



Member driven association
advocating to become a
registered professional body
for Adventure Tour Guides,
Adventurous Experiential
Learning Facilitators &
related professionals.

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www.adventureassociation.co.za
Reg: 2020/514050/08

THE SOUTH AFRICAN ADVENTURE INDUSTRY ASSOCIATION (SA AIA)

CONSTITUTION

10 JULY 2024



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1. PREAMBLE

- 1.1 This constitutional document is a product of the South African Adventure Industry Association's (hereinafter "SA AIA") desire to align Adventure-Based Learning (ABL), Learning Outside of the Classroom, and the Adventure Tourist Guiding industries to optimize effectiveness in its set objectives.
- 1.2 It should be noted that this document forms the primary scope and delineation of the entity's memorandum of incorporation. This by implication aligns all salient matters with the companies Act of 2008.
- 1.3 The intent of the organizational structure defined is to adequately distribute power whilst maintaining operational efficiency. The structure contains the Executive Committee (registered directors and executive director), the National Executive Committee (NEC), various committees and chapters.
- 1.4 Members are to associate with a specific chapter as specified in point 5.3, which will actively represent their specific needs. Chapters may start specific committees which would assist in the goals of the chapter and are approved by the National Executive Committee.

2. VISION AND OBJECTIVES

- 2.1 SA AIA to be the industry recognized entity in Southern Africa for Adventure-Based Learning (ABL), Learning Outside of the Classroom, and the Adventure Tourist Guiding industries.
- 2.2 To collaborate with industry professionals to develop and/or implement globally benchmarked adventure standards.
- 2.3 To support human and community unique / potential needs, in relation to UNESCO goals for sustainable development.
- 2.4 To promote the responsible, sustainable and regenerative utilization of natural, human, and cultural resources through our policies and actions.
- 2.5 Liaise with all role players in the outdoor and adventure industry for the following processes:
 - 2.5.1 National and international promotion and marketing;
 - 2.5.2 Lobbying with various relevant governmental departments at local, provincial, and national levels;
 - 2.5.3 Promote transformation and skills transfer to young South Africans to create young entrepreneurs and job opportunities.
 - 2.5.4 Professionalize the industry
- 2.6 To become a registered professional body, and:
 - 2.6.1 Create clear career paths and professional designations for our members,
 - 2.6.2 Create opportunities for continued professional development and education, and
 - 2.6.3 Have our members held accountable to the public.



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3. MISSION

- 3.1 We endeavour to be the representative and voice of an Inclusive Adventure community in Southern Africa. (in terms of recreation, education, development, therapy, sport, tourism, expeditions, ministry, and adaptive adventure).
- 3.2 To collaborate with like-minded individuals and organizations to unlock the economic, human, and environmental potential of the Southern African Adventure Industry through a process of professionalization.
- 3.3 We aim to serve as the impartial, autonomous representative of its various stakeholders in matters related to Adventure-Based Learning (ABL), Learning Outside of the Classroom, and the Adventure Tourist Guiding.
- 3.4 We aim to offer student or aspiring professional registration categories that enable those still aspiring towards professionalism in the adventure field to join and receive specific benefits that include access to training, development, and networking opportunities.

4. MEMBERSHIP

4.1 MEMBERSHIP CATEGORIES:

4.1.1 **Public Membership or Aspirant Membership:**

- 4.1.1.1 This is for members of the public who are just supportive of the association and its initiative and for members who are aspiring professionals in the industry (those who are working towards getting more training, becoming qualified, and becoming part of the industry as a professional – this includes working towards whatever legislation that might be appropriate for that specific profession) aka Student Membership.

4.1.2 **Professional Membership:**

- 4.1.2.1 This is for professionals in Adventure-Based Learning (ABL), Learning Outside of the Classroom, and the Adventure Tourist Guiding fields that are already working.

4.1.3 **Corporate Membership:**

- 4.1.3.1 This is for (but not limited to) companies, campsites, skills development partners, and businesses.

4.1.4 **Affiliate Membership:**

- 4.1.4.1 This is for other associations or organisations that give benefits to SA AIA members or who are working towards similar goals, together with SA AIA.

4.2 MEMBERSHIP FEES:

- 4.2.1 Fees will be determined by the NEC.
- 4.2.2 Fees are payable in line with the SA AIA financial year.
- 4.2.3 A 15% discount will be offered for annual payment.
- 4.2.4 Pro rata fees will be levied when an annual member joins during the financial year



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4.3 VOTING MEMBERS

- 4.3.1 Public Members or Aspirant Members
- 4.3.2 Professional Members
- 4.3.3 Corporate Members

4.4 NON-VOTING MEMBERS

- 4.4.1 Affiliate members
- 4.4.2 Executive Director

4.5 VOTING RIGHTS:

- 4.5.1 All voting members have a single vote of equal weight.
- 4.5.2 Corporate members to have an elected representative, if this person is also an individual member, one vote applies as in point 4.5.1.
- 4.5.3 As more chapters open, members agree to associate with a specific chapter as specified in point 5.3 and will cast their votes in said chapter. To this end, each voting member should elect a single chapter wherein said member is allowed to exercise his/her vote. Chapter participation is not restricted other than only one voting chapter will be allowed per member. To ensure clarity, this does not limit the members' activities in other chapters where voting is not required.
- 4.5.4 Each chapter will select from its ranks a chairperson and vice chairperson who will serve on the NEC.
- 4.5.5 Both representatives as defined in 4.5.4 shall serve a 3-year term.

5. COMMITTEES AND CHAPTERS

- 5.1 The National Executive Committee will determine the scope of respective chapter and committees' activities and may at any time authorize additional or ad hoc committees and chapters when it is required.
- 5.2 Members are to associate with a specific chapter as specified in point 5.3, which will actively represent their specific needs.
- 5.3 Chapters may start specific committees which would assist in the goals of the chapter and are approved by the NEC.
- 5.4 Committees are to only be established to assist in the growth and transparency of SA AIA and of specified chapters.
- 5.5 Until separate committees are created, the NEC will take on that role.

5.6 CHAPTERS:

- 5.6.1 Adventure Tourist Guiding Chapter(s)
- 5.6.2 Adventure-Based Learning (ABL) and Learning Outside of the Classroom Chapter(s)



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- 5.6.3 4x4 and Overlanding Chapter
- 5.6.4 Water Safety Chapter

5.7 PROPOSED COMMITTEES:

5.7.1 National Executive Committee:

- 5.7.1.1 The first round of members will be self-elected.
- 5.7.1.2 Made up of chairs and vice-chairs from each chapter and committee.

5.7.2 Marketing and PR Committee:

- 5.7.2.1 PR representative or assistant
- 5.7.2.2 Articles for blogpost
- 5.7.2.3 Social media calendar
- 5.7.2.4 Newsletter
- 5.7.2.5 Brand Awareness

5.7.3 Transformation Committee:

- 5.7.3.1 Community work with or without partnerships
- 5.7.3.2 Help in getting funding for these projects.

5.7.4 Auditing and Regulations (Standards) Committee:

- 5.7.4.1 Constitution
- 5.7.4.2 Occupational Health and Safety Act
- 5.7.4.3 Childs Protection Act
- 5.7.4.4 South African Standards
- 5.7.4.5 ISO Standards
- 5.7.4.6 Industry-created Standards

5.7.5 Skills and Ratification Committee:

- 5.7.5.1 Deals with applications and memberships of training providers / "Skills Development Partners"
- 5.7.5.2 CPD accreditation (once we become a Professional body)
- 5.7.5.3 Qualifications (QCTO leasing, development, enquiries, lobbying, etc.)
- 5.7.5.4 Identify needs in the industry related to training (workplace training, internship, funding, etc.)

5.7.6 Conference and Events Committee:

- 5.7.6.1 Plan, budget, market, create, find events and conferences.

5.7.7 Provincial Representative Committee:

- 5.7.7.1 Support chapters and committees at a provincial level, when required.

5.8 OFFICE BEARERS:

- 5.8.1 The chair, alternatively the vice chair, is responsible for leading and coordinating the chapter activities to attain the vision, mission, and strategy of SA AIA.

5.8.1.1 Responsibilities and accountabilities (Chapter Chair and Vice-Chair):

- 5.8.1.1.1 Coordinating committee and/or chapter committees and activities.
- 5.8.1.1.2 Ensuring good governance in the committee and/or chapter.
- 5.8.1.1.3 Managing membership and good standing of members.
- 5.8.1.1.4 Attaining mandates from the chapter for voting at the NEC.
- 5.8.1.1.5 Ensuring broad consultation / representation.

5.8.1.1.6 Ensuring the committee and/or chapter website or page (if required) is up to date (this includes the practitioner and company listings).

5.8.1.2 Limits of authority:

5.8.1.2.1 Management of chapter or committee fund allocation within the ambit of the committee and/or chapter activities as authorized by the NEC.

5.8.1.2.2 Ratification (the action of signing or giving formal consent) of members.

5.8.1.2.3 Voting at the NEC.

5.8.1.3 Term of office:

5.8.1.3.1 The committee and/or chapter chairperson and vice chairperson will serve in three-year terms and may be re-elected to serve a maximum of three terms.

5.8.1.3.2 The elections for the committee and/or chapter chairperson and vice chairperson will occur on an alternating year of the election for the Executive Director (or President).

5.8.1.4 The Committees:

5.8.1.4.1 The NEC will determine the scope of the respective committees' activities and may at any time authorize additional or ad hoc committees as and when it is required.

5.8.1.4.2 Committees will consist of a minimum number of one representative from each chapter.

5.8.1.4.3 Working groups or committees can be created within a chapter to achieve that chapter's goals, these working groups or committees do not need a representative from each chapter.

5.8.1.4.4 A quorum at any committee meeting will be reached when at least 50% of voting committee members are present.

5.8.1.4.5 The committees will elect from its ranks a chairperson.

5.8.1.5 The Committee Chairperson:

5.8.1.5.1 Manage the activities of the committee within its mandate.

5.8.1.5.2 Communicate with all chapters and SA AIA.

5.8.1.5.3 Coordinates committee activities.

5.8.1.5.4 Ensures good governance in the committee

6. GENERAL RULES:

6.1 GEOGRAPHICAL CHALLENGES

6.1.1 The constitution allows for voting via electronic mail only, and meetings facilitated by webcasting or any electronic conferencing system that can be reasonably tested for open accessibility and authenticity. All decisions made empowered by electronic voting will be communicated in public minutes and may be challenged for a period of two weeks after publication only on the grounds that the electronic system misrepresented the votes cast.

6.2 CONFLICT OF INTEREST

6.2.1 No member may be a voting member of more than one chapter.



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- 6.2.2 All familial relationships must be disclosed to and approved by the NEC prior to appointment in the relevant role.
- 6.2.3 Any potential situation where a conflict of interest could exist should be disclosed to the relevant body responsible for governance.
- 6.2.4 Such a member directly or indirectly involved in decisions of an entity with SA AIA should recuse themselves from the relevant discussion and decision-making process.

6.3 FINANCE

6.3.1 National Council Accounts:

- 6.3.1.1 Be maintained to a recognized South African or International standard.
- 6.3.1.2 Be kept at the registered office of SA AIA or at such other place as the Council may decide.
- 6.3.1.3 Be submitted, together with other relevant financial records, to a competent person for an annual voluntary audit and the results of the audit presented to the Annual General Meeting in the form of the Annual Financial Report, which shall include a balance sheet and a Profit and Loss Account, for ratification by the NEC members.
- 6.3.1.4 The Annual Audit Report shall be open for inspection by any member.
- 6.3.1.5 Signing Powers for financial transactions will be vested in the registered directors, and relevant manager or NEC member and any two of these persons' signatures will be necessary for the withdrawal of any monies from any bank account held by SA AIA.
- 6.3.1.6 Funds for SA AIA shall be held in a Bank Account and / or such other accounts as the NEC may approve.
- 6.3.1.7 Receipts shall be issued for any income received by SA AIA in the form of members' annual subscriptions, income derived from events, conferences, donations, payments for services rendered or any other monies and the funds placed in accounts.
- 6.3.1.8 Electronic banking shall be used for all payments.
- 6.3.1.9 No cash payments are to be made with the exception of petty cash expenses authorized by the Executive Director.
- 6.3.1.10 The income and property of SA AIA, when so ever derived, shall be applied solely towards the promotion of the objectives of SA AIA as set forth in this constitution.
- 6.3.1.11 SA AIA may make payment in good faith or remunerated any office or servant of SA AIA or to any member thereof, in return for services rendered to SA AIA providing it is at arm's length and disclosed to the NEC.
- 6.3.1.12 SA AIA will only have one bank account per country per operation.
- 6.3.1.13 The Executive Director shall submit an annual budget for the ensuing year for approval to the NEC prior to the last meeting before the end of November of the current year.
- 6.3.1.14 The liability of the members is limited.

6.4 OTHER



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- 6.4.1 The members of the NEC, or any committee established by the NEC, shall be indemnified by SA AIA against losses and expenses incurred by them in or about the discharge of their respective duties, such as may arise from their own willful default.
- 6.4.2 The Registered office of SA AIA shall be that as registered with the National Register.
- 6.4.3 SA AIA shall keep an up-to-date copy of this constitution and will make it available on the website for anyone who wishes to scrutinize it. Individual members may apply to the Executive Secretary for their own copy of the Constitution in electronic form.