



ZAMBIA SPORTS FISHING ASSOCIATION

P Bag E835, Postnet PO Box 46
Kabulonga, Lusaka, Zambia
Tel +260 961 105 293
www.zambiafishing.org
Facebook: <http://www.facebook.com/TZSFA>



Member of I.G.F.A.
International Game Fishing Association

CONSTITUTION OF THE ZAMBIA SPORTS FISHING ASSOCIATION

CREATED 2023

Adopted at The General Meeting of the Association on this day
the _____ of _____ of 20____

1. Contents

| | | |
|----------------|---|----|
| Article I. | Name of the Association | 4 |
| Article II. | Definitions | 4 |
| Article III. | Interpretation..... | 5 |
| Article IV. | Severance | 5 |
| Article V. | Objects of the Association | 5 |
| Article VI. | The Powers of the Association..... | 6 |
| Article VII. | Membership..... | 7 |
| Article VIII. | Register of Members..... | 8 |
| Article IX. | Subscriptions..... | 8 |
| Article X. | Membership Rights & Duties | 8 |
| Article XI. | Discipline | 9 |
| Article XII. | Termination of Membership | 10 |
| Article XIII. | Grievance Procedure..... | 11 |
| Article XIV. | Accounts & Finance..... | 12 |
| Article XV. | Income | 12 |
| Article XVI. | Meetings of The Association | 13 |
| Article XVII. | Officers of The Association | 15 |
| Article XVIII. | Delegations | 17 |
| Article XIX. | Dissolution of the Association..... | 18 |
| Article XX. | Winding Up | 18 |
| Article XXI. | Alteration Of Constitution..... | 19 |
| Article XXII. | Regulations & By-Laws..... | 19 |
| Article XXIII. | Notice | 19 |
| Article XXIV. | Indemnity | 20 |
| Article XXV. | Declaration..... | 21 |
| Article XXVI. | Appendices..... | 21 |
| Section 26.01 | BY LAW – A: Duties & Responsibilities of Office Bearers | 22 |
| Section 26.02 | BY LAW – B: Frequency of meetings | 25 |
| Section 26.03 | BY LAW – E: Prescription of Fees | 26 |
| Section 26.04 | Form 1: Membership Application | 26 |
| Section 26.05 | Form 2: Proxy for meetings..... | 26 |
| Section 26.06 | Form 3: Competition Management Pack | 26 |

Section 26.07 Appendix A: Association Letterhead 26

Section 26.08 Appendix B: Association Graphics..... 26

Article I. Name of the Association

The name of the Association is 'Zambia Sports Fishing Association', hereinafter referred to as 'The Association' and may also be known as ZSFA.

Article II. Definitions

In this Constitution unless the contrary intention appears:

'The Association' refers to the 'Zambia Sports Fishing Association', also known as the 'ZSFA'.

Committee means the body managing the Association and consisting of the Committee Members.

Constitution means this Constitution of the Association.

Committee Member means a member of the Committee and includes any person acting in that capacity from time to time appointed in accordance with this.

Financial Year means (unless determined otherwise by the Committee) the year ending on the next 30th December following incorporation and thereafter a period of 12 months commencing on 1st January and ending on 30th December each year.

General Meeting means the annual or any special general meeting of the Association.

Incapacitated means unable to fulfil duties as required by this Constitution, Rules & Regulations, including being able to:

- i. understand the information relevant to the decisions that will have to be made in the role of Committee Member;
- ii. retain that information to the extent necessary to make those decisions;
- iii. use or weigh that information as part of the decision-making process; or
- iv. communicate the decisions in some way.

Individual Member means a registered, financial Member of the Association who is at least 16 years of age.

Intellectual Property means all rights subsisting in copyright, business names, names, trademarks (or signs), logos, designs, equipment including computer software, images (including photographs, videos or films) or service marks relating to the Association or any activity of or conducted, promoted or administered by the Association

Junior Member means a registered Member of the Association who is younger than 16 years of age.

Honorary Member means an Individual appointed as a Life Member of the Association under **ARTICLE VII**.

Local area means the geographical area for which the Association is responsible as recognised by the NSO for the Sport to which the Association is affiliated.

Member means any Member of the Association for the time being under **ARTICLE VII**.

NSO means the National Sporting Organization for Sport being National Sports Council of Zambia (NSCZ)

'Office' means the registered office for the time being of the Association

Objects means the Objectives of the Association in **ARTICLE V**.

Public Officer means the person appointed to be the public officer of the Association in accordance with this constitution

Register means a register of Members kept and maintained in accordance with **ARTICLE VIII**.

Regulations means any rules, by-laws or regulations made by the Committee under **ARTICLES XXI & XXVI**.

Seal means the common Seal of the Association (if any).

Sport means the sport of ANGLING

'Constitution' refers to This Constitution of the Association and all its associated by-laws and rules.

Article III. Interpretation

In this Constitution:

a reference to a function includes a reference to a power, authority and duty;

a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority of the performance of the duty;

words importing the singular include the plural and vice versa;

words importing any gender include the other genders;

references to persons include corporations and bodies politic;

references to a person include the legal personal representatives, successors and permitted assigns of that person;

a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and

a reference to "writing" shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic transmission.

Article IV. Severance

If any provision of this Constitution or any phrase contained in it is invalid or unenforceable, the phrase or provision is to be read down if possible, so as to be valid and enforceable, and otherwise shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution

Article V. Objects of the Association

The Objects of the Association shall be:

- a) To promote and develop angling as a sport throughout Zambia
- b) To consider any matters or questions connected directly or indirectly with angling or any type of sport fishing in Zambia
- c) To collect and circulate among members, information, statistics or other matters of interest
- d) To lobby on matters concerning conservation of fish stocks.

Article VI. The Powers of the Association

- a) To act in concert with other Associations and Societies, whether within Zambia or without, or with other bodies representative of angling interests and to exchange information with such body as and when the Association considers such actions in concert or such exchange of information of benefit to its members.
- b) To arbitrate such disputes as are referred to it.
- c) To receive and decide reference on matters of usage and customs in dispute and to record such decisions for future guidance
- d) To fix and receive payment from Members of such subscriptions whether annual or otherwise as the Association may deem necessary to enable it to carry into effect any of its objectives
- e) To provide any service for its members which the Association may deem desirable and to levy such charge as the Association may consider desirable.
- f) To print and publish or to assist financially or to subsidise any newspaper periodicals, books or leaflets and electronic media that the Association may think desirable for the furtherance of its objectives
- g) To have an account or accounts with a reputable bank
- h) To insure the Association property against any such risk as it may deem desirable.
- i) To invest any monies of the Association not immediately required in such securities and on such terms as the Association shall decide
- j) To employ such officers and employees as the Association may deem necessary for the carrying out of all or any of its objectives and to remunerate them on such terms as the Association may decide.
- k) To appoint delegates to represent the Association at meetings of other Associations or to serve on such boards whether statutory, voluntary or otherwise, as may be appropriate

- l) To purchase, acquire, rent, lease or otherwise obtain possession of such land and buildings as the Association may consider necessary for the carrying out of all or any objects and to let manage, mortgage or otherwise deal with such property as the Association may consider desirable
- m) To make such rules as may be necessary for the conduct of the Association's affairs
- n) To Do all such other things as may be necessary for the carrying into effect of all or any of the objects of the Association.

Article VII. Membership

- a) All persons shall be eligible for admission to the membership of the Association
- b) All persons wishing to become a member shall make application through the prescribed channel to the Membership Secretary and shall accompany such application by payment of such subscription as shall be prescribed by the constitution
- c) The Executive Committee shall have discretion to refuse any application placed before it and shall not be called upon to inform the applicant of its reasons for such refusal
- d) Any applicant who is dissatisfied with the decision of the Executive Committee may ask that the application be referred to a General Meeting of the Association in which case the decision of such general meeting shall be final provided that any member whose application is rejected in terms of this regulation may submit a new application not earlier than one year after the rejection of the original application
- e) Membership levels shall be divided into:
 - a. Corporate/Affiliate Members
 - i. Those members that are companies, clubs, events or entities, who subject to this constitution shall have the right to receive notice of, send a representative attendee, debate and vote at general meetings of the association
 - b. Junior Members
 - i. Those members, who subject to this constitution, are younger than sixteen (16) years of age, shall have no right to receive notice of, attend, debate or vote at general meetings of the Association
 - c. Individual Members
 - i. Those members, who subject to this constitution, are older than sixteen (16) years of age, shall have the right to receive notice of, attend, debate and vote at all general meetings of the Association.
 - d. Honorary Members
 - i. The Association may admit to honorary membership any such person as it considers desirable in view of the service of such rendered in furtherance of the objects of the Association is established
 - ii. Such honorary membership may only be bestowed at a General meeting of the Association where:

- a. The candidate has been proposed in writing by a fully paid-up member and accepted by a majority vote of the Executive committee no less than sixty (60) days prior to said General meeting.
 - b. Greater than fifty-percent of those present members who are eligible to vote at said meeting, do so in favor of the candidate.
- iii. Such honorary membership shall have the rights, privileges and duties of ordinary membership, save that:
 - a. They shall not be called upon to pay any subscription provided by this constitution.
 - b. They shall be entitled to vote at any meeting of the Association.

Article VIII. Register of Members

- a) The Association shall cause to be kept and maintained a register of all members in which shall be entered (as a minimum):
 - a. Full name and address of member
 - b. Contact details and addresses to which all correspondence shall be forwarded
 - c. Category of membership of the member
 - d. The date on which the member became a member
 - e. Where applicable, the cessation date of membership
- b) Having regard for Privacy and confidentiality, if permitted, only an extract of The Register shall be made available to any member upon request. Such extract to exclude any addresses or direct contact details and shall be for viewing only and not copying.
- c) Subject to Privacy laws and confidentiality considerations, The Register may be used by the Association solely to further the objectives of the Association as the Executive Committee deems appropriate.

Article IX. Subscriptions

- a) The annual subscriptions to be paid by members (other than honorary members) of the Association shall be fixed by the Executive Committee and shall be due on the first day of January each year or on such date as the Executive Committee shall resolve.
- b) The Membership Secretary shall notify all members of the subscription due from them.

Article X. Membership Rights & Duties

- a) All paid up members over the age of sixteen (16) have the right to vote at all meeting.
- b) Save where otherwise stated in this constitution, rules, regulations and by-laws, all members have the right to appeal any disciplinary decision made against them.

- c) It is the duty of members of the Association to ensure that all contact information required is current.
- d) It is the duty of all members to conduct themselves in a manner befitting the sport of angling so as not to bring the reputation of the Association into disrepute.
- e) It is the duty of all members to encourage the development and participation in the sport of Angling within their communities.
- f) Members acknowledge and agree that:
 - a. this Constitution forms a contract between each of them and the Association and that they are bound by this Constitution and the Regulations.
 - b. they shall comply with and observe this Constitution and the Regulations and any determination, resolution or policy which may be made or passed by the Committee or other entity with delegated authority;
 - c. submitting to this Constitution and the Regulations, they are subject to the jurisdiction of the Association and National Sports Council;
 - d. the Constitution and the Regulations are necessary and reasonable for promoting the Objects and particularly the advancement and protection of the Sport;
 - e. neither membership of the Association nor this Constitution gives rise to:
 - i. any proprietary right of Members in, to or over the Association or its property or assets;
 - ii. any automatic right of a member to renewal of their membership of the Association;
 - iii. subject to the Act and the Association acting in good faith, the right of Members to natural justice, unless expressly provided for in this Constitution;
 - f. they are entitled to all benefits, advantages, privileges and services of Association membership; and
 - g. a right, privilege or obligation of a person by reason of their membership of the Association:
 - i. is not capable of being transferred or transmitted to another person; and
 - ii. terminates upon the cessation of membership whether by death, resignation or otherwise.

Article XI. Discipline

- a) The Committee may commence or cause to be commenced disciplinary proceedings against a member who has allegedly:
 - a. breached, failed, refused or neglected to comply with a provision of this Constitution, the Regulations or any resolution or determination of the Executive Committee or any duly authorised committee;
 - b. acted in a manner unbecoming of a member, or prejudicial to the purposes and interests of the Association and/or the Sport; or
 - c. brought themselves, the Association, any other Member or the Sport into disrepute.
- b) Procedure

- a. That Member will be subject to and submits unreservedly to the jurisdiction, procedures, penalties and the appeal mechanisms of the Association set out in the Regulations or as otherwise determined by the Committee.
 - b. Without limiting the operation of **ARTICLE XI, clause(a)** the Committee may appoint a tribunal Committee to deal with any disciplinary matter referred to it. Such a Disciplinary Committee shall operate in accordance with the procedures expressed in the Regulations or as otherwise determined by the Committee
- c) Right Of Appeal
- a. Any member who has had a decision against them by disciplinary tribunal has the right to a single appeal
 - b. Any member wishing to appeal a decision must do so in writing within 48 hours of receiving a decision in writing by the tribunal
 - c. All Appeals shall be considered by the Executive Committee and a decision communicated in writing.
 - d. The decision of any duly appointed Appeals Committee shall be absolute.

Article XII.Termination of Membership

- a) Notice of Resignation
- a. A Member who has paid all arrears of fees payable to the Association may resign or withdraw from membership of the Association by giving notice in writing to the Association of such withdrawal or resignation.
 - b. When the Association receives a notice given under **clause a) a. of Article XII**, it must make an entry in the Register that records the date on which the Member ceased to be a member.
- b) Discontinuance for Breach
- a. Notwithstanding anything in this Constitution:
 - i. membership of the Association may be discontinued by the Committee upon breach of any clause of this Constitution or the Regulations, including, but not limited to, the failure to pay any monies owed to the Association, failure to comply with the Regulations or any resolutions or determinations made or passed by the Committee or any duly authorised committee;
 - ii. membership shall not be discontinued by the Committee under **clause a)bi**. without the Committee first giving the accused Member the opportunity to explain the breach and/or remedy the breach; and
 - iii. where a Member fails, in the Committee view to adequately explain the breach, that Member's membership shall be discontinued under **clause b)ai**. by the Committee giving written notice of the discontinuance to the Member. The Register shall be amended to reflect any discontinuance of membership as soon as practicable.
- c) Member to Re-Apply
- a. A Member whose membership has ceased or been discontinued under **Article IX**:
 - i. must seek renewal and re-apply for membership in accordance with this Constitution; and

- ii. may be re-admitted at the discretion of the Committee. There is no right of appeal where the Committee refuses to re-admit a former Member under this clause.
- d) Forfeiture of Rights
 - a. A Member who ceases to be a Member, for whatever reason, shall forfeit all rights in and claims upon the Association and its property and shall not use any property of the Association including Intellectual Property. Any Association documents, records or other property in the possession, custody or control of that Member shall be returned to the Association immediately.
- e) Membership may be Reinstated
 - a. Membership which has been discontinued under this **Article XII** may be reinstated at the discretion of the Committee, with such conditions as it deems appropriate.
- f) Forfeiture of Membership Fees
 - a. Membership fees or subscriptions paid by any discontinued Member shall be forfeit upon discontinuance of membership.

Article XIII. Grievance Procedure

- a) The grievance procedure set out in this clause applies to disputes arising under this Constitution between a Member and:
 - i. Another Member; or
 - ii. the Association.

It does not, however, apply to any appeal by a member against a decision made in accordance with the disciplinary proceedings described in **ARTICLE XI**.
- b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days after the dispute comes to the attention of all parties.
- c) If the parties are unable to resolve the dispute at the meeting or if a party fails to attend that meeting, then the parties may refer the dispute to:
 - i. any independent tribunal established by the NSO in accordance with the procedures determined by the NSO from time to time; or
 - ii. such independent arbitration entity/individual/organization as it agreeable to all parties.
- d) The Executive Committee may prescribe additional grievance procedures in Regulations consistent with this **ARTICLE XXI**.
- e) If the dispute is not resolved the Executive Committee may take whatever steps it considers appropriate in regard to the dispute in the best interests of the Association and the Members concerned.

Article XIV. Accounts & Finance

- a) The Association shall open and maintain such banking accounts as are required with such bank as shall from time to time be decided by the Executive Committee
- b) All cheques, bills of exchange, promissory notes or other instruments drawn, accepted or negotiated by the association shall be signed by the treasurer and at least one member of the Executive committee.
- c) The treasurer shall keep proper books of account at all times; proper books of account shall be deemed not kept if they do not at all times reveal the income and expenditure of the Association together with a true record of its assets and liabilities.
- d) The financial year of the Association shall end on the 31st of December each year
- e) The executive committee shall cause accounts of income and expenditure for each year and a statement of assets and liabilities to be drawn up at the end of each year to be presented at the Annual General Meeting of the Association in the following year.
- f) The statement of accounts, when approved or adopted by an Annual General Meeting, shall be conclusive except when errors have been discovered within three (3) months after such adoption or approval.

Article XV. Income

- a) Income and property of the Association shall be:
 - i. derived from such sources; and
 - ii. managed in such manner;as the committee determines from time-to-time subject always to this Constitution.
- b) The income and property of the Association shall be applied solely towards the promotion of the Objects.
- c) Except as prescribed in this Constitution:
 - i. no portion of the income or property of the Association shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise to any Member or Committee Member; and
 - ii. no remuneration or other benefit in money or money's worth shall be paid or given by the Association to any Member who holds any office of the Association.
- d) Nothing in **clause (c) of ARTICLE XV** shall prevent payment in good faith to any Member for:
 - i. any services actually rendered to the Association whether as an employee, Committee member or otherwise;
 - ii. goods supplied to the Association in the ordinary and usual course of operation;

- iii. interest on money borrowed from any Member;
- iv. rent for premises demised or let by any Member to the Association; or
- v. any out-of-pocket expenses incurred by a member on behalf of the Association;

provided that any such payment shall not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

Article XVI. Meetings of The Association

a) Annual General Meeting

- a. The Annual General meeting of the Association shall be held on, or as close to as is possible to the first Saturday in February of each year.
- b. Notice of such Annual General meeting shall be circulated to the membership no later than twenty-one (21) days prior to the proposed date.
- c. The agenda of the meeting shall include at least, but not be limited to the following:
 - i. Receiving of the Chairperson's Report for the preceding year.
 - ii. Receiving of Treasurers Report for the preceding year.
 - iii. Approval of the statement of accounts.
 - iv. Disclosure of Interests
 - v. Awards ceremony for the preceding year.
 - vi. Election of Officers of the Association.
 - vii. Any other business.
- d. Any fully paid-up member may submit, in writing, to the secretary of the Association any specific items they wish to have added to the agenda no less than fourteen (14) days prior to the proposed date of the meeting. The decision to include or exclude any such submissions shall rest with the Executive Committee.
- e. The agenda of the meeting shall be circulated to membership no less than seven (7) days prior to the advertised date of such meeting.
- f. All General Meetings other than the Annual General Meeting shall be Special General Meetings and shall be carried out in accordance with this constitution.

b) Special General Meetings

- a. The Committee may, whenever it thinks fit, convene a Special General Meeting. When, but for this clause, more than fifteen (15) months elapses between annual General Meetings, the Committee shall convene a special General Meeting before the expiration of that period
- b. Requisition of Special General Meetings
 - i. The secretary will convene a special General Meeting when at least five per cent (5%) of Members entitled to vote submit a requisition in writing
 - ii. The requisition for a special General Meeting shall state the object(s) of the meeting, be signed by the Members making the requisition and be sent to the Association. The requisition may consist of several documents in a like form, each signed by one (1) or more of the Members making the requisition.
 - iii. If the Committee does not cause a special General Meeting to be held one (1) month after the date in which the requisition is sent to the Association, the

Members making the requisition, or any of them, may convene a special General Meeting to be held no later than three (3) months after that date.

- c. A special General Meeting convened by Members under this Constitution shall be convened in the same manner, or as close as possible, as those convened by the Committee.
- d. No Business shall be transacted at a Special General Meeting other than that specified in the notice convening such meeting.

c) Quorum for Meetings

The quorum for any duly called general meeting of the Association shall be twenty (20) current members. In the event that after 30-minutes from the advertised time of a meeting, a quorum not be present, the presiding Chairperson shall adjourn the meeting to a time no more than seven (7) days after the advertised date and time of the meeting, at which adjourned meeting, those present and eligible to vote shall constitute a quorum.

d) Chairperson of Meetings

- a. The Chairperson of the Association shall preside over at every meeting of the Association, save that:
 - i. in the absence of the Chairperson, the Vice-Chairperson shall act as Chairperson.
 - ii. In relation to any election for which the Chair is a nominee; or
 - iii. Where a conflict of interest exists; or
 - iv. Where the Chair is unable or unwilling to preside.
- b. In the event that subject to this constitution, neither Chairperson nor Vice-Chairperson be able to preside at any meeting, a Chairperson shall be elected by those present from among their number.

e) Voting at Meetings

- a. Voting at general meetings shall be carried out in such a manner as the retuning officer shall direct.
- b. Every member older than sixteen (16) years of age shall be entitled to vote at any general meeting of the Association save that any member whose subscriptions for the current year or any specified period remain unpaid, shall not be entitled to vote at such meeting.
- c. Except where otherwise provided in this constitution, all matters to be decided by a general meeting of the Association shall be decided by a simple majority of those present and eligible to vote who shall indicate their decision by a show of hands.
- d. Any member entitled to vote at a meeting of the Association may do so by proxy at such meeting. Such Proxy should be in favor of the chairperson of the meeting and shall clearly indicate whether the vote is in favor or against the motion to be voted on.
- e. Any member that is a company, firm, club or any such entity shall be entitled to only one vote in meetings in receipt of its membership.
- f. Any member present at a meeting may at any time before the Chairperson declares the result of voting on a particular resolution, demand, or join in demanding that a

poll be taken, in which case a poll of all members of the Association shall be undertaken at such time and in such a manner as the returning officer shall direct.

- g. The Chairperson of a meeting shall have both a deliberative and casting vote
- f) Business at meetings
 - a. Save where otherwise provided in this constitution, the normal rules of debate shall apply to all matters discussed by the Association in general meetings and in all matters of procedure, the decision of the Chairperson shall be final.
 - b. The discussion of any party-political matter shall not be permitted at any general meeting of the Association.
- g) Procedural Irregularities
 - a. No decision of the Association, the Committee or any Committee authorised entity shall be invalid merely because of a failure to give proper notice under this Constitution or the Regulations or other irregularity in procedure required by this Constitution or the Regulations unless a person suffers substantial prejudice as a result of that failure to give proper notice or irregularity in procedure.
 - b. The Association, the Committee or other Committee authorised entity may confirm an earlier decision which may have been otherwise invalid because of a failure to give proper notice or other irregularity in procedure and the decision shall be deemed to be valid from the time it was originally made.

Article XVII. Officers of The Association

- a) Committee
 - a. The Association shall in every Annual General Meeting elect the following officers:
 - i. Chairperson
 - ii. Vice Chairperson
 - iii. Vice Chairperson – South
 - iv. Secretary
 - v. Treasurer
 - vi. National Team Coordinator
 - vii. Competitions Coordinator
 - viii. Junior Angling Coordinator
 - ix. Sponsorship & media Coordinator
 - b. Voting for the officers of the Association shall be carried out in such a manner as the returning officer shall direct
 - c. The Chairperson shall appoint so many members of the Committee to serve on the Executive Committee as required, provided it is accepted by the majority of Executive Committee members
 - d. The Committee and Executive Committee shall exercise all the powers of the Association laid down in this constitution, save as may be otherwise provided by the by-laws and rules or by this constitution
 - e. The duties and Responsibilities of the Committees shall be outlined in the By-Laws section of this Constitution

b) Executive Committee

- a. The Executive Committee shall consist of at least the Chairperson, Vice-Chairperson, Treasurer, Secretary and any other members as so appointed by the Chairperson subject to Clause
- b. Any casual vacancy occurring in the Executive Committee shall be filled from the committee of non-exco members for the remainder of the term if available or may be appointed from the membership by majority vote of the remaining Executive Committee.
- c. The Executive Committee may co-opt such persons as it deems necessary to serve on the Committee and may invite any person to attend

c) Term of Appointment of Office Bearers

- a. Committee members elected under this constitution, shall be elected for a term of one (1) year. Subject to provisions of this constitution relating to retirement or removal of committee members, elected committee members shall remain in office from the conclusion of the Annual General Meeting in which the election occurred until the conclusion of the Annual General Meeting following.
- b. No Committee Member shall serve more than three (3) consecutive terms in a single position on the committee; and
- c. After four (4) consecutive terms in any positions on the Committee, a mandatory period of one (1) year must pass before any member can be re-elected to any position on the committee.

d) Meetings of Committees

- a. The Executive Committee and or part or all of the Committee, shall meet regularly for the transaction of the business of the Association. Intervals for meetings shall be laid out in the by-laws of the Association and shall be reviewed periodically
- b. The Chairperson shall preside at meetings of the Committees; in his absence, the vice-chairperson shall preside
- c. The quorum for the transaction of business at meetings of a Committee shall be fifty percent of the total number of Committee members
- d. The Committee and or Executive Committee shall cause proper minutes of all its meetings to be kept and shall circulate the minutes to all members of the Committees and to such other persons as the Executive Committee may direct.

e) Conflict of Interest

A Committee Member shall declare their interest in any contractual, selection, disciplinary, or financial matter in which a conflict of interest arises or may arise. They shall, unless otherwise determined by the committee, absent themselves from discussions of such matters and shall not be entitled to vote in respect of such matters. If the Member casts a vote, the vote shall not be counted. If there is any uncertainty as to whether it is necessary for a member to absent themselves from discussions and refrain from voting, the issue should be immediately determined by the Committee. If this is not possible, the matter shall be adjourned or deferred.

f) Disclosure of Interests

- a. The nature of the interest of a Committee Member must be declared at the meeting of the Committee at which the relevant matter is first taken into consideration, if the interest then exists. In any other case, the interest should be disclosed to the Committee at the next meeting of the Committee. If a Committee Member becomes interested in a matter after it is made or entered into, the declaration of the interest must be made at the first meeting of the Committee held after the Committee member's interest has arisen.
- b. All disclosed interests must also be disclosed to each annual General Meeting.

g) General Disclosure

A general notice stating that a Committee Member is a member of any specified firm or company and that they are 'interested' in all transactions with that firm or company is sufficient declaration under ARTICLE XV. Clause f). After such general notice, it is not necessary for the Committee Member to give a special notice regarding any particular transaction with that firm or company.

h) Recording Disclosure

Any declaration made, any disclosure or any general notice given by a Committee Member must be recorded in the minutes of the relevant meeting and otherwise in accordance with this constitution

i) Membership of a Committee shall cease if the member:

- a. Passes away
- b. Becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or
- c. Becomes of unsound mind; or
- d. Resigns his/her membership by notice in writing to the Association Secretary; or
- e. Shall for more than three consecutive meetings have been absent without the permission of the committee

Article XVIII. Delegations

a) Executive Committee may Delegate Functions

The Executive Committee may, by instrument in writing, create, establish or appoint special committees, individual officers and consultants to carry out specific duties and functions. The Committee will determine what powers these sub-committees are given. In exercising its power under this Article, the committee should take into account broad stakeholder involvement.

b) Delegation by Instrument

- a. In the establishing instrument, the Executive Committee may delegate such functions as are specified in the instrument, other than:
 - i. this power of delegation; and
 - ii. a function imposed on the Committee by any other law or this Constitution.

- c) **Delegated Function Exercised in Accordance with Terms**
A function, the exercise of which has been delegated under this clause, may, while the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.
- d) **Procedure of Delegated Entity**
The procedures for any entity exercising delegated power shall, subject to this Constitution and with any necessary or incidental amendment, be the same as that applicable to meetings of the Committee under ARTICLE. The entity exercising delegated powers shall make decisions in accordance with the Objects, and it shall promptly provide the Committee with details of all material decisions. The entity shall also provide any other reports, minutes and information as required by the Committee from time to time.
- e) **Delegation May Be Conditional**
A delegation under this clause may be made subject to certain conditions or limitations regarding the exercise of any function. These may be specified in the delegation.
- f) **Revocation of Delegation**
The Executive Committee may by resolution and/or instrument in writing, at any time revoke wholly or in part any delegation made under this clause. The committee may also amend or repeal any decision made by a body or person under this **ARTICLE**

Article XIX. Dissolution of the Association

A motion to dissolve the Association shall only be passed at a General Meeting called for the purpose thereof and of which thirty (30) days' notice has been given and of which two thirds majority of those present and eligible to vote at such meeting do so in favor of the motion to dissolve.

Article XX. Winding Up

- a) Subject to this Constitution the Association may be wound up or cancelled in accordance with the Act.
- b) The liability of the Members of the Association is limited.
- c) Every Individual Member undertakes to contribute to the assets of the Association if it is wound up or cancelled while they are a member, or within one year after ceasing to be a member, for payment of the debts and liabilities of the Association contracted before the time at which they ceased to be a member and towards the costs, charges and expenses of winding up or cancelling the registration of the Association, such an amount not exceeding one Kwacha (ZMK1.00).
- d) If upon winding up or cancellation of the Association there remains, after satisfaction of all its debts and liabilities, any assets or property, they shall not be paid to or distributed among the Members. Instead, the assets or property shall be given or transferred to another organisation(s) that has objects similar to those of the Association. Such organisation(s) must prohibit the distribution of its income and property among its members to an extent at

least as great as that imposed on the Association by this Constitution. Such organisation(s) will be determined by the Members in a General Meeting at or before the time of winding up or cancellation.

Article XXI. Alteration Of Constitution

- a) The constitution of the Association shall not be changed save at a General Meeting of the Association of which a minimum of fourteen (14) days' notice has been given to the membership.
- b) Such notice to contain the motion to alter the constitution.
- c) Such motion only to be passed at which meeting two thirds of those present and eligible to vote, do so in favor of the motion.

Article XXII. Regulations & By-Laws

- a) **Executive Committee to Formulate Regulations**
The Executive Committee may formulate, issue, adopt, interpret and amend Regulations for the proper advancement, management and administration of the Association, the advancement of the Objects and the Sport in the Local Area. Such Regulations must be consistent with this Constitution and any policy directives of the Committee.
- b) **Regulations Binding**
All Regulations are binding on the Association and all Members.
- c) **Regulations Deemed Applicable**
All clauses, rules, by-laws and regulations of the Association (by whatever name) in force at the date of the approval of this Constitution (as long as such clauses, rules, by-laws or regulations are not inconsistent with or have been replaced by, this Constitution) shall be deemed to be Regulations and shall continue to apply and be in operation.
- d) **Changes Binding on Members**
Amendments, alterations, interpretations or other changes to Regulations shall be advised to Members by such means as are determined and approved by the Executive Committee from time to time. The Association shall take reasonable steps to distribute such changes to Members. All changes are binding on all Members.

Article XXIII. Notice

- a) Notices may be given by the Association to any person entitled under this Constitution to receive any notice. The notice can be:
 - i. sent by pre-paid post to the Member's registered address; or
 - ii. sent by facsimile transmission or by electronic mail to the Member's facsimile number or electronic mail address; or
 - iii. prominently posted on the Association's website and social media pages.

- b) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting the notice. Service of the notice is deemed to have been effected three days after posting.
- c) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- d) Where a notice is sent by electronic mail or by posting on the Association's website, service of the notice shall be deemed to be effected the next business day after it was sent or posted.

Article XXIV. Indemnity

- a) Every Committee member and employee of the Association will be indemnified out of the property and assets of the Association against any liability incurred by them in their capacity as Committee Member or employee in defending any proceedings, civil or criminal, in which judgement is given in their favour or in which they are acquitted or connected with any application in relation to any such proceedings in which relief is granted by the Court.
- b) The Association shall indemnify its Committee Members and employees against all damages and losses (including legal costs) for which any such Committee Member or employee may be or become liable to any third party in consequence of any act or omission, except willful misconduct:
 - i. in the case of a Committee Member, performed or made while acting on behalf of and with the authority, express or implied, of the Association; or
 - ii. in the case of an employee, performed or made in the course of, and within the scope of, their employment by the Association.

Article XXV. Declaration

The Association is established solely for the purpose stated in the Constitution and all questions of Party politics, general or local are rigidly excluded.

The Zambia Sports Fishing Association hereby adopts and accepts this Constitution and all appended by-laws & regulations as a guide regulating the actions of its members.

Article XXVI. Appendices

This article details specific supporting documents of the constitution of the Association.

Section 26.01 BY LAW – A: Duties & Responsibilities of Office Bearers

(i) Chairperson

The responsibilities of the Chairperson include but are not limited to:

- Chair meetings and act as a senior committee member throughout the year, making decisions whenever the need arises, in consultation with other committee members.
- Attend meetings in a neutral and uncommitted capacity and enable the committee to have a meaningful discussion.
- Set the agenda for meetings and in conjunction with the club Secretary, ensuring it is in line with the club's constitution.
- Monitor and evaluate the progress of agreed actions – both short term and strategic.
- Constitute and resource any special working groups and ensure that their activities are reported.
- Ensure that the club structure and responsibilities are transparent and available to all members.
- Apply policies and strategies that help guide members to achieve the vision, objectives and aims of the club.
- Be involved in the club's most significant commercial arrangements as necessary.
- Represent the club in key meetings and events.
- Foster relationships at a sufficient level amongst influential citizens which are of benefit to the club.
- Report to the AGM of the club
- Represent the club in key meetings and events

(ii) Vice-Chairperson

The responsibilities of the Treasurer include but are not limited to:

- To support the Chairperson and control meetings of the management committee
- To consult with the Chairperson on matters regarding the club, supporting in making decisions whenever the need arises • To represent the club at external meetings when required
- To be involved, where appropriate, in the coordination of club activities
- To support the Chairperson to manage and oversee the work of officers and other club personnel
- To assist the Chairperson to determine the content and agenda for club meetings, in association with club Secretary

(iii) Secretary

The responsibilities of the Secretary include but are not limited to:

- Responsible for the day-to-day business and administration of the club.
- Ensure all relevant documents are recorded and well organised.
- Maintain up to date contact details of committee members, staff, members and other key personnel related to the club.
- Manage and ensure action on club correspondence including legal and insurance matters.
- Liaising with the Chairperson, organise club meetings, including General Committee meetings and the AGM.

- Ensure all committee meeting are recorded and actioned, and minutes are circulated in a timely manner to all members of the committee.
- Ensure the club adheres to its permitted activities as described in the Constitution.
- Review governing documents and procedures to ensure the practice of good governance within the club. Help prepare and submit any statutory documents that are required.

(iv) Treasurer

The responsibilities of the Treasurer include but are not limited to:

- Responsible for the management of the club finances in accordance with the decisions of the General Committee.
- Provide a financial perspective on committee decisions to ensure that the financial consequences of any decisions are communicated and understood by committee members.
- Report regularly to the committee on the financial position of the club and make recommendations on financial matters.
- Collect subscriptions and all money due to the club, ensuring all cash and cheques are promptly lodged to club's account(s).
- Authorise the club's payments for processing as one of two signatories.
- Keep up to date records of all financial transactions and ensure funds are spent properly.
- Financial planning including producing an annual budget and monitoring it throughout the year.
- Prepare a report for members at the club AGM summarising the financial performance of the club and identifying key developments for the future.
- Help prepare and submit any statutory documents that are required.

(v) National Team Coordinator

The responsibilities of the National Team Coordinator include but are not limited to:

- Responsible for the arrangement and coordination of locally hosted and away international events
- Oversee any committee/ sub-committee convened for whatsoever reason as to facilitate with both home and away events
- Sit on any international committees or groups involved with the coordination of international events as required
- Travel as the Association representative to international competition and act as defacto manager to the National side should be required

(vi) Competition Coordinator

The responsibilities of the Competitions Coordinator include but are not limited to:

- Liaise directly with local competition organisers affiliated with the Association to assist where possible with planning and preparation
- Collect and collate reports from local competitions and present them to the committee at meetings
- Planning and implementation of competition development and support strategies
- Maintain complete competition records and submit, together with the secretary application to the necessary governing bodies for national and international records where required

- Maintain the necessary individual performance records to submit to National Selectors should they be required

(vii) Junior Angling Coordinator

The responsibilities of the Junior Angling Coordinator include but are not limited to:

- Be responsible for the planning and implementation of development strategies for the Junior section of the Association
- Liaise, together with the competitions coordinator with local competition organisers in order to assist with enhancing Junior participation in local events
- Develop and collate reports on performance of the Junior angling program and present these to the committee at meetings
- Present a yearly report together with a development plan to the membership at the Annual General Meeting of the Association.

(viii) Sponsorship & media Coordinator

The responsibilities of the Sponsorship & media Coordinator include but are not limited to:

- Be responsible for the planning and implementation of fundraising strategies and guidelines in consultation with the Committee
- Oversee any committee/sub-committee convened for the purpose of raising funds or awareness on the behalf of the Association, committee and membership.
- Be responsible for maintaining the dissemination of important information to the membership. This includes but is not limited to:
 - Maintaining broadcast lists on electronic media
 - Advertising for events
 - Advertising for competitions

Section 26.02 BY LAW – B: Frequency of meetings

This section deals with the frequency with which meetings of the association and or it's committees shall be held and shall be reviewed periodically:

(i) Annual General Meeting

The Association shall hold an Annual general meeting at the beginning of each year as close to the first Saturday of February as is convenient for the majority of the membership. This meeting shall be held no later than the last Saturday in February of each year so as to allow for the necessary reporting of the previous year to be delivered to the membership, prior to the commencement of the year's recreational angling season.

(ii) Special General Meetings

A special General meeting of the association may be convened at any time as it is required and deemed necessary by the Executive Committee

(iii) Meetings of the Committee

The Committee Shall meet at least every other month through the year to discuss the business of the association

(iv) Meetings of sub-committees and delegation

Sub-committees and convened delegations shall meet on an adhoc basis as required to fulfil their delegated function.

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| Section 26.03 | BY LAW – E: Prescription of Fees |
| Section 26.04 | Form 1: Membership Application |
| Section 26.05 | Form 2: Proxy for meetings |
| Section 26.06 | Form 3: Competition Management Pack |
|  COMPETITION MANAGEMENT PACK | |
| Section 26.07 | Appendix A: Association Letterhead |
| Section 26.08 | Appendix B: Association Graphics |