



SOUTHERN AFRICAN JUDICIAL ADMINISTRATORS ASSOCIATION

SAJAA

The Constitution of Southern African Judicial Administrators Association (SAJAA), adopted on 30 June 2017

PREAMBLE

WE, the judicial administrators from the member Countries of Southern Africa, realise that close contact and cooperation among judicial administrators from the Southern African courts would help promote close relations, cooperation and mutual understanding among us;

and

WHEREAS the Judicial administrators from Namibia, South Africa, Zambia and Zimbabwe held a consultative forum on 28 and 29 June 2017 in Windhoek, Namibia.

and

WHEREAS it was unanimously agreed at the said consultative forum that there is a need for a professional body, operating at the regional level, to facilitate co-operation among various institutions in Southern Africa tasked with judicial administration;

and

NOTING that the Chief Justices of Angola, Botswana, Kenya, Lesotho, Malawi, Mauritius, Mozambique, Namibia, Seychelles, South Africa, Swaziland, Tanzania, Uganda, Zambia and Zimbabwe have a forum, operating at the regional level, known as the Southern African Chief Justices Forum (SACJF);

and

PURSUANT to a resolution submitted at the SACJF Annual General Meeting in October 2016, which approved the inclusion of judicial administration as a parallel programme to the SACJF conference;

NOW THEREFORE an Association known as the Southern African Judicial Administrators Association (SAJAA) is established.

Article 1. NAME

The name of the Association shall be the Southern African Judicial Administrators Association (Hereinafter referred to as the Association).

Article 2. LEGAL PERSONALITY AND DOMICILE

2.1 The Association shall be a body corporate with perpetual succession, capable of acquiring rights, incurring obligations and capable to sue and be sued in its own name.

2.2 The Association shall be domiciled in Namibia, where its headquarters will be located, unless determined otherwise by a majority of the members of the Association.

Article 3. PURPOSE

The Association is established to-

3.1 create a common platform for the promotion of the rule of law, Constitutionalism and good governance through ensuring independent judicial administration;

3.2 collectively contribute to the attainment of the objectives of its members.

Article 4. OBJECTIVES

The objectives of the Association are-

- 4.1 to exchange best practices and foster co-operation among members on matters of common concern;
- 4.2 to promote the rule of law, democracy and the independence of the Judiciary and its administration;
- 4.3 to assist in strengthening institutions tasked with judicial administration in member countries;
- 4.4 to publish a bulletin and to encourage members to contribute to it;
- 4.5 to arrange platforms including workshops, seminars and colloquia on the maintenance of the rule of law, constitutionalism, good governance, protection of human rights and judicial administration;
- 4.6 to co-operate with other bodies which have objectives similar to the objectives of the Association;
- 4.7 generally to promote the interests of judiciaries of member countries.

Article 5. MEMBERSHIP

- 5.1 Membership of the Association is open to institutions from member countries tasked with judicial administration from the southern Africa, and may admit members from other countries outside Southern Africa
- 5.2 Membership does not vest in individual persons, but in the countries which will have the right to nominate its representatives.
- 5.3 A member of the Association may terminate its membership from the Association at any time by notice in writing to the Executive Committee.
- 5.4 There shall be a Patron of the Association who shall be a Judge nominated at the Annual General Meeting (AGM).

Article 6. STRUCTURE

- 6.1 The Association shall consist of a body of members constituted by member countries, from amongst whom the Executive Committee shall be elected.
- 6.2 The Executive Committee shall be the principal executive organ of the Association.
- 6.3 The Executive Committee shall be entitled to appoint such employees as it considers necessary to assist with the carrying out of the functions of the Executive Committee for such a period and on such terms as it considers appropriate.
- 6.4 The body of members shall convene an AGM in terms of this Constitution, which is the highest decision making organ.

Article 7. GENERAL MEETINGS OF THE ASSOCIATION

7.1 Meetings

- (a) The Association shall meet annually and such meeting shall be convened by the Secretary-General in consultation with the chairperson in a country of any of the members.
- (b) The AGM (AGM) shall be convened by written notice, with minutes of the previous meeting and a (draft) agenda for the AGM, sent to every member of the Association at least 60 (sixty) days before the date of the meeting.
- (c) Notice of any meeting may be given by mail, email or fax, as per the indicated preference of the members of the Association. Notification shall be deemed to have been received at the end of the day following its transmission by email or fax, and by the end of the 5th (fifth) working day after transmission by mail. Each member shall be required to provide his or her contact details to the Executive Committee and to give notification of any changes thereto.

- (d) Extra-ordinary General Meetings may be called at any time upon a request being made by three or more members provided that a 30 (thirty) day notice is given.
- (e) At every General Meeting of the Association, each member may be represented by one delegate who may have not more than two technical persons, but shall have only one vote.

7.2 *Quorum of General Meetings*

- (a) The quorum for General meetings of the Association shall be a simple majority of the total number of members entitled to attend and vote thereat.
- (b) If at any such meeting there is no quorum within 60 minutes of the time appointed, the meeting shall be adjourned to the same place and time the next day, and the members then represented shall constitute a quorum.

7.3 *Agenda of General meetings*

- (a) The Agenda for any AGM shall consist of the following subject to (b) hereof:
 - i) Confirmation of the minutes of the previous AGM;
 - ii) consideration of reports by the the Secretary-General on the activities of the Executive Committee since the previous AGM;
 - iii) consideration of the financial report by the Treasurer of the Association for the financial year which have elapsed since the previous AGM;
 - iv) such other matters put on the agenda by notice of at least 30 (thirty) days before the date of the meetings;
 - v) any matter put on the agenda by the meeting.
- (b) Election of Office-Bearers and other members of the Executive Committee shall be held once every two years.

Article 8. RECORDS AND MINUTES

8.1 Minutes shall be taken and records maintained by the Secretary-General in such form as the Executive Committee may direct, of the proceedings at all general meetings of the Association, all meetings of the Executive Committee and of all sub-committees.

8.2 The circulation of minutes must be within 30 days from the date of previous meeting.

Article 9. MANAGEMENT OF MEETINGS

9.1 Chairpersons at meetings

At all General Meetings of the Association the chairperson or, in the absence of the chairperson, the deputy chairperson shall preside over the meeting, or in the absence of both of them, a person duly attending and elected by the meeting shall preside.

9.2 Procedure

The Chairperson or such other person presiding at the meeting in terms of 9.1 shall prescribe the procedure of the meeting.

9.3 Resolutions

Except as otherwise provided by this constitution, resolutions shall be decided by a simple majority on a show of hands and the chairperson or other person presiding shall have a casting vote in the event of a deadlock.

9.4 Non-Invalidation

No General Meeting of the Association shall be invalidated by accidental failure to give notice thereof to all members concerned, if such failure does not extend to more than three such members, or by any such member not receiving a notice duly sent to such a member.

Article 10. EXECUTIVE COMMITTEE

10.1 Composition

The Executive Committee shall consist of five members, who shall be from different member countries, with the following portfolios:

- i) Chairperson;
- ii) Deputy Chairperson;
- iii) Secretary-General;
- iv) Treasurer;
- v) one ordinary member.

10.2 *Election*

- (a) Members of the Executive Committee shall;
 - i) be elected by a simple majority of members of the Association in a General Meeting;
 - ii) hold office for a period of two years and be eligible for re-election for a further period of two years;
- (b) The Executive Committee may fill a casual vacancy by co-option, but the person so filling the vacancy shall cease to hold office at the General Meeting following his or her co-option and shall be eligible for election.
- (c) The period served as a result of co-option, referred to in (b) above, shall not be considered for the purposes of 7.2 (a) (ii) above.

10.3 *Meetings of the Executive Committee*

- (a) Meetings of the Executive Committee shall be convened by the Secretary-General in consultation with the Chairperson provided that such meetings shall take place at least twice a year;
- (b) Extraordinary meetings may be called at any time upon a request being made by two or more members of the Executive Committee by written request, provided that such notice is delivered at least 30 (thirty) days prior to the date of the proposed meeting.
- (c) If in the view (discretion) of the chairperson urgency requires it, a notice referred to in (b) above may be delivered within a reasonable period less than 30 (thirty) days prior to the date of the proposed meeting.
- (d) Meetings of the Executive Committee shall be held at locations to be agreed by the members of the Executive Committee and all efforts shall be made to allow each member country to host such a meeting.

- (e) Three out of five elected members of the Executive Committee shall constitute a quorum.
- (f) Each member of the Executive Committee shall have one vote and the chairperson shall have a casting vote in the event of a deadlock.
- (g) The Executive committee may regulate its own proceedings as it thinks fit, except to the extent specified otherwise in this Constitution.

10.4 *Duties of the Secretary-General*

The Secretary-General shall be responsible for:

- (a) Keeping of minutes of all meetings of the Association including the meetings of the sub-committees established from time to time;
- (b) The day-to-day management of all the affairs of the Association subject to the general or special directions given by the chairperson acting on behalf of the Executive Committee;
- (c) The management of the funds of the Association in accordance with the directives of the Executive Committee;
- (d) Such other duties that the Executive Committee may from time to time direct to be carried out.

10.5 *Duties of the Treasurer*

- (a) The Treasurer shall be responsible for the control and disbursement of the funds of the Association in accordance with the directives of the Executive Committee.
- (b) The Treasurer shall also be responsible for the maintenance at all times of proper books of accounts, and the presentation of full and accurate accounts to the Executive Committee.

10.6 *Sub-Committees*

For the better performance of its duties, the Executive Committee may from time to time appoint sub-committees with such duties and powers, whether

executory or advisory, as the Executive committee thinks fit, and the executory powers of any sub-committee may include power to act as a delegate and in the name of the Executive Committee.

Article 11. FINANCES AND ACCOUNTING

11.1 Subscription and Funds of the Association

- (a) Every member of the Association shall pay an annual subscription fee to the funds of the Association.
- (b) The amount of subscription shall be fixed by the Executive Committee from time to time, and shall be expressed in South African Rands or equivalent of exchange rate.
- (c) The Association may further generate funds by receiving donations, bequests and grants from whatever source approved by the Executive Committee.

11.2 Bank of the Association

- (a) All monies received by or on behalf of the Association shall be paid into such bank accounts opened at the headquarters of the Association, which shall include a current account, interest bearing investment account and such other accounts as the Executive Committee may determine.
- (b) All bank accounts of the Association shall be operated by two signatories nominated by the Executive Committee.

11.3 Use of Funds

- (a) The funds of the Association may only be used for objectives herein stated and as directed by the Executive Committee of the Association.

- (b) Every member of the Association shall be responsible for all expenses of travel, board and lodging of its representatives, provided that the Executive Committee shall have the power to authorise otherwise in individual cases.

Article 12. AMENDMENT OF THE CONSTITUTION

Any of the provisions of this constitution may be amended at any time by a resolution of not less than two thirds of those voting at a General Meeting of the Association.

Article 13. DISSOLUTION

The Association may be dissolved at any time by resolution of not less than two thirds of the members voting at a General meeting of the Association convened with at least six months' notice of the proposal for dissolution.

Article 14. LIQUIDATION

In the event of dissolution of the Association, the auditors last appointed shall oversee the equitable distribution of the assets to all members provided that this will be done after payment of all liabilities.

Article 15 REGULATIONS

15.1 There shall be Administrative and Financial Regulations of the Association to govern the smooth running of the Association and the implementation of this Constitution.

15.2 The Executive Committee shall be responsible for the drawing up of such Regulations and the submission thereof to the AGM for approval and adoption.

16. MISCELLANEOUS

16.1 *Language*

The Association shall conduct business in English.

16.2 *Logo*

There shall be a logo approved by Association.

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