

AIR LINE PILOTS' ASSOCIATION SOUTH AFRICA

CONSTITUTION



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1. NAME

The name of the Association is "THE AIR LINE PILOTS' ASSOCIATION - SOUTH AFRICA" (hereinafter referred to as "the Association" and/or "ALPA-SA") and the head office of the Association shall be at such place as may be decided by a ballot of members.

2. DEFINITIONS

"Airline" means a company primarily engaged in scheduled public air transport or any other company which is recognised as an airline by the National Executive of the Association.

"Base" means a location or place at which a number of members of the Association, employed by the same company are stationed.

"Branch Committee" means the elected members of a branch committee.

"Branch Committee member" means an Ordinary Member of the Association who is elected in accordance with the provisions of this Constitution, to represent Association members of a branch at the workplace, and may be referred to as association representative.

"By-laws" means by-laws made by the National Executive or National Conference in terms of this Constitution.

"Cannons and Ethics" means the Cannons and Ethics of the Association as contained in policy B1-5 in the Guidance Manual.

"Company" means company, business undertaking or other enterprise or division thereof.

"Credentials" means letter of introduction.

"Flight deck crew member" means a person qualified to operate as a pilot or flight engineer in South African civil aviation by virtue of holding a valid Commercial Pilot, Airline Transport Pilot or Flight Engineer licence. "Flight deck crew" has a corresponding meaning.

"General Manager" means general manager of the Association appointed by the National Executive in terms of this constitution.

"Office Bearer" means a person who is elected to the position of President, Vice President or National Executive Committee Member of the Association.

"Official" means a person employed by the Association as the General Manager or in any other capacity, whether or not that person is employed in a full-time capacity.

"National Conference" means the supreme governing body of the Association which shall consist of a Chief Delegate from each Branch and Affiliated Group Committee, and the President, Vice President and those members elected to the National Executive Committee (office bearers).

"Review Committee" means an appeals body for members' grievances and/or disciplinary actions whose status is greater than that of the National Executive, and varies from to secondary to equal status to the National Conference depending on matter under review.

"National Executive" having tertiary status to the National Conference, and secondary status to the Review Committee, consists of the following persons:-

President, Vice President, General Manager, Elected Members, Director of Professional Standards,
Chairman of each Branch Committee, Chairman of each Affiliated Group Committee, Director of each Portfolio

"Executive or Managerial post" means a person who has the right to hire and/or fire within the company.

Any reference in this Constitution to the masculine gender shall be understood to include the feminine and any reference to the singular shall be understood to include reference to the plural and vice versa, unless the context indicates otherwise.

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

3. OBJECTIVES

The objectives of the Association shall be:-

- 3.1 to regulate relations between members and their employers including any employers' organisation and to protect and further the interests of members in relation to their employers;
- 3.2 to promote and maintain the highest standard of conduct, skill and efficiency amongst its members;
- 3.3 to promote the highest standard of flight safety in the aviation industry;
- 3.4 to promote the interests and welfare of members;
- 3.5 to encourage the settlement of disputes between members and employers and/or employers' organisations by conciliation, mediation and arbitration.
- 3.6 to promote, support or oppose as may be deemed expedient, any proposed legislative or other measures affecting the interests of members;
- 3.7 to use every legitimate means to induce all persons who are eligible for membership to become members;
- 3.8 to provide, when deemed necessary, legal assistance to members in connection with their employment;
- 3.9 to establish and administer funds for the benefit of its members and/or their dependants, provided that such fund or funds shall be administered in terms of the rules or any amendments thereto which have been adopted at a duly constituted National Conference of the Association;
- 3.10 to do such lawful things as may appear to be in the interests of the Association or its members and which are not inconsistent with the objects or any matter specifically provided for in this Constitution;
- 3.11 to plan and organize its administration and lawful activities;
- 3.12 to affiliate with and participate, as approved by the National Executive, in the affairs of any approved national or international workers' organisation or the International Labour Organisation.

4. STATUS OF THE ASSOCIATION

- 4.1 This Association shall be a body corporate with perpetual succession capable of entering into contractual and other relations and of suing and being sued in its own name and shall be an organisation not for gain.

5. INDEMNITY

- 5.1 Members of all committees provided for in this constitution and all paid officials of the Association shall, provided they have acted in good faith, be indemnified by the Association against all proceedings, cost and expenses incurred by any reason or any omissions, or other act, done and performed in accordance with the provisions of this constitution. Nor shall they be held personally liable for the liabilities of the Association.
- 5.2 Provided that if any member, committee member or paid official incurs expenditure not provided for in this constitution or contrary to any lawful resolution taken by the Association, or without the necessary authorisation such person shall be held liable for refunding the amount in question to the Association.

6. MEMBERSHIP

6.1 Register of Members

- 6.1.1 The National Executive shall cause a register of members of the Association to be kept, which shall record:-
 - 6.1.1.1 the names and addresses of members;
 - 6.1.1.2 the date each member joined the Association, and
 - 6.1.1.3 any and all other personal and employment-related details relevant to the Association.

6.2 Ordinary Members

- 6.2.1 Any flight deck crew member employed by a South African operator in an active flying capacity shall be eligible to apply for Ordinary Membership of the Association.
- 6.2.2 An Ordinary member shall be entitled to all the privileges of membership, to elect voting members to the National Executive and shall have voting rights at National Conferences, save as provided for in this Constitution, and Branch General Meetings.
- 6.2.3 Membership shall be at the discretion of the National Executive.
- 6.2.4 Temporary loss or suspension of a flying licence or medical certificate shall not automatically disqualify an Ordinary Member but his continued membership and privileges shall be at the discretion of the National Executive.

6.3 Honorary Members

- 6.3.1 A National Conference of the Association may, on the recommendation of the National Executive, award Honorary Membership to any person who, in the opinion of the National Conference, has rendered distinguished service to the Association or the profession.
- 6.3.2 This class of member shall be entitled to all the privileges of the Association without the payment of a subscription but shall not have the right to vote or hold office.
- 6.3.3 An Honorary Member shall be entitled to participate in the structures and activities of the Association, subject to the provisions of this Constitution and By-laws, with the exception of legal and/or industrial representation/assistance and voting rights.

6.4 Life Members

- 6.4.1 Members who have retired from employment in an active flying capacity shall automatically become Life Members subject to the By-laws of this Constitution.
- 6.4.2 Members who have retired from employment in an active flying capacity and subsequently join the ranks of another airline or organisation, or continue with active flying employment in whatever form do not qualify for Life Membership. In such cases they may revert to the status of Ordinary member upon payment of the relevant subscription.
- 6.4.3 A Life Member shall be entitled to all the privileges of the Association with the exception of legal and/or industrial representation / assistance, without the payment of a subscription, but shall not have the right to vote, nor hold office.
- 6.4.4 A Life Member shall be entitled to participate in the structures and activities of the Association, subject to the provisions of this Constitution and the By-laws
- 6.4.5 A Life Member shall not pay a subscription.

6.5 Absentee Members

- 6.5.1 This class of membership shall be optional for Ordinary Members who are temporarily unemployed, furloughed, have temporarily lost or had their flying licence or medical certificate suspended or are on a leave of absence. In such cases, either upon application by such member in writing or otherwise, the National Executive may decide that such members shall forthwith be Absentee Members.
- 6.5.2 An Absentee Member shall be entitled to all the privileges of membership, subject to payment of a nominal subscription as determined by the National Executive, but shall not have the right to vote or hold office.
- 6.5.3 Upon termination of such temporary unemployment, furlough period, loss or suspension of licence or medical certificate, or leave of absence, Ordinary membership shall automatically be reinstated.

6.6 Inactive Members

- 6.6.1 This class of membership shall be optional and confined to Ordinary Members within a branch who accept an Executive or Managerial position in their company and who apply to the National Executive in writing to become an Inactive Member.
- 6.6.2 An Inactive Member shall be entitled to all the privileges of membership, but shall not have the right to attend Association meetings, to vote or hold office, or participate in Association ballots, or receive any Association communications other than regular newsletters.

7. APPLICATION FOR MEMBERSHIP

7.1 Right to Apply

- 7.1.1 The National Executive shall consider applications for membership. On approval of such applications by a simple majority of voting members, the applicant shall be advised in writing of his acceptance and a membership card issued. Membership shall be activated on payment of the first month's subscription.
- 7.1.2 A person will automatically become a member of a Branch at his base, upon being accepted by the Association as an Ordinary Member.
- 7.1.3 Should admission to membership be refused by the National Executive, the applicant concerned shall be notified in writing. He shall have the right of appeal to the next National Conference of the Association, or to the Review Committee, which bodies shall have the power to confirm or reverse the decision of the National Executive. Such appeal shall be in writing and submitted to the General Manager two weeks before the National Conference, or convening the Review Committee. The decision of the National Conference / Review Committee shall be final.

7.2 Fees to be Paid Before Membership

- 7.2.1 An entrance fee may be set by the National Executive from time to time, provided that such entrance fee shall not exceed the equivalent of one month's Ordinary Member's subscription.
- 7.2.2 A prospective member shall not be entitled to the privileges of membership until written notification by the National Executive of admission and payment of the first month's subscription.

7.3 Refunding of Membership Fees

An applicant to whom admission to membership is refused, shall be entitled to a refund of any entrance fee that may have been paid by him on application.

8. SUBSCRIPTIONS

- 8.1 A maximum monthly subscription of 2% of gross salary shall be payable by each Ordinary Member of the Association.
- 8.2 Absentee members shall pay a maximum monthly subscription of 50% of the subscription that would be payable according to his employment and branch status.
- 8.3 The subscription of each member shall become due on the first day of each month and shall be payable in advance by debit order to the designated Association bank account or such other person as may be authorised by the National Executive. A request may be submitted for payments to be made in cash or by electronic funds transfer.
- 8.4 A member shall notify the General Manager immediately, in writing, of any changes to his bank account, personal details, address and any other change that might affect his subscription or membership status.

9. TERMINATION OF MEMBERSHIP

9.1 Disqualification

- 9.1.1 Membership of the Association shall terminate if a member no longer meets the criteria for eligibility in terms of this Constitution, save in the special circumstances provided for therein.
- 9.1.2 A Branch or Affiliated Group's status shall terminate if that Branch or Affiliated Group no longer meets the criteria for eligibility in terms of this Constitution. Such termination shall be ratified by a majority vote at a meeting of the National Executive.

9.2 Failure to Pay Subscriptions

Membership may be terminated at the discretion of the National Executive if a member's subscription is in arrears by more than 90 days. Notice of such termination shall be sent to the member in writing. Such termination shall not preclude the member from rejoining the Association subject to the policy governing reapplication.

9.3 Resignation

- 9.3.1 A member may resign from the Association by giving one month's notice in writing to the General Manager.
- 9.3.2 A Member may resign from his Affiliated Group yet retain his Membership of the Association.
- 9.3.3 A member who has resigned from the Association may be readmitted to membership on such conditions as the National Executive may determine.

9.4 No member shall be disciplined or have their membership of the Association terminated for failure or refusal to participate in a strike or lock-out, if:

- 9.4.1 No ballot was held about the strike or lock-out; or
- 9.4.2 A ballot was held, but a majority of the members who voted did not vote in favour of the strike or lock-out.

10. DISCIPLINARY ACTION AND EXPULSION OF MEMBERS

- 10.1 In the event of it being brought to the notice of the National Executive that any member has conducted himself in a manner not becoming his profession, or has contravened the provisions of the Constitution, or has acted in a manner which is contrary to the interests and / or objectives of the Association, By-laws, Rules or Cannons and Ethics of the Association, the National Executive may investigate the matter to satisfy itself of the truth of the allegations.
- 10.2 No member may be suspended, fined or expelled unless he has been afforded an opportunity to state his case personally at a meeting of the National Executive of which he has received not less than 30 days' notice in writing from the General Manager. The matter with which he is charged shall be set out in such notice.
- 10.3 A member shall be entitled to call witnesses in support of his case when attending a meeting of the National Executive in terms of sub-clause 10.2 supra.
- 10.4 The National Executive may suspend, fine, discipline or expel such member, provided that there shall be right of appeal against the suspension, fine or expulsion to the Review Committee or to the next National Conference of the Association.

11. APPEALS AGAINST DISCIPLINARY ACTION

- 11.1 Notice of appeal against rejection of a membership application, or disciplinary action, or expulsion of a member, must be given to the General Manager in writing within 30 days of the date on which the decision of the National Executive was communicated to the person concerned. Such an appeal shall be considered by the Review Committee or at the next National Conference of the Association.
- 11.2 An appeal lodged in terms of sub-clause 11.1 above shall be considered by the Review Committee or at the next National Conference of the Association, during which the appellant shall be afforded the opportunity to state his case and to call witnesses.
- 11.3 Should the National Conference of the Association not be held within reasonable time the Review Committee shall consider the appeal.

- 11.4 During the period between the noting of an appeal and the final adjudication thereon, a member expelled by the National Executive shall be suspended, and not be entitled to exercise any of the rights of membership including that of voting.
- 11.5 Upon expulsion of a member, all monies due to the Association by such member shall become payable. If payment is not made within 14 days the National Executive may take such steps as it deems necessary to secure a settlement.
- 11.6 The Review Committee or National Conference of the Association, after making such investigation as it may deem fit, and after complying with sub-clause 11.2, may confirm, vary or reverse the decision of the National Executive.
- 11.7 A member who has been expelled from the Association by the Review Committee, may be readmitted to membership on such conditions as the National Conference may deem fit.

12. ORGANISATIONAL STRUCTURE

The structure of the Association shall comprise the following:

- National Conference
- Review Committee
- National Executive
- National Portfolios Committees
- Branches
- Branch Committees
- Affiliated Groups
- Affiliated Group Committees

13. NATIONAL CONFERENCE

- 13.1 The supreme governing body of the Association shall be the National Conference of the Association, the members of which shall consist of
- 13.1.1 A Chief Delegate from each Branch and Affiliated Group Committee, and
- 13.1.2 The President, Vice President and those members elected to the National Executive Committee (office bearers).
- 13.2 A National Conference of the Association shall be held between the months of September and October of each year. This meeting shall be known as the Annual National Conference of the Association. All other National Conferences of the Association shall be known as Special National Conferences.
- 13.3 **Notice of Meeting:** 30 days notice of a National Conference, specifying the place, date and hour of the meeting and the nature of the business to be transacted thereat shall be given by notice to each member of the Association.
- 13.4 **Chairman of National Conference:** The President of the Association, or, in his absence, the Vice President or, in the latter's absence, a person appointed by the National Executive shall preside over the proceedings at the National Conference. If such persons fail to preside, the Ordinary Members present may choose one of their number to preside.
- 13.5 **Proxies:**
- 13.5.1 Any Branch or Affiliated Group Chief Delegate who is unable for any reason to attend a meeting of the Conference shall appoint a proxy.
- 13.5.2 Any voting member of the National Executive who is unable, for any reason, to attend a meeting of the Conference shall appoint a proxy.
- 13.5.3 No person shall be appointed a proxy who is not a Member of the Conference
- 13.5.4 The instrument appointing a proxy shall be in writing under the hand of the appointer, shall specify the proxy holder by name or position and shall be deposited with the General Manager (or other Association official appointed by the National Executive for this purpose) not later than the beginning of the Conference. No instrument of proxy shall be valid after the expiration of two calendar months from the date of execution.
- 13.6 **Quorum:** The quorum for all meetings of the Conference shall be not less than 75% of the total number of voting members, or their proxies.
- 13.7 **Adjournment if a Quorum is not present:** If within half an hour of the time appointed for any National Conference of the Association a quorum is not present, the meeting shall stand adjourned to the same day in the next week at the same place and time, unless the same shall be a public holiday, when it shall be adjourned to the next working day following the public holiday at the same time, and if at such adjourned meeting a quorum be not present, then those members present shall be a quorum and may transact the business for which the meeting was called.
- 13.8 **Adjournment of meetings:** The Chairman of a National Conference of the Association may, with the consent of the majority of members present, adjourn the same from place to place and from time to time, but no business other than the business left unfinished at such meeting shall be dealt with at the adjournment thereof.
- 13.9 **Voting:**
- 13.9.1 Each Branch shall be represented at a National Conference by a Chief Delegate, who shall be the Branch Chairman, or in his absence, the Vice Chairman.

- 13.9.2 Each Affiliated Group shall be represented at a National Conference by a Chief Delegate, who shall be the Affiliated Group Chairman, or in his absence, the Vice Chairman.
- 13.9.3 Sub-clauses 13.9.1 and 13.9.2 notwithstanding, a Branch/Affiliated Group Committee may choose to appoint a different Branch/Affiliated Group Member as the Chief Delegate to a National Conference.
- 13.9.4 The following persons shall be entitled to vote at Annual and Special National Conferences:
- 13.9.4.1 The President, Vice President and Elected members of the National Executive, and
- 13.9.4.2 The Chief Delegates of each Branch and Affiliated Group.
- 13.9.5 The following persons shall be entitled to speak at any session of the Conference, but they shall not be entitled to vote:
- 13.9.5.1 Office bearers of the Association who are not elected to the National Executive or elected as a representative of their branch/affiliated group or do not hold the proxy of a branch/affiliated group representative; and
- 13.9.5.2 Ordinary members who are not branch/affiliated group representatives, and
- 13.9.5.3 Honorary and Life members.
- 13.9.6 Questions submitted to a National Conference of the Association, save and except the election of the President, Vice President and Elected Members of the National Executive, shall normally be decided by Chief Delegates voting by a show of hands.
- 13.9.7 Decisions shall be made by a simple majority of votes by Chief Delegates. For this purpose each Chief Delegate shall have one vote, and in the case of an equality of votes the Chairman of the meeting shall have a casting vote.
- 13.9.8 Sub-clause 13.9.6 notwithstanding, a Chief Delegate may at any time call for a proportional vote.
- 13.9.9 In the event of a proportional vote each Branch shall have one vote for every fifty (50) Ordinary Members of his Branch or part thereof.
- 13.9.10 In the case of an equality of votes the Chairman of the Meeting shall have a casting vote.
- 13.9.11 A proportional vote shall override a simple majority vote on any question on which Chief Delegates are competent to decide.
- 13.10 **Attendance**
- All Conferences shall be open to all members, excepting that the Conference may declare any session to be closed and exclude any or all persons who are not accredited Members of the Conference.
- 13.11 **Votes of members:**
- 13.11.1 An Ordinary Member present at a National Conference may at any time call for a members' vote on any question referred to in sub-clause 13.9.6. If seconded and agreed to by a show of hands of a majority of Ordinary Members present, a member's' vote shall be held.
- 13.11.2 In the event of a members' vote each Ordinary Member of the Association present shall be entitled to one vote. Votes may be given either personally or by proxy.
- 13.11.3 Every question submitted to a members' vote at a National Conference of the Association shall be decided in the first instance by a show of hands.
- 13.11.4 In the case of an equality of votes, the Chairman of the Meeting shall, both at a show of hands and by ballot have a casting vote in addition to the vote which he may be entitled to as a member.
- 13.11.5 A members' vote shall override a Chief Delegates' vote on any question.
- 13.12 **Formulation of policy and by-laws:**
- 13.12.1 Association policy and by-laws may be formulated, amended or rescinded by the National Conference by means of a two-thirds majority vote in terms of sub-clauses 13.9 and 13.11 above.
- 13.12.2 Proposed new policy or by-laws must have the support of the National Executive in order for them to be placed before Annual National Conference.

14. BUSINESS OF ANNUAL NATIONAL CONFERENCE

The business of an Annual National Conference of the Association shall be primarily:

- 14.1 The consideration of the accounts of the Association and the report of the National Executive on the affairs of the Association during the preceding year;
- 14.2 The formulation of Association policy;
- 14.3 Consideration, adoption or rejection, of any amendments to the Constitution of the Association;
- 14.4 The consideration of appeals, if applicable;
- 14.5 The discussion of matters as per the agenda;
- 14.6 Assumption of office of newly elected office bearers.

15. SPECIAL NATIONAL CONFERENCES

- 15.1 The National Executive may, whenever it thinks fit, and shall, on the request of 30 percent of the Branches and Affiliated Groups of the Association, convene a Special National Conference of the Association (i.e. combined number of branches and affiliated groups represent 100%). Such percentage shall be rounded down to the nearest whole number.
- 15.2 Any requisition for a Special National Conference shall specify the objects of the meeting required and shall be handed to the General Manager. The National Executive shall call the meeting required within 30 days of receipt of the requisition.
- 15.3 Fourteen days notice of a Special National Conference, specifying the place, date and hour of the meeting and the nature of the business to be transacted thereat, shall be given to each member of the Association.

16. REVIEW COMMITTEE

- 16.1 A 'Review Committee' shall be elected by ballot at the Annual National Conference and the term of office shall be 2 (two) years. The Review Committee will consist of 3 (three) elected Ordinary Members, plus one alternate.
- 16.2 National Executive Committee members will not be eligible for nomination to the Review Committee.
- 16.3 The purpose of the Committee will be to act as an alternative body to the Annual Conference to hear and adjudicate on appeals from members as allowed for in accordance with this Constitution and the Guidance Manual. The decision of the Review Committee shall be final.
- 16.4 The members of the Review Committee will act as trustees of the National Issues Reserve Fund, and will hear and adjudicate on applications, for national issue status, by the National Executive.
- 16.5 The Review Committee will meet from time to time, as and when required in accordance with the provisions laid down in this Constitution and as stated in National Issues Reserve Fund Policy B2-2 as contained in the Guidance Manual .

17. NATIONAL EXECUTIVE**17.1 Composition of National Executive**

The management of the affairs of the Association shall be vested in the National Executive, consisting of the following persons:-

President
 Vice President
 General Manager
 Elected Members
 Director of Professional Standards
 Chairman of each Branch Committee
 Director of each Portfolio Committee
 Representatives of Affiliated Groups

17.2 Election of National Executive Committee Office Bearers**17.2.1 Nominations:**

- 17.2.1.1 The nomination forms shall be posted at least 7 weeks before the date of the Annual National Conference on a notice board/s normally scrutinised by Ordinary members of the Association.
- 17.2.1.2 A call for nominations shall additionally be made in the Association's in-house magazine, Selcal.
- 17.2.1.3 All nominations must be supported by the signature of the member accepting and his proposer and seconder.
- 17.2.1.4 Nominations shall close at least one week prior to the Annual National Conference to allow time for the election process.
- 17.2.1.5 If at the close of nominations not more than one candidate is nominated for any one position, the person nominated shall be declared elected unless the candidate be standing for a higher position in terms of the order set out hereunder, in which case the declaration shall be withheld until that higher position is determined. In the event the candidate is elected to the higher position his nomination for the lower position shall be declared void. The order of positions shall be:
- President
 Vice President
 National Executive Committee member
- 17.2.1.6 If more than one candidate is nominated for any one position a postal ballot shall be conducted in accordance with the provisions of sub-clause 23.1.3.10.
- 17.2.1.7 The result of the election shall be declared at the Annual National Conference at latest.

- 17.2.1.8 National Executive Office Bearers elected in accordance with this sub-clause shall take office at the Annual National Conference.
- 17.3 **President and Vice-President**
- 17.3.1 **Powers, duties and term of office**
- 17.3.1.1 The President shall be entitled to preside at all meetings of the National Executive, Annual or Special National Conferences of the Association and shall ensure observance of this Constitution.
- 17.3.1.2 The Vice-President shall exercise the powers and perform the duties of the President in the latter's absence and shall assist the President in the discharge of his duties.
- 17.3.1.3 The President and Vice-President shall be elected by ballot in accordance with sub-clause 17.2 of this Constitution.
- 17.3.1.4 The President shall hold office for a period of two (2) years until the second Annual National Conference of the Association after his election. However, the National Executive may, with the approval of the National Conference, reduce any particular period of office of a President to one year.
- 17.3.1.5 The Vice-President shall hold office for a period of two (2) years until the next Annual National Conference after his election. However, the National Executive may, with the approval of the National Conference, reduce any particular period of office of a Vice-President to one year.
- 17.3.1.6 Neither the President nor the Vice President of the Association, during their term of office, may hold any position on a Branch Committee nor may they be appointed to the position of Director of a Portfolio within the Association. The IFALPA (International) portfolio falls within the responsibility of the Vice President.
- 17.3.2 **Failure to Elect a President or Vice President**
- Should the Association fail to elect a President or Vice-President, then the immediate Past President or Past Vice-President shall remain in office until a new President or Vice-President is elected in terms of sub-clauses 17.3.3 and 17.3.4, or for a period of four weeks whichever is the sooner.
- 17.3.3 **Filling a Casual Vacancy in the Presidency**
- Should the President resign or retire before his term of office expires, the Vice-President shall assume the office of President. The new President shall then appoint a Vice-President from amongst the National Executive Members. This appointment must be ratified by the National Executive.
- 17.3.4 **Filling a Casual Vacancy in the Vice Presidency**
- Should the Vice-President resign or retire before his term of office expires the President shall appoint a new Vice-President from amongst the National Executive Members. This appointment must be ratified by the National Executive.
- 17.3.5 **Duration of the Interim Appointment**
- Should a President or Vice-President be appointed in terms of sub-clauses 17.3.3 or 17.3.4 then such appointment shall be effective until the next Annual National Conference of the Association when a new President and Vice-President must be elected in terms of sub-clause 17.2
- 17.3.6 **Voluntary Resignation of the President or Vice President**
- Voluntary resignation by the President or Vice-President from either office shall not ipso facto disqualify the member from his seat on the National Executive, provided that a vacancy exists within the National Executive. Such resignation shall take effect upon the expiration of fourteen (14) days' notice given in writing to the National Executive.
- 17.4 **Elected Members**
- 17.4.1 **Election of Elected Members**
- A maximum of nine Ordinary Members of the Association shall be elected to the National Executive by ballot in accordance with sub-clause 17.2 of this Constitution. Their term of office shall be for a period of two years until the second Annual National Conference of the Association after their election. However, the National Executive may, with the approval of the National Conference, reduce any particular period of office to one year.
- 17.4.2 **Resignation of an Elected Member**
- A member of the National Executive may resign his office by giving fourteen days notice in writing to the General Manager of the Association of his intention so to do, and such resignation shall take effect upon the expiration of such notice or its earlier acceptance by the National Executive.
- 17.4.3 **Filling of Vacancies amongst Elected Members**
- Should an elected member of the National Executive resign or retire before his term of office expires, the National Executive may decide to fill the vacant position. Such new member shall be elected by ballot and his term of office shall be until the next Annual National Conference.
- 17.5 **Chairman of each Branch Committee**

- 17.5.1 The Chairman of each Branch Committee will normally represent the Branch, ex-officio, on the National Executive as a full voting member, with the Vice-Chairman as his alternate.
- 17.5.2 Notwithstanding sub-clause 17.5.1, the Branch may choose to elect, at a Branch Committee Meeting, a different Branch member to represent it on the National Executive.
- 17.5.3 The Chairman and Vice Chairman of a Branch may not additionally be Elected Members of the National Executive, neither may they be elected President or Vice President, nor may they be appointed as a Portfolio Director of the Association.
- 17.5.4 Reference to a Branch Committee Chairman on the National Executive shall be understood to mean either a Branch Committee Chairman, or Vice Chairman, or another Branch representative elected in terms of sub-clause 17.5.2.
- 17.5.5 Should the Branch Committee Chairman, as defined in sub-clause 17.5.1 be unable to attend a meeting of the National Executive he may nominate another Branch Committee member to attend and vote as his alternate.
- 17.6 **Chairman of each Affiliated Group Committee**
- 17.6.1 The Chairman of each Affiliated Group Committee will normally represent the Affiliated Group, ex-officio, on the National Executive as a full voting member, with the Vice-Chairman as his alternate.
- 17.6.2 Notwithstanding sub-clause 17.6.1, the Affiliated Group may choose to elect, at an Affiliated Group Committee Meeting, a different Affiliated Group member to represent it on the National Executive.
- 17.6.3 Reference to an Affiliated Group Committee Chairman on the National Executive shall be understood to mean either an Affiliated Group Committee Chairman, or Vice Chairman, or another Affiliated Group representative elected in terms of this sub-clause.
- 17.6.4 Should the Affiliated Group Committee Chairman, as defined in sub-clause 17.6.1 be unable to attend a meeting of the National Executive he may nominate another Affiliated Group Committee member to attend and vote as his alternate.
- 17.7 **Directors of Portfolios**
- 17.7.1 The Director of each portfolio,
Administration and Finance Director
International Director (Sub-clause 17.3.1.6 refers)
Industrial Director
Legal Director
Public Relations Director
Technical Director
Training Director
- shall be appointed by the incoming National Executive at their first National Executive meeting, and in terms of sub-clause 20.2 of this Constitution shall sit ex-officio as non-voting members of the National Executive for a period of two years. Should a member hold dual Elected Member and Portfolio Director status, he shall be entitled to vote as an Elected member, as provided for in sub-clauses 13.9.4 and 19.1.
- 17.7.2 Portfolio Directors shall be appointed by the President of the Association from the Ordinary members of the Association.
- 17.8 **Director of Professional Standards**
- 17.8.1 The National Executive shall arrange for the election of a Director of Professional Standards from time to time.
- 17.8.2 He shall chair a one-man standing committee and shall report and be accountable directly to the President of the Association only.
- 17.8.3 The purpose of the office shall be to promote and maintain the highest standard of conduct, skill and efficiency amongst the members of the Association, and to promote and maintain the highest standard of flight safety within the airline piloting profession.
- 17.8.4 The responsibilities of the Director of Professional Standards shall be:
- 17.8.4.1 To monitor the standards of the profession and of the members.
- 17.8.4.2 To provide and arrange for counselling.
- 17.8.4.3 To mediate.
- 17.8.4.4 To investigate and make recommendations to the national Executive pertaining to matters of a disciplinary nature.
- 17.8.4.5 To ensure confidentiality of any sensitive issue brought to his attention.
- 17.9 **General Manager**
- 17.9.1 A General Manager shall be appointed by the National Executive with the following duties:
- conduct all head office correspondence of the Association;

- keep originals of letters received and copies of those dispatched, and at each meeting of the National Executive lay on the table correspondence which has taken place since the previous meeting;
 - attend all National Executive meetings and record minutes of the proceedings;
 - issue official receipts for all monies received;
 - attend all meetings of the National Executive but shall have no voting power at such meetings;
 - receive requisitions for meetings of the National Executive and the Annual National Conference of the Association;
 - issue notices of meetings;
 - submit reports in regard to the financial position of the Association to the National Executive not less than every 3 (three) months and the Annual National Conference;
 - represent the Association
 - perform such other duties as are imposed by this Constitution or as the National Executive or the Annual National Conference may direct.
- 17.9.2 In addition to the duties laid down in sub-clause 17.9.1, the General Manager shall perform the duties imposed on him by sections 98, 99 and 100 of the Labour Relations Act, 1995 (Act no. 66 of 1995) relating to the keeping of records and the furnishing of information to the Registrar.
- 17.9.3 The General Manager's duties may, with the approval of the National Executive, be delegated to other officials, office bearers or staff members of the Association.
- 17.9.4 The General Manager may resign on giving three months' notice in writing to the National Executive and, subject to the provision of sub-clause 20.3.15 and clause 25, his services may be terminated on a similar period of notice being given to him by the National Executive. In the event of the office becoming vacant, the National Executive shall appoint a new incumbent.

18. MEETINGS OF NATIONAL EXECUTIVE

The National Executive shall meet to despatch business, and to adjourn or otherwise regulate their meetings as they think fit.

18.1 Quorum

- 18.1.1 60% of voting members of the National Executive shall form a quorum. The 60% shall always be rounded down to the nearest whole number.
- 18.1.2 In the event of the President not being present within fifteen minutes of the time fixed for the holding of the meeting or should he fail to preside, then the Vice-President shall be Chairman of the meeting, and failing the Vice-President, the other members of the National Executive present shall choose one of their number to be Chairman of the meeting.

18.2 Convening of National Executive Meetings

- 18.2.1 The President of the Association shall at such time as business necessitates convene a meeting of the National Executive.
- 18.2.2 Reasonable notice of any such meeting shall be given to each member of the National Executive by the General Manager, provided that such notice may be waived by all members of the National Executive.
- 18.2.3 A meeting of the National Executive shall be called at any time, subject to the aforementioned notice being given, by or at the request of any member of the National Executive.

19. VOTING AT NATIONAL EXECUTIVE MEETINGS

- 19.1 Voting members of the National Executive shall be the President, Vice President, Elected Members and Branch Committee Chairmen and Affiliated Group Chairmen.
- 19.2 Questions arising at any meeting of the National Executive will normally be decided by a simple majority of votes of members present. For this purpose each voting member shall have one vote and in the case of an equality of votes, the Chairman of the meeting shall have a casting vote.
- 19.3 A Branch Committee Chairman may, at any time, call for a proportional vote.
- 19.3.1 In the event of a proportional vote, each voting member will have one vote, except for each Branch Committee Chairman who will have one vote for every fifty (50) Ordinary Members of his Branch or part thereof.
- 19.3.2 In the case of an equality of votes the Chairman of the meeting shall have a casting vote.
- 19.3.3 A proportional vote shall override a simple majority vote on any question on which the National Executive is competent to decide.

20. POWERS AND DUTIES OF THE NATIONAL EXECUTIVE

- 20.1 The National Executive shall manage all assets, property, revenue, affairs and business generally of the Association and shall be entitled to exercise all such powers and do all such acts as may be exercised or done by the Association which are not required by this Constitution to be exercised or done in National Conference or by a ballot of members or otherwise.

- 20.2 The National Executive may establish standing Portfolio Committees and appoint Directors thereto as it sees fit. It may also establish committees and/or sub-committees to investigate and report on matters which are in the interests of the Association and which are not inconsistent with the objects of the Association. It may delegate powers to and impose regulations on these committees as it sees fit.
- 20.3 Without prejudice to the general and special powers conferred upon the National Executive it is hereby expressly declared that the National Executive, shall be entrusted with the following powers, in furtherance of the objectives of the Association:-
- 20.3.1 **Acquisition of Property**
To acquire by purchase, lease, donation, bequest or any other mode of acquisition both immovable and movable property but the acquisition of immovable property shall require the approval of all the voting members of the National Executive or a resolution of the National Conference of the Association.
- 20.3.2 **Alienation of Property**
To sell, donate, exchange, partition or dispose of by any mode of alienation immovable and movable property but the alienation of immovable property shall require the approval of all the voting members of the National Executive or a resolution of a National Conference of the Association.
- 20.3.3 **Powers of Mortgage**
To mortgage the immovable property of the Association and to mortgage or pledge the movable property for an unlimited amount but such mortgage or pledge shall require the approval of all the voting members of the National Executive or a resolution of a National Conference of the Association.
- 20.3.4 **Agreements with Other Authorities**
To enter into any arrangement with any authorities Supreme, Municipal, Local or otherwise, that may seem conducive to the Association's objects, or any of them, and to obtain from any such authority, any rights, privileges, and concessions which the Association may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions. Such arrangements shall have the prior approval of the majority of the voting members of the National Executive.
- 20.3.5 **To Operate Banking Accounts**
To open and operate banking accounts in the name of the Association and to draw, make, accept, endorse, discount, execute and issue cheques, bills of exchange, promissory notes, and other negotiable or transferable instruments connected with the business and objects of the Association.
- 20.3.6 **To Invest Monies**
To lend, invest or otherwise deal with the monies and assets of the Association not immediately required, upon such securities and in such manner as may from time to time be determined, and to purchase or otherwise acquire and to hold for purposes of investment any lands, shares in other companies, bonds or securities issued by any Local, Municipal, Public, Provincial or Government Body, and to realise or dispose of same.
- 20.3.7 **To Arrange for Bank Overdrafts etc.**
Notwithstanding the provisions contained in sub-clause 20.3.3 to borrow on bank overdraft or otherwise any sum or sums of money which the National Executive may from time to time require or consider necessary for the conduct of the business of the Association, provided that such sums of money so borrowed shall not exceed one third of the Association's total annual operating budget at any given time.
- 20.3.8 **To Secure fulfilment of contracts etc.**
To secure fulfilment of any contracts or engagements entered into by the Association in such manner as it may think fit.
- 20.3.9 **To Institute and Define Legal Actions etc.**
To institute, conduct, defend, compound, or abandon any legal proceedings by or against the Association or its members concerning the affairs of the Association, or its members, and also to compound and allow time for payment and satisfaction of any debts due, and any claims or demands by or against the Association, and for the purpose of instituting or defending of any action at law by or against the Association, shall require a resolution passed by the majority of voting members of the National Executive.
- 20.3.10 **To Arbitrate**
To refer any claim or demand by or against the Association to arbitration, and to perform or refuse to perform the award.
- 20.3.11 **To Grant Receipts, Releases and Discharges**
To make and give receipts, releases and other discharges for monies or other considerations payable to the Association, and for the claims and demands of the Association.
- 20.3.12 **To Call Meetings**
Subject to the giving the requisite notice as provided in this constitution, to call meetings of members for the consideration and conduct of such business as it thinks fit.
- 20.3.13 **To Make and Repeal By-laws**
From time to time to make, vary, and repeal By-laws for the regulation of the business and furtherance of the objects of the Association, its officers, servants, or any member of the Association or any section thereof.

- 20.3.14 **To make Changes to the Constitution**
To make such changes to the Constitution as may be required by law. Such changes shall be ratified at the next Annual National Conference.
- 20.3.15 **To Appoint and Remove Solicitors and Secretaries and Other Officers, Clerks, etc.**
To appoint at their discretion, remove or suspend solicitors, secretaries, officers, clerks, agents, servants, and the like for permanent, temporary, or special services from time to time as they think fit, and to invest them with such powers (including the power to sub-delegate) as they may think expedient, and to determine their duties and fix and vary their salaries and emoluments, and to require security in any such interests, and to such amount as they may think fit.

21. BRANCHES

21.1 Formation of Branches

- 21.1.1 A minimum of ten Ordinary members who are employed by the same company and who are based at the same location may form a Branch of the Association. However, less than ten Ordinary Members may form a Branch with the prior approval of the National Executive.
- 21.1.2 Application for the establishment of a branch shall be made in writing to the National Executive at least 1 (one) month before its next meeting.
- 21.1.3 The National Executive may at its discretion authorise the establishment of a branch at its next meeting, during which the members, lodging the application will present its credentials.
- 21.1.4 Where there is an existing Branch at a base, a further Branch may only be formed at the same base with the prior approval of the National Executive.
- 21.1.5 The National Executive may allow members from different bases or different companies to combine in a Branch.
- 21.1.6 Upon formation of a Branch, any existing members of the Association at the place of employment covered by such Branch, will automatically become a member of that Branch. No member may belong to more than one Branch.
- 21.1.7 Any existing group or organisation of flight deck crew may apply to the National Executive to join as a Branch of the Association. If accepted as such, the group or organisation will become a Branch governed by this Constitution and the members will become Ordinary Members of the Association.
- 21.1.8 The General Manager shall notify the members from whom the application has been received of its decision.
- 21.1.9 Decisions of the National Executive in terms of sub-clause 21.1.5 will be subject to ratification or review by the National Conference of the Association.

21.2 Branch General Meetings

- 21.2.1 Each Branch shall hold an Annual General Meeting between the months of May and August of each year. The business of the Annual General Meeting shall be primarily the consideration of the report of the Branch Committee on the affairs of the Branch during the preceding year and the election of a new Branch Committee.
- 21.2.2 All other general meetings shall be known as Special General Meetings.
- 21.2.2.1 The Branch Committee may whenever it thinks fit, and shall at the request of the National Executive or one tenth of the Ordinary Members of the Branch, convene a Special General Meeting of the Branch.
- 21.2.2.2 Any requisition for a Special General Meeting shall specify the objects of the meeting required and shall be handed to the Branch Secretary.
- 21.2.2.3 The meeting shall be convened for the purpose defined in the requisition and the Branch Committee shall call the meeting required within twenty one (21) days of receipt of the requisition.
- 21.2.3 Quorum and Proxies
- 21.2.3.1 A quorum shall be 15% of the Ordinary Members of the Branch in good standing and entitled to vote. Proxy votes shall be included in this percentage except that a minimum of 8% or fifty (50) of such members, **which ever is the lesser**, shall be present in person.
- 21.2.3.2 The maximum number of proxy votes a member may hold is the greater of 2 or the equivalent of 3% of the Branch membership total.
- 21.2.3.3 In any event, there shall be no less than five (5) Ordinary Members present to constitute a quorum.
- 21.2.4 The Chairman of the Branch shall be entitled to take the chair at any general meeting of Branch Members. If such officer has not been appointed or if for any reason he fails to preside, then in the absence of the Vice Chairman the Ordinary Members present may choose one of their number to take the chair.
- 21.2.5 Minutes shall be kept by the Branch Secretary, and a copy of such minutes shall be lodged with the General Manager as soon as practicable.
- 21.2.6 Decisions at General Meetings of the Branch shall be binding on the Branch Committee.

21.3 Election of Branch Committees

21.3.1 Branch Structure

- 21.3.1.1 The Branch Committee shall consist of a Chairman, a Vice Chairman, a Secretary/Treasurer and an additional committee member for each one hundred (100) Branch members or part thereof. The Branch may decide to increase or decrease the number of additional Committee members with the approval of the National Executive.
- 21.3.1.2 Where a Branch includes more than one base, each base shall be represented on the Branch Committee by at least one committee member, elected by those members stationed at the specific base.
- 21.3.1.3 Candidates for election to the Branch Committee shall be Ordinary Members of the Branch in good standing. Should there be only one candidate for a position, that candidate shall be regarded as having been duly elected to that position.
- 21.3.1.4 Should there be more than one candidate, elections shall be held by ballot of Ordinary Members of the Branch as laid out below and in accordance with clause 23.
- 21.3.1.5 The term of office of a Branch Chairman shall be 2 (two) years with the remaining Branch Committee Members holding office for 1 (one) year. However, the National Executive may, with the approval of the National Conference, reduce any particular two year period of office of a Chairman to one year.
- 21.3.2 **Nominations**
- 21.3.2.1 At least seven weeks before a meeting at which an election is to take place a list calling for nominations shall be posted on a notice board normally scrutinised by members entitled to vote in that election.
- 21.3.2.2 All nominations must be supported by the full name and signature of the member accepting and his proposer and seconder. Nominations shall close one week prior to the General meeting to allow time for the election process.
- 21.3.3 **Method of Voting**
- 21.3.3.1 Elections shall be by secret ballot of Branch members in good standing who are entitled to vote.
- 21.3.3.2 A simple majority is required. In the event of more than two nominations and a majority vote not being obtained, the nominations receiving the fewest number of votes shall be removed from the ballot and the ballot shall be recast. This procedure shall be repeated until a majority vote for a single candidate has been obtained.
- 21.3.3.3 In the case of an election for more than one Branch Committee member, and more than the required number being nominated, each completed ballot paper may contain a maximum number of names corresponding to the number of people to be elected. The nominations receiving the fewest number of votes will then be removed from the list so that the required number of names remain.
- 21.3.4 **Counting of Votes**
- 21.3.4.1 At the meeting no less than two and no more than four scrutineers, who shall have been appointed by the Branch Committee or Affiliated Group Committee, as the case may be, shall open the ballot papers and count the votes.
- 21.3.4.2 Once the counting is complete, the scrutineers shall cause the results to be announced to the meeting.
- 21.4 **Proceedings at Branch General Meetings**
- 21.4.1 **Notice to Branch Members**
- 21.4.1.1 At least fourteen days notice of a General Meeting, specifying the place, the date and hour of the meeting and the nature of the business to be transacted thereat, shall be given to each Ordinary Member and/or a notice shall be posted on a notice board which is normally scrutinised by all Ordinary Members.
- 21.4.1.2 A proxy voting form shall be made available to all members of the Branch.
- 21.4.2 **Adjournment if a Quorum is not Present**
- 21.4.2.1 If within half an hour of the time appointed for a meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same place and time, unless the same shall be a public holiday, when it shall be adjourned to the next working day following the public holiday at the same time.
- 21.4.2.2 The adjourned meeting shall be re-advertised in terms of paragraph 21.4.1.1 and if at such adjourned meeting a quorum be not present, then those members present shall be a quorum, and may transact the business for which the meeting was called.
- 21.4.3 **Adjournment of Meetings**
- The Chairman of the meeting may, with the consent of the meeting, adjourn the same from place to place and from time to time, but no business other than the business left unfinished at such meeting shall be dealt with at the adjournment thereof.
- 21.4.4 **Method of Voting**

- 21.4.4.1 Every question save and except the election of Branch Committee members shall be decided in the first instance by a simple majority vote by a show of hands.
- 21.4.4.2 Each Ordinary Member in good standing shall be entitled to one vote.
- 21.4.4.3 Votes may be given either personally or by proxy and the instrument appointing a proxy shall be in writing under the hand of the appointer and deposited prior to the time fixed for the meeting with the Branch Secretary.
- 21.4.4.4 No instrument of proxy shall be valid after the expiration of two months from the date of its execution except in the case of an adjourned meeting. No person shall be appointed a proxy who is not an Ordinary Member of the Association in good standing.
- 21.4.4.5 In the case of an equality of votes the Chairman shall have a casting vote in addition to the vote which he may be entitled to as a member.
- 21.5 **Filling of Casual Vacancies in a Branch Committee**
- 21.5.1 **Resignation of a Branch Committee member**
A Branch Committee Member may resign his office by giving fourteen days notice in writing to the General Manager of his intention so to do, and such resignation shall take effect upon the expiration of such notice or its earlier acceptance by the Branch Committee.
- 21.5.2 **Filling of Casual Vacancies in a Branch Committee**
- 21.5.2.1 Should a Branch Committee Member vacate his position before his term of office expires, the Branch Committee may decide to fill the vacant position and must do so should the remaining members fall below the minimum provided for in sub-clause 21.3.1 of the Constitution.
- 21.5.2.2 Such new member or members shall be elected by ballot of Ordinary Members of the Branch, either by postal ballot or at a Special General Meeting of the Branch.
- 21.5.2.3 The procedure to be followed will be as provided for in sub-clauses 21.3 and 23.2 of the Constitution.
- 21.5.2.4 Notwithstanding sub-clause 21.3.2.1 of the Constitution, the nomination list may be posted for a reduced period provided the Branch Committee ensures that every Branch member entitled to vote has an opportunity to propose, second or accept nomination.
- 21.5.2.5 Notwithstanding sub-clause 21.3.2.2 of the Constitution, should the election to fill casual vacancies take place at a Special General Meeting of the Branch, nominations may close less than one week before the meeting provided this is ratified by the meeting.
- 21.5.3 **Filling a Casual Vacancy in the Chairmanship**
Should the Chairman of a Branch Committee resign or retire before his term of office expires, the Vice-Chairman shall assume the office of Chairman. The new Chairman shall then appoint a Vice Chairman from amongst the Branch Committee Members. This appointment must be ratified by the Branch Committee.
- 21.5.4 **Filling a Casual Vacancy in the Positions of Vice Chairman or Secretary/Treasurer**
Should the Vice-Chairman or Secretary/Treasurer resign or retire before his term of office expires the Chairman shall fill this position by appointment from amongst the Branch Committee Members. This appointment must be ratified by the Branch Committee.
- 21.5.5 **Duration of Interim Appointment**
Any filling of vacant positions in terms of sub-clauses 21.5.2, 21.5.3 or 21.5.4 of this Constitution shall be effective until the next Annual General Meeting of the Branch when a new Branch Committee must be elected in terms of sub-clause 21.3 of the Constitution.
- 21.6 **Powers and Duties of Branch Committees**
- 21.6.1 Branch Committees shall:
- 21.6.1.1 manage the affairs of the Association at the company level;
- 21.6.1.2 deal in the first instance with industrial matters and members' grievances at the Branch level;
- 21.6.1.3 be empowered to do all lawful things which, in the opinion of the Branch Committee, further the interests of the Association and its members and which are not in conflict with the decisions and policy of the National Executive, the National Conference, the Branch in General Meeting, nor inconsistent with the provisions of this constitution or its by-laws.
- 21.6.2 The Branch Committee members shall:
- 21.6.2.1 implement and give effect to the decisions of the Annual National Conference, the National Executive, Branch Annual and General Meetings and the Branch committee;
- 21.6.2.2 recruit members;
- 21.6.2.3 generally promote the interest of the members of the Association and the Branch; and

- 21.6.2.4 perform the functions of a trade union representative in terms of Section 14(4) of the Labour Relations Act, 1995, as well as any other functions as the National Executive, Annual National Conference, Branch Annual and General Meetings and Branch Committee may direct.
- 21.6.3 A Branch Committee shall, subject to the general direction and control of branch general meetings, and to the provisions of this Constitution have power to:
- 21.6.3.1 deal with disputes between members and their employers and endeavour to settle disputes; and
- 21.6.3.2 open and operate a banking account in the name of the Branch.
- 21.7 **Branch Committee Meetings**
- 21.7.1 Branch Committees shall meet at least once every four months. A majority of committee members shall constitute a quorum. Reasonable notice of any such meeting shall be given to each member of the Branch Committee by the Secretary, provided that such notice may be waived by all members of the Branch Committee.
- 21.7.2 The Branch Chairman shall be entitled to preside over Branch Committee meetings, failing which the Vice Chairman or another committee member elected by the committee for this purpose, shall act as Chairman for a particular meeting.
- 21.7.3 Decisions shall be taken by majority vote and the Chairman shall have a deliberative and casting vote. The Branch Secretary shall ensure that minutes are kept of each meeting and that a copy of each is given to the General Manager as soon as practicable.

22. AFFILIATED GROUPS OF MEMBERS

22.1 Formation of Affiliated Groups

- 22.1.1 Any group of Association members which desires to be represented at National Executive and National Conference level may apply to the National Executive to be recognised as an Affiliated Group to the Association. Such members will become an Affiliated Group under this Constitution upon recognition being granted by the National Executive. Should such incoming affiliated group have previously had their own Constitution this will be abandoned on acceptance as an Affiliated Group of ALPA-SA and the ALPA-SA Constitution shall govern their activities.
- 22.1.2 Any existing group or organisation of flight deck crew, whose members are eligible for ALPA Membership in terms of sub-clause 6.2, may apply to the National Executive for recognition as an Affiliated Group to the Association. If accepted as such, the group or organisation will become an Affiliated Group governed by this Constitution.
- 22.1.3 Decisions of the National Executive in terms of sub-clauses 22.1.1 and 22.1.2 will be subject to ratification by the National Conference of the Association. The National Conference may grant or withdraw Affiliated Group recognition as it sees fit.

22.2 Election of Affiliated Group Committees

22.2.1 Affiliated Group Structure:

- 22.2.1.1 The Affiliated Group Committee shall consist of a Chairman, a Vice Chairman, a Secretary/Treasurer and an additional committee member for each one hundred (100) Affiliated Group members or part thereof. The Affiliated Group may decide to increase or decrease the number of additional Committee members with the approval of the National Executive.
- 22.2.1.2 Where an Affiliated Group includes more than one base, each base shall be represented on the Branch Committee by at least one committee member, elected by those members stationed at the specific base.
- 22.2.1.3 Candidates for election to the Affiliated Group Committee shall be Ordinary Members of the Association in good standing. Should there be only one candidate for a position, that candidate shall be regarded as having been duly elected to that position.
- 22.2.1.4 Should there be more than one candidate, elections shall be held by ballot of Ordinary Members of the Affiliated Group as laid out below and in accordance with clause 23.
- 22.2.1.5 The term of office of an Affiliated Group Chairman shall be 2 (two) years with the remaining Affiliated Group Committee Members holding office for 1 (one) year. However, the National Executive may, with the approval of the National Conference, reduce any particular two year period of office of a Chairman to one year.

22.2.2 Nominations

- 22.2.2.1 At least seven weeks before a meeting at which an election is to take place a list calling for nominations shall be posted on a notice board normally scrutinised by members entitled to vote in that election.
- 22.2.2.2 All nominations must be supported by the full name and signature of the member accepting and his proposer and seconder. Nominations shall close at least two weeks before the meeting to allow time for the election process.

22.2.3 Method of Voting

- 22.2.3.1 Elections shall be by secret ballot of the Affiliated Group's members in good standing who are entitled to vote.

- 22.2.3.2 A simple majority is required. In the event of more than two nominations and a majority vote not being obtained, the nominations receiving the fewest number of votes shall be removed from the ballot and the ballot shall be recast. This procedure shall be repeated until a majority vote for a single candidate has been obtained.
- 22.2.3.3 In the case of an election for more than one Affiliated Group Committee member, and more than the required number being nominated, each completed ballot paper may contain a maximum number of names corresponding to the number of people to be elected. The nominations receiving the fewest number of votes will then be removed from the list so that the required number of names remain.
- 22.2.4 **Counting of Votes**
- 22.2.4.1 At the meeting no less than two and no more than four scrutineers, who shall have been appointed by the Affiliated Group Committee shall open the ballot papers and count the votes.
- 22.2.4.2 Once the counting is complete, the scrutineers shall cause the results to be announced to the meeting.
- 22.3 **Affiliated Group General Meetings**
- 22.3.1 Each Affiliated Group shall hold an Annual General Meeting between the months of May and August of each year. The business of the Annual General Meeting shall be primarily the consideration of the report of the Affiliated Group Committee on the affairs of the Affiliated Group during the preceding year and the election of a new Committee.
- 22.3.2 All other general meetings shall be known as Special General Meetings.
- 22.3.2.1 The Affiliated Group Committee may, whenever it thinks fit, and shall, at the request of the National Executive or one tenth of the Ordinary Members of the Affiliated Group, convene a Special General Meeting of the Affiliated Group.
- 22.3.2.2 Any requisition for a Special General Meeting shall specify the objects of the meeting required and shall be handed to the Affiliated Group Secretary.
- 22.3.2.3 The meeting shall be convened for the purpose defined in the requisition and the Affiliated Group Committee shall call the meeting required within twenty one (21) days of receipt of the requisition.
- 22.3.3 **Quorum and Proxies**
- 22.3.3.1 A quorum shall be 15% of the Ordinary Members of the Affiliated Group in good standing and entitled to vote. Proxy votes shall be included in this percentage except that a minimum of 8% of such members shall be present in person.
- 22.3.3.2 The maximum number of proxy votes a member may hold is the greater of 2 or the equivalent of 3% of the Affiliated Group membership total.
- 22.3.3.3 In any event, there shall be no less than five (5) Ordinary Members present to constitute a quorum.
- 22.3.4 The Chairman of the Affiliated Group shall be entitled to take the chair at any general meeting of Affiliated Group Members. If such officer has not been appointed or if for any reason he fails to preside, then in the absence of the Vice Chairman the Ordinary Members present may choose one of their number to take the chair.
- 22.3.5 Minutes shall be kept by the Affiliated Group Secretary, and a copy of such minutes shall be lodged with the General Manager as soon as practicable.
- 22.3.6 Decisions at General Meetings of the Affiliated Group shall be binding on the Affiliated Group Committee.
- 22.4 **Proceedings at Affiliated Group General Meetings**
- 22.4.1 **Notice to Affiliated Group Members**
- 22.4.1.1 At least fourteen days notice of a General meeting, specifying the place, the date and hour of the meeting and the nature of the business to be transacted thereat, shall be given to each Ordinary Member and/or a notice shall be posted on a notice board which is normally scrutinised by all Ordinary Members of the Affiliated Group.
- 22.4.1.2 A proxy voting form shall be made available to all members of the Affiliated Group.
- 22.4.2 **Adjournment if a Quorum is not Present**
- 22.4.2.1 If within half an hour of the time appointed for a meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same place and time, unless the same shall be a public holiday, when it shall be adjourned to the day following the public holiday at the same time.
- 22.4.2.2 The adjourned meeting shall be re-advertised in terms of paragraph 22.5.2.1 ~~24.5.4.4~~ and if at such adjourned meeting a quorum be not present, then those members present shall be a quorum, and may transact the business for which the meeting was called.
- 22.4.3 **Adjournment of Meetings**
- The Chairman of the meeting may, with the consent of the meeting, adjourn the same from place to place and from time to time, but no business other than the business left unfinished at such meeting shall be dealt with at the adjournment thereof.

- 22.4.4 **Method of Voting**
- 22.4.4.1 Every question save and except the election of Affiliated Group Committee members shall be decided in the first instance by a simple majority vote by a show of hands.
- 22.4.4.2 Each Ordinary Member in good standing shall be entitled to one vote.
- 22.4.4.3 Votes may be given either personally or by proxy and the instrument appointing a proxy shall be in writing under the hand of the appointer and deposited prior to the time fixed for the meeting with the Affiliated Group Secretary.
- 22.4.4.4 No instrument of proxy shall be valid after the expiration of two months from the date of its execution except in the case of an adjourned meeting. No person shall be appointed a proxy who is not an Ordinary Member of the Affiliated Group in good standing.
- 22.4.4.5 In the case of an equality of votes the Chairman shall have a casting vote in addition to the vote which he may be entitled to as a member.
- 22.5 **Filling of Casual Vacancies in an Affiliated Group Committee**
- 22.5.1 **Resignation of an Affiliated Group Committee member**
An Affiliated Group Committee Member may resign his office by giving fourteen days notice in writing to the General Manager of his intention so to do, and such resignation shall take effect upon the expiration of such notice or its earlier acceptance by the Affiliated Group Committee.
- 22.5.2 **Filling of Casual Vacancies in an Affiliated Group Committee**
- 22.5.2.1 Should an Affiliated Group Committee Member vacate his position before his term of office expires, the Affiliated Group Committee may decide to fill the vacant position and must do so should the remaining members fall below the minimum provided for in sub-clause 22.2.1.1 of the Constitution.
- 22.5.2.2 Such new member or members shall be elected by ballot of Ordinary Members of the Affiliated Group, either by postal ballot or at a Special General Meeting of the Affiliated Group.
- 22.5.2.3 The procedure to be followed will be as provided for in sub-clauses 22.2 and 23.3 of the Constitution.
- 22.5.2.4 Notwithstanding sub-clause 22.2.2.2 of the Constitution, the nomination list may be posted for a period of less than six weeks provided the Affiliated Group Committee ensures that every Affiliated Group member entitled to vote has an opportunity to propose, second or accept nomination.
- 22.5.2.5 Nominations shall normally close one week prior to a General Meeting to allow time for the election process.
- 22.5.2.6 Notwithstanding sub-clause 22.2.2.2 of the Constitution, should the election to fill casual vacancies take place at a Special General Meeting of the Affiliated Group, nominations may close less than one week before the meeting provided this is ratified by the meeting.
- 22.5.3 **Filling a Casual Vacancy in the Chairmanship**
Should the Chairman of an Affiliated Group Committee resign or retire before his term of office expires, the Vice-Chairman shall assume the office of Chairman. The new Chairman shall then appoint a Vice Chairman from amongst the Affiliated Group Committee Members. This appointment must be ratified by the Affiliated Group Committee.
- 22.5.4 **Filling a Casual Vacancy in the Positions of Vice Chairman or Secretary/Treasurer**
Should the Vice-Chairman or Secretary/Treasurer resign or retire before his term of office expires the Chairman shall fill this position by appointment from amongst the Affiliated Group Committee Members. This appointment must be ratified by the Affiliated Group Committee.
- 22.5.5 **Duration of Interim Appointment**
Any filling of vacant positions in terms of sub-clauses 22.5.2, 22.5.3 or 22.5.4 of this Constitution shall be effective until the next Annual General Meeting of the Affiliated Group when a new Affiliated Group Committee must be elected in terms of sub-clause 22.3 of the Constitution.
- 22.6 **Powers and Duties of Affiliated Group Committees**
- 22.6.1 Affiliated Group Committees shall:
- 22.6.1.1 manage the affairs of the Association at their designated level;
- 22.6.1.2 deal in the first instance with relevant issues and members' grievances at the Affiliated Group level;
- 22.6.1.3 be empowered to do all lawful things which, in the opinion of the Affiliated Group Committee, further the interests of the Association and its members and which are not in conflict with the decisions and policy of the National Executive, the National Conference, the Affiliated Group in General Meeting, nor inconsistent with the provisions of this constitution or its by-laws.
- 22.6.2 The Affiliated Group Committee members shall:
- 22.6.2.1 implement and give effect to the decisions of the Annual National Conference, the National Executive, Affiliated Group Annual and General meetings and the Affiliated Group committee;

- 22.6.2.2 recruit members;
- 22.6.2.3 generally promote the interest of the members of the Association and the Affiliated Group; and
- 22.6.3 An Affiliated Group Committee shall, subject to the general direction and control of affiliated group general meetings, and to the provisions of this Constitution have power to:
 - 22.6.3.1 deal with and endeavour to settle relevant issues and disputes between their members; and
 - 22.6.3.2 open and operate a banking account in the name of the Affiliated Group.

22.7 **Affiliated Group Committee Meetings**

- 22.7.1 Affiliated Group Committees shall meet at least once every four months. A majority of committee members shall constitute a quorum. Reasonable notice of any such meeting shall be given to each member of the Affiliated Group Committee by the Secretary, provided that such notice may be waived by all members of the Affiliated Group Committee.
- 22.7.2 The Affiliated Group Chairman shall be entitled to preside over Affiliated Group Committee meetings, failing which the Vice Chairman or another committee member elected by the committee for this purpose, shall act as Chairman for a particular meeting.
- 22.7.3 Decisions shall be taken by majority vote and the Chairman shall have a deliberative and casting vote. The Affiliated Group Secretary shall ensure that minutes are kept of each meeting and that a copy of each is given to the General Manager as soon as practicable.

23. THE MANNER IN WHICH BALLOTS MUST BE CONDUCTED

23.1 **National Association Ballots**

- 23.1.1 In addition to those cases in respect of which the taking of a ballot is compulsory in terms of this Constitution, a ballot on any question shall be taken if a National Conference of the Association or the National Executive so decide, and shall also be taken:-
 - 23.1.1.1 if demanded in writing by not less than 10% of the Ordinary Members of the Association in good standing, OR
 - 23.1.1.2 to fill a vacancy / vacancies on the National Executive, OR
 - 23.1.1.3 on any proposal to declare or take part in a strike.
- 23.1.2 The National Executive and / or National Conference shall decide whether the ballot should be conducted amongst all members in good standing of the Association, or amongst the members of the National Executive / National Conference.
- 23.1.3 Ballots shall be conducted in the following manner:-
 - 23.1.3.1 Notice in writing of a Ballot shall be given by the General Manager to each Ordinary member of the Association, at least seven days before the Ballot is to be taken, provided that a Ballot may be taken without notice at any General Meeting on the decision of a majority of the members present.
 - 23.1.3.2 Three scrutineers shall be appointed by the National Executive or a National Conference of the Association to supervise any ballot and to ascertain the result thereof.
 - 23.1.3.3 Except in the case of postal or telephonic or electronic ballots, ballots shall be conducted at the place, on the date and during the hours as may be specified in the notice referred to in sub-clause 23.1.3.2
 - 23.1.3.4 Ballot papers shall be provided by the National Executive and such papers shall not identify the voters. The issue to be voted upon shall be set forth clearly on the ballot papers.
 - 23.1.3.5 Ballot papers shall be issued on demand at the place and during the hours fixed for the taking of the ballot, to each Ordinary Member who is entitled to vote.
 - 23.1.3.6 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 vote. Papers bearing any other marks shall be regarded as spoilt and shall not be counted.
 - 23.1.3.7 On completion of the ballot or so soon thereafter as possible, the result thereof shall be ascertained by the scrutineers in the presence of the General Manager and made known through this official.
 - 23.1.3.8 Ballot papers, including spoilt papers shall be placed in a sealed box again after they have been counted and shall be retained by the General Manager for not less than three years.
 - 23.1.3.9 Ballot papers for the election of office bearers shall be destroyed after being properly scrutinised and the results issued.
 - 23.1.3.10 The National Conference of the Association or the National Executive may decide that a postal ballot of Ordinary Members be taken in which event the ballot shall be conducted in the following manner:-
 - 23.1.1.10.1 The General Manager shall send or have delivered to each member of the Association a ballot paper and an addressed envelope marked "Ballot". This process shall be completed by a date to be set by the General Manager.

- 23.1.3.10.2 The ballot paper shall on completion be returned so as to reach the General Manager within twenty one (21) days from the date of despatch from the Association's office to such member. On receipt of such ballots, the General Manager shall immediately place them in a sealed ballot box.
- 23.1.3.10.3 Three scrutineers shall be appointed by the National Executive 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 General Manager who shall immediately advise the National Executive of the result of the ballot.
- 23.1.3.10.4 The provisions of sub-clauses 23.1.3.4, 23.1.3.6 and 23.1.3.8 shall *mutatis mutandis* apply in the case of a postal ballot.
- 23.1.4 The National Conference of the Association or the National Executive may decide that a ballot of Ordinary Members be taken using a secret telephone and/or electronic balloting system, in which event the ballot shall be conducted in the following manner:-
- 23.1.4.1 The General Manager shall send or have delivered to each member of the Association a ballot notice marked "Ballot". This process shall be completed by a date to be set by the General Manager, and the General Manager shall in the ballot notices advise a beginning and end date for the ballot and shall provide instructions for contacting the telephone or electronic access point for the ballot. No end date shall be longer than 15 (fifteen) days from the start of any ballot.
- 23.1.4.2 The General Manager shall set up or have set up a secret telephone or electronic access point which will be contacted by Ordinary Members to cast their ballot and which will: (1) allow only Ordinary Members in access to the system; (2) state the issue to be voted on; (3) receive and record anonymously the Ordinary Member's vote on the issue starting from the beginning date and ending on the end date; (4) allow an Ordinary Member to re-access the system at any time before the end date of the ballot to change his or her vote; (5) prevent any Ordinary member from submitting more than one vote on the same issue; and (6) provide a written, certified true and correct count of the various votes received to the General Manager within 1 day of the end date of the ballot.
- 23.1.4.3 The General Manager shall not disclose the contents of the written ballot report received to any person and shall place the written ballot report in a sealed ballot box immediately upon receiving it.
- 23.1.4.4 Three scrutineers shall be appointed by the National Executive to ascertain the result of the ballot. The ballot box shall be opened by the scrutineers in the presence of the General Manager, and the scrutineers shall then within 5 (five) days audit the conduct of the ballot. The scrutineers shall then either: (1) advise the General Manager that they accept the outcome of the ballot and advise the General Manager of the outcome; or (2) reject the outcome of the ballot and order that the ballot be re-taken in the event that in their sole discretion the requirements of sub-clause 1.1.3.11.2 were not complied with in any way during or in respect of the ballot. The General Manager shall immediately advise the National Executive of the findings of the scrutineers and the result of the ballot if applicable.
- 23.1.4.5 The provisions of sub-clauses 23.1.3.4, 23.1.3.6 and 23.1.3.8 shall *mutatis mutandis* apply in the case of a telephone and/or electronic ballot.
- 23.1.5 Except as provided in clause 28 of this Constitution and section 65 (2) (b) of the Labour Relations Act, 1995, the National Executive shall be bound to take action according to the decision of a majority of the Ordinary Members voting by ballot.
- 23.1.6 No ballot involving the declaration of or participation in a strike shall be taken until the matter giving occasion therefor shall be dealt with as prescribed by the Labour Relations Act, 1995.

23.2 Branch Ballots

- 23.2.1 A Ballot on any question shall be taken within a Branch of the Association if a Branch General Meeting or a Branch Committee so decide, and shall also be taken:-
- 23.2.1.1 if demanded in writing by not less than the greater of 4 or 10% of the Ordinary Members of the Branch in good standing, OR
- 23.2.1.2 to fill a vacancy / vacancies on a Branch Committee, OR
- 23.2.1.3 on any Branch Committee proposal to declare or take part in a strike.
- 23.2.2 Ballots shall be conducted in the following manner:-
- 23.2.2.1 Notice in writing of a Ballot shall be given by the General Manager to each Ordinary member of the Branch, at least seven days before the Ballot is to be taken, provided that a Ballot may be taken without notice at any Branch General Meeting on the decision of a majority of the Ordinary Members present.
- 23.2.2.2 Three scrutineers shall be appointed by the Branch Committee or a Branch General Meeting to supervise any Ballot and to ascertain the result thereof.

- 23.2.2.3 Except in the case of postal or telephone or electronic ballots, ballots shall be conducted at the place, on the date and during the hours as may be specified in the notice referred to in sub-clause 23.2.2.1.
- 23.2.2.4 Ballot papers shall be provided by the Branch Committee. Such papers shall not identify the voters. Except in the case of a Ballot taken without notice at a Branch General Meeting of the Association, the issue to be voted upon shall be set forth clearly on the Ballot papers.
- 23.2.2.5 Ballot papers shall be issued on demand at the place and during the hours fixed for the taking of the Ballot, to each Ordinary Member who is entitled to vote.
- 23.2.2.6 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 vote. Papers bearing any other marks shall be regarded as spoilt and shall not be counted.
- 23.2.2.7 On completion of the Ballot or so soon thereafter as is possible, the result thereof shall be ascertained by the scrutineers in the presence of the General Manager and made known through this official.
- 23.2.2.8 Ballot papers, including spoilt papers shall be placed in a sealed box again after they have been counted and shall be retained by the General Manager for not less than three years.
- 23.2.2.9 Ballot papers for the election of office bearers shall be destroyed after being properly scrutineered and the results issued.
- 23.2.3 A Branch General Meeting or the Branch Committee may decide that a postal Ballot of Ordinary members be taken in which event the Ballot shall be conducted in the following manner:-
- 23.2.3.1 The General Manager shall send, make available or have delivered to each member of the Branch a Ballot paper and an addressed envelope marked "Ballot". This process shall be completed by a date to be set by the General Manager.
- 23.2.3.2 The ballot period, from completion of issuing ballot documents as defined in 23.2.3.1 to the closing date of the ballot shall be not less than 15 days but not more than 21 days.
- 23.2.3.3 The Ballot paper shall on completion be returned to the General Manager. On receipt of such Ballots, the General Manager shall immediately place them in a sealed Ballot box.
- 23.2.3.4 Three scrutineers shall be appointed by the Branch 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 General Manager who shall immediately advise the Branch Committee of the result of the Ballot.
- 23.2.3.5 The provisions of sub-clauses 23.2.2.4, 23.2.2.6 and 23.2.2.8 shall *mutatis mutandis* apply in the case of a postal Ballot.
- 23.2.4 A Branch General Meeting or the Branch Committee may decide that a ballot of Ordinary Members be taken using a secret telephone and/or electronic balloting system, in which event the ballot shall be conducted in the following manner:-
- 23.2.4.1 The General Manager shall send or have delivered to each member of the Branch a ballot notice marked "Ballot". This process shall be completed by a date to be set by the General Manager, and the General Manager shall in the ballot notices advise a beginning and end date for the ballot and shall provide instructions for contacting the telephone or electronic access point for the ballot. No end date shall be longer than 15 (fifteen) days from the start of any ballot.
- 23.2.4.2 The General Manager shall set up or have set up a secret telephone or electronic access point which will be contacted by Ordinary Members to cast their ballot and which will: (1) allow only Ordinary Members access to the system; (2) state the issue to be voted on; (3) receive and record anonymously the Ordinary Member's vote on the issue starting from the beginning date and ending on the end date; (4) allow an Ordinary Member to re-access the system at any time before the end date of the ballot to change his or her vote; (5) prevent any Ordinary member from submitting more than one vote on the same issue; and (6) provide a written, certified true and correct count of the various votes received to the General Manager within 1 day of the end date of the ballot.
- 23.2.4.3 The General Manager shall not disclose the contents of the written ballot report received to any person and shall place the written ballot report in a sealed ballot box immediately upon receiving it.
- 23.2.4.4 Three scrutineers shall be appointed by the Branch Committee to ascertain the result of the ballot. The ballot box shall be opened by the scrutineers in the presence of the General Manager, and the scrutineers shall then within 5 (five) days audit the conduct of the ballot. The scrutineers shall then either: (1) advise the General Manager that they accept the outcome of the ballot and advise the General Manager of the outcome; or (2) reject the outcome of the ballot and order that the ballot be re-taken in the event that in their sole discretion the requirements of sub-clause 1.2.3.6.2 were not complied with in any way during or in respect of the ballot. The General Manager shall immediately advise the Branch Committee of the findings of the scrutineers and the result of the ballot if applicable.

- 23.2.4.5 The provisions of sub-clauses 23.1.3.4, 23.1.3.6 and 23.1.3.8 shall *mutatis mutandis* apply in the case of a postal ballot.
- 23.2.5 No Ballot involving the declaration of or participation in a strike shall be taken until the matter giving occasion therefor shall be dealt with as prescribed by the Labour Relations Act, 1995.

23.3 Affiliated Group Ballots

- 23.3.1 A ballot on any question at Affiliated Group level shall be taken if the specific Affiliated Group Committee of the Association so decides, and shall also be taken:-
- 23.3.1.1 if demanded in writing by not less than 4 or 10% of the members of the Affiliated Group in good standing, OR
- 23.3.1.2 to fill a vacancy / vacancies on an Affiliated Group committee, OR
- 23.3.1.3 on any proposal to declare or take part in a strike.
- 23.3.2 Ballots shall be conducted in the following manner:-
- 23.3.2.1 Notice in writing of a Ballot shall be given by the General Manager to each Ordinary member of the Affiliated Group, at least seven days before the Ballot is to be taken, provided that a Ballot may be taken without notice at any Affiliated Group General Meeting on the decision of a majority of the Ordinary Members present.
- 23.3.2.2 Three scrutineers shall be appointed by the Affiliated Group Committee or an Affiliated Group General Meeting to supervise any Ballot and to ascertain the result thereof.
- 23.3.2.3 Except in the case of postal or telephone or electronic ballots, ballots shall be conducted at the place, on the date and during the hours as may be specified in the notice referred to in sub-clause 23.3.2.1.
- 23.3.2.4 Ballot papers shall be provided by the Affiliated Group Committee. Such papers shall not identify the voters. Except in the case of a Ballot taken without notice at an Affiliated Group General Meeting of the Association, the issue to be voted upon shall be set forth clearly on the Ballot papers.
- 23.3.2.5 Ballot papers shall be issued on demand at the place and during the hours fixed for the taking of the Ballot, to each Ordinary Member who is entitled to vote.
- 23.3.2.6 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 vote. Papers bearing any other marks shall be regarded as spoilt and shall not be counted.
- 23.3.2.7 On completion of the Ballot or so soon thereafter as is possible, the result thereof shall be ascertained by the scrutineers in the presence of the General Manager and made known through this official.
- 23.3.2.8 Ballot papers, including spoilt papers shall be placed in a sealed box again after they have been counted and shall be retained by the General Manager for not less than three years.
- 23.3.2.9 Ballot papers for the election of office bearers shall be destroyed after being properly scrutineered and the results issued.
- 23.3.3 An Affiliated Group General Meeting or the Affiliated Group Committee may decide that a postal Ballot of Ordinary members be taken in which event the Ballot shall be conducted in the following manner:-
- 23.3.3.1 The General Manager shall send, make available or have delivered to each member of the Affiliated Group a Ballot paper and an addressed envelope marked "Ballot". This process shall be completed by a date to be set by the General Manager.
- 23.3.3.2 The Ballot paper shall on completion be returned so as to reach the General Manager within twenty one (21) days from the closing date for issuing such ballots. On receipt of such Ballots, the General Manager shall immediately place them in a sealed Ballot box.
- 23.3.3.3 Three scrutineers shall be appointed by the Affiliated Group 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 General Manager who shall immediately advise the Affiliated Group Committee of the result of the Ballot.
- 23.3.3.4 The provisions of sub-clauses 23.3.2.4, 23.3.2.6 and 23.3.2.8 shall *mutatis mutandis* apply in the case of a postal Ballot.
- 23.3.4 A Affiliated Group General Meeting or the Affiliated Group Committee may decide that a ballot of Ordinary Members be taken using a secret telephone and/or electronic balloting system, in which event the ballot shall be conducted in the following manner:-
- 23.3.4.1 The General Manager shall send or have delivered to each member of the Affiliated Group a ballot notice marked "Ballot". This process shall be completed by a date to be set by the General Manager, and the General Manager shall in the ballot notices advise a beginning and end date for the ballot and shall provide instructions for contacting the telephone or electronic access point for the ballot. No end date shall be longer than 15 (fifteen) days from the start of any ballot.

- 23.3.4.2 The General Manager shall set up or have set up a secret telephone or electronic access point which will be contacted by Ordinary Members to cast their ballot and which will: (1) allow only Ordinary Members access to the system; (2) state the issue to be voted on; (3) receive and record anonymously the Ordinary Member's vote on the issue starting from the beginning date and ending on the end date; (4) allow an Ordinary Member to re-access the system at any time before the end date of the ballot to change his or her vote; (5) prevent any Ordinary member from submitting more than one vote on the same issue; and (6) provide a written, certified true and correct count of the various votes received to the General Manager within 1 day of the end date of the ballot.
- 23.3.4.3 The General Manager shall not disclose the contents of the written ballot report received to any person and shall place the written ballot report in a sealed ballot box immediately upon receiving it.
- 23.3.4.4 Three scrutineers shall be appointed by the Affiliated Group Committee to ascertain the result of the ballot. The ballot box shall be opened by the scrutineers in the presence of the General Manager, and the scrutineers shall then within 5 (five) days audit the conduct of the ballot. The scrutineers shall then either: (1) advise the General Manager that they accept the outcome of the ballot and advise the General Manager of the outcome; or (2) reject the outcome of the ballot and order that the ballot be re-taken in the event that in their sole discretion the requirements of sub-clause 1.2.3.6.2 were not complied with in any way during or in respect of the ballot. The General Manager shall immediately advise the Affiliated Group Committee of the findings of the scrutineers and the result of the ballot if applicable.
- 23.3.4.5 The provisions of sub-clauses 23.1.3.4, 23.1.3.6 and 23.1.3.8 shall *mutatis mutandis* apply in the case of a postal ballot.
- 23.3.5 No Ballot involving the declaration of or participation in a strike shall be taken until the matter giving occasion therefor shall be dealt with as prescribed by the Labour Relations Act, 1995.

24. REPRESENTATION ON BARGAINING OR STATUTORY COUNCILS

- 24.1 The National Executive may at any time decide that the Association shall become a party to a Bargaining Council or statutory council in terms of the Labour Relations Act, 1995.
- 24.2 Representatives and their alternates shall be appointed by the National Executive. Members to represent the Association on any such Council or Board shall be appointed by the National Executive.
- 24.3 In the event of the resignation or death of a representative, or his removal by the National Executive, the resulting vacancy shall be filled by a member of the National Executive.
- 24.4 Representatives shall have the power to enter into agreements on behalf of the Association, subject to any mandate given by the National Executive or at a National Conference of the Association.
- 24.5 Representatives or their alternates on a bargaining or statutory council may be removed by the National Executive, and may resign by giving 1(one) month's notice to the National Executive or such notice as may be prescribed in the constitution of the council concerned.

25. REMOVAL AND REINSTATEMENT OF ASSOCIATION OFFICE BEARERS, BRANCH COMMITTEE MEMBERS, AFFILIATED GROUP COMMITTEE MEMBERS AND OFFICIALS

- 25.1 An office-bearer, committee member or official may be removed from office:
- a) if he infringes any of the provisions of this Constitution; and/or
 - b) if he acts in a manner which is detrimental to the interests of the Association or contrary to the Cannons and Ethics.
- 25.2 No office-bearer may be removed from office unless he has been afforded an opportunity to state his case personally at the National Executive.
- 25.3 An office bearer who has appeared before the National Executive and who is dissatisfied with its decision shall have the right to an appeal to the Review Committee or the Annual National Conference. Notice of appeal shall be given to the General Manager within 30 days of the date on which the decision of the National Executive was communicated to the person concerned. The Review Committee or the Annual National Conference may reverse the decision of the National Executive and the decision of the Review Committee / Annual National Conference shall be final.
- 25.4 If at any time not less than 20% of the Ordinary Members of the Association in good standing, submit a written request to the National Executive for the taking of a ballot of members in order to determine whether an office-bearer, branch committee member or affiliated group committee member named in such request, shall be removed from office, such a ballot shall be conducted within 30 days of the receipt of the request by the Committee. If at the resultant ballot not less than 60% of the relevant members in good standing vote in favour of his removal the office-bearer, branch committee member or affiliated group committee member concerned shall vacate his office as from the date on which the result of the ballot is known. Any vacancy resulting from such removal shall be filled in the manner laid down in this Constitution.
- 25.5 Whenever an office-bearer, branch committee member or affiliated group committee member has been removed from office in terms of this Constitution but other than under sub-clause 25.4, not less than 20% of the Association's relevant members in good standing may, not later than 30 days after the date of such removal, submit a written request to the National Executive for the taking of a ballot of members in order to determine whether the office-bearer, branch committee member or affiliated group

committee member so removed from office, shall be re-instated and such ballot shall be conducted within 30 days after the receipt of the request by the Committee. The office-bearer, branch committee member or affiliated group committee member concerned shall be re-instated if at the ballot not less than 60% of relevant members of the Association in good standing vote in favour thereof.

- 25.6 The office of a member of the National Executive shall be vacated if he is promoted to any Executive or Managerial post in his company, or ceases to be a member of the Association, or is absent from three consecutive meetings of the National Executive without having obtained leave, provided his official duties shall not have been the cause of his unavailability.
- 25.7 All of the above procedures shall also be applicable to Branches and Affiliated Groups, with the exception that the various Branches and Affiliated Groups will act independently from the National Executive.
- 25.8 The procedure for removal and reinstatement of officials shall be as required by South African labour law.

26. FINANCIAL

26.1 Financial Year

The financial year of the Association shall commence on 1 January and end 31 December the same year. The General Manager shall prepare a statement of income and expenditure and a balance sheet in respect of each financial year. Such statements and balance sheets shall be dealt with as required by section 98(2) of the Labour Relations Act, 1995.

26.2 Non-Profit Organisation

The income and property of the Association whensoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Constitution, and for such other lawful purposes as may be decided upon by the National Executive or the Annual National Conference, and no portion thereof shall be paid or transferred directly or indirectly, by way of profit, to the members of the Association; provided that nothing herein contained shall prevent the payment, in good faith, of remuneration to any officer or servant of the Association or to any member thereof or other person in return for any service actually rendered to the Association; or payments to any member who may be financially adversely affected by reason of any act, resolution, or decision of the Association.

26.3 Vesting of Assets

- 26.3.1 All the assets of the Association shall vest in the National Executive as Trustees or in persons or bodies nominated by the National Executive for this purpose.
- 26.3.2 Such Trustees, persons or bodies shall not be obliged to file security under any law whatsoever.

26.4 Branch Contingency Funds

- 26.4.1 A Branch / Affiliated Group contingency fund may be established for each Branch / Affiliated Group into which the National Executive shall effect payment of monies levied by the Branch / Affiliated Group on its membership for the specific use of the Branch over and above minimum Association subscriptions.
- 26.4.2 The National Executive may not draw on the Contingency funds of a Branch / Affiliated Group without the consent of the Branch / Affiliated Group Committee.
- 26.4.3 Should a Branch / Affiliated Group cease to exist as such, its assets shall devolve on the Association.

26.5 Appointment of Auditors

Each year the incoming National Conference shall, prior to the end of that financial year, confirm the appointment of Auditors for the following financial year.

26.6 Liability of Members

The liability of members of any class is limited to the amount of unpaid subscriptions or other monies owing by them to the Association.

26.7 Claims on Funds

A member who resigns or is expelled from membership of the Association shall have no claim on the funds of the Association.

26.8 Funds Received

The funds received by the General Manager on behalf of the Association shall be deposited within 5 (five) days of receipt, at a bank decided upon by the National Executive.

26.9 Fines

Wherever in this Constitution provision is made for the imposition of a fine on a member, such fine shall not exceed R1000,00 in the case of a first offence, and R 3000,00 in respect of every further offence.

27. INTERPRETATION

In case of bona fide doubt or dispute as to the meaning or interpretation of any of the rules and by-laws of the Association, or in connection with any other matter whatsoever, the National Executive for the time being shall be the arbiter and its decision shall be binding upon the members of all classes of the Association, subject to any resolution of a National Conference of the Association.

28. AMENDMENTS TO THE CONSTITUTION

- 28.1 It shall be lawful, by a majority of not less than two-thirds of the votes of those present in person or holding proxies and entitled to vote at a National Conference of the Association, to add to, repeal, amend, vary, modify, or alter anything contained in the Constitution.
- 28.2 It shall further be lawful for the National Executive to conduct a postal ballot of Ordinary Members on any Constitutional amendment which may have been approved by the majority of voting members at a National Executive meeting. If, as a result of the postal ballot, two-thirds of the total Ordinary Membership are in favour of the proposed alterations to the rules, provided that abstentions would not count as being in favour, the alterations shall be incorporated into the Constitution.
- 28.3 No amendment or addition shall have any force or effect until certified in terms of Section 101(3) of the Labour Relations Act, 1995.

29. WINDING UP

- 29.1 National Association
- 29.1.1 The Association shall be wound up if at a ballot conducted in the manner prescribed in the Constitution not less than three-fourths of the total number of Ordinary Members of the Association in good standing vote in favour of a resolution that the Association be wound up or, subject to the provisions of Section 103 of the Labour Relations Act, 1995 if for any reason the Association is unable to continue to function.
- 29.1.2 If a resolution for the winding up of the Association has been passed as provided in sub-clause 29.1.1 or if for any reason the Association is unable to continue to function the following provisions shall apply:-
- 29.1.3 The last-appointed President of the Association or if he is not available, the available members of the last-appointed National Executive of the Association shall forthwith transmit to the Registrar of Labour Relations appointed in terms of the Labour Relations Act, 1995, a statement signed by him or them setting forth the resolution adopted or the reasons for the Association's inability to continue to function, as the case may be, and the available members of the Association's last-appointed National Executive shall appoint a liquidator to carry out the winding-up. The liquidator shall not be a member of the Association and shall be paid such fees as may be agreed upon between him and the members of the Association's last-appointed National Executive who were in good standing as at the date of dissolution. Should the parties fail to agree upon the fees to be paid, the Registrar shall fix the basis on which the liquidator shall be paid.
- 29.1.4 The liquidator so appointed shall call upon the last-appointed office-bearers and officials of the Association to deliver to him the Association's books of account showing the Association's assets and liabilities together with the register of members showing for the twelve months prior to the date on which the resolution for winding-up was passed or the date as from which the Association was unable to continue to function, as the case may be, hereinafter referred to as the date of dissolution, the subscriptions paid as at the said date. The liquidator shall also call upon the said office-bearers and officials of the Association to hand over to him all unexpended funds of the Association and to deliver to him the Association's assets and the documents necessary in order to liquidate the assets.
- 29.1.5 The liquidator shall take the necessary steps to liquidate the debts of the Association from its unexpended funds and any other monies realised from any assets of the Association and if the said funds and monies are insufficient to pay all creditors after the liquidator's fees and the expenses of winding-up have been met the order in which creditors shall be paid shall, subject to the provisions of sub-clause 29.1.6 be the same as that prescribed in any law for the time being in force relating to the distribution of the assets of an insolvent estate and liquidator's fees and the expenses of winding-up shall rank in order of preference as though he were a liquidator of an insolvent estate and as though the expenses were the costs of sequestration of an insolvent estate.
- 29.1.6 After the payment of all debts in accordance with sub-clause 29.1.5, the remaining funds, if any, shall be distributed by the liquidator in the first instance to any one or more of the branches that continue to operate as organisations of flight deck crew and which are exempt from tax. Thereafter to any similar organisation with the Republic of South Africa, which is itself exempt from income tax. Notwithstanding anything else contained in this sub-clause, should the Association be wound up or dissolved in such a way that one or more of the Branches continue to operate as organisations of flight deck crew, or should one or more Branches break away from the Association, the Branch contingency funds or similar assets built up by the Branches in question shall accrue to them and become the property of such organisations on condition that such organisations within the Republic of South Africa are exempt from income tax.
- 29.1.7 The liability of members shall for the purposes of this clause be limited to the amount of subscriptions due by them to the Association in terms of this Constitution as at the date of dissolution.
- 29.2 Branches
- 29.2.1 A Branch shall be wound up if at a ballot conducted in the manner prescribed in the Constitution not less than three-fourths of the total number of Ordinary Members of the Branch in good standing vote in favour of a resolution that the Branch be wound up.
- 29.2.2 A Branch may resign from the Association by giving one month's notice in writing to the National Executive. Such Branch shall be liable for all monies due to the Association up to the effective date of the resignation.
- 29.2.3 Branch status shall be terminated if a Branch no longer meets the criteria for eligibility in terms of this Constitution, save in the special circumstances provided for therein. Such termination shall be ratified by a majority vote at a meeting of the National Executive.

29.3 Affiliated Groups

- 29.3.1 An Affiliated Group shall be wound up if at a ballot conducted in the manner prescribed in the Constitution not less than three-fourths of the total number of Ordinary Members of the Affiliated Group in good standing vote in favour of a resolution that the Affiliated Group be wound up.
- 29.3.2 An Affiliated Group may resign from the Association by giving one month's notice in writing to the National Executive. Such Affiliated Group shall be liable for all monies due to the Association up to the effective date of the resignation.
- 29.3.3 Affiliated Group status shall be terminated if an Affiliated Group no longer meets the criteria for eligibility in terms this Constitution, save in the special circumstances provided for therein. Such termination shall be ratified by a majority vote at a meeting of the National Executive.

30. MERGERS

If any employers' organisation/trade union registered as such in terms of the Labour Relations Act, 1995 (hereinafter referred to as the "other organisation/union") resolves to wind up its affairs with a view to its members joining and its unexpended funds being transferred to this organisation/union, then, should the National Executive of the Association agree, the members of the other organisation/union who are in good standing on the date of its dissolution, shall be entitled to automatic admission to full membership of this organisation/union, provided that the provisions of this clause shall cease to apply in respect of any such member of the other organisation/union who within three (3) months of the aforementioned date notifies this organisation/union in writing, that he does not wish to join it or who terminates his membership.

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S Ferreira
General Manager

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A Laubser
President