



**Constitution**  
(as amended on 23 January 2014)

**Introduction**

- a. The name of the Association shall be the Southern African Communications Industries Association (referred to in this constitution as the SACIA)
- b. The SACIA is established as a Section 21 company (Reg: 2009/019625/08) by the Registrar of Companies and Close Corporations in South Africa
- c. The Southern African Communication Industries Association will provide a service to companies and individuals involved in the broadcast, communications and professional AV industry by providing a forum for discussion and by providing information to assist them in their business.

**Objectives**

The SACIA shall have the following objectives –

- a. To present industry-specific training programmes, conferences and workshops
- b. To foster closer relationships between learning centres, broadcasters, communications professionals and AV professionals within the region
- c. Endorse appropriate trade shows and facilitate travel packages to international events
- d. Negotiate preferential services for the benefit of members – including medical benefits, insurance and savings plans.
- e. Develop an industry-specific bursary programme and promote the development of the broadcast and pro-AV industry in the region.
- f. Provide a forum for the interchange of ideas, techniques and technologies relevant to the broadcast, communications and pro-AV industry in Africa
- g. Organise, support, promote or participate in award functions, ceremonies and events that encourage excellence in communications, broadcasting and the professional AV industry

- h. To be a research and statistical centre, to aggregate and publish statistics, and to provide analysis on the broadcast, communications and pro-AV industry
- i. To be a technical centre providing commentary, guidance and advice on all legal and other regulatory developments of relevance to the communications, broadcast and pro-AV industry.

### **Membership**

Membership of the SACIA is available to companies active within the communications, broadcast and pro-AV industry in Southern Africa. Admission to membership is at the discretion of the Executive Committee.

### **Associates**

The Executive Committee shall, at its discretion, admit as an associate of the SACIA, any individual or organisation that does not qualify for membership but which is otherwise interested in the business. Associates shall be entitled to participate in the affairs of the SACIA as decided by the Executive Committee.

### **Finance of the SACIA**

- a. The Association will operate as a not-for-profit Association. The financial year of the SACIA shall conclude on the last day of February each year but this may be changed by resolution of the Executive Committee.
- b. The subscription scale shall be set by the Executive Committee.
- c. Members and Associates shall pay an annual subscription fixed by the Executive Committee.

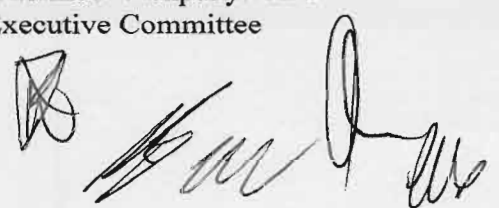
### **Meetings of the SACIA**

The SACIA shall hold an annual general meeting not later than four months after the end of each financial year. At least 10 members of the SACIA, or the Executive Committee, may at any time require the Secretary to convene a general meeting of the SACIA. In convening such a meeting the Secretary shall give not less than 21 days notice to members.

### **Executive Committee**

The affairs of the SACIA shall be directed by an Executive Committee comprising:

- a. Five elected members, selected as representatives of a member company. Each elected member will serve for a two year term. The Executive Committee



may make bye-laws governing the conduct of elections including provision to phase retirements.

- b. No more than three members co-opted by the Executive Committee.
- c. A member of the Executive Committee shall cease to be a member if he resigns from, or if he ceases to hold office in, the institution in which he has hitherto held office.
- d. Each member of the Executive Committee shall have one vote. The Chairman shall have a second, or casting vote in the event of equality.

## **Governance**

- a) No single person may directly or indirectly control the decision-making powers relating to SACIA;
- b) SACIA may not directly or indirectly distribute any of its funds or assets to any person other than in the course of furthering its objectives;
- c) SACIA is required to utilise substantially the whole of its funds for the sole or principal object for which it has been established;
- d) No member may directly or indirectly have any personal or private interest in SACIA;
- e) Substantially the whole of the activities of SACIA must be directed to the furtherance of its sole or principal object and not for the specific benefit of an individual member or minority group;
- f) SACIA may not have a share or other interest in any business, profession or occupation which is carried on by its members;
- g) SACIA must not pay to any employee, office bearer, member or other person any remuneration, as defined in the Fourth Schedule of the Income Tax Act No 58 of 1962, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered;
- h) Substantially the whole of SACIA's funding must be derived from its annual or other long-term members
- i) SACIA must as part of its dissolution transfer its assets to:
  - a. another entity approved by the Commissioner of the South African Revenue Service;
  - b. a public benefit organisation approved in terms of section 30 of the Income Tax Act No 58 of 1962;
  - c. an institution, board or body which is exempt from tax under section 10(1)(cA)(i) of the Income Tax Act No 58 of 1962.



- j) SACIA will comply with such reporting requirements as may be determined by the SARS Commissioner from time to time; and
- k) SACIA will not knowingly become a party to an impermissible avoidance arrangement contemplated in any section of the Income Tax Act No 58 of 1962.

### **Chairman and Vice Chairman**

The Executive Committee shall, at its first meeting in each financial year, elect a Chairman to hold office until the first meeting in the following financial year. The Executive Committee shall also elect a Vice Chairman. No person may hold the office of Chairman, or of Vice Chairman, for more than two consecutive years. In the event of the Chairman or Vice Chairman resigning or ceasing to be a member of the Executive Committee, the Committee shall have power to elect a replacement to serve for the remainder of the term, this period of office not counting for the purpose of the requirement in the previous sentence.

### **Publicity**

The Association shall publish an annual report on its activities and a list of subscribing members. Both these documents will be published on the Association's website with the membership list being always up to date.

### **Committees and Panels**

- a. The Executive Committee may establish and maintain sub-committees and project groups, and may delegate matters to them.
- b. The Executive Committee may appoint technical panels to advise and assist it.

### **Executive Director**

The Executive Committee shall appoint an Executive Director who shall be responsible to it for the management of the Association and who shall also be the principal representative of the Association and the principal policy adviser to the Executive Committee.

### **Delegation**

The Executive Committee and the Executive Director may delegate any of their powers

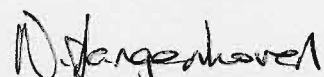
### **Revision of the Constitution**




This constitution shall be amended by the SACIA, provided that at least 75% of the members of the SACIA present at the meeting vote in favour of amendments of which prior notice has been given.

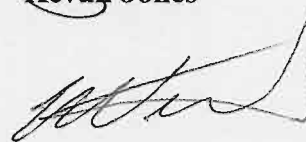
This Constitution is adopted by the Board in a meeting held at

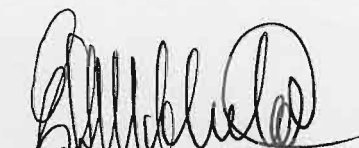
RANDBURG on 23 JANUARY 2014

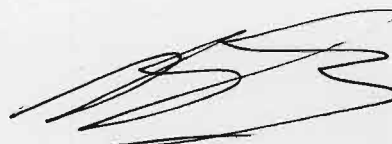
  
**Wynand Langenhoven**

  
**Kevan Jones**

  
**Elaine Shellard**

  
**Thys Venter**

  
**Sibi Mokholo**

  
**Bruce Genricks**