



VAMCOSA

Constitution of VAMCOSA

1. The Name of the Association shall be the Valves and Actuators Manufacturers Cluster of South Africa (VAMCOSA).
2. The Association will operate as a division of South African Capital Equipment Exporters Council (SACEEC).
3. The offices will be located at Number 9, Ninth Avenue, Northmead, Benoni, 1501, South Africa.

Definitions and Terms

1. “Applicant” means a company that is applying to become or has been invited to become a member of Valves and Actuators Manufacturers Cluster of South Africa.
2. “Cluster” means the Valves and Actuators Manufacturers Cluster of South Africa (VAMCOSA).
3. “Company” means a registered limited liability company, close corporation, partnership, or sole proprietor.
4. “Valve” means a device for controlling the flow of liquids, gasses, vapours and solids in a pipeline or pipeline system.
5. “Actuator” means a mechanical, electrical, hydraulic, or pneumatic device for regulating, opening or closing a valve.
6. “Local” means within the borders of the Republic of South Africa.
7. “Member” means a member of the Cluster who is fully and actively engaged in the local manufacture of valves and/or actuators for valves.
8. “Manufacture” means the production of valves and manufacture from purchase of locally manufactured parts, including castings and forgings, to complete product. This excludes assembly of imported final machined components.
9. “Industry” means the industry in which the members are engaged in the design and manufacture of valves and actuators in the RSA.

1. Objectives

- Promote the interests of members.
- Promote the interests of the members with Government Organizations.
- Promote the export of products of the members.
- Promote the growth of the industry.
- Affiliate and participate in the affairs of any federated body, national or international Employers’ organization.
- Encourage and promote an advance in the overall levels of technical abilities and capabilities of all levels of members.
- Recognition of VAMCOSA as a reliable brand.
- Eligibility and Application for Membership
- Any employer engaged in the design and manufacture of valves and actuators in the Republic of South Africa shall be eligible for membership of the Cluster. Companies assembling imported machined parts will not be classed as manufacturers and will therefore not be eligible for membership of the Cluster.
- Application for membership shall be made on the form prescribed by the Cluster and shall be lodged with the Administrator.

2. Membership

- All candidates for membership shall be interviewed by the Chairman and Champion to establish bona fides of the candidate in respect of that portion of his/her business devoted to the manufacture of valves and or actuators for valves.
- Candidates shall be admitted to membership by a majority vote of the members of the Association at the next quarterly meeting of the cluster after receiving the report of the interview with the applicant.

- Any member who has resigned or been expelled and who is still engaged in the activity shall be reinterviewed by the Chairman and Champion who may recommend renewal to the Cluster.
- Members shall conduct their business in accordance with generally accepted ethical standards and, at no time, shall a member bring the name of the Cluster into disrepute.
- Every member shall notify the Administrator, in writing, of his/ her postal address any change thereof within fourteen days of the date of change.

3. Meetings

- An annual general meeting shall be held once a year to elect a new Chairman and Champion.
- This AGM can be held in conjunction with a members meeting.
- Cluster Members meetings are to be held at least four (4) times per annum.

4. Quorum, Votes, and Proceedings at Meetings

- Thirty percent (30%), but not less than five (5) members in good standing shall form a quorum at a Cluster meeting.
- Questions arising for decision at any such meeting shall, unless otherwise provided herein, be decided by majority vote on a show of hands or motion duly seconded, or by ballot should the meeting so decide provided that, in the case of elections the candidates up to the required number having received the highest number of votes be declared elected. In the case of an equality of votes the Chairman shall have the casting vote in addition to his/her deliberative vote. No proxy votes will be allowed.
- The proceedings of any meeting shall not be invalidated by reason of the non-receipt of notice of any meeting.
- No member shall be regarded in good standing nor have the right to vote nor be entitled to any of the benefits of membership if and so long as any subscription due is unpaid for a period exceeding three (3) months.
- The Chairperson, or in his/her absence, the Champion, shall preside at meetings. In the event of Chairperson or Champion being absent the members present shall elect an acting Chairperson.
- In the event of a quorum not being present, the matter to be voted on shall be brought to the next meeting.
- All matters shall be decided on motion.
- Minutes of meetings shall be taken at each meeting. Previous minutes shall be approved.
- All members of the Cluster shall be entitled to be represented at each meeting of the Cluster, either personally or by duly accredited representative whose name shall be notified by the member to the Administrator.
- Every member of the Cluster, who is in good standing, shall be entitled to exercise one vote at meetings of the Cluster. Such vote may be exercised by the representative nominated as above.

5. Resignations

- No pro-rata refunds of subscriptions shall be repaid on resignation.

6. Removal of Office Bearers.

- An office bearer may be removed from office if he or she infringes any provision of this constitution or acts in a manner that is detrimental to the interests of the Cluster or its members.

7. Discipline

Members, at a meeting of the members of the Cluster, may vote to expel a member if:

- The member is more than three (3) months in arrear of SACEEC Membership Fees.
- Has committed any breach of the Constitution or byelaw of the Cluster.
- Has by his/her conduct rendered himself/herself unable to remain a member of the Cluster.
- Has brought the name of the Cluster into disrepute.

8. Subscription Fees

- No joining Fee.
- Annual Subscription as per SACEEC Membership Fees.
- Future fees or increases to be determined by the cluster members in association with the SACEEC.

