

CONSTITUTION

OF THE



UGANDA SUGAR CANE TECHNOLOGISTS' ASSOCIATION

REVISED 24th July 2008

Uganda Sugar Cane Technologists' Association
Constitution
ADOPTED

1. **NAME**

The name of the Association shall be the Uganda Sugar Cane Technologists Association (USCTA)

2. **ASSOCIATION**

The Association shall be regarded as a Technical Society.

3. **OFFICES**

The offices of the Association shall be established in such a place as Council may from time to time to decide.

4. **OBJECTIVES**

The objectives of the Association shall be:

- (a) The interchange of scientific knowledge of, and the discussion and investigation of technical problems related to, the production of sugar,
- (b) The improvement in the accuracy and rational standardization of methods of factory chemical control.
- (c) To encourage and assist in the improvement of the technical knowledge of persons engaged in the Ugandan Sugar Industry.
- (d) To encourage and promote research into all aspects of sugarcane agriculture, sugar milling practice, by-product development and any such other fields as the Association may consider fit.
- (e) To increase efficiency and reduce costs of production of sugar and related products.
- (f) To enhance the quality of Ugandan Sugar Products.
- (g) To minimise, and where possible eliminate, the risk of harmful effects of sugar production on the environment, and to promote environmentally sound husbandry.
- (h) To promote the highest level of performance in occupational health and safety and in environmental issues in connection with the industry.

- (i) To accept donations or grants for special objectives, this acceptance being without prejudice to the rights and Constitution of the Association as set out herein.
- (j) To maintain focus on the commercial and legislative aspects of the sugar industry to stimulate sustainable production for the benefit of all stake holders of the industry.

5. The association shall seek to achieve its objectives enumerated in clause 4 above through:

- (i) Holding meetings, Seminars, Open Days and Field days to share experience and technical knowledge;
- (ii) Establishment of contacts with centers of technical excellence in sugar production through correspondence and attendance of seminars and technical meetings;
- (iii) Definition of implementation of specific programmes within Uganda to improve production and;
- (iv) Publication and dissemination of technical information to members
- (v) Appointment of Technical subcommittees in:
 - Agriculture
 - Factory
 - Safety/Health/Environment
- vi) Establish a sub committee comprised of functional CEOs of each sugar estate for the purpose of implementing objective (j) above and to take any action required, honestly, faithfully and in the best interests of the sugar industry. The Chairman of the sub committee shall be the current Chairman of the Association.

6. **MEMBERSHIP**

These shall be the following classes of member

- a) Full member
- b) Associate Member
- c) Corporate Member
- d) Corresponding Member
- e) Honorary Member
- f) Life Member

7. The persons eligible for election as 'FULL MEMBER' shall be such as are:
- a) Engaged in the growing, milling or processing of cane or refining of sugar in the Republic of Uganda.

OR

- b) Engaged in scientific or technical research work into any aspect of sugar production by any recognized Research Institute in the Republic of Uganda.
8. The persons eligible as 'ASSOCIATE MEMBER' shall be persons not directly engaged in the growing, milling or processing of cane or refining of sugar in the Republic of Uganda but who have business relationships with the Ugandan Sugar industry or such other persons as Council may decide to admit as Associate members.

OR

Shall be such members who retire and who have Full members of the Association for at least five years immediately prior to retirement.

Applicants for associate membership will be required to submit sufficient details to the Association for scrutiny to determine their suitability.

9. Organisations eligible as 'CORPORATE MEMBERS' shall be any firm, corporation, company or organisation engaged in the growing, milling or processing of cane or refining of sugar, or who have business relationships with the Ugandan Sugar Industry, or such other organisations as Council may decide to admit as Corporate Members.

10. The persons eligible as 'CORRESPONDING MEMBERS' shall be:
- a) Former Full Members who have left the Republic of Uganda but who wish to retain membership of the Association.
 - b) Such other persons outside the Republic of Uganda who are concerned with the growing, milling or processing of cane and refining of sugar.
 - c) Such other persons as council may decide to admit as Corresponding Members.

11. The persons eligible as 'HONORARY MEMBERS' shall be such persons as the Council may deem worthy of the honour. Such Honorary Members shall have the full rights, other than voting rights, and privileges accorded to Full Members.

Honorary members shall be elected by the council, but nomination of such a proposal must be given at a previous Council meeting.

12. LIFE MEMBERSHIP shall be available on application to the Council and from members of good standing with at least three years of previous membership.

13. **CHANGE OF MEMBERSHIP**

- a) Any person, who ceases to fulfill the requirements of their class of membership, may retain that membership with the permission of Council, except for the persons who take up permanent residence outside the Republic of Uganda, who shall only be eligible for Corresponding membership, unless they are Honorary Members.
- b) A person who retires from employment may retain his membership.
- c) Council may terminate a persons' membership for any reason which it, in its absolute discretion, deems to be a good and sufficient reason.

14. Persons not members of the Association, who have been co-opted as members of technical Subcommittees shall be considered as Associate Members during the year in which they are acting on such Sub-Committees, but shall exempt from payment of subscription.

15. **OFFICES**

Officers of the Association shall be:

- a) Chairman
- b) Vice-Chairman
- c) Secretary / Treasurer
- d) Chairman Agriculture Sub-Committee
- e) Chairman Factory Sub-Committee
- f) Chairman Safety/Health/Environment Sub-Committee

16. The Chairman, Vice Chairman and Technical Sub-Committee Chairmen for the ensuing two years shall take office on completion of an election taking place at alternate Annual General Meeting.

The position of the Chairman shall be contested by the administrative head of the three founder sugar companies (estates) i.e. Kakira Sugar Works (1985) Limited (KSW), Kinyara Sugar Limited (KSL) and Sugar Corporation of Uganda Limited (SCOUL)

The Secretary / Treasurer will be the Secretariat Manager appointed by the council

17. In the event of the position of any officer of the Association becoming vacant any time during the tenure, the Vacancy shall be filled by the Council co-opting any Full, Associate or Honorary Member.

18. **SECRETARIAL SERVICES**

A Secretariat shall be established with the following functions and responsibilities.

- a) The collection and dissemination of statistics
- b) The preparation and distribution of reports
- c) The maintenance of Accounts
- d) The processing of all USCTA correspondence
- e) To provide secretarial support to the Council and Technical Sub-Committees
- f) To ensure that the association complies with statutory requirements

19. **COUNCIL**

The business of the Association shall be carried out by a Council comprising the Chairman, Vice-Chairman and Secretary /Treasurer as elected under Rules 16 and 18, the Chairmen of the Association's Technical Subcommittees elected under 23, one outgrower representative nominated by the outgrower representatives of the Agricultural Sub-Committee, a nominated representative of Government, and up to three ordinary members elected under Rule 23.

20. Members of council shall hold office for two years and shall be eligible for re-election at the expiry of their term of office.

21. A quorum of the council shall consist of one more than 50% of Council members as constituted in that year that are personally present. In the event of the Chairman being absent, the Vice-Chairman shall preside, in the event of both of these officers being absent, the Chairman for the meeting shall be elected by the members present.

22. The Members of the Council shall be elected in the following manner:

- a) Only Full Members of good standing shall be eligible for election to the Council, and only Full Members of good standing may nominate and second candidates for the Council. Each nominee shall be nominated in writing by two Full Members. Nominees must signify their acceptance in order to be considered for election. Not more than (2) candidates may be proposed by any one Full Member in each year. This restriction shall not however apply to a seconder.
- b) Nominations for members for the Council shall be forwarded to the Secretary / Treasurer not later than two weeks before the Annual General Meeting each year. Nominations may however be accepted up to and during the AGM if the nominee signifies acceptance. If more nominations are received in any year than the number required for the Council, a list of accepted nominations shall then be prepared by the Secretary/Treasurer in a form suitable for voting.

- c) Voting on nominations shall take at the AGM and shall be show of hands taken in the absence of the nominees.
23. Should any vacancy occur in the Council during any year, such vacancy shall be filled by the Council at its discretion. The Member or Members so appointed shall serve for the unexpired term of office of the departing Member. Any Council Member who has been absent for three consecutive meetings without satisfactory reason shall cease to remain a Council Member.
24. The Members of the Council shall continue to act until the appointment of their successor.

25. **POWERS AND DUTIES OF COUNCIL**

The Council shall carry out the business of the Association generally, and without prejudice to such generality shall have the following power:

- a) To regulate the procedure in Council.
- b) To fix the dates and times of meetings of the Council.
- c) To determine who shall be entitled to sign any document on behalf of the Association.
- d) To fix the rates of subscription to be by Members from time to time.
- e) To open and administer a Bank Account or Accounts at such Bank or Banks as they may decide upon in the name of the Association, into which all monies received on behalf of the and belonging to the Association shall be paid, and to determine who shall operate and sign cheques, draw on such account or accounts.
- f) To appoint 'ad hoc' sub-committees for special work in connection with the functions of the Council in carrying out the objectives of the Association, with power to include in such sub-committees, persons who may not be Members of the Association, and to define the powers and duties of any sub-committees so appointed.
- g) To receive reports from Technical and ad hoc sub-committees and to decide upon any recommendations made therein; also to take any action considered necessary or advisable consequent upon such recommendations.
- h) To prepare a report of the year's proceedings which shall be presented together with a statement of Revenue and Expenditure to the Annual General Meeting.
- i) To consider applications for membership and keep a register of such members.

26. **SUBSCRIPTION**

- a) The subscription payable by all classes of Members other than Honorary Members shall be an amount decided by the Council, payable annually in advance. Full Members who retire and who have been members of the Association for at least five years immediately prior to retirement, shall pay 25% of the current annual subscription, and have the status of Associate members.
- b) No member shall be entitled to take part in the business of the Association, whether at the Annual General Meeting or other wise, whose subscription shall be in arrears for more than one year.
- c) Any Member in arrears of membership fees for two years shall be deleted from the membership list.

27. **ACCOUNTS**

The Council shall cause true accounts to be kept

- a) Of all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place.
- b) Of the assets and liabilities of the Association.

28. The Financial Year of the Association shall be from 1st January to the last day of December in each year unless otherwise decided upon the the Council.

29. Until otherwise decided by the Council, all cheques drawn on the Association's Bank Account shall be signed by both the Chairman, or the Vice-Chairman, and the Secretary/Treasurer. For the purpose of deposit to the credit of the Association's account the endorsement of the Chairman, Vice Chairman or Secretary/Treasurer shall be sufficient on all cheques, drafts and the like.

30. **AUDITOR**

An auditor shall be appointed at the Annual General Meeting, and the remuneration for the previous year's audit be fixed by the General Council.

31. The statement of Revenue and Expenditure shall be signed by the Auditor and Secretary / Treasurer and be duly approved by the General Council prior to presentation to the Annual General Meeting.

32. **MEETINGS**

An Annual General meeting shall be held on a date which the council shall decided

33. Technical meetings of special or general interest may be held at such a time and place as the Council and Technical Sub-Committees may think desirable.
34. Not less than twenty – one (21) days' notice shall be given, specifying the place and hour of the Annual General Meeting and specifying the business to be carried out thereat. Any special General meeting shall be convened in the same manner except that the period of notice shall be fifteen (15) days.
35. The Chairman shall instruct the Secretary/Treasurer to call a special General Meeting upon receipt of a request in writing, signed by not less than 30% of Full Members, stating the purpose of such meeting.
36. The Council may call a Special General Meeting at any time.
37. All classes of members shall be entitled to attend, and participate in all technical discussions at technical meetings. They shall also be entitled to attend all General Meetings of the Association but voting on all matters brought before the Annual General Meeting or any Special Meeting or any Special General Meeting shall be confined to Full Members present thereat, and the votes of the majority of such full members shall be binding on the Association, except in the case of an alteration to these rules, vide 43 hereunder.
38. No business shall be transacted at any General Meeting unless a quorum of Members is present when the meeting proceeds to business. 40% of Full Members is present and entitled to vote shall form a quorum.
39. The Association's Chairman shall preside as Chairman at every General Meeting, and if within thirty minutes from the time appointed for the meeting he is not present or decline to preside, the Vice – Chairman, if the is present shall take the chair, and failing him, the full Members present shall choose one of their number to be Chairman of the meeting.
40. At any General Meeting, a resolution, put to the vote of the Full Members shall be decided on a show of hands, unless a ballot is demanded. If a ballot is demanded it shall be taken on the demand of 20% of the Full Members personally present.
41. Scruitneers may be appointed to supervise the ballot and the result thereof shall be given by the Chairman, and shall be deemed to be the resolution of the meeting at which the ballot is demanded. In the case of any equality of votes, whether on a show of hands, or on a bollat, the Chairman of the Meeting shall be entitled, at his discretion, to exercise a casting vote in addition to his vote as a Full Member.
42. The demand for a ballot shall not prevent the continuation of the meeting for the transaction of any business other than the question upon which the ballot has been demanded.

43. **ALTERATION OF RULES**

No alterations or amendment to the Constitution shall be made without the sanction of not less than 60% of the Full Members present and voting at a General Meeting of the Association and any such alteration of amendment shall, unless otherwise provided, become effective from the date of passing thereof.

Annual Membership	-	10,000/=
Associate Members	-	10,000/=
Corporate Members	-	Will pay a secretariat contribution which will be calculated based on sugar production formula attached
Honorary Members	-	Gratis
Retired Members	-	25% of Associate member rate
Life Member	-	15 times Annual Membership

Retired members only become eligible for their special status after completion of five years as a member of the Association.

In witness of thereof, we the undersigned put our signatures as follows.

1. Chairman/Vice Chairman
2. Secretary/Treasury
3. Chairman-Agricultural Committee
4. Chairman-Factory Committee

- Witnessed by: 1
2.