

AGROCHEMICALS ASSOCIATION OF KENYA
CONSTITUTION AND RULES
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**AGROCHEMICALS ASSOCIATION OF KENYA
REVISED CONSTITUTION
AND
RULES**

ARTICLE 1

NAME

The name of the Association shall be the AGROCHEMICALS ASSOCIATION OF KENYA.

ARTICLE II

DEFINITIONS

For the purpose of this Constitution and Rules “Pesticide” shall mean:

- (1) Materials and substances of any kind used or intended to be used either alone or mixed with other materials or substances for:-
 - (a) The protection of plant life against disease and animal pests
 - (b) The purpose of fumigation
 - (c) The preservation of products other than human and animal foods:or
 - (d) The protection of stored commodities against insect and fungal pests,
and
- (2) When available live predators for use in the control of pests referred to in paragraph (c) herein.

ARTICLE III

THE OFFICE

The principal office of the Association shall be situated in Nairobi.

ARTICLE IV

AIMS AND OBJECTIVES

- (1) The Association shall be non-political;
- (2) It shall strive to protect and further the common interests of its members concerned with the manufacture, formulation and distribution of pesticides;
- (3) To encourage and promote just, fair and honourable practice, to oppose malpractice and illegal practices in the operation of the industry;
- (4) To provide through the medium of the Executive Committee, an agency for liaison with the Government and its agencies on matters of mutual interest;
- (5) To work through the medium of the Executive Committee with the Government towards the regulation and importation of pesticides through the members of the Association only;
- (6) To consider and, where possible and desirable in the common interest of the Members, to deal with matters relating to:-
 - (a) Customs duties and rates,
 - (b) Import restrictions,
 - (c) Registration and labelling of agricultural chemicals,
 - (d) Packing specifications and regulations,
 - (e) Inland road and rail rates and regulations,
 - (f) Safety codes for agricultural chemicals,
 - (g) Setting up of standards,
 - (h) Analytical and test methods,
 - (j) Other matters of interests to members:
- (7) To affiliate with any other body in Kenya or elsewhere which has or provides interests similar to the Association;
- (8) To admit any person (whether eligible or not eligible for membership) to be associates or honorary members of the Association on such terms and to confer on them such rights and privileges as may seem expedient;
- (9) To promote public education and awareness, on the use of pesticides through suitable publicity and to encourage research in the proper application of pesticides under conditions prevailing in Kenya.
- (10) To co-operate to the best of its ability with all agencies in Kenya seeking the improvement of agricultural and pastoral production in Kenya.
- (11) To purchase, take on lease exchange hire, or otherwise acquire any real and personal property and any rights or privileges necessary or convenient for the purposes of the Association and to construct, alter and maintain any buildings required for the purposes of the Association.

- (12) To sell, improve manage develop lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property of the Association.
- (13) To invest the moneys of the Association not immediately required in such manner as may from time to time be determined.
- (14) To do such things as may be considered conducive to the attainment of the Association's aims and objectives.

ARTICLE V

MEMBERSHIP

(1) **Full Membership**

Full membership of the Association shall be open to any person or organization in Kenya whose main business is one of the following:-

- (a) Manufacturers of active ingredients used in the formulation of agricultural chemicals and related products.
- (b) Formulators contracted to manufactures of active ingredients used in the formulation of agricultural chemicals and related products.
- (c) Contracted representatives of manufacturers of active ingredients used in the formulation of agricultural chemicals and related products not otherwise represented in Kenya.

(2) **Associate Membership**

This shall be open to those persons or corporation involved in the distribution and/or usage of pesticides and related products originating from suppliers described under sub-paragraph (1) above or other sources registered with Pest Control Products Board.

(3) **Stockists**

This shall be open to those persons involved in retail and/or usage of pesticides and related products originating from distributors described under sub-paragraph (ii) above

(4) **Growers & Parastatals**

This shall be open to any grower or farmer or parastatal engaged in the agricultural production.

(5) **Agricultural Research, Training and Consultancy**

This shall be open to researchers, trainers and consultants in agricultural field.

(6) **Non-Resident Membership**

This shall be open to any manufacturer, trader or person who is not based in Kenya but is marketing pesticides through an appointed agent or agents.

(7) **Terms of Admission**

The Executive Committee shall at all times have full and absolute power and/or authority to determine in such manner as it thinks fit any requirements or

conditions needed by any applicant in applying for membership, and may at any time require evidence as regards such qualification to be furnished by such applicant to membership.

(8) Responsibility of Members

All members and their principals shall bear full responsibility for the complete technical specifications of active ingredients, formulations, labelling and packaging of all products manufactured, formulated, imported and/or distributed and sold in Kenya by them or on their behalf.

(9) Application for Membership

- (1) An application for membership shall state in an application form prescribed by the Executive Committee full particulars of the qualifications of membership as prescribed in Article (V) (1), (2) and (3) and submit any other information which is desired by the Executive Committee to enable them to decide the suitability or otherwise of the applicant for membership.

All such applications shall be proposed and seconded by full members of the Association. Before the Executive Committee considers an application, details of the applicant, including particulars of the product(s) manufactured, formulated or distributed, shall be circulated to all members of the Association for at least (30) thirty days to give them the opportunity of laying before the Executive Committee any evidence as to the suitability or otherwise of the applicant for membership.

- (a) The Executive Committee shall take all relevant information into account when discussing the application. The decision that an applicant shall then be elected to membership shall require the unanimous vote of the Executive Committee.
- (b) An applicant who is successful shall become a member of the Association upon payment within thirty (30) days of such an entrance fee as may be determined by the Executive Committee and approved in General Meeting together with the annual subscription for the year of his election as prescribed in Article (VII).
- (c) Conditions for application for membership in category 3 will be the responsibility of the Executive Committee.
- (2) It shall not be necessary for the Executive Committee to state their reasons for the refusal of an application for membership.

ARTICLE VI

RETIREMENT, EXCLUSION AND EXPULSION OF MEMBERS

- (1) Any member desiring to resign from the Association shall submit his resignation to the Chief Executive Officer, which shall take effect thirty (30) days from the date of receipt by the Chief Executive Officer of such notice.

- (2) (a) Any member may be expelled from membership if the Executive Committee shall by 2/3 vote so decide on the grounds that their conduct has adversely affected the reputation or dignity of the Association or if he contravenes any of the provisions of the constitution of the Association or the Code of Conduct which may be ratified by the AGM.
- (b) Notwithstanding the generality of the foregoing sub-paragraph any member who does not attend three consecutive general meetings without valid reason acceptable to the Executive Committee is liable to expulsion from the Association. Before action is taken, the Committee shall evaluate his case. A Member who fails to appear before the Executive Committee when summoned shall be liable to expulsion.
- (3) The Executive Committee shall have power to suspend any member from the Association. This suspension will be in force until the matter is concluded by the Executive Committee. Such suspension will be preferred in matters that may give the industry an unfavorable public image if the member continues in the Association.
- (4) Any person who resigns or is expelled shall not be refunded his subscription or any part hereof or any moneys contributed by him at the time.
- (5) Any member who fails to pay his subscription within ninety (90) days from the due date shall cease to be a member and shall be struck off the register of members. The Executive Committee may, however, reinstate such member on payment of the total amount of subscriptions outstanding, including entrance fees.
- (6) No member of the Association may create a debt or liability of any kind whatsoever on behalf of the Association or use the Association's name for personal reasons.

ARTICLE VII

SUBSCRIPTION, CIRCULATION, LOGO AND MEMBERSHIP FEES

- (1) The annual subscription for each class of membership shall be:-

(a) Full Membership

Kenya Shillings Fourty Thousand (Kshs.40,000/-)

(b) Associate Membership

Kenya Shillings Ten Thousand (Kshs.10,000/-)

(c) Growers & Parastatals

Kenya Shillings Twenty Thousand (Kshs.20,000/-)

(d) Non-Resident Member

US Dollars Five Hundred (US\$ 500)

(e) Agricultural Research, Training and Consultancy

Kenya Shillings Twenty Thousand (Kshs.20,000)

(f) Stockist

Kenya Shillings Four Thousand (Kshs.4000)

or such other sum as may be determined from year to year by the Executive Committee and shall be payable in advance before the next Annual General Meeting.

- (2) Circulation fees for all members shall be Kshs.2,000 or such sum as may be determined by the Executive Committee except for stockists category.
- (3) Logo fees for all members shall be Kshs.500 or such sum as may be determined by Executive Committee except stockists category.
- (4) Membership fees for all members shall be Kshs.5000 or such sum as may be determined by the Executive Committee except for stockists category at Kshs. 1000

ARTICLE VIII**ARREARS**

Any member of the Association whose subscription is not paid by the 31st day of March in each year shall, unless there are special extenuating circumstances, cease to be a member and such termination of membership shall be advised to all members, and the Chief Officer of Pest Control Products Board (PCPB) and other relevant Government agencies.

ARTICLE IX**THE EXECUTIVE COMMITTEE**

There shall be an Executive Committee responsible for the management of the Association.

ARTICLE X**ELECTION OF OFFICERS & EXECUTIVE COMMITTEE**
(Office Bearers)

- (1) The Executive Committee shall consist of ten members of whom the office bearers shall be:-
 - (a) The Chairman
 - (b) The Vice-Chairman
 - (c) The Treasurer
 - (d) The Assistant Treasurer

All of the office bearers shall be elected from the paid-up full members of the Association at the Annual General Meeting which shall be held not later than the 31st day of March each year.

Four members of the Executive Committee shall be elected by Annual General Meeting from candidates proposed and seconded by paid-up full members of the Association and two members shall be elected by the Annual General Meeting from candidates proposed and seconded by paid-up associate members of the Association.

- (2) The Chief Executive Officer shall be appointed by the Committee and shall hold office for such terms, and subject to such conditions as the Committee shall determine.
- (3) The Executive Committee shall have the power to co-opt three other members into the committee.
- (4) The members of the Executive Committee shall hold office from the date of election until the succeeding Annual General Meeting subject to the provisions of Rules (5) and (6) of this article but shall be eligible for re-election.
- (5) (a) Any person who ceases to be an employee of the member who fronted him/her for the Executive Committee position shall automatically cease to be a member of the Committee.

(b) Any member of the Executive Committee who does not attend any three consecutive meetings without valid reasons acceptable to the committee shall automatically cease to be a member of the committee.
- (6) The Executive Committee shall be removed from office in the same way as it laid down for the expulsion of members in Article VI (2) & (3) and any vacancies thus created shall be filled by persons elected at the next General Meeting.
- (7) *No person shall occupy the office of Chairman for more than three years in succession but in the year after the chairman vacates, the office shall be an additional ex-officio member of the committee until a new chairman is elected at which time he can run for any other office*
- (8) No member shall occupy the office of Vice-Chairman for more than three years in succession.
- (9) **PROVIDED THAT** nothing in this rule shall prevent the retiring Vice-Chairman being elected to the office of Chairman or retiring Treasurer, Assistant Treasurer, or the Committee members being elected to the office of Chairman or Vice Chairman. Any other member can vie for any of the ECM positions.
- (10) All election shall be by secret ballot.
- (11) (a) The full members and Associate members of the Association shall at the Annual General Meeting, elect the Chairman, the Vice-Chairman, the Treasurer, the Assistant Treasurer and six members of the Committee in place of the retiring members. The Secretary to the Committee shall,

before the Annual General Meeting, receive signed nominations, which shall indicate the nominee, proposer and seconder.

- (b) (i) Nomination papers shall be received by the Secretary not later than two weeks before the date of the Annual General Meeting and the proposer and seconder shall have previously obtained the consent of the nominated individual to serve the office for which he is nominated. Names of the nominees shall be circulated to members of the Association at the same time as the notice convening the Annual General Meeting.
- (ii) No two individuals representing the same firm shall be nominated for the Committee at the same time.
- (iii) No person shall be elected to the Committee unless such person is either a director, manager or other senior official of a member.
- (iv) No person shall be elected to the position of treasurer unless that person has qualification in financial, accounting or such related fields.
- (v) The Chairman or Vice-Chairman shall be an ex-officio member of any sub-committee that may be appointed.
- (vi) The quorum of the Executive Committee shall be five of the members.

ARTICLE XI

DUTIES OF OFFICE BEARERS AND CHIEF EXECUTIVE OFFICER

- (1) (a) **The Chairman**
The Chairman shall preside over all Executive Committee Meetings and at all general meetings unless prevented by illness or any other sufficient cause.
- (b) **The Vice Chairman**
The Vice Chairman shall perform any duties of the Chairman in his absence.
- (2) **The Chief Executive Officer (Secretary)**
The Chief Executive Officer shall be the principal officer of the Association and shall act as its Secretary. In particular the Chief Executive Officer shall:-
 - (i) Be responsible for all correspondence of the Association under the General Supervision of the Committee.
 - (ii) Call General Meetings of the Association in consultation with the Chairman, or if he is not available, the Vice-Chairman. In urgent matters where the Committee cannot be consulted he shall consult with the Chairman or if he is not available with the Vice-Chairman. The decisions reached shall be subject to ratification or otherwise at the next Committee Meeting. He shall issue notice convening all meetings of the Association and shall be responsible for keeping minutes of all such meetings for the preservation of all records of proceedings of the Association and Committee. He shall assist the Treasurer in the

maintenance of proper books of account and in normal financial transactions of the Association.

- (3) **The Treasurer**
The Treasurer shall, through the Chief Executive Officer, receive and also disburse under the direction of the Committee, all moneys belonging to the Association and shall obtain receipts for all moneys paid out by him. The Treasurer shall be responsible to the Committee for ensuring that proper books of account are written up, preserved and available for inspection.
- (4) **Assistant Treasurer**
The Assistant Treasurer shall perform such duties as may be specifically assigned to him by the Treasurer or by the Committee and in the absence of the Treasurer shall perform the duties of the Treasurer.
- (5) **Patron**
The Association shall have a Patron who shall be appointed by the Association in general meeting for a term of three years from among persons who, in the opinion of the Executive Committee represent or would contribute to the furtherance of agricultural development in Kenya and advance the welfare and interests of the Association.

ARTICLE XII

The Executive Committee

- (1) The Executive Committee (hereinafter called the Committee) shall consist of all office bearers and Executive Committee members representing full and associate members elected at the Annual General Meeting and shall hold office as provided in Article (VI) herein.
- (2) Membership of the Committee shall be personal to the individual elected, and they shall not be entitled to send deputies to meetings of the Committee.
- (3) The Committee shall establish a secretariat, which shall be headed by the Chief Executive Officer. All secretariat services shall be provided by the secretariat.
- (4) The Committee may appoint general sub-committees and special task force sub-committees from members of officials of the Association or from other persons having special knowledge, to consider any specific matter and to report back to the Committee action taken in accordance with the terms of reference of such Committee or special task force sub-committee. A sub-committee shall meet as often as its members deem fit and in any event at least once every three months.
- (5) The Committee shall have power to fill any vacancy for members caused by death or resignation and any vacancy caused by members of the Committee removed from the office shall be dealt with as stipulated in Article X (9).

ARTICLE XIII

Duties of the Executive Committee

- (1) The Committee shall be responsible for management of the Association and may for the purpose give directions to the office bearers as to the manner in which within the constitution and law of the republic of Kenya, they shall perform their duties.
- (2) The Committee shall receive and consider suggestions or complaints from any member concerning the affairs of the Association.
- (3) Subject to such limitation as to amount of petty cash the Treasurer or other officer of the Association may keep for the daily expenses of the Association as the committee may establish, the Committee shall have power to use and apply existing funds of the Association for such objects and purposes of the Association as it shall determine from time to time.
- (4) The Committee may appoint members of the Association or others to represent the Association on other bodies, and to recommend to the Annual General Meeting affiliation with any other body or organization.
- (5) The Committee shall keep all members informed of all matters of interest to the Association arising at the committee or sub-committee meetings.
- (6) Enforce the Code of Practice and discipline members.

ARTICLE XIV

MEETINGS OF THE ASSOCIATION

There shall be two types of general meetings - Annual General Meetings and Special General Meetings.

(1) (a) Annual General Meeting

An Annual General Meeting shall be held once every year on a date not later than 31st day of March at a time and place the Committee may determine.

(b) The Agenda

- (i) Confirmation of the Minutes of the previous Annual General Meeting.
- (ii) Consideration of matters arising.
- (iii) Chairman's Report
- (iv) Consideration of accounts for the previous year up to the 31st day of December of the preceding year.
- (v) Election of office bearers and Committee Members.

- (vi) Appointment of Accountants/Auditors of the Association.
- (vii) Any other business of which notice of not less than seven (7) days shall have been given to the Chief Executive Officer in writing before the meeting.

(2) **Special General Meeting**

A Special Meeting may be called for any specific purpose by either the Chief Executive Officer on the specific request of at least one third of the full members in writing, or by the Chairman at the request of the Executive Committee.

- (3) Fourteen (14) days notice of every Annual or Special General Meeting shall be given to each member, and where practicable by press advertisement not less than seven (7) days before the date of such meeting.
- (4) No business shall be transacted at an Annual General Meeting except that mentioned in the notice calling the meeting.
- (2) The quorum for an Annual and Special General Meeting shall be one third of the full members.

ARTICLE XV

PROCEDURE AT MEETINGS

- (1) At all meetings of the Association the Chairman or in his absence the Vice-Chairman and in the absence of both the Chairman and the Vice-Chairman a member elected by the meeting shall take the chair.
- (2) If within half an hour from the time appointed for a General Meeting a quorum be not present, the meeting, if convened at the specific request of full members, shall be dissolved in any other case, it shall stand adjourned to a date fixed within fourteen (14) days at the same time and if, at the adjourned meeting a quorum be not present within half an hour of the time appointed for the meeting, the full members present shall be deemed to be a quorum.
- (3) Members may send more than one responsible representative to deliberate at General Meetings but only full or associate members shall be entitled to vote thereat.
- (4) No member may appoint another member to act on his behalf unless he has submitted a written proxy in a form prescribed by the Committee from such member to the Committee at least seven (7) days prior to the relevant meeting.
- (5) No member may appoint a non-member to act on his behalf.
- (6) The Chairman may at his discretion limit the number of persons permitted to speak in favour or against any motion.
- (7) At a General Meeting only paid up members shall have the right to vote. Each full member shall have two votes and each Associate shall have one vote. If at any such meeting a full member is represented by one representative, the representative

shall be entitled to two votes. *Non resident members and Agricultural Research, Training and Consultancy*, Growers and Parastatals and stockists have no vote.

- (a) In case an election ends up in a tie, then, there will be a second voting and if still ties, a third voting where this should be resolved. If after the extra voting no solution is reached, then, the election for the affected office will be held at the next Special General Meeting to be called within fourteen days.
- (8) A vote or a resolution put shall be decided by a show of hands at the discretion of the Chairman (except in the case of office bearers and the Executive Committee if demand by two or more members present). Decisions of the meeting of the Committee and General Meetings shall be determined by a simple majority of the members present and voting thereat, and in the case of equality of votes the Chairman shall have a second or casting vote.
- (9) No party, political or sectarian discussions shall be raised or resolutions proposed either at any Committee or General meetings of the Association.
- (10) The proceedings of all meetings of the Association shall be circulated to all members and shall be regarded as confidential to members of the Association and shall not be communicated to persons or firms outside the Association without the consent of the Committee.

ARTICLE XVI

FUNDS

- (1) The Committee shall arrange for the opening and operation of bank accounts in the name of the Association with such banks or financial institutions as the Committee may select and all monies received from any source by the Secretary or Treasurer on behalf of the Association shall be paid into such an account.
- (2) The funds of the Association may only be used for the following purposes:-
 - (a) Organization of annual meetings.
 - (b) Implementation of the activities of the Committee.
 - (c) Donation to charitable bodies,
 - (d) Payment of employees of the Association.
- (3) No payment shall be made out of the Bank Account without a resolution from the Committee authorizing such payment and all cheques on the Association's Accounts shall be signed by the Treasurer and any other authorized signatory.
- (4) The Treasurer/Chief Executive Officer shall keep such sum as the Executive Committee may from time to time authorise to be kept for petty disbursements of which proper account shall be kept.
- (5) (a) The Committee shall have power to suspend any office bearer who it has reasonable cause to believe is not properly accounting for any of the funds or property of the Association and shall have power to appoint another person in his place. Such suspension shall be reported to a General Meeting to be convened on a date no later than sixty (60) days

from the date of such suspension and the general meeting shall have full power to decide what further action should be taken in the matter.

- (b) In case such a member fails or cannot properly account for funds, the Association shall, in addition to laying criminal charges against such office bearer, be entitled to recover such loss of funds or property by way of civil suit.
- (6) The financial year of the Association shall be from 1st January to 31st December of every year.

ARTICLE XVII
AUDITOR

- (1) There shall be appointed an auditor for the following year by the Annual General Meeting to audit the accounts and submit their report to the Annual General Meeting.
- (2) The Treasurer shall produce an account of his receipts and payments and a statement of assets and liabilities made up to the date which shall be not less than six weeks and not more than three months before the date of the Annual General Meeting. The Auditor shall examine such annual accounts and either certify that they are correct, duly vouched and in accordance with the laws of the Association in what respect they are found to be incorrect, unvouched or not in accordance with the law.
- (3) A copy of the Auditors' Report on the accounts and statements shall be furnished to all members at the same time as the notice convening the Annual General Meeting is sent out.
- (4) No auditor shall be an office bearer or member of the Committee of the Association.

ARTICLE XVIII

OFFENCES AND DISCIPLINE

- (1) The Committee shall have the power to take disciplinary action against any member who violates this constitution or the Code of Practice. Any member found:-
 - (a) Involved in the distribution and importation of smuggled products.
 - (b) Handling adulterated/counterfeited materials.
 - (c) Failing to adopt good manufacturing, formulating and packaging practices.
 - (d) Infringing other members' rights.
 - (e) Acting in manner prejudicial to the interests of the Association.
 - (f) Contravening set government statutes.

shall be in breach of this constituting and the Code of Practice.

- (2) The Executive Committee shall have the power to suspend or terminate Membership in the event of contravention of any provisions of the constitution or Code of Practice.

Such suspension or termination shall be made known to all Members, the PCPB and other relevant Government authorities as deemed necessary.

- (3) (a) Notwithstanding any of the foregoing provisions, no member may have his Membership suspended or terminated unless he has been afforded an opportunity to state his case at the Executive Committee Meeting of which he has received not less than seven (7) days notice in writing informing him of the date, time and venue of the meeting and stating the nature of the offence with which he is being charged.

- (b) At any such meeting the matter shall be entitled to call witnesses in support of his case and any decision reached by the Executive Committee shall not take effect until after the expiry of the period hereunder allowed for an appeal to be lodged.
- (4) (a) A member who has appeared before the Executive Committee in accordance with the provisions of this section and who may be dissatisfied with the subsequent decision of the Executive Committee, shall have the right to appeal against the decision by written notice to the Secretary within seven (7) days from the date on which the decision was communicated to him.
 - (b) Upon receipt of such an appeal, the Chairman shall appoint a special appeals Committee and notify the parties concerned to attend a meeting not less than seven (7) or more than fourteen (14) days thereafter, at which the Member concerned shall have the right to be heard and call witnesses in support of his case and at the conclusion of the proceedings any decision reached by the Appeals Committee shall become binding upon both the Association and the Applicant with immediate effect.
- (5) Upon the termination or suspension of his Membership, a member shall thereupon become liable for all monies due by him to the Association and if these are not paid within thirty (30) days of demand the Executive Committee may take such steps as deemed necessary to secure a settlement.
- (6) After one year from the date of termination, the expelled member shall have the right to re-apply for membership, paying the prescribed entrance fee and subscription fee as a new applicant.

ARTICLE XIX

AFFILIATION

- (1) The Association may upon approval by resolution passed at a General Meeting be affiliated with any other national or supranational organization engaged in or with similar aims and objectives as the Association.
- (2) The Association may, through its appointed representative, participate in any meetings conducted by organizations referred to in paragraph 1 hereof.

ARTICLE XX**AMENDMENTS TO THE CONSTITUTION**

- (1) No alteration in these rules shall be made except at a Special General Meeting, which may follow an Annual General Meeting. Any proposal for adding to or altering the rules shall be made in writing through the Secretary to the Executive Committee, who may bring it before the Association at a Special General Meeting if they think fit and who shall be bound to do so on the request in writing of four full members of the Association. The Executive Committee shall have the power to defer for fourteen days the issue of the Notice convening a Special General Meeting to consider any such proposal.
- (2) Amendments to the constitution of the Association shall be approved by at least two-thirds majority of full members at a General Meeting of the Association. Such amendments shall not however be implemented without the prior consent of the Registrar of Societies obtained upon application to him made in writing and signed by the Chairman and the Secretary and one other office bearer. Each member of the Association shall be entitled to a copy of the Constitution and the Code of Practice of the Association.

ARTICLE XXI**INSPECTION OF THE LIST OF MEMBERS**

The books of accounts and all documents relating thereto and the list of the members of the Association shall be available for inspection at the registered offices of the Association by any officer or member of the Association on giving not less than seven (7) days notice in writing to the Association.

ARTICLE XXII**NOTICE OF MEETINGS**

- (1) Every meeting shall be called by fourteen (14) days' notice in writing at least. The notice shall be exclusive of the day on which it is served but inclusive of the day of the meeting.
- (2) Notice of any meeting shall be deemed to have been served if posted to the address of the member as registered with the Association, and failure of such notice to reach the member shall not invalidate the proceedings or decisions taken at such meetings.

ARTICLE XXIII**DISSOLUTION**

- (1) The Association shall not be dissolved except by a resolution passed at a General Meeting by a vote of not less than two-thirds (2/3) of the Full Members and Associate Members present and voting. The quorum at such meetings shall be as stated in Article XIV (5). If there is no quorum the proposal to dissolve the Association shall be submitted to a further General Meeting which shall be held one month later. All members shall be given not less than fourteen (14) days' notice of the meeting. The quorum for this second meeting shall be the number of members present.

- (2) The proposal to dissolve the Association shall not be effected without the prior permission in writing of the Registrar obtained upon application to him made in writing and signed by three (3) office bearers.

- (3) (a) When the dissolution of the Association is approved by the Registrar no further action shall be taken by the Committee or any other office bearer of the Association other than the business to get in and dispose of all the assets of the Association.

- (b) Subject to the payment of all debts and discharge of all liabilities of the Association the balance (if any) of the funds remaining after the payment of such debts and discharge of such liabilities, shall be distributed in such other manner as may be resolved by the meeting at which the resolution for the dissolution is passed.

ARTICLE XXIV

MATTERS NOT PROVIDED

Any matters not provided for in these rules or the Code of Practice shall be dealt with by the Committee at its discretion.

ARTICLE XXV

THE CODE OF PRACTICE

The Code of Practice attached hereto as a schedule shall be part of this Constitution, and may be amended from time to time by the Committee as circumstance demand.

ARTICLE XXVI

ADOPTION

This Constitution was adopted _____ day of _____ 2013

Chairman

Vice Chairman

Treasurer

Secretary

CODE OF PRACTICE

AIMS AND OBJECTIVES

- (a) to promote the common interests of its members at home and abroad;
- (b) to foster the responsible and safe manufacture and use of pesticides and related chemicals as defined in the constitution of the Association with due regard for the interests of the community and of the environment;
- (c) to place the views of the industry before the Government, Government departments and others;
- (d) to ensure that the industry is presented fairly and positively at all times;
- (e) to do all lawful things incidental or conducive to the attainment of the above objectives.

MEANS OF ACHIEVING THE OBJECTIVES

In order to achieve these aims and objectives, members of the Association will;

- (a) ensure that all appropriate staff in their employment are aware of the Association's Code of Practice and comply with it;
- (b) foster good manufacturing practice in their industrial premises and those of their sub-contractors;
- (c) take all reasonable steps to secure compliance with the relevant sections of this Code of Practice by purchasers of chemical products known to be destined for resale as pesticide and related chemicals under their own labels, whether or not after formulation.
- (d) take such steps as are open to them to ensure that users of their products handle them correctly and responsibly.
- (e) draw to the attention of the Association any information which may lead to improvement in standards of safe use of pesticide and related chemicals.

LEGISLATION

Members will comply with the provisions of the Pesticides Control Act and other relevant legislation concerning pesticides and related chemicals which have been enacted by Government and which contain recommendations regarding layout and content, print size and the placing of information and phrases that are required by law. In recognition of the acceptance of this Code of Practice, members may utilize the logo of the Association on their labels. Proposed uses of the logo must be approved by the Executive Committee.

ADVERTISING AND PROMOTION

This section covers any form or medium by which or in which a product is promoted to any member of the public outside the company concerned, particularly to distributors and users. In all forms of media, promotion shall be of a reputable type and be capable of full substantiation as regards its technical content.

Members will comply with legal requirements and voluntary codes in common use. Comparisons may be drawn, provided that they are true comparisons, fully comprehensive and not selective in data used and are based on accurate trial work, the authority of which is given in the promotion. Members must be prepared on request to substantiate claims by full reports of trial work on which such comparisons are drawn.

In the promotion of their products, members will not make unjustifiable safety claims and will always ensure that in any promotion members names and addresses are clearly stated and provide adequate contact points for all matters related to the use of their product.

DISTRIBUTION AND HANDLING

So far as it lies in their power, members will ensure:-

1. that their products are contained in packages suitable for the purpose under any storage and climatic conditions likely to be met;
2. that their products are transported in a safe manner by responsible carriers who are informed of the nature of the goods carried;
3. that adequate product and medical information and an emergency telephone numbers are available;
4. that merchants and customers are provided with adequate information on storage and handling of pesticide and related chemicals and specific advice on products with special storage requirements.

PRODUCT KNOWLEDGE

Members will:-

- (a) ensure that those of their staff who deal with the public and the users of their products, particularly those whose advice may be sought, are technically competent and responsible.
- (b) give all reasonable help in training and advising the end users of their products.

PRODUCT QUALITY

Members of the Association will take all reasonable steps to ensure that the product supplied to customers conforms to the specification provided by the manufacturer or his own specification if formulated locally.

PRODUCTION

Production in the agrochemical field may be regarded as covering basic manufacture, formulation and packaging of any pesticide and related chemical products.

1. Members will adopt good manufacturing, formulation and packaging practice.
2. Production will be undertaken in suitable premises, arranged, operated and supervised so that potential cross-contamination between different groups of pesticide and related chemicals is eliminated.
3. Members will comply with the relevant legislation and, in particular, will enforce safety precautions for the health of employees engaged in any procedures involving pesticides and related chemicals.
4. Members will manufacture, formulate and package in such a manner as to minimize environmental contamination.
5. All product manufacture shall be in accordance with full specifications backed by adequate quality control facilities.

ENFORCEMENT

The enforcement of this Code will be the responsibility of the Executive Committee of the Association.

We have read and understood the above Code of Practice. We agree to abide by its provisions.

SIGNED

TITLE

DATE