MINUTES OF THE EXTRAORDINARY GENERAL MEETING (EGM) OF THE INFORMATION AND COMMUNICATIONS TECHNOLOGY ASSOCIATION OF ZAMBIA (ICTAZ) HELD ON 24TH AND 25TH NOVEMBER 2022 AT COURTYARD HOTEL IN LIVINGTONE.

COUNCIL MEMBERS PRESENT:

1.	Mr. Clement Sinyangwe	- President	(Chairperson)
2.	Zeko Mbumwae	- Vice President	
3.	Albert Phiri	- National Treasurer	
4.	Samuel Muzata	- Compliance and Ethics Chairperson	
5.	George Mwale	- Northern Region Chairperson	
6.	Jessie Chandalala Sazambile	- Committee Member	
7.	Mazuba Hankuku	- Membership Chairperson	
8.	Binimbi Chellah	- Professional Development Chairperson	(Secretary)

APOLOGIES - COUNCIL MEMBERS

1.	Alinani Simuchimba	- Technical Affairs Chairperson
2.	Robert M'sendo	- Midlands Region Chairperson
3.	Abel Kabwe	- Committee Member
4.	Bwalya Chisulo	- National Secretary

MEMBERS PRESENT: As per attendance lists

MEMBERS APOLOGIES: Non sent in an apology

AGENDA

The Extra Ordinary General Meeting Conducted The Following Business:

1. National Anthem and Opening Ceremony

2. Conference

3. Presidents Remarks

4. Constitutional & Legislation Overview

5. Adoption Of Constitutional Amendments

6. Report On 2022 ICTAZ Operations

7. Membership Announcements

8. Vote of Thanks

9. Closing Of Meeting

1.0 OPENING CEREMONY

1.1 The extra ordinary general meeting was held under the theme : "*a new era for digital innovation and entrepreneurship opportunities for all*", and the opening ceremony was attended by 312 members and some invited guests.

1.2 The ICTAZ exrta ordinary general meeting and conference was officially opened by the minister of small and medium-size enterprises Elias Mubanga represented by the Director of SME Kennedy Mumba. Prior to the official opening, district education board Charles Miyoba gave welcoming remarks on behalf of the Livingstone district Commissioner. Livingstone Mayor Constance Nalishebo Muleabai also welcomed the delegates. A group photo was taken.

1.3 The ICTAZ Vice President Zeko Mbumwae then set the house rules, welcomed delegates to actively participate in the meeting and advised that the programme had been shared by e-mail and was available on the meta conference app. A moment of silence was observed in recognition of members who had passed during the past year.

Delegate registration was conducted electronically via the meta conference app provided by sponsor Infratel Zambia. One hundred and sixty-seven (167) delegates registered on the on the app in contrast to the three hundred and fifteen (315) delegates in attendance.

3.0 PRESIDENT'S REMARKS

3.1 ICTAZ President Clement Sinyangwe said the extra ordinary general meeting was called to review the ICTAZ Constitution as instructed by the 2021 Annual General Meeting to resolve the issues relating to the mandatory and contradictory clauses in the ICTAZ Act of 2018.

3.2 He urged the delegates to conduct themselves professionally during the deliberations because of the urgent need to elevate the recognition of ICT professionals in the national development agenda. Noting that theme of the meeting, a new era for digital innovation and entrepreneurship opportunities for all, is aimed at empowering ICT practitioners with skills and a mindset change to better prepare for the tasks ahead.

3.3 He observed that though the 2022 record indicates about two thousand (2,000) registered ICT professionals at the association but that the figure is just a fraction of the total IT professionals working in the country. The Patents and Companies Registration Agency (PACRA) records indicate that over Nine Hundred (900) IT related firms are operating in the country but less than two hundred (200) are registered at ICTAZ. The association hopes to improve compliance now that it has employed an officer to be responsible for that task.

3.4 Information Technology is being adopted in all areas of the economy and with the roll out of the E-government policy, more it personnel are being employed and digital skills implemented.

3.5 He urged the delegates to use their participation at the extra ordinary general meeting to establish a strong constitution that will meet expectations of the general membership.

3.6 The association has been collaborating with the ministry of technology and science to enhance the implementation of the ICTAZ ACT of 2018 finalising of the development of the Statutory Instruments (SI) to establish key organs such as the membership board and the professional ethics committee that will facilitate enforcement of the regulations. He thanked the ministry of technology and science for the support rendered in driving digital transformation and gave special recognition to the Minister Honourable Felix Mutati, for elevating Zambia's status on the international it and digital transformation platforms.

He also recognised the efforts of the permanent secretary Dr Brilliant Habeenzu for leading a powerful team at the ministry that has seen Zambia take major steps in revising legislative and policy directives that meet the expectations of the IT sector such as the review of the cyber security and cyber crimes act and the digital technology policy.

3.7 He, however, noted that some policies and technological development have led to job losses, but encouraged members to adopt digital innovation to promote self employment.

3.8 ICTAZ made submissions relating to the IT sector to the ministry of finance and national planning for the 2023 national budget process. This has resulted in the waiving of more taxes on its products, meant to bring down the cost of doing business to encourage the growth of the IT industry.

4.0 CONSTITUTIONAL AND LEGISLATION OVERVIEW

Legal counsel Ms Monica Nkhoma advised delegates on the implications of the ICTAZ Act and the amendments to the constitution.

She guided on drafting style as it relates to the words and expressions in the written law. Advising that the ICTAZ constitution required grammatical and provisional changes.

The constitution should provide for gender, meaning that anywhere where it read, he/she it should be replaced with person.

Some provisions required refinement, such as in article six that has a list for disqualifications that is not exhaustive because the constitution of Zambia has provisions that define legal disqualifications such as mental incapacity of criminal conviction.

She recommended revisions to the ICTAZ Constitution to allow for corrections in the language used and to align it to the ICTAZ act of 2018.

The meeting was advised to review the draft constitution available on the ICTAZ website. There would be a voting session to allow for the adoption of the changes and that the document being referred to was version three following recommendations from the several consultative processes.

ICTAZ has held two town hall meetings and virtual review with the membership during the course of the year, the following amendments were proposed:

1. Voting by proxy-this should be removed (in light of electronic voting)

2. Elections clauses should be amended (elections policy and composition of the committee proposed)
3. Qualifications of various council members should be amended.
4. Term of office for president
5. 5 appointment of proxy- this should be removed.
6. 6 introduction of audit committee and ethics and integrity committee

DAY TWO

The vice president advised the meeting delegates that the constitution revision process would be voted on by ICTAZ paid-up members only.

5.0 ADOPTION OF CONSTITUTION AMENDMENTS

The chairperson - Professional Development Mr Binimbi Chellah chaired the constitution review session. Observations and contributions were invited as the constitution version 4 was read through article by article. One hundred and fifty-one (151) delegates attended the session.

5.1 CORRECTIONS

5.1.1 based on prior consultation and advice given by the legal counsel the following corrections to the constitution were proposed:

i. Article one: where there is he/she to change to person. A member is defined as a person registered with the association.

ii. Article five: membership qualifications - a fellow member must be a degree holder. A full member must have attained over five years of working experience. Student members were added as a category.

iii. Licentiate member: meets the criteria of, to read "meets the following criteria"

iv. Corporate member: - the word "product" to be added in the first line.

v.   Article seven: composition of council number is 7.1 not 1.1

vi.   Article eight: 8.01 finance and audit committee to read " finance and treasury committee". 8.02 to remove duties of the finance and audit committee altogether

vii.   Article 10.0.0 meetings should read: the agm shall be a meeting of the members of the association and shall be held once every year within the four months of the year.

Notice of meeting: to read "notice of 21 calendar days instead of 14 working days shall be given to the members prior to the meeting, setting out the date, venue, agenda, and time.

Vi. Article 13 finance and administration to add "in conjunction with the finance and audit committee"

5.1.2 The Chairperson Professional Development advised the meeting that there was need to clarify the criteria for licentiate members and the ICTAZ Secretariat would be tasked with identifying appropriate academic criteria that falls in line with current it-related academic and professional courses.

He advised that article 5 had been slightly revised during the consultation process as honorary membership was proposed. In addition, the professional development committee would be developing a continuous professional development (CPD) policy. A member advised that CPD credits could be used to raise revenue for the association.

5.1.3 The constitution version 4.0 would have any sections or clauses that were already in the ICTAZ act of 2018 removed to avoid duplication. The meeting noted that in all articles, punctuations were omitted and advised the secretariat to correct the anomaly.

5.2 AMENDMENTS

5.2.1 The delegates agreed that the constitution would be adopted by simple vote.

Members were advised on the definition of council that it referred to the executive council. It was clarified that the term region was defined in the act.

Article eight - in relation to committees, the professional ethics and compliance committee members are elected and the chairperson sits on the executive council according the ICTAZ act and hence there was no need for a compliance chairperson to be voted for.

Article nine - in relation to regions and branches, chapter have been introduced to allow for more branches of the association. The president advised members that student chapter were only applicable to institutions of higher learning offering it-related courses.

5.2.2 The Annual General Meeting is prescribed to be held within the first four months of the year or within thirty days of the presentation of audited accounts and hence the 2023 annual general meeting date should be scheduled in that time range in accordance to the act. The meeting was reminded that previously the covid-19 restrictions had caused the 2021 elective AGM to be held in October.

No amendments were made to the process of elections but an elections committee would have to be convened. This committee would be tasked with developing an elections policy that provides guideline on who is eligible to stand for elections. There is need to clearly define "good standing".

The issuance of a notice for an AGM will be now be 60 days and not 30 days. The nomination window was revised from 30 days to 60 days.

Minutes of the previous Annual General Meeting to be shared 31 days before the AGM.

Voting by proxy has been removed from the constitution. Electronic voting should be allowed and included in the elections policy.

The immediate past association president will have a seat on the executive council and will hold similar rights as a council member. This will ensure continuity.

Elective annual general meetings will be held every three years to vote for the position of president, vice president and the professional ethics and compliance committee to align all committees to a three-year cycle. According to the ICTAZ Act clause 40. (l) there shall be a Professional Ethics and Compliance Committee of the Executive Council comprising the following members: (a) a Chairperson, (b) a Vice-Chairperson; and (c) four Information and Communications technology professionals in practice for not less than ten years, one

member of which shall be from the public practice and one from the corporate membership elected by the members at the annual general meeting of the association. The act also prescribes that the professional ethics and compliance committee term of office is three years.

Any other committee or chapters can be proposed to an Annual General Meeting.

Candidates standing for the position of association president must be a fellow member and have previously held a position in any ICTAZ Committee.

A president is limited to two terms in office and will not be eligible to contest for any position in the council or a committee upon serving two terms.

It was observed that the adoption of auditors was not subject to an annual general meeting. The council appointed auditors and hence it would continue as an administrative function of the association secretariat. The act provided for the keeping of proper accounts and annual audits. However the council holds authority to terminate the services of an auditor.

The meeting also called for names of paid-up members to be published as an encouragement to other members.

The secretariat would be tasked with cleaning up the amended constitution that would be shared to the 2023 AGM.

6.0 VOTE OF THANKS

Delegate Sililo Mabiya gave a vote of thanks. He thanked the members for attending the extra ordinary general meeting that discussed and reviewed the association constitution. He said the document gives the membership the guidance of the functions of the association adding that there was an opportunity to refine it. He encouraged fellow members to share ideas on how to improve their work at their individual workplaces to help raise the profile of ICT Professionals.

He thanked the president and the executive for according to him the opportunity to move the vote of thanks on behalf of the other delegates.

7.0 REPORT ON 2022 ICTAZ OPERATIONS

Mr Sinyangwe gave an update of the ICTAZ activities but advised that he was experiencing throat irritation.

He said that 2022 had so far seen a lot of changes and progress being made.

In terms of human resources also been, a communications and compliance officer has been recruited. A vehicle was also bought to improve compliance and operations. The association is in the process of engaging a registrar.

(The Vice President then took up the presentation.)

ICTAZ was able to increase the number of student chapters to fourteen (14).

The association also successfully hosted the international ICT expo as well as supporting the payments association of Zambia in hosting the first-ever fintech festival.

ICTAZ also participated in the digital health conference that looked at how technology was changing the provision of health services and practice of medicine.

Formal collaboration partnerships have been made with ZICTA, ZCAS University, Digital Safe, Adanian Labs, Unza, and the Ministry of Technology and Science to host more hackathons, create innovation hubs and to conduct professional development activities.

ICTAZ attended the Africa Innovation Summit that was officially opened by the Republican President Hakainde Hichilema.

Submissions to the review of the data protection act and cyber security and cyber crimes acts following membership consultation.

An e-voting hackathon was hosted that saw several university chapters participate with the Zambia ICT college (now Zambia university college of technology) emerging as winners.

In October, the ICTAZ president attended the computer society of Zimbabwe AGM and conference. Previously he had supported the ICT Association of Malawi at their AGM. This is raising the profile of Zambia internationally.

He also informed the meeting that ICTAZ had attended the technology information confederation Africa (Ticona) inaugural meeting that aims to bring together IT professionals from across the African continent. The meeting was held in Victoria Falls town, Zimbabwe with participants drawn from Ghana, Nigeria, South Africa, Zambia and Zimbabwe in October 2022. Mr Sinyangwe has been appointed Ticona Chairperson for research, while Mr Binimbi Chellah was appointed chair for education.

ICTAZ plans to host a regional meeting that will draw participation from ict professional bodies from Malawi, Tanzania, Namibia, South Africa and Zimbabwe.

8.0 CLOSING REMARKS

The president thanked all the delegates for actively participating in the amendment of the constitution. He said the revision of the constitution had been conducted over a long period of time and that it had undergone several changes but it had resulted into something that members could be proud of.

He said document does not belong to him as association president but to the association.

The EGM was then declared closed.

5th May 2023

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Chairperson   Date

APPENDIX I

ATTENDANCE LIST DAY ONE

1	Arthur Kalikiti		30	Mathias Mwaya Kabwe
2	Kanyemba Moombe		31	Lukolongo Christopher
3	Costain Nachuma		32	Stephen Zulu
4	Joseph		33	Evans Nkole
5	Eric Chinamasa		34	Tulemye Mpengula
6	Francis Ng'uni		35	Nsofwa Kasembe
7	Esther Lubinda Mwitumwa		36	Allan Kakubo
8	Kasongo Wilson Kafwembe		37	Christopher Chilembo
9	Malcolm Mupimpila		38	Owen Pule
10	Isaac Mutawa		39	Cliff Kalenga
11	Glendah Kambalanga		40	Mwiinga Sitali Hamatuli
12	Joseph Chilufya		41	Mali Orient
13	Konjelani Phiri		42	Samuel Thindwa
14	Henry Chalemba Simfukwe		43	Chiwende Sakala
15	Mamadou Kaoma		44	Evan Mabvuto Mwale
16	Diran Chama		45	Ian Ushibantu
17	Sombo Mwondela Mukeya		46	Joseph Phiri
18	Katongo Chungu		47	Christopher Chembe
19	Sakala Aaron		48	Kabombo Katutwa
20	Senjama Phiri		49	Dominic Manyame
21	Twiza Isaac Siwale		50	Daisy Ngoma
22	Clement Kabamba Kapopo		51	Chisomo Kamungu
23	Mphatso G Zimba		52	Francis Katayi Pande
24	Lusungu Chihana		53	Godfrey Mseteka
25	Hope Chibuye Nkhoma Zulu		54	Jack Mubita
26	Katebe Mumbi Musialike		55	Carol N Salupembe
27	Joseph Phiri		56	Bwalya Fundafunda
28	Patricia Moyo		57	Alex Sichinga
29	Mbaza Carol		58	Clement Kasaro

59	Moffat Kakupa		91	Dingani Phiri
60	Clive Kamuti		92	Steven Musonda
61	Nyongo Aaron Nyirenda		93	Kabuwa Mbulo
62	Obed Phiri		94	Bwalya Cleopatra Makungo
63	Martin Phiri		95	Abishai Mulenga
64	Kafwana Wandi		96	Walubita Sooli
65	Mwanjiwa Kamanga		97	Manzi Joseph
66	Fresh Chisenga		98	Roy Chaikatisha
67	Joel Chikonko		99	Chewe Nkole
68	Isaac Banda		100	Gilbert Musenga Sichangwa
69	Chituta Kapundwa		101	Nkwendela Lupumpaula Mwamba
70	Joseph Kangwa		102	Benjamin Kasweka
71	Godwin Nyirenda		103	Madalitso Chilikwela
72	Taslim Mukabe		104	Kiza Moses Mbozi
73	Grace Nkula		105	Joshua Martin Mbewe
74	Chali Maleka Phiri		106	Martin Simusokwe
75	Luwale		107	Kamungoma Lubinda
76	Derrick Mukwemba		108	Banda B. Banda
77	Chrispin Katalo		109	Moses R. Lungu
78	Maxwell Mumba		110	Joseph Kampile Musonda
79	Jumo M. Nhamo		111	Sililo Mabiya
80	Elias Simpemba		112	Michael Bwalya
81	Samakano Michael Mbumwae		113	Emmanuel Nyirenda
82	Kaseke F Chinyemba		114	Sande Mvula
83	Dalton Katoma		115	Mulusa Kanyama
84	Danny Leza		116	Chilambwe Kasonde
85	Mudima Victor		117	Christopher Nanchengwa
86	Jonathan Chiwele		118	Justin Chomba
87	Esau Ndhlovu		119	Kelvin Mukamba
88	Kabwe Kasoma		120	Betina Mumba
89	Brian P. Hatambo		121	Mike Hatembo
90	Golden Ndovi			

122	Salanje Banda		154	Maria Nyirenda
123	Albert		155	Christine Simfukwe
124	Noah Amaefule		156	Muma Chikula
125	Sisima Nkonde		157	Musisi
126	Stanley		158	Simushi Sianga
127	Daniel Siloka		159	Mulumbwe Peter Kazilimani
128	Imasiku Mombotwa		160	Zilani Kaluba
129	Yande Mulenga		161	Edgar Zulu
130	Thomas Mwaba Kananda		162	Nchimunya Hanyama
131	Kelvin M Kalaluka			
132	Mapande			
133	Ntinda Josephat Brailly Kashimu			
134	Mary Bwalya Chishimba Mwewa			
135	Mukumbi Arthur Nsamba			
136	Collins Malangisha			
137	Chinkeki Chiwaya			
138	Jabulani Ryan Mulenga			
139	Davies B. Chansa			
140	Astone Chanda			
141	Esiya Chizinga			
142	Dennis Lwiindi			
143	Alfred Kazilimani			
144	Martin Mwila			
145	Anthony Kaonga			
146	Morgan Chishala			
147	Clinton Phiri			
148	Martin Bwalya			
149	Clarence Simukanzye			
150	Julien Lemba			
151	Dally Mofya Pongo			
152	Mwimbi Shindola			
153	Kozi			

APPENDIX II

ATTENDANCE LIST DAY 2

#	Name	#	Name
1	Arthur Kalikiti	28	Chinkeki Chiwaya
2	Clarence Simukanzye	29	Mapande
3	Mwasile Kowa	30	Kaseke F Chinyemba
4	Chewe Nkole	31	Dalton Katoma
5	Mamadou Kaoma	32	Moffat Kakupa
6	Jervas Mwiinga	33	Edgar Zulu
7	Nkwendela lupumpaula Mwamba	34	Evan Mabvuto Mwale
8	Isaac Banda	35	Esiya Chizinga
9	Maria Nyirenda	36	Mathias Mwaya Kabwe
10	Zilani Kaluba	37	Francis Ng'uni
11	Dominic Manyame	38	Glendah Kambalanga
12	Kasongo Wilson Kafwembe	39	Mwiinga Sitali Hamatuli
13	Derrick Kasimona	40	Kozi
14	Lillian M Liswaniso	41	Danny Leza
15	Kanyemba Moombe	42	Katongo Chungu
		43	Jonathan Chiwele
16	Godfrey Mseteka	44	Twiza Isaac Siwale
17	Eric Chinamasa	45	Clement Kasaro
18	Samakano Michael Mbumwae	46	Dally Mofya Pongo
19	Obed Phiri	47	Betina Mumba
20	Steven Musonda	48	Chilambwe Kasonde
21	Yande Mulenga	49	Albert
22	Elias Simpemba	50	Thomas Mwaba Kananda
23	Kelvin M Kalaluka	51	Chrispin Katalo
24	Senjama Phiri	52	Kamungoma Lubinda
25	Brian P. Hatambo	53	Kelvin Mukamba
26	Mary BwaLya Chishimba Mwewa	54	Christopher Nanchengwa
27	Joseph Chilufya	55	Clive Kamuti

56	Daisy Ngoma		85	Bright Chifulo
57	Jeffrey		86	Kafwana Wandi
58	martin phiri		87	Joel Chikonko
59	Bwalya Fundafunda		88	Esau Ndhlovu
60	Bwalya Cleopatra Makungo		89	Benjamin Kasweka
61	Alex Sichinga		90	Christine Simfukwe
62	Kabwe Kasoma		91	Joshua Martin Mbewe
63	Owen Pule		92	Mike Hatembo
64	Evans Nkole		93	Noah Amaefule
65	Martin Simusokwe		94	Sombo Mwondela Mukeya
66	Musisi		95	Banda B.Banda
67	Francis Katayi Pande		96	Jumo M. Nhamo
68	Abishai Mulenga		97	Golden Ndovi
69	joseph kangwa		98	Chibende Sameta
			99	Katebe Mumbi Musialike
70	Dingani Phiri		100	maxwell mumba
71	Chituta Kapundwa		101	Malcolm Mupimpila
72	Evans Mwila			
73	Costain Nachuma		102	lukolongo christopher
74	Frackson Lubingu		103	Sisima Nkonde
75	Katongo Choongo		104	Madalitso Chilikwela
76	Martin Musonda		105	Mwazi Sakala
77	Lewis C. Mumba		106	Kabuwa Mbulo
78	Josias Tembo		107	Mwimbi Shindola
79	Diran Chama		108	Chimfwembe Kabwibwi
80	ian ushibantu		109	Sakala Aaron
81	Chiwende Sakala		110	Moses R. Lungu
82	Mwanjiwa Kamanga		111	Luwale
83	Chali Maleka Phiri		112	Stephen Zulu
84	Ben Mwale		113	Carol N Salupembe

114	Lusungu Chihana		134	Moses mulenga
115	Christopher Chembe		135	Jack Mubita
116	Kabombo Katutwa		136	Aurelio DeAssis
117	Manzi Joseph		137	Mali Orient
118	Daniel Siloka		138	Matambila Karima
119	Justin Chomba		139	Joseph
120	Joseph Kampile Musonda		140	Peter Mutale Sunkutu
121	Kiza Moses Mbozi		141	Muma Chikula
122	Dennis Lwiindi		142	Able Makelele
123	Clinton phiri		143	Imasiku Mombotwa
124	Nyongo Aaron Nyirenda		144	Alfred Kazilimani
125	Godwin Nyirenda		145	Samuel Thindwa
126	Derrick Mukwemba		146	Maybin Mwansa
127	Martin Bwalya		147	Joseph Phiri
128	Davies B. Chansa		148	Henry Chalemba Simfukwe
129	Fresh Chisenga		149	Mutembo Ebo Mpengula
130	Martin Mwila		150	Mulumbwe Peter Kazilimani
131	Sydney Katumba		151	Nchimunya Hanyama
132	Sililo Mabiya			
133	Kampamba Nkole			