



THE PARACHUTE ASSOCIATION OF SOUTH AFRICA (PASA)

CONSTITUTION

1. Preamble

- 1.1 The association established by this Constitution is called the "Parachute Association of South Africa" and shall perform its functions as a legal entity.
- 1.2 The association will function as a non-racial, non-profit, non-political organisation with complete control over its composition and destiny.

2. Mission Statement

To foster, develop and facilitate sport parachuting, in all its facets, within South Africa, in the safest and most progressive manner, on behalf of its members.

3. Principles and Aims

- 3.1 PASA will promote the highest standards of safety amongst participants.
- 3.2 PASA will establish and maintain contact with all relevant bodies throughout the world in order that all technical and practical developments within the sport, whether of a safety, training, demonstration or competitive nature, are made known to the parachuting community.
- 3.3 PASA will establish and maintain contact with all relevant bodies throughout South Africa to ensure the smooth operation of local activities.
- 3.4 PASA will endeavour to foster interest in the sport and encourage new participation.
- 3.5 PASA will hold national competitions and select representative teams to participate in international competitions.
- 3.6 PASA will allow each discipline to operate independently, subject to the MOPs, by way of organising competitions, raising funding and promoting participation.
- 3.7 PASA may negotiate, stipulate for, grant and arrange reciprocity between and affiliation to other organisations.
- 3.8 PASA shall exist in its own right, separately from its members.
- 3.9 PASA shall continue to exist even when its membership changes and there are different office bearers.
- 3.10 PASA shall be entitled to own property and other assets.
- 3.11 PASA shall be entitled to sue and be sued in its own name.
- 3.12 Members or office-bearers have no rights in the property or other assets of the organisation solely by virtue of their being members or office-bearers.

4. Terminology and abbreviations

In this Constitution unless the context indicates otherwise the words and abbreviations set out below will have the meanings assigned to them.

- 4.1 ADZO : Association of Drop Zone Operators
- 4.2 AO : Administrative Officer
- 4.3 Constitution : The constitution of PASA
- 4.4 DZO : Drop Zone Operator
- 4.5 DZ Operation : An approved Drop Zone Operation
- 4.6 FAI : Fédération Aéronautique Internationale
- 4.7 Insignia : The insignia of PASA shall be the official logo from time to time
- 4.8 ISC : International Skydiving Commission being the controlling body for all competitions for sport parachuting
- 4.9 MC : Management Council
- 4.10 Member : Any fully paid up individual or DZ Operation accepted as a member of PASA in terms of this constitution
- 4.11 MOPs : Manual of Procedures as laid down by PASA
- 4.12 NAC : National Airsport Control being the parent body for sport aviation for the purposes of awarding national colours
- 4.13 NEDs : Non-Executive Directors
- 4.14 NSTO : National Safety and Training Officer
- 4.15 PASA : Parachute Association of South Africa as established by this constitution
- 4.16 SACAA : The South African Civil Aviation Authority with the Department of Transport
- 4.17 SSA : Sport Skydivers Association.
- 4.18 Words importing the singular shall include the plural and vice versa; and words importing the masculine or feminine gender shall include the neuter and vice versa.

5. Structure

The structure of PASA shall consist of a Management Council and two subsidiary associations, namely the Association of Drop Zone Operators and the Sport Skydivers Association, a National Safety and Training Officer and 3 non-executive directors. ADZO and SSA shall operate autonomously from one another.

6. The Management Council (MC)

- 6.1 Structure:
 - 6.1.1 The MC shall consist of a NSTO and representatives from the subsidiary associations.
 - 6.1.2 The ADZO shall be entitled to appoint two representatives to the MC each with voting rights.
 - 6.1.3 The SSA shall be entitled to appoint one representative to the MC with voting rights.
 - 6.1.4 The NEDs shall be entitled to appoint one representative to the MC.

6.2 Duties and Responsibilities:

The MC shall:

- 6.2.1 serve to oversee the main areas required to achieve the mission statement and principles and aims of PASA.
- 6.2.2 ensure that the members adhere to the rules and regulations of PASA.
- 6.2.3 ensure that the necessary bank accounts are opened in the name PASA and its subsidiaries, namely ADZO and the SSA and to operate and oversee other negotiable instruments connected with the business of these said subsidiaries.
- 6.2.4 ensure that PASA, ADZO and SSA keep proper accounts in terms of generally accepted accounting practice, which will include a statement of financial performance for the year and statement of financial position at year-end and shall be consolidated to form the financial statements of PASA for submission to the Annual General Meeting.
- 6.2.5 be entitled to appoint, on a temporary or permanent basis, any person/s to perform those duties and execute those functions as may be allocated to them by the board and to pay any remuneration agreed by both parties.
- 6.2.6 raise such monies as are required by way of PASA and/or its subsidiaries and without limiting the generality of the foregoing by way of affiliation fees, membership fees, donations and sponsorships. Such monies are to be used exclusively to implement and enact these duties and responsibilities.
- 6.2.7 establish annual membership fees at the Annual General Meeting or any Special General Meeting convened for this purpose.
- 6.2.8 keep a record of all PASA assets.
- 6.2.9 implement the authorities and responsibilities as delegated to PASA by the SACAA and the Minister of Transport.
- 6.2.10 appoint an NSTO who shall be a duly qualified person approved by the instructor evaluator body of PASA.
- 6.2.11 employ a full time AO.

6.3 Rules:

- 6.3.1 All members of the MC shall be members of PASA.
- 6.3.2 Representatives from the subsidiary associations to serve on the MC shall be elected as follows:
 - 6.3.2.1 ADZO representatives to be elected by the full ADZO Board.
 - 6.3.2.2 SSA representative to be elected by the SSA committees.
 - 6.3.2.3 Any NED may serve as the NEDs' representative.
- 6.3.3 The MC Chair shall be elected by the ADZO and SSA Executives from the representatives appointed to the MC.
- 6.3.4 PASA may not give any of its money or property to its members or office bearers. The only time this can be done is when the MC pays for authorised work performed by a member or office bearer.
- 6.3.5 A member of PASA may only be refunded by PASA for expenses that have been authorised by PASA and paid for on behalf of PASA.
- 6.3.6 Members or office bearers of PASA do not have any rights in any assets that belong to PASA.

6.4 Voting

- 6.4.1 Each member of the MC shall be entitled to one vote.
- 6.4.2 All decisions shall be made by a simple majority.
- 6.4.3 The chairman shall not have a second or casting vote.
- 6.4.4 Should there be an equality of votes then the NED will have a casting vote.

7. Non-executive directors

A NED shall be a suitably experienced senior person with an overall interest in the mission statement of PASA.

7.1 Duties and Responsibilities

- 7.1.1 To oversee the operations of the MC and its subsidiary associations and their committees so as to ensure that they comply with the requirements of this Constitution, their budgets and the activities planned for the year.
- 7.1.2 To approve all/any disbursement of monies by the SSA and any of its subsections which exceed their limits of authority.
- 7.1.3 To organise and cause to be held all Annual General Meetings and Special General Meetings as are required in terms of this constitution.
- 7.1.4 If upon winding up or dissolution of any of the SSA subsections, there remain, after the satisfaction of all its debts and liabilities, any assets whatsoever, the same shall not be paid or distributed amongst the members of the SSA subsection, but shall be dealt with as may be decided by the NEDs in consultation with the MC and in such manner that these assets should benefit sport parachuting in general.
- 7.1.5 The decision of the NEDs or, as the case may be, of any Special or Annual General Meeting as provided for in this Constitution shall be final and binding and not subject to any appeal law.

7.2 Rules

- 7.2.1 The NEDs shall be elected by the members at the AGM for a period of one (1) year.
- 7.2.2 The NEDs may not be a PASA office bearer.

8. The Association of Drop Zone Operators (ADZO)

8.1 Structure

- 8.1.1 Each PASA DZ Operation shall have the right to appoint one representative to the ADZO board.
- 8.1.2 The members of the ADZO board shall elect members from their board to serve on the ADZO Executive.
- 8.1.3 The powers of the ADZO Executive are to be defined by the full ADZO board.
- 8.1.4 *Ad hoc* working groups/sub-committees may be formed by the board as required.
- 8.1.5 DZ Operations wishing to join the ADZO shall apply to the ADZO, who shall assess the application in accordance with their requirements and stipulations and operating procedures as amended from time to time. Approval is subject to the applicant DZ Operation agreeing to abide by the Constitution, to follow procedures as set out in the MOPs and payment of fees due.
- 8.1.6 DZ Operations shall pay the joining fee prescribed and any annual affiliation fee as prescribed from time to time.

8.2 Duties and Responsibilities

- 8.2.1 To ensure the safe conduct of all parachuting activities at all affiliated Drop Zones.
- 8.2.2 To ensure that all instruction performed by affiliated DZ Operations by way of first jump courses, using static-line, AFF or tandem methods, and the progression thereafter, conforms with internationally accepted safety standards and norms.

- 8.2.3 To train and develop staff with the necessary skills and knowledge required to implement the safety standards and progression.
- 8.2.4 To maintain the uniformity of minimum safety standards amongst all the affiliated DZ Operations. To ensure that the Manual of Procedures (MOPs) remains current and complies with the latest operating procedures. To abide by the constitution.
- 8.2.5 To facilitate communication amongst its members and with the authorities in regard to safety issues and developments.
- 8.2.6 To establish and maintain a code of conduct for all affiliated DZ Operations which they all subscribe to and undertake to uphold as a condition of membership.
- 8.2.7 To establish and maintain a professional image and the provision of a professional service in the eyes of the public and the authorities.
- 8.2.8 To facilitate reciprocity amongst its member DZ Operations, by recognising the instruction and progression performed at the various member operations.
- 8.2.9 To prepare and submit an annual budget of income and expenditure to PASA.
- 8.2.10 Proper accounts shall be kept according to generally accepted accounting practices which will include a statement of financial performance for the year and statement of financial position at year-end.
- 8.2.11 The accounts, ledgers and vouchers of the ADZO shall be open for inspection by any member at any reasonable time.
- 8.2.12 True copies of all minutes of meetings of the board or any ad hoc working group shall be kept in a proper manner and available for inspection by any member.
- 8.2.13 The full management board shall elect two representatives from its executive members to serve on the MC.

9. The Sport Skydivers Association

9.1 Structure

- 9.1.1 SSA shall consist of a committee for each subsection in respect of each discipline recognised by the FAI and/or any other discipline recognised by PASA.
- 9.1.2 Each committee must consist of a minimum of 3 (three) members who are a member of that discipline/s.
- 9.1.3 The committee members shall elect a minimum of three of their members to serve on the SSA Executive.
- 9.1.4 In the event of there being insufficient members willing to serve as office bearers on any subsection committee, that discipline shall have no representation.
- 9.1.5 Each subsection shall appoint one of its committee members to the SSA board.

9.2 Duties and Responsibilities of committee members

- 9.2.1 To organise and promote their respective discipline within South Africa.
- 9.2.2 To raise such monies as are required by way of membership fees, donations and sponsorships. Such monies are to be used exclusively for:
 - 9.2.2.1 Organising and holding of regional and national championships, where applicable.
 - 9.2.2.2 Selection and support of National teams/representatives to represent South Africa at International Championships
 - 9.2.2.3 Organising and holding seminars and training camps to improve the standards of participation within each discipline, whether at a junior, intermediate or senior level, both locally and abroad.
 - 9.2.2.4 Keeping up to date with, and disseminating to all members, information relating to new techniques and practices which may improve standards of performance within each respective discipline.
 - 9.2.2.5 Purchase and use of equipment to further the discipline.

- 9.2.2.6 Appropriate re-imbusement of expenses incurred in carrying out these responsibilities.
 - 9.2.2.7 Any other activity approved by PASA and its members at an AGM.
 - 9.2.3 Each committee is responsible for the general conduct of its own members.
 - 9.2.4 To apply for approval from the NEDs, when necessary disbursements exceed limits of authority.
 - 9.2.5 The accounts, ledgers and vouchers of each subsection and the SSA shall be open for inspection by any member at any reasonable time.
 - 9.2.6 Proper accounts shall be kept according to generally accepted accounting practices which will include a statement of financial performance for the year and statement of financial position at year-end.
 - 9.2.7 True copies of all minutes of meetings of each subsection and the SSA board shall be kept in a proper manner recording all decisions taken by the subsection and/or the SSA board.
 - 9.2.8 Each committee is required to abide by the limits of authority as set out in Clause 11.
 - 9.2.90 These committees representing the subsections shall collectively elect one of their members as their representative on the MC.
- 9.3 Rules
- 9.3.1 The office bearers for the following year shall be elected prior to the Annual General Meeting by paid-up members of each particular subsection.
 - 9.3.2 Each office bearer shall have a term of office of one year.
 - 9.3.3 Any office bearer may, at any time, resign his position by giving notice in writing to the committee, 30 days prior to his resignation date provided that he shall be liable for any outstanding fees, dues, monies or any other amounts due to the respective discipline up to the last date of membership - acceptance of resignation must be done in writing. The first resignation need not be replaced but they shall ensure that at all times there are not less than two office bearers in office.
 - 9.3.4 The office bearers for the following year shall in consultation with their members prepare a budget and list of activities for the following year.
 - 9.3.5 The SSA shall have a board meeting a minimum of four times a year.
 - 9.3.6 A quorum shall consist of a minimum of two thirds of those eligible to attend.
- 9.4. Judges
- 9.4.1 The judges shall be entitled to elect a committee.
 - 9.4.2 The duties, responsibilities and rules applicable shall be those as set forth in the Judges Handbook.

10. Membership

10.1 Categories of membership

Membership of PASA shall consist of the following categories:

10.1.1 General member

An individual who is a paid-up member of PASA and any DZ Operation which is affiliated to the PASA.

10.1.2 Temporary member

10.1.2.1 Student temporary membership is issued to every student performing a first parachute descent by way of a static line, AFF and/or tandem progression course at an affiliated DZ Operation. Such membership is valid for a period of 12 (twelve) months or until such time as, due to his progression, he is required to become a general member, whichever occurs first, whereafter general membership must be applied for.

10.1.2.2 Foreign visitor temporary membership, for a maximum period of 90 (ninety) days, may also be issued to any visiting sport parachutist who is approved by PASA and is a current member of a foreign NAC affiliated to the FAI or who is licensed and permitted to jump in his country based on that country's sport parachuting rules and who wishes to participate in any activity related to sport parachuting in South Africa.

10.1.3 Sport Member

Any general member of PASA who is a paid-up member of one or more of any SSA subsection/s.

10.1.4 DZ Operation

Any DZ Operation which after application to and acceptance by ADZO becomes a paid-up member of PASA. Membership is renewable annually.

10.2 Rules and Privileges of Membership

10.2.1 The acceptance of sport membership shall be automatic upon receipt of an annual form of application and payment of the relevant fee, if any.

10.2.3 Only paid up general members shall be entitled to vote at an Annual or Special General Meeting.

10.2.4 No member or DZO may make use of the name PASA or its address or its insignia in any advertisement or in any court of law or for any business matter without the express written authority of the PASA and the NEDs.

10.2.5 Only members of PASA shall be allowed to wear any ties, blazers, badges, uniforms or other articles of identification of PASA.

10.2.6 Only Sport Members and foreign visitors in terms of 10.1.2.2 shall be entitled to participate in any SSA event and only Sport Members shall have full representation at FAI and ISC.

10.2.7 Only DZ operations shall be entitled to host events organised by the SSA.

10.2.8 All members are required to adhere to the standards of operation as laid down by the PASA from time to time.

10.2.9 Only jumps performed at, or the participation in courses conducted at, PASA affiliated DZ operations shall be accepted by other affiliated DZ operations for the purposes of continuing progression, as pre-qualification for approved PASA courses, or for the purposes of obtaining licences and ratings through PASA.

11. Limits of authority

11.1 General

11.1.1 No unilateral decisions by either the NEDs or individual committees may be taken which may undermine the minimum requirements of the standing statutes of PASA's parent organisations i.e. Aero Club of South Africa and the National Sports Council eg:

11.1.1.1 National Colours Emblem

11.1.1.2 National Colours Awards - designated sports and activities

11.1.1.3 National Colours Awards - citizenship and residency requirements

11.2 Income

11.2.1 All methods of raising funding must be approved by PASA and the NEDs.

11.2.2 All income will be placed in PASA accounts.

11.3 Expenditure

11.3.1 Each subsection shall at the AGM be authorised to spend up to a maximum per financial year as may be approved per their budget submitted or up to the per payment limit approved at the AGM. Any expenditure over and above that approved at the AGM must be approved by the NEDs.

11.3.2 The proviso to these spending limits is that the specific subsection must have such monies at its disposal from funds raised.

11.3.3 Both applications for expenditure and approval must be made in writing, and will be subject to delivery of an updated annual income and expenditure account by the appropriate committee.

11.3.4 The maximum limits will be reviewed annually at the Annual General Meeting or at a Special General Meeting of the specific committee convened for this purpose.

12. General Meetings

12.1 Occurrence and notification

12.1.1 The Annual General Meeting (AGM) shall be held within 3 months prior to the end of the financial year (currently 31 March in any one year) at such date, time and place as the NEDs may determine, on a minimum of 14 days' notice to all members.

12.1.2 The NEDs may, at any time, call a Special General Meeting (SGM) of its members by giving not less than 14 days' notice in writing specifying the purpose, date, time and place of the meeting. The NEDs shall, in like manner, call a SGM upon receipt of a motion signed by not less than 25% (twenty five percent) of the membership, specifying the particular purpose, date, time and place for such a meeting.

12.1.3 The omission of receipt of notice of meeting to any member, or affiliated body shall not invalidate the meeting.

12.1.4 Motion of any proposal to be put to the AGM other than ordinary business or amendments to the constitution, must be lodged with the Secretary at least 96 (ninety six) hours prior to the meeting and must be included by him in the agenda, which shall be made available to the members at least 72 (seventy two) hours before the meeting.

12.2 Business of the Annual General Meeting

- 12.2.1 The business of the AGM shall be as follows:
 - 12.2.1.1 To confirm the minutes of the previous meeting.
 - 12.2.1.2 To receive and consider the individual disciplines' reports on
 - 12.2.1.2.1 the statement of accounts for the previous year.
 - 12.2.1.2.2 the activities for the previous year.
 - 12.2.1.2.3 the budget for the next year.
 - 12.2.1.2.4 the planned activities for the next year.
 - 12.2.1.3 To elect the incoming Non-Executive Directors.
 - 12.2.1.4 To ratify the office bearers as tabled by the MC, the ADZO, the SSA and each SSA subsection.
 - 12.2.1.5 To deal with proposals and motions concerning the affairs of the PASA of which due notice has been given and to deal with any such business concerning the affairs of the Association which is brought under consideration through the NEDs.
 - 12.2.1.6 To set the limits of expenditure for the individual disciplines.
- 12.2.2 Any member may, however, with the consent of the NEDs, bring forward without prior notice, any business which requires attention or action from PASA.
- 12.2.3 Every matter submitted to a meeting shall be decided by majority vote by a show of hands, the Chairman of the meeting having a deliberative as well as a casting vote. Should the majority of members desire it, a secret ballot may be taken.
- 12.2.4 Proxy votes are acceptable as long as such votes have been lodged, in writing, at least 24 (twenty four) hours prior to the commencement of the General Meeting, with the NEDs, and shall be applicable to specific agenda points on a point by point basis. Any one member shall be allowed to carry a maximum of 10 (ten) proxy votes per agenda point.
- 12.2.5 All General Meetings shall be chaired by one of the NEDs or, in their absence, any member elected by the members present at such a meeting.

12.3 Availability of Members for Election

- 12.3.1 All, and only, fully paid-up members of each respective subsection (as defined by "Membership" within this constitution), are eligible for election onto that respective committee.
- 12.3.2 All persons complying with the relevant membership requirements are eligible for election, subject to the above restrictions, and may serve on any one committee or as a Non-Executive Director for one year, but can stand for re-election for further terms as long as their services are required and available.
- 12.3.3 Every member of every committee and the NEDs automatically retire at the end of every year, at the Annual General Meeting, and just prior to the election of new members for each respective committee.

12.4 Quorum at General Meetings

- 12.4.1 A quorum for an AGM/SGM of PASA, shall consist of members representing not less than 50% (fifty percent) of the affiliated DZ operations and organisations, as well as all disciplines.
- 12.4.2 Should a quorum not be present for an AGM/SGM, after 30 (thirty) minutes of the designated starting time, the meeting shall be adjourned and postponed for 14 (fourteen) days, to be held at the same time and place, or at a time and place determined by the NEDs. Members present at the second meeting shall constitute the quorum.

12.5 Amendments to the Constitution

No amendment or alteration shall be made to this Constitution save at the AGM or SGM. Notice of any proposed amendment shall be lodged with the NEDs not later than 14 (fourteen) days prior to the said meeting at which the proposal is to be considered. Any amendments of this constitution shall be passed by a two thirds majority vote.

13. Dissolution

- 13.1 The Association may close down if at least two-thirds of the members present and voting at a meeting convened for the purpose of considering such a matter are in favour of closing down.
- 13.2 Should the association close down it shall be obliged to pay off all its debts. After doing so, should there be any assets left over, they should be transferred to an appropriate non-profit organisation that will be selected at a general meeting.

14. Indemnifications

- 14.1 The PASA shall not be responsible for any loss or damage sustained by any member or third party on any DZ Operation and without limiting the generality of the foregoing as a result of any parachuting or any other activity.
- 14.2 Any duly appointed PASA office bearer, their officials and agents or any person appointed by them for a specific purpose or duty, are indemnified against any responsibility by virtue of their activities as such, taken in good faith, which shall include any omission, negligence or any other action carried out during the execution of such person's duties in terms of this Constitution. The PASA, its management or any person appointed by them for the execution of a specific task, shall further not be responsible for any loss and/or damage suffered by any member or any third party.

15. Validation

This Constitution was approved by the members of the Association in terms of Section 12 - General Meetings, at a properly constituted Annual General Meeting held electronically on the 20th day of March 2020.

Signed on behalf of the Association at Durban on this the 20th day of March 2020.



For PASA Management Council