



CONSTITUTION

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The Information and Communications Technology Association of Zambia



The Information and Communications Technology Association of Zambia

Established by the Information and Communications Technology
Association of Zambia Act No. 7 of 2018



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ARTICLE 1- PREAMBLE

We, as members of the Information and Communications Technology Association of Zambia do recognise the importance of our profession. We acknowledge the supremacy of this constitution and pledge to uphold and protect it severally and jointly as an Association.

We further acknowledge that this constitution is intended to serve the interests of all its members, among other things, by spelling out the rights and obligations of the individual members on one hand and the Association as a whole, on the other hand. We the members unanimously submit to this constitution here established.

We therefore acknowledge the fact that this constitution shall bind all members of the Association, both present and future.

ARTICLE 2 - INTERPRETATION

In this constitution, unless the context otherwise requires: -

“AGM” means Annual General Meeting;

“EGM” means Extraordinary General Meeting;

“general meeting” means a meeting of the members and includes both an Annual General Meeting and Extraordinary General Meeting;

“good standing” means a member who is fully paid up for the current year and has complied with all their explicit obligations, while not being subject to any form of disciplinary censure;

“HUB” means a business incubation center;

- “ICT” means Information and Communications Technology;
- “ICTAZ” means the Information and Communications Technology Association of Zambia;
- “member” means a person registered as a member of the Association;
- “ordinary resolution” means a resolution passed by more than fifty per cent of the votes cast; and
- “special resolution” means a resolution passed by at least seventy-five per cent of the votes cast.

ARTICLE 3 - MEMBERSHIP

3.1 Classes of Membership

3.1.2 There shall be seven classes of membership of the Association.

3.1.3 A person shall not use the following title or abbreviation unless that person is registered in accordance with the Act and this constitution:

Title	Abbreviation
1. Fellow Membership	FLICTAZ
2. Full Membership	FMICTAZ
3. Associate Membership	ASICTAZ
4. Licentiate Membership	LCICTAZ
5. Affiliate Membership	AFCTAZ
6. Student Membership	STICTAZ
7. Corporate Membership	CMICTAZ

3.2. Qualifications of Class Membership

3.2.1 Fellow Membership

A person may, on application to the Association, be admitted as a Fellow if that person -

- (a) has attended a recognized university or college and holds a minimum of an ICT related Master's degree or other higher education qualification; and
- (b) must have made a valuable and recognisable contribution to the Association and to the ICT fraternity as a whole;
- (c) at the time of making the application for admission as a Fellow, the applicant is -

- (i) recognised by the Association as having contributed to the ICT fraternity;
- (ii) engaged for not less than ten (10) years in a position of superior or management level in the administration, execution or operation of such important work which in the opinion of the Council is within the practice of the ICT profession;
- (iii) practicing as a consultant for a period of not less than ten (10) years and has acquired an incontrovertible good reputation in the ICT profession;
- (iv) lecturing or teaching at a higher education institution in a responsible position for not less than ten (10) years;
- (v) engaged in two or more positions outlined in (ii), (iii) and (iv) above for not less than a combined total of ten (10) years of experience; and
- (vi). has developed an innovative product or service. Prepared, and presented, and published a technical or research paper at an institutional or other recognized event or published a paper in a recognised technical journal.

(d) The Membership Registration Board may exercise discretion whenever it deems fit or necessary by waiving some or including more qualifications, as the case may require.

3.2.2 Full Member

This class of membership shall have two (2) categories -

3.2.2.1 Professional Full Member

A person may, on application to the Association, be admitted as a Professional Full Member if that person -

- (a) is a holder of a Bachelor's Degree from any recognized University acceptable by the Association ; and
- (b) has more than five (5) years of work experience as an ICT professional

3.2.2.2 Graduate Full Member

A person may, on application to the Association, be admitted as a Graduate Full Member if that person

- (a) may not have work experience but has attended an approved university, technical college or school and holds a Degree or other higher education qualification; or
- (b) has been educated in the profession for a period and has passed such examinations as may from time to time be determined by the Council; and
- (c) is undergoing a period of training in industry related to ICT after graduation.

3.3.3 Associate Member

This class of membership shall have be two categories of membership -

3.3.3.1 Professional Associate Member

A person may, on application to the Association, be admitted as a Professional Associate Member if that person-

- (a) is a holder of a Diploma from any recognised higher education institution; and
- (b) has an ICT or Computer related Certification with less than 5 year working experience
- (c) has more than two (2) years of work experience as an ICT professional.

3.3.3.2 Graduate Associate Member

A person may, on application to the Association, be admitted as a Graduate Associate Member if that person -

- (a) may not at the time have any work experience but has attended an approved training facility, technical college or school and holds a Diploma or any other equivalent qualification from any recognized higher education institution; or
- (b) is undergoing a period of training in industry related to ICT after graduation.

3.3.4 Licentiate Member

This class of membership shall have two categories -

3.3.4.1 Professional Licentiate Member

A person may, on application to the Association, be admitted as Professional Licentiate Member if that person:-

- (a) is a holder of an ICT Certificate from any recognized training facility; and
- (b) has more than two (2) years of work experience as an ICT professional.

3.3.4.2 Graduate Licentiate Member

A person may, on application to the Association, be admitted as a Graduate Licentiate Member if that person -

- (a) has no work experience but has attended an approved training facility, technical college or school and holds a Certificate or any other equivalent qualification from a recognised higher education institution; and
- (b) is undergoing a period of training in industry related to ICT after graduation.

3.3.5 Affiliate Member

This class of membership shall have be two categories -

3.3.5.1 Individual Affiliate Member

The Association may approve on application a person who expresses a keen interest in the Association and is working in the ICT sector.

3.3.5.2 Group Affiliate Member

This category shall include a group or registered Association dealing in ICT related work or activities. It includes but is not limited to HUBS, NGO's, ICT teachers' Associations and other related groups whose members may not meet the minimum admission requirement to any class of membership.

3.3.6 Student Member

- a) A person may, on application to the Association, be admitted as a Student Member if the applicant is a bona fide student at a recognised higher education institution.
- b) Every learning Institution shall have an ICTAZ Chapter to which every student member shall be affiliated
- c) The Association Chapters shall be platforms that ICT students shall essentially use to promote professional development in ICT and advance the interest of the Association as a whole.
- d) A certain percentage of membership fee, determinable by the Council, shall be remitted to the respective Chapters as a way of helping it raise revenue for its operations and activities.
- e) The Association Chapters shall be managed by committees which shall comprise the following office bearers who shall be elected by student members from among their membership;
 - i. The President
 - ii. The Vice President
 - iii. Secretary General
 - iv. Vice Secretary
 - v. Public Relations Secretary

vi. Project Coordinator

3.3.7 Corporate Member

A firm person may, on application to the Association, be admitted as a Corporate Member if that firm is registered as an ICT firm under any of the following categories:

(a) C1 Member.

A company or business that has employed at least five (5) ICT professionals who qualify as members under any of the classes of membership.

(b) C2 Member

A company or business that has employed between six (6) to ten (10) ICT professionals who qualify as members under any of the classes of membership.

(c) C3 Member

A company or business that has employed more than ten (10) ICT professionals who qualify as members under any of the classes of membership.

(d) C4 Member

This class includes all local companies that deal in or provide ICT services in any part of Zambia.

(e) C5 Member

A higher learning institution which offers ICT training and programs at whatever level.

3.3.8 Foreign Professional Member

This class of membership has three (3) categories -

3.3.8.1 Individual Consultants

(a) A foreign individual consultant who is an ICT professional or whose line of work relates to or involves ICT shall in addition to applying for a work permit, apply for membership under this class of membership.

(b) Subject to paragraph (a) a person shall be required to apply for membership in accordance with the provisions of this Constitution and the Act, attaching his or her work permit.

3.3.8.2 Corporate Consultants

This category includes foreign companies hired into Zambia under contract for ICT related works.

A foreign company shall be required upon execution of their contracts, to apply for membership in accordance with this constitution and the Act.

3.3.8.3. Foreign Corporate Member

This class of membership is divided into five (5) categories-

(a) FC1 Member

A foreign company or business that has employed at least five (5) ICT professionals who qualify as members under any of the classes of membership.

(b) FC2 Member

A foreign company or business that has employed between six (6) to ten (10) ICT professionals who qualify as members under any of the classes of membership.

(c) FC3 Member

A foreign company or business that has employed more than ten (10) ICT professionals who qualify as members under any of the classes of membership.

(d) FC4 Member

A foreign company that deals in or provide ICT services in the Republic.

(e) FC5 Member

A higher learning institution, which offer ICT training and programs at whatever level.

3.4 Rights of Members

- (a) A Fellow, Full, Associate and Licentiate Member who are in good standing with the Association shall have the right to vote at a general meeting.
- (b) All members except Corporate, Student, and Affiliate and shall have the right to hold any office in accordance with the provisions of this Constitution and the Act.
- (c) A member, however, shall not hold more than one elective office at the same time.

3.9.1 Obligations of Members

- (a) Participate in Association activities.
- (b) Timely payment of Membership and all subsequent registration fees.
- (c) Continuous Professional Development.

ARTICLE 4 - CANCELLATION OF REGISTRATION

4.1 Subject to the Act, the Membership Registration Board shall cancel membership registration of a member who fails to pay membership fees.

4.1.2 A member whose practicing certificate is cancelled shall remain liable to the Association for all membership fees due prior to the cancellation of the practicing certificate (including membership fees payable in respect of the period current at the date of such termination).

4.1.3 A member whose practicing certificate is cancelled may be re-admitted, upon re-application, on such terms and conditions as the Council may determine.

ARTICLE 5 - EXECUTIVE COMMITTEES

The Council may, for the purpose of performing its functions establish committees and delegate to any such committee any of its functions as it considers necessary. The committees shall include, but not limited to the following:

5.1 Finance and Audit Committee

The Committee shall consist of the following members:

- (a) the National Treasurer as the Chairperson;
- (b) the Vice- Chairperson;
- (c) Secretary; and
- (d) not more than five other members of the Association

5.1.2 Duties of the Committee are to -

- (a) provide oversight on the financial position of the Association.
- (b) receive submissions , review and approve annual budget plan.
- (c) review fund raising activities
- (d) formulate policies and make recommendations on investment opportunities.
- (e) facilitate and review audits of the Association's financials at periodic times.
- (f) render to the Council an accurate account of all transactions and of the financial position of the Association.

5.2 Technical Affairs Committee

5.2.1The Committee shall consist of the following members:

- (a) the Chairperson Technical;
- (b) Vice Chairperson;
- (c) Secretary; and
- (d) not more than five other members of the Association.

5.2.2 Duties of the Technical Affairs Committee

The Committee in keeping with professional standards and practice shall be responsible for the following:

- (a) review emerging technologies and provide advisory services.

- (b) reviewing and proposing new ICT standards
- (c) participate and hold technical events in the country so as to increase awareness on ICT best practices.
- (d) formulate ways of encouraging innovation in the profession across the various sectors.

5.3 Professional Development Committee

5.3.1 The committee shall consist of the following members;

- (a) the Chairperson;
- (b) the Vice- Chairperson;
- (c) the Secretary; and
- (d) not more than five other members of the Association.

5.3.2 Duties of the Professional Development Committee duties are to -

- (a) facilitate the professional development of the members of the Association by proposing new professional development programs;
- (b) set professional development programs for the Association; and
- (c) review professional development and recommend updates.

5.4 Midlands Region Committee

This committee shall oversee and be responsible for Lusaka, Western, Eastern and Southern Provinces.

5.4.1 The committee shall consist of the following members -

- (a) the Chairperson;
- (b) the Vice- Chairperson;
- (c) the Secretary; and
- (d) not more than five other members of the Association.

5.4.2 Duties of the Committee are to -

- (a) formulate activities for the region to enhance the participation of members in the designated areas;
- (b) effectively assist to mobilize funds for the effective operation of the Association;
- (c) establishing and maintaining Regional Chapters; and
- (d) participate in research and improvements in the ICT fraternity.

5.5 Northern Region Committee

This committee shall oversee and be responsible for Central, Copperbelt, Northern, Muchinga, North- Western and Luapula Provinces.

5.5.1 It shall consist of the following members:

- (a) the Chairperson;
- (b) the Vice- Chairperson;
- (c) the Secretary; and
- (d) not more than five other members of the Association.

5.5.2 Duties of the Committee are to -

- (a) formulate activities for the region to enhance the participation of members in the designated areas.
- (b) effectively assist to mobilize funds for the effective operation of the Association.
- (c) establishing and maintaining Regional Chapters.
- (d) participate in research and improvements in the ICT fraternity.

ARTICLE 6 - BRANCHES OF ASSOCIATION

6.1 Branches

- (a) There shall be established branches of the Association as the Council may determine and shall devolve into regions progressively.

- (b) The function of the branch of the Association are to provide the presence of the Association in regions that provide administrative services.

ARTICLE 7- MEETINGS OF ASSOCIATION

7.1 Annual General Meeting

- (a) The AGM shall be a meeting of the members of the Association and it shall be held once every year within four months from the end of each financial year or within 30 days of submission of the Auditors report for the just ended financial year.
- (b) The meeting referred to in paragraph (a) may be held physically or by electronic means.
- (c) A member wishing to bring before the AGM any motion or business, shall give notice in writing to the Registrar Twenty-one days(21) before the date scheduled for the AGM.

7.1.2 Notice of AGM

- (a) Notice of at least thirty (30) days shall be given to the members through email and by way of advertisement in a newspaper of general circulation.
- (b) The notice is exclusive of the day
- i. on which it is served or deemed to be served; and
 - ii. for which it is given.
- (c) The notice must state -
- i. the date and time of the meeting;
 - ii. the principal place of the meeting;
 - iii. the general nature of the business to be dealt with at the meeting;
 - iv. that the meeting is an annual general meeting
- (d) If a resolution (whether special or not) is intended to be moved at the meeting, the notice may include -

- i. notice of the resolution; or
 - ii. statement containing any information or explanation that is reasonably necessary to indicate the purpose of the resolution.
- (e) Despite the fact that an AGM is called by shorter notice than that specified under paragraph (a), it is regarded as having been duly called if it is so agreed by 2/3 of the members entitled to vote at the meeting.

7.1.3 Proceedings of meeting and business to be transacted

The proceeding of the AGM shall include the following:

- (a) adoption of minutes of the previous AGM
- (b) receive and discuss the President's annual report and plan of action for the next financial year
- (c) receive and consider statements of financial performance and position of Association.
- (d) receive and consider the Auditor's report.
- (e) elect office bearers when the tenure of office has expired or for purposes of replacing office bearers whose offices have for some reason become vacant.
- (f) receive, discuss and approve/disapprove, modify constitutional amendments.
- (g) appointment of auditors.
- (h) receive committee reports on activities of the Association during the previous financial year.
- (i) The President or, in his/her absence, the Vice President, shall chair the AGM. In the absence of both, a member of the Council to be chosen by those present shall be entitled to chair the AGM.
- (j) If in the event that no such person is present or available, then the members present shall proceed to choose a person from their number to be the chairperson.

- (k) 2/3 of members present and eligible to vote will form a quorum for any AGM and no business shall be transacted at any AGM unless the requisite quorum is present.
- (l) The Chairperson shall have, in addition to a deliberative vote, a casting vote.
- (m) Each member shall be entitled to a vote.
- (n) Most questions for decision at the AGM shall be determined by ordinary resolution except where this Constitution and the Act expressly provide otherwise.
- (o) The Chairperson may, with the consent of the majority of those present and entitled to vote, adjourn the meeting; no business shall be transacted other than the business unfinished at the meeting from which the adjournment was made.
- (p) Minutes of all proceedings of the Association shall be recorded in writing.
- (q) The minutes of each meeting shall be signed by the chairperson of the meeting and the signed minutes shall then be sufficient record of the proceedings.

7.2 Extraordinary General Meeting

7.2.1 An EGM may be held any time -

- (a) When called by the Council
- (b) When called by a written demand to the Registrar, by at least a third of the total membership eligible to vote stating the reason for the demand.
- (c) If the Registrar fails to respond or call a meeting demanded under the provisions of paragraph (b) above within 21 days, the members so demanding may appeal to the Council who shall advise and take immediate action to resolve the matter.

7.2.2 Proceedings of meeting and business to be transacted

- (a) The notice for the EGM shall be 14 days and it shall be in the form of an advertisement in the national press.

- (b) The notice shall set out clearly the place, date and time of such meeting and the business to be transacted.
- (c) Despite paragraph (i), if the urgency of any particular matter does not permit the giving of fourteen days' notice, an EGM may be called upon by giving a shorter notice provided that the reasons for such shorter notice are stated.
- (d) members present at a meeting, in good standing with the Association and eligible to vote will form a quorum for any EGM and no business shall be transacted at any EGM unless the requisite quorum is present. $\frac{3}{4}$ of the quorum shall pass a resolution;
- (e) The Chairperson shall have, in addition to a deliberative vote, a casting vote.

7.3 Appointment of Proxy

- (a) A proxy may be appointed for any formally convened meeting of the Association, for a specified period, or a specified meeting and any adjournment thereof.
- (b) A member shall appoint a proxy by filling out the instrument of appointment as set out in Schedule.
- (c) No person shall be appointed a proxy who is not a member of the Association or who is not eligible to vote.
- (d) The instrument appointing a proxy shall be received at the principal place of business of the Association, or through electronic means not less than forty-eight (48) hours before the time fixed for holding the meeting at which the person named in the instrument is expected to vote.

7.4 Demand for Poll

- (a) A person entitled to vote at a general meeting can ask for votes (even on a motion to be decided by ordinary resolution) to be counted by a poll.
- (b) The person may ask for the poll in person or by proxy.

- (c) If a poll is demanded, it shall be taken forthwith and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- (d) The request for a poll;
 - i. Can be withdrawn by the person who asked for it at any time before the poll is finished.
- (e) The request for a poll must be made -
 - i. before the meeting decides the next motion (if it is not the last motion);
or
 - ii. Before the meeting ends (if it is the last motion)
- (f) The general meeting at which a poll is demanded shall appoint two scrutineers, who will open the voting papers and report to the Chairperson the result of the voting. The Chairperson shall communicate the report to the meeting and this report shall be conclusive evidence of the result of the poll.
- (g) At any general meeting, unless a written poll is demanded, a declaration by the Chairperson that a resolution has been carried or lost and an entry to that effect, made in the minutes of the meeting, shall be conclusive evidence of the fact.

7.5 Omission to Give Notice of Meeting

An omission to give notice of a meeting, or a non- receipt of notice of a meeting, by a member entitled to receive notice shall not invalidate the proceedings at the meeting.

ARTICLE 8 - ELECTORAL COMMITTEE

8.1 Composition of the Committee

8.1.2 The Council shall appoint the Electoral Committee and the Committee shall consist of –

- (a) Returning Officer who shall be an independent person and is not a member of the Association.; and
- (b) Five (5) Election officers from among the members of the Association.

8.1.3 The Returning Officer shall be the highest authority of the process and the Returning officer's duties shall include but are not limited to the following:

- (a) check voter eligibility;
- (b) manage the electoral roll and voter communication;
- (c) announce the electoral results; and
- (d) ensure that the election process is impermeable.

8.2 The Elections Officer duties are to -

- (a) serve as election volunteers;
- (b) hand out ballot papers;
- (c) supervise proceedings during the elections;
- (d) conduct the counting of votes; and
- (e) provide security so as to curtail rigging or any form of malpractice.

ARTICLE 9 - ELECTIONS

9.1 General elections shall be held to elect a new Executive Council, every two (2) years after the end of the previous term of office.

9.2 When an office falls vacant due to -

- (a) death;
- (b) resignation;
- (c) dismissal;
- (d) legally disqualified to perform the function of a member; or
- (e) any other cause as may be decided at the AGM.

9.3 Subject to clause 9.2, in an event where the remainder of the tenure of office is six months to the AGM, by-elections shall be held through an Extra Ordinary Meeting.

9.4 Eligibility to vote

9.4.1 Only members in the following classes of membership who are in good standing with the Association shall be eligible to vote in elections at the AGM:

- (a) Fellow;
- (b) Full Members;
- (c) Associates; and
- (d) Licentiate members.

9.5. Nominations

9.5.1 The Council shall sixty (60) days before the AGM, issue a notice specifying the dates for filing nomination through electronic means or a daily newspaper of daily circulation in the Republic.

9.5.2 A candidate shall lodge a nomination paper with the Registrar within the period specified in the notice.

9.5.3 The nomination paper shall be in the form as set out in the schedule.

9.5.4 A nomination may be withdrawn by the candidate or a person duly authorised by the candidate at any time before the expiry of the period specified in the notice for lodging the nomination.

9.5.5 The Election Committee shall determine the validity of the nominations lodged, and shall submit the list of names of candidates validly nominated to the Returning Officer.

9.5.6 Where the Election Committee determines that no candidate has been validly nominated to any position, the Committee shall, in respect of that position, call for further nominations.

9.5.7 Where only one candidate has validly filed the nomination papers for any position or office, there shall be no election held for that position or office and the Returning Officer shall declare such a candidate duly elected at the AGM.

9.5.8 Where two or more candidates have been validly nominated to a particular position or office, the Elections Committee shall report to the Council and the report shall set out the names in alphabetical order and position or office contested.

9.5.9 The Council shall publish the list of candidates at least thirty (30) days before the AGM through electronic means, a daily newspaper of daily circulation in the Republic.

9.6 Campaign and voting

9.6.1 A candidate can circulate that candidate's manifesto, campaign messages and hold meetings thirty (30) days before AGM.

9.6.2 Elections shall be by secret ballot, which shall be conducted in such manner as the Electoral Committee may direct.

9.6.3 The Returning Officer shall declare the candidate with the highest number of votes as winner.

9.6.4 Where in the election of candidates, two or more candidates happen to have a tie for any position, the voting for the said position shall be repeated to decide the winner.

9.7 Tenure of office

9.7.1 The tenure of office of the Council members shall be two years.

9.7.2 The Council members shall hold office until the incoming Council is duly elected at the AGM.

9.7.3 Council members may be re-elected to the same or different office, but they shall not serve for more than two terms.

9.7.4 In a case where a candidate is serving the remainder of the term of office of the predecessor, and that candidate has served for more than six months, the period served shall be considered as a term.

9.8 Handing over and swearing-in ceremonies

9.8.1 The Elections Committee shall immediately after the election, organise a handover ceremony to be witnessed by the assembled members and guests.

9.8.2 A swearing-in ceremony shall then follow.

9.9. Qualification of Council Members

9.9.1 The President and Vice President

A person shall qualify to be a President or Vice President of the Association, if that person is-

- (i) a Full member of the Association;
- (ii) in good standing for at least eight (8) consecutive years preceding the elective AGM and
- (iii) an active member in the activities of the Association for a period of five (5) years.

9.9.2 Committee Chairperson

A person shall qualify to be a Committee Chairperson if that person is -

- (i) a Full member of the Association;
- (ii) in good standing for at least five (5) consecutive years preceding the elective AGM and.
- (iii) an active member in the activities of the Association for a period of three (3) years.

9.9.3 Committee Member

A person shall qualify to be a committee member of the Association if that person -

- (i) an Associate member of the Association;
- (ii) in good standing for at least three (3) consecutive years preceding the elective AGM and.

(iii) an active member in the activities of the Association for a period of three (3) years.

ARTICLE 10- FINANCIAL ADMINISTRATION

10.1 Revenue

10.2 The Association shall raise revenue from the following sources:

- (a) membership fees;
- (b) fundraising functions;
- (c) contributions;
- (d) donations;
- (e) grants;
- (f) loans; or
- (g) income generating activities.

10.3. Bank Account

10.3.1 All funds of the Association shall be deposited into Association's account at such bank or financial institution as the Council may determine.

10.4 Financial Year

The financial year of the Association shall be a period of twelve (12) months ending on 31st December in each year.

10.5 Appointment of Auditors

An auditor shall be appointed by the Council and ratified at the AGM and shall serve until the first sitting of the new Executive Council in the following term of office but shall be eligible for re-appointment.

10.6 Administration of Property Belonging to the Association

The Council shall be the overseer of all assets, projects and financial undertakings of the Association.

10.7 Expenditure

10.7.1 The expenditure of an approved annual budget of the Association shall be duly authorized by the Council.

10.7.2 The Registrar shall seek approval from the Council , to authorize supplementary budget expenditure or unbudgeted expenditure provided the amount in one year does not exceed ten per cent (10%) of the annual budget of the Association. The President shall justify the unbudgeted expenditure at the next general meeting.

10.8 Power to Borrow

10.8.1 The Council may borrow funds to fund the activities of the Association as the Council may determine.



ARTICLE 11- REGISTERS

11.1. Registers

- (a) The Registrar shall maintain a register of all member registered with the Association in which the Registrar shall enter details relating to-
 - i. ICT professionals who are members, the different classes they belong to and whether or not they are entitled to vote;
 - ii. the persons whose certificates have been cancelled; and
 - iii. the applications rejected and the reasons for the rejection.
- (b) The Registrar shall maintain books relating to minutes, resolutions and votes.
- (c) The Registrar shall also maintain other registers and books as may be necessary.

ARTICLE 12 - CODE OF ETHICS

The Council shall adopt, maintain, enforce and conspicuously publish a code of professionally ethics, which shall be binding on all members of the Association.

ARTICLE 13- LEGAL PROCEEDINGS

13.1 ICTAZ being a corporate body with capacity to sue and be sued in its own name shall have authority to initiate and conduct legal proceedings brought by or against it.

13.2 Notwithstanding anything to the contrary in this constitution, a resolution of the Council or members in a general meeting to initiate legal proceedings must be passed by a special resolution.

ARTICLE 14- INDEMNITY

14.1 The Association shall indemnify every member of the Council or each committee member against all costs, losses, damages or expenses, including hotel and travel expenses in respect of any contract or agreement entered into; instrument executed; act or thing done or other matter whatsoever connected with the Association or its affairs, in discharge of their duties.

14.2 No Council member or officer of the Association shall be answerable or responsible for any act, receipt, omission, neglect or default of any other person; or for any loss or damage whatsoever suffered by the Association, unless the loss or damage shall happen through their own dishonesty, negligence, misfeasance or malfeasance.



SCHEDULE

Information and Communications Technology of Zambia Association

Appointment of Proxy

I, _____ a _____ (*insert the class of membership*) member of _____ (*insert the appointer's address*) do hereby designate _____ to act as my proxy at _____ (*indicate the type of meeting*) on the _____ day of _____ 20_____.

The duties to be exercised as proxy include the following;

This appointment of proxy remains in effect until _____

Dated the _____ day of _____ 2019.

Signed by:

Name

Signature

Witness

Signature

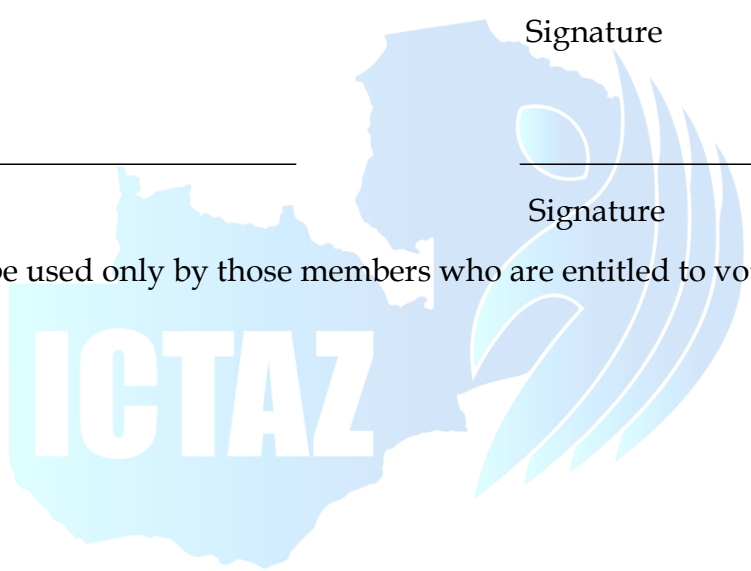
Name

Signature

Witness

Signature

*This form shall be used only by those members who are entitled to vote.





ADOPTION OF ICTAZ CONSTITUTION

The ICTAZ Constitution that was adopted on the 13th day of October 1990 at Lusaka is hereby repealed and replaced. This Constitution was approved and adopted by ICTAZ at the general meeting held at on the day of 20..... in accordance with the provisions of the Act.

President

National Secretary

