



VEHICLE TESTING ASSOCIATION (V T A)

C O N S T I T U T I O N

A Constituent Association of the RMI

VEHICLE TESTING ASSOCIATION

(V T A)

[A constituent association of the Retail Motor Industry Organisation (RMI)]

CONSTITUTION

1. NAME

The name of the organisation shall be the National Vehicle Testing Association ("the Association").

2. AFFILIATION TO THE RMI

The Association shall operate as a constituent association of the Retail Motor Industry Organisation.

3. PURPOSE AND FUNCTIONS

The purpose and functions of the Association are to promote and protect the lawful interests of the Association and its members.

4. MEMBERSHIP

Membership of the Association will be open to all test stations that comply with the SABS 10216 Code of Practice as well as the VTA accreditation criteria.

5. MANAGEMENT

The affairs of the Association shall be managed by an Executive Committee elected at the annual general meeting in terms of Article 7.

6. FINANCE

- a) The Committee may impose levies upon members in addition to the RMI membership fees, in order to carry out the Association's purposes and functions.
- b) Funds collected in terms of sub-clause (a) shall be banked, administered and accounted for by the RMI on behalf of the Association.

7. MEETINGS

- a) The annual general meeting of the Association shall be held before 30 September of each year.
- b) Ordinary general meetings of members shall be held whenever the Executive Committee deems such meetings to be necessary.
- c) Meetings of the Committee shall be held whenever the Chairperson deems such meetings to be necessary.
- d) On request by a majority of Committee members, the Chairperson, or failing him, the Vice-Chairperson, shall cause a special meeting to be held within 14 days of receipt of such request. The notice of the meeting is to specify the subject which those requesting the meeting, wish to discuss.

8. ELECTION OF EXECUTIVE COMMITTEE

- a) At each annual general meeting an Executive Committee shall be elected. This Committee shall elect a Chairperson and Vice-Chairperson from within its ranks.
- b) The Executive Committee shall be representative of each participating Province and will consist of no less than four and not more than 11 persons.
- c) Each candidate for office on the Executive Committee shall be separately nominated and seconded and no en bloc nominations shall be permitted.
- d) Should more than one candidate be nominated and seconded for any office, a ballot shall be conducted.
- e) Should any office fall vacant between one annual general meeting and another, such vacancy shall be filled at the next general meeting, and the person elected to fill the vacancy shall hold office until the next annual general meeting.

9. EXECUTIVE COMMITTEE'S POWERS AND DUTIES

- a) The Executive Committee may co-opt additional persons onto the Committee or may appoint area representatives, as might be desirable in pursuing the Association's purposes and functions.
- b) The Executive Committee may establish rules and procedures to guide its own deliberations and its management of the Association's affairs.
- c) The Executive Committee may establish, administer and enforce any requirements, rules, standards, code of conduct relating to membership and administrative facilities as it deems necessary in the interests of the Association.
- d) The Executive Committee may investigate alleged contraventions of paragraph (c) above or other misconduct by a member, and may take disciplinary action as might be appropriate.

10. QUORUM

- a) The quorum at any general meeting shall be 15% of members or 12 members in good financial standing, whichever is the lesser.
- b) If, within 30 minutes of the time appointed for a general meeting, there is no quorum, the meeting shall stand adjourned to the same time and day in the following week, or if such day be a public holiday, the next succeeding working day, and at such resumed Meeting the members present, or present by proxy, shall constitute a quorum.
- c) The quorum at an Executive Committee meeting shall be 50%.

11. PERIOD OF NOTICE FOR MEETINGS

- a) The period of notice of an annual general meeting or for an ordinary general meeting shall be 14 days. If the Chairperson considers it desirable, having regard to the urgency of matters to be discussed, a meeting may be called at short notice subject to the concurrence of at least one other member of the Committee.
- b) The period of notice for a meeting of the Executive Committee shall be 14 days or at the discretion of the Chairperson.

12. METHOD OF GIVING NOTICE OF MEETING

Notice of meetings shall preferably be given in writing, however with the concurrence of at least one other member of the Committee, in extraordinary circumstances, the Chairperson may use another appropriate means of communication.

13. ATTENDANCE AT MEETINGS

A maximum of 3 people may attend a general meeting on behalf of a member but only one person may act as a representative of the member.

14. VOTING POWER

- a) At any general meeting each member shall have a vote, irrespective of the number of persons representing it at such meeting.
- b) At any general meeting the Chairperson shall have a casting vote as well as a deliberative vote.
- c) Members who may not be able to attend a general meeting may cast a one proxy vote by means of post, facsimile or e-mail.

15. VENUE OF MEETINGS

The venue of all meetings shall be at the discretion of the Committee.

16. ANNUAL REPORT

At each annual general meeting the Chairperson shall deliver a report on behalf of the Committee on the activities of the Committee, and of the Association during the preceding year, together with a report on the state of the Association's finances.

17. RECORD OF MEETING

The Regional Manager of the RMI shall in respect of each general or Committee meeting, record or cause to be recorded the following information :-

- a) the time, date and place of meeting;
- b) the names of those present;
- c) the names of those from whom apologies were received;
- d) brief details of the discussions; and
- e) the decisions taken.

18. AMENDMENTS TO THIS CONSTITUTION

The provisions of this Constitution may be amended or added to by the votes of three quarters of the members of the Association present at a general meeting thereof, of which not less than 14 day's notice has been given, with a statement of the amendments or additions which it is proposed to make.

19. INTERPRETATION OF THIS CONSTITUTION

If this Constitution is silent or ambiguous on any issue then the RMI Constitution shall apply, taking into account the changes required by the context.

20. DISSOLUTION

The Association may be dissolved at any time, provided this is agreed to at a special meeting of the Association, such meeting to be called specifically for such purpose, and on no less than one month's notice. At such meeting the members present shall constitute a quorum, and the motion to dissolve shall require a three quarter majority for its carriage. Any funds on hand at the date of dissolution shall be disposed of as may be decided by the meeting.