



# **HOSPITALITY & TOURISM ASSOCIATION OF SWAZILAND**

## **CONSTITUTION & RULES**

### **1. NAME**

The name of the Association shall be “The Hospitality & Tourism Association of Swaziland”, hereinafter referred to as “the Association”.

### **2. LEGAL STANDING**

2.1 The Association shall be a non-profit making body.

2.2 The Liability of any member is limited to the amount (if any) unpaid of his annual subscription.

### **3. THE OBJECTS OF THE ASSOCIATION ARE:-**

3.1 To promote the interests of its members associated with the tourism industry.

3.2 To actively promote and aid the Tourism Industry in Swaziland;

3.3 To promote, support or oppose legislation affecting tourism and /or the interests of members;

3.4 To review, support or oppose applications to any licensing authority in the interest of members;

3.5 To represent the views of employers in the industry through, or in association with the Federation of Swaziland Employers, and /or The Swaziland Chamber of Commerce and Industry in all matters affecting employment and related economic and social conditions;

3.6 To advise, mediate, and generally to assist members in resolving disputes affecting the interests of members, individually or as a whole.

3.7 To co-operate with and make representations to Government Departments and any other agency on matters affecting the interests of the members;

3.8 To borrow, invest, lend, subscribe or donate funds in the interests of the Association;

3.9 To encourage and promote the education and training of potential and existing employees in the industry with the object of maintaining and improving standards of service in the industry;

- 3.10 To acquire by purchase, lease, or otherwise, such fixed or movable property as may be deemed necessary or advisable to pursue these objects and to dispose of same;
- 3.11 To pursue any other course of action deemed by the Executive Committee, at the time, to be in the interests of members, or tourism in Swaziland.
- 3.12 To devote and apply the funds of the association exclusively to the objects of the Association in such manner as the Executive Committee may from time to time see fit.

#### 4. **MEMBERSHIP**

##### 4.1 **Full Members**

All organizations or individuals in Swaziland whose main trade is directly sourced from the tourism industry and who in the course of pursuing their business deal directly with tourists.

Subject to approval by the Executive Committee, the above are entitled to become members with full voting rights at General Meetings.

##### 4.2 **Associate Members**

Any organization or individual in Swaziland with indirect interest in the tourism industry. Subject to approval by the Executive Committee the above are entitled to become Associate Members without voting rights at General Meetings and subject to such restrictions as the Executive Committee may from time to time impose.

#### 5. **APPLICATION FOR MEMBERSHIP**

Application for membership shall be made to the Secretary and shall provide such details as to the trade, business or industry conducted by the applicant as may be reasonably required, together with a cheque for the subscription. The Secretary shall table the application at the next meeting of the Executive Committee and shall thereafter advise the applicant of the grant or refusal of his application and provide him with an official receipt if so as requested or return his cheque as appropriate. The decision to grant or refuse an application for membership shall be taken by the vote of the majority of the Executive Committee present at a properly constituted meeting and the Chairman shall have a casting vote in addition to his deliberative vote in the event of an equality of votes.

## 6. **SUBSCRIPTIONS**

Each full member and Associate Member will be required to pay an Annual Subscription on the first day of each financial year, at rates to be determined by the Executive Committee. A member joining in the second half of a financial year shall pay half of one year's subscription for that year.

Any Member or Associate Member whose subscription falls more than three (3) months in arrears shall cease to enjoy any rights or privileges of membership. If arrears are not made good before the next Executive Meeting, the member's name shall be brought before that Executive Meeting, and may be struck off the register of members.

## 7. **MEMBERS BECOMING INSOLVENT**

Any member becoming insolvent or compromising with his creditors shall, ipso facto, cease to be a member of the Association. The Association, however, may re-elect such a member subject to the conditions of Rules 4, 5 and 6.

## 8. **GENERAL MEETINGS**

### 8.1 **Annual General Meeting**

The Annual General Meeting of the Association shall be held as soon as may be found convenient after the 31<sup>st</sup> of May of each year, but not later than the 31<sup>st</sup> of August, for the election of Officers as provided for by Rule 9; considering and passing the accounts; receiving the Chairman's Report; electing of auditors and such other business as may be properly dealt with at a General Meeting. Not less than 14 days notice of such meeting shall be given to members in writing.

### 8.2 **Extraordinary General Meeting**

An Extraordinary General Meeting of the Association may be called at any time by the Executive Committee. Upon receipt of a written requisition from not less than five members, the Executive Committee shall call an Extraordinary General Meeting to take place within, at most, six weeks from receipt of such requisition. Such requisition shall state clearly the matters to be discussed at such meeting and no other business may be transacted. Not less than 7 days notice of such meeting shall be given to members in writing.

### 8.3 **Representation and Voting**

At all General Meetings, accredited representatives, or their nominated alternates, of all Full Members and Associate Members may attend, but only one vote per Full Member may be cast. All issues, unless otherwise specially

provided for herein, shall be decided by show of hands. In all questions submitted to a Meeting, the decision of a simple majority shall be binding, except where a particular or specified majority is required by these Rules. In the event of the Meeting being equally divided, the Chairman may call a further Meeting, or exercise a casting vote, at his discretion. In circumstances where the Chairman considers it advisable, voting on any issue may be conducted by secret ballot.

#### 8.4 **Quorum**

A quorum shall consist of not less than four (4) full members present – in person or by proxy.

### 9. **OFFICERS AND EXECUTIVE COMMITTEE**

9.1 To conduct the general business of the Association in accordance with the objectives in clause 3, the Annual General Meeting will elect Officers and Committee Members as follows:-

Chairman - to represent the Association publicly, and to conduct Meetings.

Secretary) - to be replaced by a paid Officer should the meeting so  
Treasurer) determine.

Eight (8) additional members

### 10. **POWERS OF EXECUTIVE COMMITTEE**

10.1 The Executive Committee shall have powers to co-opt such additional persons as they see fit and to appoint a temporary Chairman to conduct their Meetings in the absence of the Official Chairman.

10.2 Five (5) Members of the Committee shall form a quorum.

10.3 The Executive Committee will meet not less than once in every six weeks. Decisions will be taken as far as possible by consensus of those present, but the Chairman or any member may call for a show of hands, and in the event of the votes of the members present being equally divided, the Chairman shall exercise a casting vote or refer the matter to a General Meeting.

10.4 Meetings will take place in the establishments of members able and willing to offer facilities.

10.5 All members may attend any meeting of the Executive Committee but only the Committee Members shall have a right to vote. The Chairman shall be

entitled to invite any person to attend and address the Committee.

10.6 The Executive Committee shall have the following powers:-

- (a) To make and enforce bye-laws not inconsistent with the Constitution and Rules of the Association for the time being in force.
- (b) To regulate the admission of visitors and to grant or refuse membership.
- (c) To suspend any member from membership for any cause appearing sufficient to a majority of the Committee.
- (d) To nominate representatives to other organizations, associations or Committee.
- (e) To open and operate such bank accounts as may be deemed necessary.
- (f) It shall be the duty of the Executive Committee to cause true accounts to be kept of all monies received or expended by the Association and of matters in respect of which such receipts or expenditure take place and of the assets, liabilities and balances of the Association which shall be duly audited as provided for under this Constitution.

## 11. **INDEMNITY**

In the event of any prosecution commenced against any office-bearer of the Association for anything done in the proper discharge of his duties, such person shall be defended and indemnified by, and at the cost of, the Association for all damages, costs and expenses which may result from such prosecution, and the property and funds of the Association may be applied for such purpose.

## 12. **PAYMENT OF ACCOUNTS**

No account due by the Association shall be paid without the authority of the Executive Committee which shall be deemed to have authorized all payments made unless an Executive Member objects to a payment and is supported in his objection by a majority of the Executive Committee. All cheques shall be signed by the Secretary and counter-signed by a Member of the Executive Committee.

## 13. **ACTIONS AT LAW**

The Association may sue and be sued in its aforesaid name and service of all summonses, notices and the like shall be valid and effectual if served at the office of the Secretary. All powers to sue or defend shall be given under the

authority of a resolution of the Executive Committee signed by two Members of the Committee and the Secretary.

14. **AUDIT**

The accounts of the Association shall be audited annually by auditors appointed by the Association at the Annual General Meeting and the Association's financial year shall be from the 1<sup>st</sup> June to the 31<sup>st</sup> May. The report of the Auditors shall be tabled at the Annual General Meeting of the Association. Should any Auditor or Auditors so appointed be unable or unwilling to act, the Executive Committee shall have the power to fill the vacancy or vacancies at any time before the next Annual General Meeting.

15. **ACQUIESCENCE AND SUBMISSION TO CONSTITUTION AND RULES**

As the payment of his subscription will enable a member to enjoy the privileges and advantages of the Association, it shall be held to imply his acquiescence to its Constitution and rules and his submission thereto.

16. **VESTING OF PROPERTY**

All property, movable or immovable, of the Association, shall be held in the name of the Association and all contracts, deeds, bonds, powers and instruments required to be signed by the Association shall be signed under the authority of a resolution of the Executive Committee by two Members of the Executive Committee and the Secretary.

17. **ALTERATION OF CONSTITUTION**

This constitution may be altered or amended at any time at an Annual General Meeting or any Extraordinary General Meeting, provided that such alteration or amendment shall have the approval of a majority of two-thirds of the members present and entitled to vote at such Meeting, and provided that details of the proposed alteration or amendment shall have been included in the Notice convening such Meeting.

18. **DISSOLUTION**

The Association may be dissolved by a resolution of any General Meeting. Upon dissolution the uncommitted assets of the Association shall be shared among members validly on the list of members at the date of dissolution, in the proportions of their annual subscriptions paid during the year of dissolution.