



SOUTH AFRICAN ASSOCIATION OF LABOUR DISPUTE RESOLUTION PRACTITIONERS

The SALDREP Constitution

1. NAME

The name of the association is the South African Association of Labour Dispute Resolution Practitioners, referred to as “SALDREP” or “Saldrep” and referred to in this constitution as “the Association”.

2. LEGAL PERSONALITY

2.1 The Association is a body corporate with perpetual succession capable of entering into contractual and other relations and which may sue or be sued in its own name.

2.2 SALDREP is not an association for gain.

2.3 The Association’s income and property are not distributable to its members, officials or trustees except as reasonable compensation for services rendered.

3. PURPOSE

3.1 The main objects for which the Association is established are:

3.1.1 to advance and promote the practice and profession of labour dispute resolution in South Africa;

3.1.2 to promote the exchange of ideas and information concerning dispute resolution;

3.1.3 to promote collaboration between CCMA commissioners, Bargaining Council panellists and other mediators and arbitrators who practice dispute resolution in South Africa and the institutions that use their services, including private dispute resolution agencies;

3.1.4 to advance knowledge about labour dispute resolution and to promote training and continuous professional development relevant to the practice;

3.1.5 to articulate and represent the interests of South African labour dispute resolution practitioners;

3.1.6 to enter into agreements on behalf of members;

- 3.1.7 to promote ethical standards and integrity in the practice of labour dispute resolution;
 - 3.1.8 to promote communication and interaction between persons engaged in the field of dispute resolution;
 - 3.1.9 to promote the right to earn a livelihood in the practice of labour dispute resolution;
 - 3.1.10 to negotiate and secure benefits of a financial nature or otherwise for members; and
 - 3.1.11 to consult on, negotiate and secure favourable terms and conditions of work at or through the various institutions or workplaces where labour dispute resolution is practiced.
- 3.2 The Association is entitled in furthering its objects to:
- 3.2.1 initiate, conduct and support conferences, exhibitions and programmes aimed at enhancing understanding and awareness of the objectives of the Association among dispute resolution bodies and bargaining councils; the social partners being business, labour government and community; Government and related institutions; educational and training institutions; and the public generally;
 - 3.2.2 co-operate with bodies whose purpose is consistent with some or all of the objects of the Association;
 - 3.2.3 affiliate with and maintain relationships with regional and international bodies whose objects are consistent with some or all of those of the Association;
 - 3.2.4 make representations to appropriate parties and authorities concerning the content of draft and proposed labour legislation, regulations, rules, guidelines, codes of good practice, codes of conduct, practice notes, policies, procedures, forms and similar instruments that impact on labour dispute resolution in South Africa; and concerning the training of labour dispute resolution practitioners;
 - 3.2.5 initiate and conduct seminars and training programmes in labour dispute resolution and related topics;
 - 3.2.6 enter into agreements on behalf of members; and
 - 3.2.7 take any other action that may be necessary or expedient in support of its objects.

4. MEMBERSHIP

- 4.1 Membership of the Association is open to all persons who preside over matters in the field of labour dispute resolution who subscribe to the Association's objects.
- 4.2 For the purposes of membership and this constitution, "labour dispute resolution practitioners" means any person who conducts and resolves labour disputes through mediation and/or arbitration and associated work as an independent third party, whether he or she practices privately or through the CCMA, a bargaining council or a private agency. Members of trade unions or employers' organisations are specifically excluded from this definition and are not eligible to be members of the Association.
- 4.3 The association has two types of membership – full membership and limited membership. Limited membership means that the member is not entitled to hold office in the Association or to vote but the member is free to engage in the other activities and enjoy the benefits of full membership.

- 4.4 Despite the provisions in clause 4.2, full-time employees of organisations that practice labour dispute resolution, such as bargaining councils, private agencies and the CCMA, are eligible for limited membership at a reduced membership fee to be determined by the National Committee. On ceasing full-time employment, the member may convert to full membership unless he or she is otherwise excluded.
- 4.5 Academics and students of labour dispute resolution practice and candidate commissioners are eligible for limited membership at a reduced fee to be determined by the National Committee.
- 4.6 Any person who wishes to become a member of the Association may apply either to the General Secretary of the Association or to the Administrator of the forum in whose area of operation that person practices.
- 4.7 In the discretion of the National Committee, the applicant may be enrolled as a member of the Association and he or she will also be enrolled on the forum in whose geographic area of operation he or she practices.
- 4.8 The Association will not discriminate in membership on the basis of race, colour, sex, gender, religion, belief, age or disability, or on any other arbitrary ground.
- 4.9 Once enrolled, a member is bound by this constitution.
- 4.10 Each member shall pay the membership fee into the Association's bank account, in the amount determined by the National Committee and reviewed annually.
- 4.11 Each member must timeously pay all fees for which the member may be liable in accordance with this constitution and any rules made in terms of this constitution.
- 4.12 On recommendation of the National Committee, the AGM may admit any person as an honorary member if it thinks that it is in the interests of the Association to do so. Honorary members have all the privileges of ordinary membership, but are not required to pay membership fees. No more than two honorary members may be admitted at any AGM.
- 4.13 Membership of the Association is terminated by –
- 4.13.1 the death of the member;
- 4.13.2 written notice of termination addressed by the member to the General Secretary of the Association or the administrator of the forum in whose area of operation the member practices;
- 4.13.3 the member's failure to pay the membership fee within a period of three months from the date upon which such payment becomes due; or
- 4.13.4 a resolution of the National Committee.
- 4.14 The liability of any member of the Association is limited to the amount of that member's outstanding membership fees, if any.
- 4.15 No member is personally liable for any debts, obligations or liabilities incurred by the Association.

5. POWERS

5.1 The Association has the following powers to realise its purpose:

- 5.1.1 to accept donations;
- 5.1.2 to organise meetings, lectures, exhibitions and allied undertakings;
- 5.1.3 to collect funds and raise revenues for the purposes of the Association through membership fees, donations, collections, grants and all other lawful means;
- 5.1.4 to receive, acquire and hold immovable or other property for the purposes of the Association and to sell, lease or otherwise dispose of or deal with any such property;
- 5.1.5 to open, maintain and operate accounts and to invest monies in securities or on fixed deposit in banks or other financial institutions or in any other such manner that may be determined;
- 5.1.6 to lend and borrow money and secure the repayment thereof by any lawful means;
- 5.1.7 to buy, sell and otherwise transact;
- 5.1.8 to do all or any of the above things as principal, agents, contractors, trustees or otherwise, either alone or in conjunction with others;
- 5.1.9 to admit any persons to be members of the Association;
- 5.1.10 to promote or assist in the promotion of, or to take over the whole of the property or organisation of any other association or organisation or company having objects similar to the objects of the Association;
- 5.1.11 to employ any person or contract with any person;
- 5.1.12 to make ethical rules, codes of conduct and guidelines;
- 5.1.13 to enter into agreements on behalf of members; and
- 5.1.14 to make representations, to sue and to appear as the Association in its own right, on behalf of a member or members and/or as amicus curiae in any South African court of law, arbitration or other dispute resolution process;

5.2 The association may not transfer any of its money or property to its members or the Executive Committee. The only time it can do this is when it pays for work that a member has done for the association. The payment must be a reasonable amount for the work that has been done.

5.3 Members of the association may only get money back from the association for expenses that she or he has paid for or on behalf of the association, and for which authorisation has been granted.

5.4 The members of the association do not have any right over property that belongs to the association.

6. MEETINGS

6.1 An Annual General Meeting (AGM) of members of the Association must be held every year at a date place and time to be determined by the National Committee, which may include an online meeting.

6.2 A conference should be held at least every three years but failure to do so will not be regarded as a breach of this constitution.

- 6.3 Members must be given fourteen (14) days' written notice of the holding of the AGM. The notice must specify the place, the day and time of the meeting.
- 6.4 The agenda of the AGM of the Association includes –
- 6.4.1 receiving the annual report/s of the Association's affairs and the audited financial statements and accounts of the Association;
 - 6.4.2 the appointment of auditors;
 - 6.4.3 the election of office bearers of the Association, if such positions are vacant or becoming vacant;
 - 6.4.4 the election of National Committee members, other than members nominated by any forum established in terms of clause 7, if such positions are vacant or becoming vacant;
 - 6.4.5 confirmation of two forum representatives from each forum to appointment on the National Committee;
 - 6.4.6 the determination of membership fees; and
 - 6.4.7 any other agenda items which the National Committee may deem necessary.
- 6.5 The National Committee or one-third of paid-up members may at any time, but on not less than fourteen (14) days' written notice to each member, call a Special Meeting of the Association.
- 6.6 For any General (including AGM) or Special Meeting, a quorum shall consist of a minimum of one tenth of the Association's paid up members, present at the meeting or by proxy, and presence may include online presence. If there is no quorum present thirty (30) minutes after the time for which the meeting was called, the meeting must be postponed to a future date.
- 6.7 If no quorum is obtained at the reconvened meeting, then members present constitute a quorum and may proceed to deal with the items on the agenda.
- 6.8 Each member present at the meeting of the Association has one vote.
- 6.9 With the exception of an amendment to this constitution referred to in clauses 12 and 13, decisions at the AGM or a special meeting shall be taken by simple majority vote.
- 6.10 A member of the Association may appoint a proxy to attend any meeting of the Association and to vote. The proxy must be authorised, in writing, by the member concerned. Members present by proxy must be included as members present for the purposes of obtaining any quorum required by this constitution.
- 6.11 The President must chair all General and Special Meetings of the Association. If the President is unable to chair a meeting, the Vice-President or other member present elected for that purpose, may do so.
- 6.12 Where it is not possible to convene a meeting in person or online, members will be provided with the relevant information electronically and decisions may be made on the basis of electronically communicated votes.

7. OFFICE BEARERS

- 7.1 The AGM of members convened in terms of clause 6.1 must elect a President, who holds office for a period of thirty-six (36) months.
- 7.2 After the election of the President, the AGM must elect a Vice-President, who holds office for a period of thirty-six (36) months.
- 7.3 After the election of a Vice President, the AGM must elect a General Secretary who holds office for a period of thirty-six (36) months.
- 7.4 After the election of a General Secretary, the AGM must elect a National Administrator who is responsible for record-keeping, finance and general administration. The National Administrator holds office for a period of thirty-six (36) months.
- 7.5 The General Secretary may be required to serve certain hours and may be remunerated on a basis determined by the National Committee and reviewed annually.
- 7.6 The National Administrator may be required to serve certain hours and may be remunerated on a basis determined by the National Committee and reviewed annually.
- 7.7 At each AGM, two (2) forum representatives from each forum will be confirmed as elected members of the National Committee.
- 7.8 At the AGM, an additional five members will be elected to the National Committee.
- 7.9 Any office bearer is eligible for re-election on expiry of his or her term of office, except that no office bearer may hold office for more than two consecutive terms, being six (6) years from the date of election. However, an office bearer may hold office for more than one such six-year period, provided that at least two years have elapsed between the end of the previous period of office and the beginning of the next.

8. COMMITTEES

- 8.1 The financial management and control of the day to day affairs of the Association vest in the National Executive Committee (NEC). The President, Deputy President, General Secretary and National Administrator make up the NEC of the Association. The NEC is accountable to the National Committee.
- 8.2 The President, Vice President, General Secretary and National Administrator sit on the National Committee. In addition, two Forum Representatives from each forum must be elected in the respective forums prior to the AGM where their appointment to the National Committee will be confirmed. An additional five members elected at the AGM also sit on the National Committee.
- 8.3 In the event that a Forum Representative is elected to the National Committee as an office bearer, the relevant forum must replace the Forum Representative by election at the AGM or the next forum meeting or a special meeting.
- 8.4 Each member of the National Committee has one vote on that committee.
- 8.5 In the event of a split vote, the President has a casting vote.
- 8.6 The National Committee must appoint a treasurer who is competent in accounting in order to keep books of the Association's affairs. The treasurer may be drawn from the National Committee or any member of a forum. The treasurer is appointed for his or her

skills and not elected. If there is no member who is willing and able (in the opinion of the National Committee) to serve as treasurer, the National Committee may appoint a non-member as bookkeeper / treasurer.

- 8.7 Unless the treasurer is appointed from the National Committee, the treasurer does not have a vote on the National Committee. If the treasurer is a member of the Association, he or she has a vote in the forum to which they belong.
- 8.8 Committee members may be allocated portfolios, in which case the member shall report on the portfolio's activities at committee meetings.
- 8.9 Committee members hold office for a period of three years, from the date of appointment to the National Committee, unless they resign or are removed from office before the expiry of that period. A National Committee member other than the President, Vice President, General Secretary or National Administrator who has not been removed from office is always eligible for re-election upon the expiry of his or her term of office.
- 8.10 A casual vacancy caused by an office bearer of the National Committee ceasing to hold office for any reason may be filled by the National Committee for the unexpired portion of the period of office of the office bearer or member concerned. If a vacancy is caused by an elected member ceasing to hold office, the forum which appointed that member has the right to fill the vacancy for the unexpired portion of the period of office of the member concerned.
- 8.11 The National Committee has the power and duty to execute and realise all the purposes and powers of the Association as set out in this constitution.
- 8.12 The National Committee has the power to delegate any or all of its powers and functions to the NEC.
- 8.13 In particular, the National Committee has the following powers and duties –
 - 8.13.1 The determination of the general policy, the direction and control of the operations of the Association.
 - 8.13.2 By a resolution passed by a majority of two thirds of their number present at a meeting called for that purpose, the National Committee may remove any National Committee member(s) from office on good cause shown.
 - 8.13.3 The National Committee shall determine the remuneration of the General Secretary and National Administrator, or any other person whose services are contracted by the Association.
 - 8.13.4 The National Committee must determine the rules governing –
 - 8.13.4.1 membership of the Association;
 - 8.13.4.2 the convening of meetings of committees and of the Association;
 - 8.13.4.3 proceedings at meetings;
 - 8.13.4.4 nomination and voting at meetings;
 - 8.13.4.5 the manner in which votes may be exercised; and
 - 8.13.4.6 subscriptions or fees payable by members.

- 8.14 Decisions may be taken by the National Committee and/or NEC at meetings, or by electronic communication or by round robin. Decisions should be taken by consensus or, where necessary, by a simple majority vote of the members present.
- 8.15 The National Committee must act and manage the affairs of the Association in accordance with the objects set out in this constitution.

9. ADMINISTRATION

- 9.1 The day to day administrative functions of the Association are under the control of the National Administrator who is accountable to the NEC.
- 9.2 The NEC must act and manage the affairs of the Association in accordance with the objects set out in this constitution.
- 9.3 The NEC accounts to the National Committee.
- 9.4 The NEC has the following powers –
- 9.4.1 to pay, at the determined fee, office bearers in the position of General Secretary and National Administrator;
 - 9.4.2 to pay, at its discretion, all costs and charges incidental to the promotion, further growth and establishment of the Association;
 - 9.4.3 to pay or refund all costs and expenditure incurred for the benefit of the Association and any of its ventures or programmes;
 - 9.4.4 to award, at its discretion, bursaries and prizes relating to the study of labour dispute resolution;
 - 9.4.5 to carry out and further all or any of the purposes of the Association set out in this constitution;
 - 9.4.6 to borrow and raise money, subject to the provisions of this constitution and
 - 9.4.7 to execute in the name of the Association any mortgage, deed of sale, lease and other contracts and also to make, draw, accept and endorse bills, notes and other instruments;
 - 9.4.8 to appoint a spokesperson from among any of the Association's members;
 - 9.4.9 to institute and also to defend action for the Association and/or its members and to submit matters to arbitration and to delegate authority to represent the Association in such proceedings;
 - 9.4.10 to delegate to any forum established in terms of clause 7 such powers as are necessary and expedient to ensure the proper administration and functioning of the Association; and
 - 9.4.11 to delegate to any sub-committee, whether composed of members of the National Committee or not, any of its powers and to invest them respectively with any other powers that are expedient for the due conduct, management and regulation of any of affairs of the Association, and to remunerate them for special services rendered by them in such manner as approved by the National Committee.

9.4.12 The National Committee and NEC must maintain minutes of its meetings and the resolutions taken at those meetings as well as records of all appointments of members of the National Committee and officers of the Association.

10. REGIONAL FORUMS

10.1 The National Committee may establish and name, as well as re-constitute, regional forums of the Association.

10.2 Forums may be established in respect of one or more of any of the provinces or regions of the Republic of South Africa.

10.3 It is recorded that, as at inception of the Association, four forums are established, as follows:

10.3.1 West Coast forum consisting of Northern Cape and Western Cape provinces;

10.3.2 East Coast Forum consisting of Eastern Cape and Kwa-Zulu Natal provinces;

10.3.3 Northern Forum consisting of Limpopo, Mpumalanga, North West provinces and Tshwane region;

10.3.4 Central Forum consisting of Free State province and Johannesburg and Ekurhuleni regions.

10.4 When the National Committee considers whether to establish a forum of the Association, it must take into account the number of persons eligible for membership of the forum intended to be established, and the numbers of members in existing forums; the interests of any existing forum; and the degree to which the intended forum is likely to be broadly representative of persons in the province or region who are eligible for membership of the Association.

10.5 The forums shall operate solely in accordance with this constitution and shall neither be required nor entitled to adopt their own constitutions.

10.6 The National Committee shall have the power to delegate such of its powers as it considers necessary to a forum established in terms of this constitution.

10.7 Each forum of the Association shall convene a Forum General Meeting (FGM) within one month of the AGM and the rules concerning meetings of the Association, with changes required by the context, shall apply to meetings of a forum.

10.8 The forum committee or one-third of paid-up members in the forum in question may at any time, but on not less than fourteen (14) days' written notice to each member of the forum, call a special meeting of the forum.

10.9 Decisions at forum meetings shall be taken by simple majority vote.

10.10 The FGM shall elect a forum committee of not more than 9 members, consisting of at least one Forum Representative from each province or region in that forum (no more than eight (8) forum representatives) and a Forum Administrator.

10.11 The Forum Committee will elect a Chairperson and Vice Chairperson of each forum from among its members.

10.12 A forum committee has the power and duty to execute and realise all the powers of the Association set out in this constitution that have been delegated to it.

- 10.13 A forum committee must maintain minutes of its meetings and all resolutions taken at those meetings and keep records of all appointments of members of the forum committee and officers of the forum.
- 10.14 The NEC may condone or excuse any non-compliance with this constitution by a forum. The NEC may take steps to correct any non-compliance with this constitution by a forum.
- 10.15 In the event that a forum fails to elect a committee, members of that forum may nevertheless elect two representatives to sit on the National Committee.

11. DOMICILIUM

The offices of the Association will be located at a place determined by the National Committee which could include the business premises or residence of the General Secretary or National Administrator.

12. FINANCIAL

- 12.1 The financial year of the Association shall be from 1 March to 28 February each year.
- 12.2 Proper books of account of the Association's affairs must be kept by the Treasurer who is accountable to the National Committee.
- 12.3 The funds of the Association must be used solely for investment or in the service of the objects of the Association. Surplus profits or gains may not be distributed to members, employees or any other person.
- 12.4 At least once every year, the accounts must be examined and the correctness of the statement of income and expenditure and balance sheet must be ascertained by the Association's auditors.
- 12.5 The Association's audited financial statements shall be presented to the membership at the Association's AGM or, in the case where they are not available at such AGM, at a Special AGM convened for that purpose, or alternatively, they will be circulated electronically to all members with provision of a deadline for perusal and submission of comments.
- 12.6 The appointment of the auditors of the Association must be made at the AGM.

13. BANK ACCOUNTS

- 13.1 The Association must open and operate such bank accounts as are necessary to conduct its affairs, save that the accounts must be opened only in its own name at a registered commercial bank.
- 13.2 The National Committee must approve the opening of any bank account.
- 13.3 Signatories to a bank account and the power to transact on behalf of the Association will be determined by the National Committee.

14. AMENDMENTS

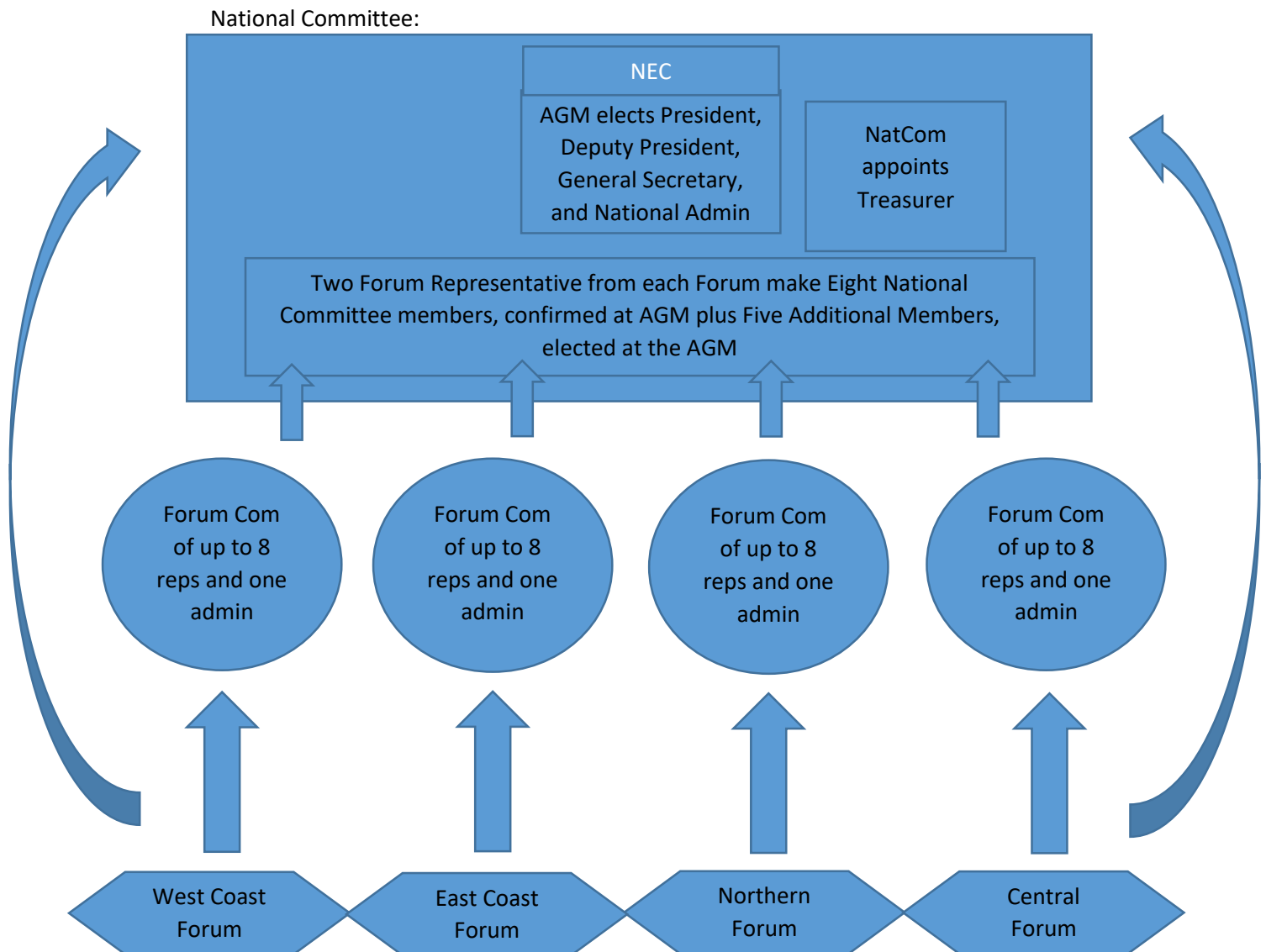
This constitution may be amended by a resolution passed by not less than two-thirds of members of the Association present at the AGM or at a special meeting called for the purpose, by written notice, specifying the amendment proposed to be effected or the resolution to be taken.

15. DISSOLUTION

15.1 The Association may be wound up or liquidated by a resolution passed by not less than two thirds of the members of the Association present at a special meeting called for that purpose, by written notice, specifying the resolution proposed to be taken at the meeting.

15.2 If upon winding up or dissolution of the Association there remains, after the satisfaction of its debts and liabilities, any property or assets, they must not be paid to or distributed among the members of the Association. Any remaining amount may be given or transferred to any other institution having objects similar to those of the Association as may be determined by the Association or any registered charity at or before the time of dissolution.

NATIONAL STRUCTURE OF ASSOCIATION



1. Members of each forum elect a Forum Committee of up to nine (9) Forum Committee members. They also elect a Forum Chairperson and Vice Chairperson and a Forum Administrator. This is done at the Forum General Meeting (FGM).
2. At the FGM, each Forum elects two Forum Representatives to sit on the National Committee.
3. At any AGM depending on vacancies, members elect a President, a Vice President, a General-Secretary and a National Administrator, who make up the National Executive Committee. These office bearers, together with the eight Forum Representatives, and five additional members, make up the National Committee.
4. The National Committee appoints a Treasurer to keep the books of the Association but , unless he or she is a member of NatCom in another capacity, the Treasurer does not have a vote on the National Committee.