



# THE PARACHUTE ASSOCIATION OF SOUTH AFRICA (PASA)

## CONSTITUTION

### 1. Preamble

#### 1.1 Definitions and Interpretations

- 1.1.1 The Association established by this Constitution is called the "Parachute Association of South Africa" and shall perform its functions as a legal entity.
- 1.1.2 The legal abbreviation of the Association will be "PASA" and will bear the insignia set forth in Schedule A.
- 1.1.3 The Association will function as a non-racial, non-profit, non-political organisation with complete control over its composition and destiny.
- 1.1.4 Drop Zone Operation refers to any approved sport parachuting facility, in all or any its facets.
- 1.1.5 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.

#### 1.2 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.

#### 1.3 Principles and Aims

- 1.3.1 PASA will promote the highest standards of safety amongst participants.
- 1.3.2 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.
- 1.3.3 PASA will establish and maintain contact with all relevant bodies throughout South Africa to ensure the smooth operation of local activities.
- 1.3.4 PASA will endeavour to foster interest in the sport and encourage new participation.
- 1.3.5 PASA will hold national competitions and select representative teams to participate in international competitions.
- 1.3.6 PASA will allow each discipline to operate independently, subject to the MOPs, by way of organising competitions, raising funding and promoting participation.
- 1.3.7 PASA may negotiate, stipulate for, grant and arrange reciprocity between and affiliation to other organisations.
- 1.3.8 PASA shall exist in its own right, separately from its members.
- 1.3.9 PASA shall continue to exist even when its membership changes and there are different office bearers.
- 1.3.10 PASA shall be entitled to own property and other - assets.
- 1.3.11 PASA shall be entitled to sue and be sued in its own name.
- 1.3.12 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.

## 2. Structure

The structure of PASA shall consist of a Management Council (MC) and two subsidiary associations, namely the Association of Drop Zone Operators (ADZO) and the Sport Skydivers Association (SSA). ADZO and SSA shall operate autonomously from one another.

### 2.1 The Management Council (MC)

#### 2.1.1 Structure:

- (I) The MC shall consist of a Chairperson and Representatives from the subsidiary associations.
- (II) ADZO shall be entitled to appoint two representatives on the MC each with voting rights.
- (III) SSA shall be entitled to appoint one representative on the MC with voting rights.
- (IV) The Non-Executive Directors of PASA (NEDs) shall be entitled to appoint one representative on the MC without any voting rights.

#### 2.1.2 Duties and Responsibilities:

- (I) The MC shall serve to oversee the main areas required to achieve the Mission Statement and Principles and Aims of PASA.
- (II) To ensure adherence to the rules and regulations of PASA.

#### 2.1.3 Rules:

- (I) All members of the MC shall be fully paid-up members of PASA.
- (II) The MC Chair shall be elected by the ADZO and SSA Executives.
- (III) Representatives from the subsidiary associations to serve on the MC shall be elected as follows:
  - (a) ADZO representatives to be elected by the full ADZO Board.
  - (b) SSA representative to be elected by the SSA committees.
  - (c) Any of the NEDs may serve as the NEDs representative.
- (IV) The decision of the MC or, as the case may be, of any special or annual meeting as provided for in this Constitution shall be final and binding and not subject to any appeal law.
- (V) The MC will keep a record of all PASA assets.
- (VI) 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.
- (VII) A member of PASA can only get money back from PASA for expenses that have been paid for on behalf of PASA.
- (VIII) Members or office bearers of PASA do not have rights over assets that belong to the organisation.

### 2.2 The Association of Drop Zone Operators (ADZO)

#### 2.2.1 Structure

- (I) All affiliated DZ Operations shall each have one seat on the management board which shall elect members there from to serve on the ADZO Executive. The powers of the ADZO Executive are to be defined by the full ADZO board.
- (II) *Ad hoc* working groups/Sub-committees may be formed by the board as required.
- (III) DZ Operations wishing to join the ADZO shall apply to the board, who shall assess and approve the application in accordance with their requirements and stipulations and operating procedures as amended from time to time.
- (IV) The management board may appoint on a temporary or permanent basis, any person to perform those duties and execute those functions allocated to him by the board, according to the remuneration agreed upon by both parties.

#### 2.2.2 Duties and Responsibilities

- (I) To ensure the safe conduct of all parachuting activities at all affiliated Drop Zones.
- (II) 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.
- (III) To train and develop staff with the necessary skills and knowledge required to implement the safety standards and progression.

- (IV) 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.
- (V) To facilitate communication amongst its members and with the authorities in regard to safety issues and developments.
- (VI) To implement the authorities and responsibilities as delegated to PASA by SACAA care of the Aero Club of SA, as referenced in the Memorandum of Agreement between the afore said two parties dated 27/06/95 and as amended from time to time.
- (VII) 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.
- (VIII) To establish and maintain a professional image and the provision of a professional service in the eyes of the public and the authorities.
- (IX) To facilitate reciprocity amongst its member DZ Operations, by recognising the instruction and progression performed at the various member operations.
- (X) To raise such monies as are required by way of membership fees, donations and sponsorships. Such monies are to be used exclusively to implement and enact these duties and responsibilities.
- (XI) To prepare and submit to the management board for approval, an annual budget of income and expenditure.
- (XII) Proper accounts shall be kept according to generally accepted accounting practices, and an audited revenue and expenditure account as well as a balance sheet, shall be compiled annually at the closing of each financial year for submission to the Annual General Meeting. Such accounts shall be examined at least once a year.
- (XIII) The accounts, ledgers and vouchers of the ADZO shall be open for inspection by any member of the Association at any reasonable time.
- (XIV) 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 of the Association.
- (XV) The full management board shall elect two representatives there from to serve on the MC.

## 2.3 The Sport Skydivers Association

### 2.3.1 Structure

- (I) SSA shall consist of committees for each one of the FAI recognised disciplines, for Wing Suiting and Atmonauti, a Judges Committee and three Non-Executive Directors. The committees shall elect members there from to serve on the SSA Executive.
- (II) Each committee must consist of a minimum of 3 members who are all fully paid-up members of PASA and their respective disciplines.
- (III) In the event of there being insufficient members willing to serve as office bearers on any individual committee, that discipline shall have no representation.

### 2.3.2 Representative FAI committees, Wing Suiting and Atmonauti

- (I) Duties and Responsibilities
  - (a) To organise and promote their respective discipline within South Africa.
  - (b) To raise such monies as are required by way of membership fees, donations and sponsorships. Such monies are to be used exclusively for:
    - Organising and holding of regional and national championships, where applicable.
    - Selection and support of National teams/representatives to represent South Africa at International Championships
    - 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.
    - 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.
    - Purchase and use of equipment to further the discipline.
    - Appropriate re-imburement of expenses incurred in carrying out these responsibilities.
  - (c) Each committee is responsible for the general conduct of its own members.

- (d) To prepare, and submit to the Non-Executive Directors and their membership base, for approval, an annual budget of income and expenditure and activities plan.
  - (e) To apply for approval from the Non-Executive Directors, when necessary disbursements exceed limits of authority.
  - (f) The accounts, ledgers and vouchers of the committee shall be open for inspection by any member of that Discipline at any reasonable time.
  - (g) True copies of all minutes of meetings of the committee shall be kept in a proper manner recording all decisions taken by the committee.
  - (h) Each committee is required to abide by the limits of authority as laid down in Section 4.
  - (i) These committees collectively shall elect one representative there from to serve on the MC.
- (II) Rules
- (a) The office bearers shall be elected during the Annual General Meeting by paid-up members of that particular discipline.
  - (b) Each office bearer shall have a term of office of one year.
  - (c) 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 out-standing 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.
  - (d) A quorum shall consist of a minimum of 2 office bearers of the committee.

### 2.3.3 Non-Executive Directors

- (I) Duties and Responsibilities
- (a) To oversee the operations of the various committees, to ensure that they comply with the requirements of this Constitution, and their budgets and activity plans for the year.
  - (b) Approve any and all disbursement of monies by the various committees. Approval is automatic up to, and including, limits of authority (see Section 4).
  - (c) Ensure that the necessary trust accounts are opened in the name of each committee and to operate and oversee other negotiable instruments connected with the business of these said committees.
  - (d) Organise and cause to be held all Annual General Meetings and Special General Meetings as are required by the terms of this constitution.
  - (e) If upon winding up or dissolution of the any one of the committees, 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 Discipline, but shall be dealt with as may be decided by the Non-Executive Directors in such manner that these assets should benefit sport parachuting in general.
  - (f) The decision of the Non-Executive Directors or, as the case may be, of any special or annual meeting as provided for in this Constitution shall be final and binding and not subject to any appeal law.
- (II) Rules
- (a) The Directors shall be elected at the AGM by all members of the different disciplines, for a period of one (1) year.
  - (b) The Directors may not be drawn from any of the office bearers of the various committees.

### 2.3.4 Judges Committee

The duties, responsibilities and rules applicable shall be those as set forth in the Judges Handbook.

### **3. Membership**

#### **3.1 Categories of membership**

Membership of PASA shall consist of the following categories:

##### **3.1.1 Casual member**

An individual who is a paid up member of any DZ Operation which is affiliated to the ADZO. Membership is renewable annually via the same route.

##### **3.1.2 Temporary member**

Temporary membership is issued to every student performing a first parachute descent by way of a static line, AFF or tandem progression course at an affiliated DZ Operation. Such membership is valid for a period of 12 months or until such time as, due to his progression, he is required to become a casual member, whichever occurs first, where after casual membership must be applied for.

Temporary membership, for a maximum period of 90 days, may also be issued to any visiting sport parachutist who 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.

##### **3.1.3 Sport Member**

Any casual member of PASA who is a paid up member of one or more of the SSA committees.

##### **3.1.4 DZ Operators**

DZ operations may become members of PASA after application to and acceptance by the ADZO, membership renewable annually.

#### **3.2 Rules and Privileges of Membership**

3.2.1 The acceptance of sporting membership shall be automatic upon receipt of an annual form of application but shall only be effective upon receipt of prescribed fees, such fees being due to the respective SSA committees by the due date in the year of membership.

3.2.2 Annual fees will be established at the Annual General Meeting or any special meeting convened for this purpose and upon recommendation of the individual committees.

3.2.3 Only casual and sport members shall be entitled to vote at an Annual or Special General Meeting.

3.2.4 No member or affiliated DZO may make use of the name of the association or its address or its insignia in any advertisement or in any court of law or for any business matter without the express authority of the Non-Executive Directors, or the ADZO whichever is applicable, given in writing.

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

3.2.6 Only Sport Members shall have full representation at FAI and IPC.

3.2.7 It is noted that only those members who have paid their membership fees to a specific committee, may participate in any events organised by that committee e.g. National Championships.

3.2.8 Only affiliated DZ operations shall be entitled to host events organised by the SSA committees.

3.2.9 All members are required to adhere to the standards of operation as laid down by the ADZO.

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

## **4. Limits of authority**

### **4.1 General**

4.1.1 No unilateral decisions by either the Non-Executive Directors 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:

- (I) National Colours Emblem
- (II) National Colours Awards - designated sports and activities
- (III) National Colours Awards - citizenship and residency requirements

### **4.2 Income**

4.2.1 All methods of raising funding must be approved by the Non-Executive Directors; this will allow for the co-ordination of e.g. National Sports Grants.

4.2.2 There will be no mandatory cross-subsidisation of income between disciplines.

4.2.3 All income due to PASA will be placed in PASA accounts, and no Sub-Association will be allowed to establish or operate individual accounts.

### **4.3 Expenditure**

4.3.1 Each committee is authorised to spend up to a maximum per financial year as per their submitted and accepted budget, or up to the per payment limit, before approval must be sought from the Non-Executive Directors.

4.3.2 The proviso to these spending limits is that the specific committee does have such monies at its disposal from funds raised.

4.3.3 All expenditures beyond said limits will be routed via the Non-Executive Directors, and the Non-Executive Directors reserve the power of veto over any such expenditure which exceeds the funds at disposal of the specific committee.

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

4.3.5 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.

## **5. General Meetings**

### **5.1 Occurrence and notification**

5.1.1 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 Non-Executive Directors may determine, on a minimum of 14 days notice to all members.

5.1.2 The Non-Executive Directors 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 Non-Executive Directors shall, in like manner, call a SGM upon receipt of a motion (requisition) signed by not less than 25% of the membership, specifying the particular purpose, date, time and place for such a meeting.

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

5.1.4 Motion of any proposal to be put to the GM other than ordinary business or amendments to the constitution, must be lodged with the Secretary at least 96 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 hours before the meeting.

## **5.2 Business of the Annual General Meeting**

- 5.2.1 The business of the AGM shall be as follows:
- (I) To confirm the minutes of the previous meeting.
  - (II) To receive and consider the individual committees' reports on
    - (a) the statement of accounts for the previous year.
    - (b) the activities for the previous year.
  - (III) To elect the incoming Non-Executive Directors.
  - (IV) To elect the office bearers of the committees. It should be noted that only fully paid-up members of a specific discipline may vote for the office bearers of that discipline.
  - (V) 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 by report of the Non-Executive Directors.
  - (VI) To set the limits of expenditure for the individual committees.
- 5.2.2 Any member may, however, with the consent of the Non-Executive Directors, bring forward without prior notice, any business which requires attention or action from PASA.
- 5.2.3 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.
- 5.2.4 Proxy votes are acceptable as long as such votes have been lodged, in writing, at least 24 hours prior to the commencement of the General Meeting, with the Non-Executive Directors, 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 ten proxy votes per agenda point.
- 5.2.5 All General Meetings shall be chaired by one of the Non-Executive Directors or, in their absence, any member elected by the members present at such a meeting.

## **5.3 Availability of Members for Election**

- 5.3.1 All, and only, fully paid-up members of each respective discipline (as defined by "Membership" within this constitution), are eligible for election onto that respective committees.
- 5.3.2 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.
- 5.3.3 Every member of every committee and the Non-Executive Directors automatically retires at the end of every year, at the Annual General Meeting, and just prior to the election of new members for each respective committee.

## **5.4 Quorum at General Meetings**

- 5.4.1 A quorum for a General Meeting of members, shall consist of members representing not less than 50% of the affiliated clubs and organisations, as well as all disciplines
- 5.4.2 Should a quorum not be present for a general meeting, after 30 minutes of the designated starting time, the meeting shall be postponed for 14 days, to be held at the same time and place, or at a time and place determined by the Non-Executive Directors. Members present at the second meeting shall constitute the quorum.

## **5.5 Amendments to the Constitution**

No amendment or alteration shall be made to this Constitution save at the Annual General Meeting or Special General Meeting. Notice of any proposed amendment shall be lodged with the Non-Executive Directors not later than 14 days prior to the said meeting at which the proposal is to be considered. Any amendments of this constitution shall be passed by a majority vote.

**6. Dissolution**

- 6.1 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.
- 6.2 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 a appropriate non-profit organisation that will be selected at a general meeting.

**7. Indemnifications**

- 7.1 PASA shall not be responsible for any accidents or injuries whatsoever to members or other persons during parachuting activities.
- 7.2 The current office-bearers and Non-Executive Directors members of PASA shall be indemnified and secured harmless out of the assets of PASA from and against all actions, costs, charges, losses, damages and expenses which they or any of them may incur or sustain by or by reason of any act done, concurred in or omitted in or about, the execution of their respective duties or supposed duties shall incur or sustain by or through their own wilful neglect or default respectively, and none of them shall be answerable for the acts, receipts, neglects or defaults or the other of them or for any Treasurer, Banker or other persons with whom monies or effects belonging to PASA shall be placed out or invested or for any other loss, misfortune or damage which may happen by or through their own wilful neglect, default or dishonesty respectively.

**8. Validation**

This Constitution was approved by the members of the Association in terms of Section 5 - General Meetings, at a properly constituted Special General Meeting held at Grand Central Airport on the 6th day of March 2009 the list of those present being attached.

Signed on behalf of the Association at \_\_\_\_\_ on this the \_\_\_\_\_ day of \_\_\_\_\_ 2010.

\_\_\_\_\_  
For PASA Interim Executive



### Terminology and abbreviations

- I. *ADZO* : Association of Drop Zone Operators
- II. *Affiliation* : By payment of the prescribed fee, the club or organisation agrees to abide by the Constitution and the MOP as laid down by PASA.
- III. *Association* : Unless the context otherwise implies, "Association" implies PASA
- IV. *Constitution* : The constitution of PASA
- V. *DZO* : Drop Zone Operator
- VI. *DZ Operation* : Drop Zone Operation being any approved sport parachuting facility, in any or all its facets
- VII. *FAI* : Federation Aeronautique Internationale
- VIII. *IPC* : International Parachuting Committee being the controlling body for all competitions for sport parachuting
- IX. *PASA* : Parachute Association of South Africa as established by this constitution
- X. *MC* : Management Council
- XI. *Member* : Any individual or organisation accepted as a member of PASA in terms of this constitution
- XII. *MOPs* : Manual of Procedures as laid down by PASA
- XIII. *Parachutist* : Any individual as defined in Annexure 1 of the Sporting code approved by the International Parachuting Committee of the Federation Aeronautique Internationale
- XIV. *NAC* : National Aero Club being the controlling body for sport aviation
- XV. *SACAA* : The South African Commissioner of Civil Aviation with the Department of Transport.

### Discipline

#### 1. General

- 1.1 Should any member, as a result of a written complaint by any other member, in the opinion of the Management Council, commit any breach of the Code of Conduct or Rules and Regulations of the Association or commit any act prejudicial to the interests, reputation or good name of the Association, the Management Council shall have the following powers :
  - 1.1.1 To call upon such member in writing to appear before themselves and to give reasons for his conduct. The Management Council and the individual has the power to call any other person as witness to testify for or against.
  - 1.1.2 To expel such member and to terminate his membership after 1.1.1.
  - 1.1.3 To call upon such member to resign, and if he fails to resign within seven days, to expel such member, after 1.1.1.
  - 1.1.4 To impose such other sentences upon a member as the Management Council deems fit.
- 1.2 The ADZO or its nominated individuals, or anyone empowered by the MOPs shall have the right to suspend any members (including both individuals and organisations) from participating in or affording others the opportunity to participate in parachuting activities under the following conditions:
  - 1.2.1 Said member has contravened the Code of Conduct of PASA.
  - 1.2.2 Said member has contravened any rule or Basic Safety Requirement as contained in the MOPs and the PASA Code of Conduct.
- 1.3 The ADZO or its nominated individuals have the right to impose such lesser conditions of suspension e.g. verbal or written warnings, as are deemed appropriate at its own discretion.
- 1.4 The Management Council's decision in respect of any matter of discipline shall be final provided that the member's right of appeal to the Aero Club of South Africa is not precluded by this provision.

#### 2. Appeals

- 2.1 In the case of all disciplinary decisions by the Management Council of PASA, an appeal may be lodged with the Executive Committee of the Aero Club of South Africa in which case:
  - 2.1.1 such appeal must be lodged in writing within 21 days after the decision of the Management Council of PASA;
  - 2.1.2 the member has the right of appearance during the hearing of the appeal; and
  - 2.1.3 he may be assisted by a representative, legal or otherwise.
- 2.2 In the case of all disciplinary decisions by the ADZO or its nominated individuals, appeal may be lodged with the Management Council of PASA in which case :
  - 2.2.1 such appeal must be lodged in writing within 21 days after the decision.
  - 2.2.2 the member has the right of appearance during the hearing of the appeal; and
  - 2.2.3 he may be assisted by a representative, legal or otherwise.
- 2.3 In the case of point 2.2. where the appeal is turned down, point 2.1 applies.
- 2.4 Once a disciplinary decision at the ADZO level or the Management Council of PASA level has been delivered, that decision is deemed to rule, notwithstanding any appeals that may be lodged, for the duration of the decision or until any appeal is upheld.

### **PASA Code of Conduct**

The association and its members must, at all times, comply with all applicable rules and regulations. The association will not condone the activities of members who violate these rules and regulations or who engage in unethical business dealings. This includes any payments for illegal acts and bribery. All activities of the association should be well above the minimum standards required by law. Accordingly, members must ensure that their actions cannot be interpreted as being, in any way, in contravention of the rules and regulations that govern the associations operations.

The association expects its members to act in accordance with the best interests of the association, and to recognise the common responsibility to maintain good relations between the association and the general public, and not to compromise the integrity or damage the reputation of the association.

Association funds and all other assets of the association are purposed for the association only and not for personal benefit.