her. The contract of service of the secretary shall be in writing.
- 11.4.2 The secretary shall keep proper books of accounts in such form as may be prescribed by the executive committee; receive requisitions for meetings; issue notice of meetings; conduct all correspondence of the association; keep originals of letters received and copies of those and at each meeting of the executive committee report on the correspondence which has taken place since the previous meeting; attend all meetings and record minutes of the proceedings; keep a register of members, record therein *inter alia* every members address, date of enrolment, and manage the database and reflect any financial matters as informed by the treasurer. He/she shall attend all meetings of the executive committee and all general meetings but shall have no voting power in so far as elections are concerned.
- 11.4.3 The secretary shall investigate complainants from members; and represent the association or its members at the Commission for Conciliation, Mediation and Arbitration, and/or Bargaining Council and/or the Labour Court.
- 11.4.4 The secretary shall also take the necessary steps to ensure that the requirements of section 98, 99 and section 100 of the Labour Relations Act, 1995, are complied with.

11.5 Assistant Secretary (official)

The secretary may appoint an assistant secretary who shall assist the secretary in the executive of his/her duties. Should the secretary temporarily be unable to perform his/her duties the assistant secretary shall act as secretary until such time he/she is able to assume his/her duties. The provision of paragraph 11.4 above shall *mutatis mutandis* apply to the assistant secretary.

11.6 Treasurer (office Bearer or Official)

The treasurer shall take note of: date of enrolment of members, manage and monitor membership fees and any levies and fines paid by such members, and in the event of the resignation or expulsion of a member collect any outstanding membership fees, fines and levies; issue official receipts for all moneys received; bank all moneys within five (5) days of receipt; submit reports in regard to the financial position of the association and fees payments to the executive committee not less than once every two (2)

months; prepare the balance sheet and statement of income and expenditure; represent the association or its members at the Commission and perform such other duties as the executive committee or a general meeting may direct. The treasurer will be responsible to ensure all financial documents meet labour requirements and any other legal requirements. He/she shall attend all meetings of the executive committee and all general meetings but shall have no voting power.

11.7 Organizers (official)

The executive committee may appoint an organizer or organizers. The main duties of the organizer(s) will be to enroll members; to investigate complainants from members; to represent the association or its members at the Commission for Conciliation, Mediation and Arbitration, and/or Bargaining Council and/or the Labour Court, to collect membership fees and to perform such other duties as the executive committee may direct.

- (b) The executive committee may appoint a specialist media and communications consultant.
- (c) The executive committee will have full power to appoint/nominate and elect officials.

[12] Regional Executive Committee

- 12.1 The association shall have the power from time to time to consent to the formation of further regions on such terms and conditions as it deems fit. There shall initially be three founding regions established in terms of this constitution namely:
 - (i) Central Region (incorporating Gauteng, Free State, Northern Cape and Northern Decentralized areas);
 - (ii) Cape Region (incorporating the Western and Eastern Cape areas);
 - (iii) KwaZulu-Natal Region (incorporating KZN areas)
- 12.2 The affairs of the region will be overseen by the Regional Executive Committee ("REC"), which shall consist of: Regional Chairperson; Regional Vice-Chairperson; and not less than three (3) other regional members.
- 12.3 All the regional office bearers shall be elected at the annual general meeting of each region on nomination by any member (within that region) duly seconded and voted upon by ballot. All regional office bearers shall hold office until the close of the next annual general meeting of the region concerned. All office bearers shall be eligible for re-election. The Regional Chairperson may only stand for a maximum of two (2) consecutive terms in office. The regional annual general meeting must be held in the month of February each year.

[13] Removal of office bearers and officials

An office- bearer or official may be removed from office-

- 13.1 If he/she infringes any of the provisions of this Constitution; or
- 13.2 If he/she acts in a manner which is detrimental to the interest of the association and its member, provided that-
 - (i) No office-bearer or official may be removed from office unless he/she has been afforded an opportunity to state his/her case personally at a meeting of the executive committee.

- (ii) An office-bearer or official who has appeared before the executive committee and who is dissatisfied with the decision of the committee shall, have the right appeal to the first ensuing general meeting of the association. Notice of appeal shall be given to the secretary, in writing, within seven (7) days of the date on which the decision of the executive committee was communicated to the person concerned. The general meeting may confirm or reverse the decision of the executive committee and the decision of the general meeting shall be final.
- 13.3 If he/she is disqualified to hold such positions in terms of statutory laws of the Republic of South Africa.

[14] Representation on bargaining and statutory councils

- 14.1 A general meeting may at any time decide that the association shall become a party to a bargaining council or statutory council established in terms of the Labour Relations Act, 1995.
- 14.2 Candidates for election as representatives and alternates on any such council may be nominated at the meeting and the election shall take place by ballot.
- 14.3 Representatives on a bargaining or statutory council may be removed by a general meeting and may resign on giving one months' notice to the executive committee or such notice as may be prescribed in the constitution of the council concerned.
- 14.4 In the event of the resignation or death of a representative or his/her removal by a general meeting the vacancy shall be filled by the executive committee pending the next general meeting.
- 14.5 Representatives do not have the power to enter into any agreements or make any resolutions unless such agreements have been discussed through internal systems and a 75% binding vote given is secured in favour of any decision to be taken on behalf of the member of UCTA.

[15] Ballots

- (a) In addition to those cases in respect of which the taking of a ballot of members of the whole association is compulsory in terms of this Constitution, a ballot on any question shall be taken if the executive committee so decides, and shall also be taken-
 - (i) If demanded in writing by at least thirty (30) percent members of the association; and;
 - (ii) On any proposal to call a lock-out.
- (b) Ballots shall be conducted in the following manner:
 - (i) Notice of a ballot shall be given to each member of the association in writing by the secretary, at least three days before the ballot is to be taken, provided that a ballot may be taken without at any general meeting on the decision of a majority of the members present.
 - (ii) Two scrutineers shall be appointed by the executive committee or a general meeting to supervise any ballot and to ascertain the results thereof.
 - (iii) Except in the case of postal ballots and ballots taken at general meetings on the decision of a majority of the members present, ballots shall be conducted at such places as may be specified in the notice referred to in paragraph (a) on the date and during the hours specified in the said notice.
 - (iv) Ballot papers shall be supplied by the secretary. The issue to be voted upon shall be set forth clearly on the ballot papers and such papers shall not contain any information by means of which it will be possible to identify the voter.
 - (v) Ballot boxes shall be inspected by the scrutineers and sealed by the secretary in their presence prior to the issuing of ballot papers.

- (vi) 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 who is entitled to vote.
 - (vii) Each voter shall, in the presence of the scrutineers be issued with one ballot paper which he/she shall thereupon complete, fold and deposit in a ballot box provided for the purpose.
 - (viii) Ballot papers shall not be signed or marked in any way apart from the mark required to be made by a member in recording his/her vote. Papers bearing any other marks shall be regarded as spoilt and shall not be counted.
 - (ix) On completion of a ballot or as soon as possible thereafter, the result thereof shall be ascertained by the scrutineers in the presence of the secretary and made known to the executive committee.
 - (x) Ballot papers, including spoilt papers, shall be placed in a container which shall be sealed after they have been counted and retained by the secretary for not less than 3 (three) years.
- (c) The executive committee may decide that a postal ballot member shall be taken, in which event the ballot shall be conducted in the following manner;
- (i) The secretary shall send by registered post to each member of the association a ballot paper and a stamped and addressed envelope marked "Ballot". The ballot paper shall on completion be inserted in the envelope provided for the purpose, shall be sealed and posted so as to reach the secretary within seven days from the date dispatched from the head office to such manner. On receipt of such envelopes the secretary shall immediately place such envelopes in a sealed ballot box.
 - (ii) Two scrutineers shall be appointed by the executive committee to ascertain the result of the ballot. The ballot box shall be opened and the ballot papers counted by the scrutineers in the presence of the secretary, who shall immediately advise the executive committee of the results of the ballot.
 - (iii) The same procedure shall *mutatis mutandis* apply to a postal ballot confined to members of the executive committee of the association.
- (d) In any ballot conducted in connection with any election the candidates, up to the required number, receives the highest number of the votes shall be declared elected.
- (i) The executive committee shall be bound to take action according to the decision of a majority of the members voting in a ballot.
 - (ii) The association shall, before calling a lock-out, conduct a ballot of those of its members in respect of whom it intends to call the lock-out.
 - (iii) Notwithstanding anything to the contrary contained in the Constitution, members of the association shall not disciplined or have their membership terminated for failure or refusal to participate in a lock-out
- If-
- No ballot was held about the lock-out, or a ballot was held but a majority of the members who voted did not vote in favour of the lock-out.
- (e) Save to record that in this Constitution, where a provision of the terms hereof are inconsistent with the terms of the Labour Relations Amendment Act, 2018, then the relevant provision of the Constitution shall be deemed to be replaced with those relevant terms as provided for in the Labour Relations Amendment Act, 2018 (LRAA) Act.
- (i) In terms of Section 95(5)(p) of the LRAA Act, a member of organization may not be disciplined or have its membership terminated for a failure or refusal to participate in a strike or lock-out if no ballot was held or, if a ballot was held, a majority of members did not vote in favour of the strike or lock-out.
 - (ii) In terms of Section 95(9) of the LRAA Act, a ballot includes any system of voting by the members of the employers' organization that is recorded and is in secret.

- (iii) A ballot must be conducted in accordance with the provisions of LRA, LRAA Act and the constitution of the organization.
- (iv) Despite any other provision in this Constitution-
 - (a) A strike/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 strike/lockout is called;
 - (b) A member shall not be disciplined or have its membership terminated for failure or refusal to participate in a strike/lockout if-
 - (i) a secret ballot was not held about the strike/lockout;
 - (ii) a secret ballot was held, but a majority of the members who voted did not in favour of the strike/lockout.
- (v) All documentary or electronic record of a ballot about a strike/lockout must be retained for three (3) years from the date of the ballot.
- (f) The secretary must give reasonable notice which must specify the time and place where a ballot is to be held must be given to members.
- (g) The question that is the subject of the ballot must be clearly phrased, and must be consistent with the terms of the dispute referrals. Ballot papers must be prepared in accordance with the employer organization's Constitutional provision. Ballots must not contain any information that would make it possible to identify voters.
- (h) A ballot must be conducted in terms of a voters' roll of those members who are in good standing terms of UCTA's constitution. The voters' roll may be derived from the UCTA's membership records. The voters' roll identifies which members are entitled to vote and must be marked to ensure that members vote once only.
 - (a) In the case of an electronic ballot conducted by email or SMS, the voters' must reflect their email address or mobile phone number of the member concerned and must be scrutinized and conducted by the CCMA or any independent organizations. The CCMA or any independent organization must keep the records of balloting for three (3) months and thereafter submit to the employer association for record keeping.
 - (b) In the case of a postal ballot, the voters' roll must reflect the postal addresses of the members and the CCMA or any independent organization must keep the postal ballots for three (3) months and thereafter submit to the trade union for record keeping.
- (i) The association may employ independent scrutineers to conduct or observe the ballot. However, there is no obligation to do so, unless provided for in a collective agreement or the association's constitution. In all the ballots there will be a scrutineer.
- (j) The association must provide ballot boxes for a secret ballot. Members listed on the voters' roll must receive a ballot paper and be able to mark it and place it in an unmarked ballot box without their vote being observed by any other person. Ballots may be counted at the voting places, at the association's office or at another place determined by the independent scrutineer. Where the ballot boxes are transported to another place, they must be sealed.
- (k) Records of voting must be retained for a period of three (3) years. These records include the voters' rolls, ballots in sealed ballot boxes or other containers and any documents used to calculate the outcome of the ballot. In the case of electronic ballots, appropriate records must be retained.

[16] Finance

- 16.1 All amounts due to be collected on behalf of the association shall be deposited by the secretary and/or Treasurer and/or an authorized person in such bank banking account of the association, as may be decided by the executive committee within five (5) days of receipt thereof.

- 16.2 The funds of the association shall be applied to the payment of expenses, to the acquisition of property, towards the attainment of the aims and object specified herein and for such other lawful purposes as may be decided upon by the executive committee or by members voting by ballot for the attainment of the said aims and objects.
- 16.3 Payments shall require prior approval of the executive committee and shall be made by cheque signed by the chairperson, failing him/her an authorized person and the secretary, regardless of the value of the amount. In the absence of the chairperson or the secretary cheques shall in his/her stead be signed by a member of the executive committee appointed by it for that purpose.
- 16.4 A member who resigns or is expelled from membership shall have no claim on the funds of the association as from the date on which the resignation or expulsion takes place.
- 16.5 Statements of income and expenditure and the financial position of the association shall be prepared on a regular basis by the secretary and submitted to the executive committee.
- 16.6 In accordance with the provisions of the Labour Relations Act, 1995, the secretary shall prepare a statement of income and expenditure and a balance sheet in respect of each financial year ending on the last day of February. Such statements and balance sheet shall be audited and the secretary shall provide the registrar of the department of labour or any other statutory body with a copy of the auditor's report and financial statements.
- 16.7 The executive committee shall subject to the direction of the general meeting, have the power to invest surplus moneys in such a manner that the association stands to benefit from such investments.

[17] Change of the constitution

- 17.1 Any of the provisions of this constitution may be repealed, changed or added to in any manner resolution of the executive committee; provided that at least 21 (twenty one) days' notice of any proposed alteration shall first have been given to members. If taken on the matter a ballot shall be taken.
- 17.2 The annual general meeting of the association shall also be empowered to change the association's constitution: provided that the secretary shall be notified of any change(s) at least 3 (three) weeks prior to the annual general meeting.
- 17.3 No change or addition shall have any force or effect until certified in terms of subsection 93 of section 101 of the Labour Relations Act, 1995.
- 17.4 Any defect in any of the provisions of this Constitution shall not render the remainder void or inoperative.

[18] Liability of officials and office bearers

- 18.1 The fact that a person is an official of the association does not in and of itself make the member liable for any of the obligations or liabilities of the association.
- 18.2 A official or office bearer of the association will not be personally liable for any loss suffered by any person as a result of an act performed or omitted in good faith by the official or office bearer while performing his/her functions for and on behalf of the association.

[19] Domicilium

The registered address of the Association is UCTA 14 Pardy Gdns, Musgrave, Durban, KwaZulu-Natal, South Africa – Postal Address is: P O Box 2335, Durban 4000, Email: uctakzn@outlook.com

[20] Winding up

- (a) Save by order of court, the association shall be wound up voluntarily if at a ballot conducted in the manner prescribed in the constitution not less than three-fourths of the total number of members of the association vote in favour of a resolution that the association be wound up from which date the association shall cease to continue to function (hereinafter referred to as the date of dissolution)
- (b) At dissolution, a liquidator shall be appointed to administer the affairs of the association.
- (c) The liquidator shall be empowered to call upon the office-bearers of the association to deliver him/her forthwith, all accounting and statutory records of the association, banking statements, assets and liabilities statements, all funds standing to the credit of the association in its bank account at the time of dissolution and any/all other documents, statements, records necessary for the purposes of finalizing the liquidation and distribution accounts of the association.
- (d) The liquidator shall take necessary steps to liquidate the debts of the association from such funds standing in credit to the association and any other moneys realized from sale of any assets of the association, and if the said funds are insufficient to pay all creditors after the liquidators fees and expenses of winding up have been met, the order in which creditors shall be paid shall be the same as that insolvent estate and the liquidators fees and the expenses of winding up shall rank in order as though expenses were the costs of sequestration of an insolvent estate.
- (e) After payment of all debt in accordance with paragraph (d), the remaining funds (if any) shall be distributed among the remaining members of the association on the basis of their respective membership fees actually paid during the 12 (twelve) months prior to the date of dissolution.
- (f) After the payment of all the liabilities any assets that cannot be disposed of in accordance with the provision of this clause shall be realized by the liquidator and the proceeds paid to the Commission for Conciliation, Mediation and Arbitration in accordance with section 103(5) of the Labour Relations Act, 1995.
- (g) The liability of members shall for the purpose of this cause be limited to the amount of membership fee due by them to the association in terms of this Constitution as at the date of dissolution.

Dated at DURBAN

CHAIRPERSON
A Paruk

Dated at DURBAN

SECRETARY
M Bayat

01 April 2019

