



**THE CODE OF CONDUCT
OF THE
ASSOCIATION OF LADIES CIRCLE SOUTH AFRICA**

**AS AT THE NATIONAL ANNUAL GENERAL MEETING
24 MAY 2019**

CODE OF CONDUCT

1. Introduction

- 1.1 This code provides guidance to the members of The Association concerning standards of conduct when carrying out their relationships with Ladies Circle, its members and / or the general public;
- 1.2 All members are required, on accepting a membership of any Club, to declare that they will abide by this code, be subject to and accept its terms and conditions;
- 1.3 This code applies to all Members and Clubs;
- 1.4 This code also applies to all decisions taken outside of committees by members on behalf of The Association, including delegated decision making such as the Chairman's actions and expenditure decisions delegated to the Treasurer;
- 1.5 This code represents a standard against which the conduct of Members and Clubs;
- 1.6 Should any Member or Club not adhere to this code they may have their membership terminated subject to the requirements of The Association's Constitution and Guidelines;
- 1.7 Should any Club not adhere to this code they may have their voting rights at National Meetings terminated subject to the requirements of The Association's Constitution and Guidelines;

2. Purpose

The purpose is to encourage disciplined conduct amongst all Members and / or Clubs which will be to the advantage as well as for the safety of each individual member, her partner, family and Ladies Circle in general. The Code of Conduct is intended to promote the proper behaviour of Members and / or Clubs and to deal with improper conduct in a fair, equitable and transparent manner.

3. The Law

- 3.1. Members or Club must act within the laws of the Republic Of South Africa at all times;
- 3.2. Members or Clubs must make sure that they are familiar with and comply with the rules relating to personal conduct by Members and the guidance contained in this code;
- 3.3. It is a Member's or Club's responsibility to make sure that what she does complies with this code.

4. Duty to Ladies Circle and Private Interests

- 4.1 Your overriding duty as a Member or Club is to actively assist The Association achieves its Aims and Objects;
- 4.2 All funds held by The Association are to be used in pursuit of these Aims and Objectives, and Members or Clubs should use these funds as effectively and efficiently as possible;
- 4.3 As a Member you have a duty of due care to The Association, its individual Clubs, its Members and its Beneficiaries;
- 4.4 As a Member or Club you have a duty to ensure that The Association adheres to its own constitution, guidelines and this code;
- 4.5 As a Member or Club we are duty bound to allow each Member to express her views and opinions, provided that these opinions are not contra anything in this code. Whilst you may be influenced by the views and opinions of other members, it is your responsibility alone, for which you will be held accountable, to make decisions for and on behalf of The Association;
- 4.6 If a Member has a private or personal interest on any matter which Members have to decide upon, she may participate in the decision-making process;
- 4.7 Members must always declare interests as per clause 4.6;
- 4.8 Members or Clubs must endeavour to avoid doing anything as a Member or Club that cannot be justified to the public should it be necessary;

- 4.9 It is not enough to avoid actual impropriety. Members should at all times avoid any occasion for suspicion and any appearance of improper conduct;
- 4.10 Any financial irregularities should be reported immediately;
- 4.11 As a Member you will be expected to display honesty, trustworthiness, integrity and the highest ideals of ethical behaviour at all times; and
- 4.12 As a Member you should not remain a member or accept membership of any committee if it would likely weaken public confidence in The Association for whatever reason.

5. Disputes

- 5.1 Any disputes amongst Members or Clubs should be handled in a mature and professional manner and should never be reduced to violence, insults or underhanded conduct;
- 5.2 The Club Chairman should have the final word on all minor disputes between Members that cannot be resolved; and
- 5.3 As a Member or Club, you have the right to appeal decisions taken by the Club, Club Chairman, or National Executive Council.

6. Expenses

- 6.1 All legitimate expenses must be quantified and proven by Members or Clubs by means of supporting documentation; and
- 6.2 Members or Clubs should not personally profit from any reimbursement of legitimate or other claims.

7. Public Behaviour

- 7.1 When at any official event in the public eye or at any time when wearing a Jewel, you are to be mindful that you are representing The Association to the general public;
- 7.2 Members are not to be drunk and disorderly at any public function while representing The Association and / or when wearing any form of regalia that can be linked to The Association;
- 7.3 Members are to show respect to the public, fellow members and their partners at all times and should this respect not be reciprocated you are to withdraw from any conflict in a mature and professional manner; and
- 7.4 Members are to consider themselves as an ambassador of The Association at all times and must behave accordingly in a manner befitting of a member and as required by this code.

8. Maintenance of Discipline

- 8.1. Each Club is responsible for maintaining discipline and the fair and equal treatment of all members;
- 8.2. Each Club Member, irrespective of title or designation, is responsible for maintaining discipline; and
- 8.3. Each allegation of misconduct, in terms of the Constitution, Guidelines and Code of Conduct, must be reported, investigated and dealt with appropriately. Alleged misconduct will be subject to a preliminary investigation, in terms of paragraph 12 hereunder.

9. Application

This Code of Conduct applies to all clubs and members and to each case where discipline must be applied.

10. Minor Offences and Warnings

In so far as it is reasonably possible, disciplinary action as set forth in this code will only be taken to maintain standards and to protect the interests of The Association after warnings have failed to produce the desired results and corrected behaviour of any individual Member or Club.

11. Reporting Misconduct

The reporting of misconduct and the subsequent investigation of allegations will occur as follows:

- 11.1. Alleged misconduct will be reported to the Chairman of the relevant Club where the Member suspected of such misconduct is based. Reporting must be in writing. The Club Chairman will conduct an investigation and institute actions as set out in paragraph 12;
- 11.2. Should a Club, Club Chairman or any member of the National Executive Council be suspected of misconduct the matter must be reported to the National President who will conduct an investigation and institute actions as set out in paragraph 12; and

12. The Investigation

An investigation into alleged misconduct by the Member or Club, indicated in paragraph 11, must proceed as follows:

- 12.1. Obtain and review the written report of alleged misconduct;
- 12.2. Written notification must be sent to the Member or Club suspected of misconduct, informing her of the reported alleged misconduct and that it is under investigation. This notification should take place within 24 (twenty-four) hours of receiving the report or as soon as possible thereafter;
- 12.3. During the investigation the relevant Member or Club will not be required to answer any of the allegations made against her or make any submissions to the persons conducting the investigation;
- 12.4. Conducting interviews with witnesses, taking witness statements and collecting any documents may be used as methods of gaining evidence;
- 12.5. Upon deciding whether sufficient grounds exist for the institution of a Disciplinary Hearing:
 - 12.5.1. If sufficient grounds for the institution of a Disciplinary Hearing do not exist, written notification must be sent, to the relevant Member or Club and the 3rd party who reported the alleged misconduct, stating that no further action will be considered; and
 - 12.5.2. If sufficient grounds for a Disciplinary Hearing do exist, the matter must be referred to the Member or Club responsible for appointing a Disciplinary Committee as per paragraph 15.
- 12.6. A recommendation must be forwarded to the Disciplinary Committee regarding the possible suspension of the relevant member, pending the outcome of the Disciplinary Hearing. Such suspension can only be for a reasonable period during which the Member or Club shall not be entitled to attend meetings or represent The Association in any manner.

13. Notice of Disciplinary Hearing and Preparation of Charges

- 13.1. The Member or Club charged with alleged misconduct shall receive at least 7 (seven) working days' written notice of the Disciplinary Hearing;
- 13.2. The notice shall clearly indicate the date, time and venue for the Disciplinary Hearing;
- 13.3. The notice shall clearly indicate the composition of the Disciplinary Committee;
- 13.4. The notice, sent by the Chairman of the Disciplinary Committee appointed in terms of paragraph 14, should summarise the events or conduct in question and must provide sufficient detail to enable the member to prepare for the Disciplinary Hearing. The notice shall remind the member of her rights and obligations, in terms of this code; and
- 13.5. All alleged offences must be detailed in clear and concise terms and where and when these offences were committed. Sufficient detail must be given to enable the Member or Club to understand the charge against her and afford her the opportunity to prepare her defence for the Disciplinary Enquiry; and

14. Constitution, Guidelines and Appointment of Disciplinary Committees

- 14.1. A Disciplinary Hearing will be conducted by a Disciplinary Committee, which will consist of at least 2 (two) but not more than 4 (four) members. At least 2 (two) members of the Disciplinary Committee must be National Executive Council Officers of The Association, and who have not been directly involved in the events or conduct under investigation;
- 14.2. The Chairperson will be appointed by the members of the Disciplinary committee. The Chairperson must be impartial and objective and must not have a vested interest in the matter;
- 14.3. The Chairperson and all other committee members will be furnished with a copy of the notice of the Disciplinary Enquiry and all the evidence gathered by the investigation per clause 12.4 to enable the committee to prepare for the Disciplinary Hearing; and
- 14.4. In the event of financial misconduct, an additional member shall be co-opted to the committee whom shall have financial knowledge and qualification and in addition, extensive experience in the internal financial processes and review functions of The Association.

15. Appointment of the Chairman of the Disciplinary Committee

The appointment of the relevant committee members must be done in the following manner:

- 15.1. In the event of a hearing against a Member or Club, the relevant Club Chairman, should decline on the basis of involvement, the Club Chairman;
- 15.2. In the event of a hearing against a Club Chairman, the Club Vice Chairman;
- 15.3. In the event of a hearing against the National President, the National Vice President; and
- 15.4. In all situations in clauses 15.1 to 15.3, should the relevant Member or Club tasked to be the Chairman recuses herself or be involved in the matter, the order of selecting the Chairman subsequently must be as follows:
 - 15.4.1. Immediate Past Chairman or President
 - 15.4.2. Treasurer;
 - 15.4.2. Secretary; and
 - 15.4.3. Webmaster (PRO)
- 15.5. Failing successful selection in term of clause 15.1 to 15.4, any upstanding and respected member of The Association, as agreed by the relevant Club or National Executive Council, may be appointed.

16. Member's or Club's Rights

A Member or Club being charged for misconduct should have the following rights:

- 16.1. Receive written notification of the Disciplinary Hearing as per paragraph 13;
- 16.2. May be represented by a fellow Member or Club. Legal representation will be allowed with the unanimous consent of the Disciplinary Committee;
- 16.3. The Member or Club and / or her representative will be permitted to question and to challenge the testimony of each witness called to give evidence against her;
- 16.4. The Member or Club and / or her representative will be permitted to question and to challenge any documents presented as evidence against her;
- 16.5. After all the witnesses supporting the allegations against the Member or Club have given their evidence the Member or Club will be given an opportunity to give evidence, to call witnesses in rebuttal and to respond to any comments by the Chairperson;
- 16.6. After all documents have been presented as evidence against the member the member will be given the opportunity to present documents and to respond to the documents in rebuttal; and
- 16.7. At the conclusion of the Disciplinary Hearing, the Chairperson should permit the investigator and the Member or Club and / or her representative to address her on the question of whether or not the charges have been established.

17. Disciplinary Hearings

- 17.1. The Disciplinary Hearing will be held as soon as possible after the alleged misconduct has been reported to The Association, provided that the Member or Club will be afforded reasonable time to prepare for her defence as per paragraph 13;
- 17.2. Arrangements must be made for the accurate recording of the proceedings during the Disciplinary Hearing;
- 17.3. The Member or Club should be present at the Disciplinary Hearing. If she does not attend the Disciplinary Hearing, the Disciplinary Committee may decide to continue with the Disciplinary Hearing in her absence or to reconvene the Disciplinary Hearing for another date and time. Should the Disciplinary Committee, based on information available, form the view that the Member or Club is purposefully avoiding attendance at the Disciplinary Hearing without sufficient reason, the Disciplinary Hearing should proceed;
- 17.4. Evidence should first be led on behalf of The Association, which evidence and submissions should be presented by the appointed investigator. The Association must call witnesses necessary to support its allegations;
- 17.5. Once the investigator has completed presenting her evidence and submissions, the Chairperson should invite the Member or Club and / or representative to present her defence. The Member or Club and / or representative will similarly have the right to call witnesses and produce evidence. The investigator or The Association's representative may question those witnesses and / or evidence;
- 17.6. If at any stage the Disciplinary Committee of the Disciplinary Hearing needs to ask questions to clarify anything, it should do so. It should not, however, ask questions in such a manner which may be construed as indicating any bias towards The Association or the Member or Club;
- 17.7. At the conclusion of all the evidence presented by The Association and the Member or Club and / or representative, the Disciplinary Committee may allow The Association and the Member or Club and / or representative to make closing statements;
- 17.8. At the conclusion of the closing statements made, if applicable, the Disciplinary Committee must take time to discuss the evidence presented and to consider its decision and should adjourn the Disciplinary Hearing for that purpose;
- 17.9. The Disciplinary Committee shall first decide, on a balance of probabilities and having due regard only to evidence presented at the Disciplinary Hearing, whether the allegations against the Member or Club have been substantiated. This decision should be taken as soon as reasonably practicable;
- 17.10. The Disciplinary Hearing must be reconvened to inform the member of the Disciplinary Committee's initial finding;
- 17.11. If the finding of the Disciplinary Committee is that the member is guilty of the allegations against her, the Disciplinary Committee must allow the Member or Club and / or representative the opportunity to state anything in mitigation relevant to assessing the appropriate sanction. Similarly, The Association will be allowed the opportunity to state anything in aggravation relevant to assessing the sanction;
- 17.12. In deciding on the appropriate sanction for the Member or Club found guilty of misconduct, the Disciplinary Committee is entitled to have regard to the member's Club record or previous warnings relating to similar misconduct as well as the cost and impact, if any, to The Association of the Member's or Club's misconduct. Warnings for unrelated types of offences shall not be taken into account. Warnings more than 6 (six) months old should also be disregarded;
- 17.13. The Association, shall as far as practically possible, act consistently in imposing similar sanctions where the circumstances and merits are similar to prior instances of such misconduct;
- 17.14. The final decision and the reasons therefore should be recorded in writing and given to the Member or Club and / or representative. The written decision should also set out the consideration(s) that substantiate(s) the allegation(s) against the member, and the sanction imposed; and
- 17.15. The Chairperson of the Disciplinary Hearing will be responsible for collating and forwarding all documentation relevant to the Disciplinary Hearing, as well as the written expression of the verdict, per clause 17.14, and sanction, per paragraph 19, handed down, to the Club Chairman and the National President.

18. Misconduct

Misconduct can be made up of many actions including, but not limited to, the following:

- 18.1. Failure to adhere to and / or maintain reasonable standards set by The Association;
- 18.2. Bringing the name of The Association into disrepute;
- 18.3. Unsavoury and / or unacceptable behaviour amongst and towards members, partner's, children and friends of The Association;
- 18.4. Unsavoury and / or unacceptable behaviour in and towards the public;
- 18.5. Dishonesty, theft and / or unethical behaviour; and
- 18.6. Verbal abuse, racism, intolerance, slander, defamation, etc.

19. Sanctions

- 19.1. The Chairman of the Disciplinary Committee shall announce the sanction and give the reasons for the decision in the presence of the Member or Club and / or her representative and explain the consequences of the sanction to the Member or Club;
- 19.2. Sanctions that may be imposed for misconduct, as defined by paragraph 18, may include, but not be limited to, the following:
 - 19.2.1. Immediate expulsion of the Member or Club or with such notice as is deemed expedient under the circumstances;
 - 19.2.2. Written warnings;
 - 19.2.3. By agreement with the Member or Club and, as an alternative to expulsion, suspend the Member or Club for a maximum period of 3 months commencing from the date on which the sanction is delivered;
 - 19.2.4. Informal verbal warning or reprimand of the Member or Club;
 - 19.2.5. Any other appropriate and reasonable sanction including, but not limited to, financial recovery of losses and / or damages actually suffered by The Association as a direct result of the member's misconduct.
- 19.3. The Disciplinary Committee may suspend the implementation of any one of the sanctions set out in clause 19.2 for a specified time period, based on the specific circumstances of the case and the Member or Club involved.

20. Review of Disciplinary Enquiry and the Right to Appeal by a Member or Club

- 20.1. A Member or Club who has been disciplined in terms of this code has the right to appeal to the National President, for review of the verdict and / or the sanction handed down in the Disciplinary Enquiry, within 10 (ten) working days of receipt of the notice of such sanction;
- 20.2. The appeal referred to in clause 20.1 shall be submitted in writing to the Club Chairman or National President, and must clearly and concisely set forth the grounds of appeal and whether the verdict and / or the sanction is appealed against;
- 20.3. Upon receipt of the written notice of appeal the Club Chairman or National President shall review the documentary evidence received in terms of clause 17.15 and shall independently make a decision to uphold or deny the appeal;
- 20.4. The Club Chairman or National President shall make a written submission to the disciplined Member or Club indicating her decision and the reasons therefore. This decision will be final and the Member or Club will have no further right to appeal within The Association;
- 20.5. A Member or Club who wishes to refer any dispute arising from the outcome of a Disciplinary Enquiry and subsequent appeal to either a competent Court or High Court by invoking the provisions of the High Court Act and its Rules, as amended, shall only be able to do so after all The Association's internal remedies and / or procedures, governed by The Association's Constitution, Guidelines and this code, have been exhausted.

21. Review of Disciplinary Enquiry by The National Executive Council

- 21.1. Subsequent to the action per clause 17.15 the National Executive Council, excluding any Member or Club who is the defendant in the Disciplinary Enquiry, must collectively review the documents;
- 21.2. By way of deliberation, the National Executive Council must decide if:
 - 21.2.1. The verdict was reasonable based on the evidence and the reasons given by the Disciplinary Committee;
 - 21.2.2. If the verdict was that of guilty, the sanction was relative to the misconduct perpetrated; and
 - 21.2.3. In reaching a final decision, 75 % (seventy five percent) of the National Executive Council participating in the review process must agree.
- 21.3. Should the National Executive Council agree with the verdict and sanction handed down by the Disciplinary Committee, written notification must be sent to the Member's Club, within 10 (ten) working days of receiving the documents per clause 17.15, stating that the National Executive Council accept the outcome of the Disciplinary Enquiry. The member's disciplinary record must be updated accordingly;
- 21.4. Should the National Executive Council not agree with the verdict and / or the sanction handed down by the Disciplinary Committee, by way of deliberation decide:
 - 21.4.1. To overrule the verdict from guilty to not guilty;
 - 21.4.2. To overrule the verdict from not guilty to guilty and agree on the relevant sanction to be handed down;
 - 21.4.3. To overrule the sanction and agree on the revised sanction to be handed down;
 - 21.4.4. In reaching the final decisions, 75 % (seventy five percent) of the National Executive Council participating in the review process must agree; and
 - 21.4.5. Written notification must be sent to the Member's Club, within 10 (ten) working days of receiving the documents per clause 17.15, stating that the National Executive Council did not accept the outcome of the Disciplinary Enquiry and have overruled the verdict and / or the sanction, clearly indicating what the revised verdict and / or sanction is and disclosing reasons for the decisions. The Member's or Club's disciplinary record must be updated accordingly.
- 21.5. The National Executive Council must act objectively, in good faith and in the interests of The Association, while in accordance with this code, in all the deliberations undertaken and decisions made in exercising its rights in terms of clauses 21.1 - 21.4;
- 21.6. A Member or Club who has been disciplined in accordance with clause 21.4 has the right to appeal to the National President for review of the verdict and / or the sanction handed down by the National Executive Council, within 10 (ten) working days of receipt of the notice of such sanction; and
- 21.7. A Member or Club who wishes to refer any dispute arising from the outcome of the National Executive Council review process and subsequent appeal to either a competent Court or High Court by invoking the provisions of the High Court Act and its Rules, as amended, shall only be able to do so after all The Association's internal remedies and / or procedures, governed by The Association's Constitution, Guidelines and this code, have been exhausted.

22. Recovery of Losses and Damage

- 22.1. A Member or Club who has been ordered to pay an amount to The Association by way of compensation may, within a period of 30 (thirty) days from the date of such order:
 - 22.1.1. Follow the appeal process and be subject to all provisions of this code; or
 - 22.1.2. Apply to a competent Court for an order setting aside such order or reducing such amount.

- 22.2. In the case of clause 22.1.1 the National Executive Council may after further investigation, dismiss the Appeal or Order that the appellant be exempted either completely or partially, as the National Executive Council may consider fair and reasonable, from payment of such amount; and
- 22.3. In the case of clause 22.1.2 the Court may make an order setting aside such order or reducing the amount, as the case may be, if it is not convinced that the order was rightly made or that the amount is reasonable.