

THE SOUTH AFRICAN CHEFS ASSOCIATION: Rules 2021

1. FUNDAMENTALS

1.1 Name

- 1.1.1 The official name of the Association is the South African Chef's Association.
- 1.1.2 The official acronym of the South African Chef's Association in all languages will be known as SA Chefs. This acronym will be used throughout this document.
- 1.1.3 All references in this document are gender inclusive.

1.2 Head Office

- 1.2.1 The SA Chefs' permanent head office is in Johannesburg, currently situated at: University of Johannesburg
- 1.2.2 School of Tourism & Hospitality,
Cnr. Bunting & Annet Road,
Auckland Park.
- 1.2.3 The SA Chefs head office is responsible for all archives and documents, including but not limited to the list of the Board of Directors, the Professional Members, the Intermediate members, Student Members, the Academy of Chefs members, the Culinary Team South Africa, The Young Chef Club, the Associate members, the Corporate Members, Training Provider members, the Honour Members, the list of accredited Judges, financial records and all minutes from Board meetings.
- 1.2.4 The archives and assets of SA Chefs are kept and managed at the head office, under the supervision of the appointed General Manager and office personal.
- 1.2.5 Regional Offices, Branches and Committees, Societies and Chapters may be established, only with the approval of the Board, and all documentation, media, social media, budgets and finances must be conducted through the head office.

1.3 Official Languages of SA Chefs

- 1.3.1 The official business language of SA Chefs is English.

1.4 SA Chefs Logo

- 1.4.1 All paid up members and recognised sponsors and patrons, excluding the associate members, in good standing, may make use of the logos, as stipulated in the Corporate Identity and Logo Application Manual.
- 1.4.2 No other entities are allowed to use the SA Chefs Logo, for any purpose, including but not limited to, commercial purposes in relation to sales, advertising or promotion of goods, associations or services.
- 1.4.3 Any member and or sponsor or patron which have been struck from the membership's lists, will lose the right to use the SA Chefs logo in any form whatsoever, with immediate effect.

- 1.4.4 No deviations from the prescribed conditions of the use of the logo, in any media is permitted.
- 1.4.5 Any entity using the SA Chefs Logo (or adaptations) without the explicit written authorisation by SA Chefs will be deemed to be using “parasite marketing” techniques and SA Chefs reserves the right to take appropriate action to stop this.

1.5 SA CHEFS Mission Statement

1.5.1 SA Chefs Mission Statement:

The South African Chefs Association SA Chefs is a non-profit industry organisation (established in 1974) that represents chefs, cooks and caterers; dedicated to the promotion of culinary excellence, education, food standards and professionalism throughout South Africa.

- 1.5.2 Discrimination of any kind against a private person or groups of people on account of ethnic origin, gender, language, religion, politics or any other reason is strictly prohibited and punishable by suspension or expulsion.

2 MEMBERSHIP

2.1 Eligibility

- 2.1.1 SA Chefs membership shall be open to Culinaricians and other individuals engaged in the culinary profession, associate employment, as well as those persons in the general non - food professional community that have a passion for the culinary arts and who meet the requirements set forth in Section 2.

- 2.1.2 The term ‘Culinaricians’ refers to professional chefs, caterers, cooks and bakers engaged in:

- a) Food and beverage planning, preparation, service or supervision in commercial kitchens, hotels, clubs, restaurants, schools and other institutions;
- b) Culinary education;
- c) Culinary research, development or testing; or
- d) Other culinary employment

- 2.1.3 Fully paid-up SA Chefs members are automatically members of the World Association of Chef’s Societies, through SA Chefs’ membership of WorldChefs.

All SA Chefs Professional Members that have been a continuous paid-up member in good standing* for ten (10) years may be designated a Fellow of SA Chefs, at the discretion of the President.

- 2.1.4 Member benefits are to be found on the SA Chefs’ website and are updated continually.

2.2 Categories of Membership

There are 2 classes of SA CHEFS membership as follows:

Voting Members and Non-Voting Members

2.2.1 Voting Members

The following shall form part of the Voting Members class and shall be designated by the name below, without creating a separate class in each instance. Members below in good standing* shall have full voting rights.

2.2.1.1 Professional Membership sub-category

- a) a Voting Member who falls within the sub-category of being a professional membership of the hospitality and supporting industries with a minimum of three (3) years' experience in the industry; and/or
- b) a Voting Member who has followed an SA Chefs recognised training program or has, subject to Rule 2.2.1.3, been an Intermediate Member in good standing for a minimum of three (3) consecutive years.
- c) Voting Members falling in the sub-category of professional membership may use the SA Chefs logo on chef jackets indicating their membership.
- d) SA Chefs Logos may not be used on business stationary or cards.

2.2.1.2 Foreign Based Professional Membership sub-category

- a) a Voting Member who falls within the sub-category of being a professional member of the hospitality and supporting industries with a minimum of three (3) years' experience in the industry, who resides outside the republic of South Africa; and/or
- b) a Voting Member who has followed an SA Chefs recognised training program or has been part of the Intermediate Membership sub-category.
- c) SA Chefs logos may not be used on business stationary or cards.

2.2.1.3 Intermediate Membership sub-category

- a) a Voting Member who has not yet obtained three (3) years' professional experience in hospitality and supporting industries shall be categorised as qualifying for Intermediate Membership.
- b) After three (3) consecutive years of membership in good standing*, an application may be made by Voting Members qualifying for SA Chefs Professional Membership.
- c) Intermediate Members may use the SA Chefs logo on chef jackets indicating their membership sub-category.

2.2.2 Non-Voting Members

The following shall form part of the Non-Voting Members class and shall be designated by the name below, without creating a separate class in each instance. Members below in good standing* shall have no voting rights and cannot hold elected office.

2.1.1.1 Student Membership sub-category

- a) a Non-voting Member who falls within the sub-category of being a trainee, apprentice and/or students currently studying a South African Qualifications Authority registered hospitality training program within the Republic of South Africa, or related international programs. These can include any recognised program on the South African National Qualifications Framework associated with culinary arts, food and beverage services and operations and non-credit bearing courses or programs that promote the art and science of cooking.
- b) a Non-voting Member remains within the sub-category of Student Membership until formal qualifications have been obtained, after which the Student Member will qualify to fall within the sub-category of Intermediate Membership.
- c) Student Members may use SA Chefs logo on chef jackets to indicate their membership.

2.1.1.2 Associate Membership sub-category

- a) a Non-voting Member who falls within the sub-category of Associate membership which is a fee-paying membership status and is designated for those not eligible for full membership but show an interest in professional cookery.

2.1.1.3 Corporate Membership sub-category

- a) a Non-voting Member who falls within the sub-category of Corporate Membership open to all suppliers of goods and services within the hospitality industry and all related industries.
- b) Corporate members may apply for the use of the SA Chefs corporate membership logo subject to conditions, as set out in the Corporate Identity Manual.

2.1.1.4 Training Provider Membership sub-category

- a) a Non-voting Member who falls within the sub-category of Training Provider Membership which is open to all cookery schools, training institutions and colleges within the industry, operating within the Southern African Development Community who have met the requirements as set out by SA Chefs in the Training Provider Manual.
- b) Training Provider Members pay an annual fee to SA Chefs.
- c) Training Provider Members are subject to the rules and policies set out in the Training Provider Manual.

2.2 Application for Membership

2.2.1 Applications for all categories of SA Chefs membership must be submitted to the Membership Administrator at the National office, or via the official SA Chefs' website.

2.2.2 Application for membership will only be activated on receipt of payment.

2.2.3 The Board of directors will, based on the membership criteria, decline acceptance of prospective applicants.

2.3 Notice of Termination of Membership

- 2.3.1 Notice must be sent in writing to Membership Administrator stating the reasons for termination.
- 2.3.2 All financial contributions outstanding must be duly paid until termination.
- 2.3.3 All categories of SA Chefs membership that have violated the rules, and related policies and procedures of SA Chefs or have damaged the interests of SA Chefs and/ or the professional status of chefs through their misconduct may be excluded from SA Chefs. Termination of membership can be issued by the Board and confirmed by letter.
- 2.3.4 All members who fail to pay their dues may be removed from the SA Chefs membership lists.

2.4 Voting Rights

Voting members may vote only in the election of national officers and all other business on the agenda at the Annual General Meeting (AGM). All other business requiring the vote of members is vested in the Board of SA Chefs.

2.5 Membership Obligations

As a condition of membership, all SA Chefs members shall be bound and abide by the SA Chefs' Company Rules, policies and procedures, as amended from time to time, including without limitation, the Ethics Code and the SA Chefs rules governing Unethical Conduct, the procedure for joining the SA Chefs, and termination and suspension of membership.

3 OFFICIAL BODIES

3.1 SA Chefs – National Members

- 3.1.1 As a rule, a general meeting of members is held every year in the form of an Annual General Meeting.
- 3.1.2 The current Board convenes the Annual General Meeting by giving Twenty-One (21) business days advance notice with an announcement of the agenda.
- 3.1.3 Every four (4) years, eligible members elect a President (who shall also be a Director) at the Annual General Meeting (on the basis of the wording in brackets in 3.1.5 below), who in turn elects an Executive Committee (Vice President/s) at his/her discretion. It is generally accepted that the Vice Presidents are current Board members in good standing*.
- 3.1.4 Every two (2) years, eligible members elect board members at the Annual General Meeting. Notwithstanding being referred to as a two (2) year term, it will, other than as regards the President in respect of which 3.1.3 and 3.1.5 shall apply, be for a term from the date of his/her election to the date of the Annual General Meeting held in the second year after his/her election ("**Second Year**") immediately following the election of Board members in the Second Year , irrespective of the date of the election of Board members in the Second Year and which may, therefore, be before or after the expiry of a period of two (2) years from his/her election. The election is governed under the auspices of the Election Committee.
- 3.1.5 The President may only sit for a maximum of a single four (4) year term (which notwithstanding being referred to as a single four (4) year term will be for a term from the date of his/her election to the date of the Annual General Meeting held in the fourth year after his/her election ("**Fourth Year**"), irrespective of the date of the election of the

President in the Fourth Year and which may, therefore, be before or after the expiry of a period of 4 (four) years from his/her election), with the addition of a single one (1) year term (on the same basis as the wording in brackets above) as Immediate Former President; thereafter he/she may not sit on the Board.

- 3.1.6 All eligible members who qualify for the position of President may be nominated in this election.
- 3.1.7 The President, on completion of his single four (4) year term as President, must remain a member of the Board, in the capacity of Immediate Former President for a single one (1) year term (on the basis of the wording in brackets in 3.1.5) to ensure continuity.
- 3.1.8 The Immediate Former President whilst serving his one (1) year term (on the basis of the wording in brackets in 3.1.5 above) on the Board will have full voting rights.
- 3.1.9 Upon expiry of the single one (1) year term of the Immediate Former President, the Immediate Former President shall thereafter be disqualified from being elected as a member of the Board at any time and/or in any capacity other than in the capacity of co-opted Advisor, in terms of 3.1.9, 3.2.1 and 3.2.15.
- 3.1.10 The current elected President of SA Chefs may at his discretion co-opt onto the Board four (4) Advisors (who are either specialist in their field or have not been nominated by the general assembly) and such individuals need not all be SA Chefs members, and hold no vote.

3.2 SA Chefs Board

- 3.2.1 The SA Chefs Board is composed of the President, Vice Presidents, Directors, Advisors, Advisors and the Immediate Former President.
- 3.2.2 Every two (2) years, the current Board dissolves at the Annual General Meeting. Nominations for Board membership are open to each member in good standing within SA Chefs that meets each of the criteria stipulated in Rule 3.2.3 subject to a nomination acceptance and motivation being supplied by such member at least one month prior to the election.
- 3.2.3 Each of the following criteria must be met by an SA Chefs member in order to be eligible for election as a Board Member, namely, an SA Chefs member must:
 - a) have held Professional Member privileges for at least five (5) consecutive years and must maintain a Professional Member status whilst holding office;
 - b) have served for at least two (2) years as:
 - I. an elected Regional /Chapter Officer;
 - II. a Special Committee Chair; or
 - III. a co - opted Advisor.
 - c) have attended two (2) Annual General Meetings prior to his/her election;
 - d) in accordance with the provisions of 3.2.5 and 3.2.6 below, not have served as a member of the Board for a term of office which exceeds four (4) years in total (whether consecutively or cumulatively), unless a period of two (2) years has elapsed after expiry of such four (4) year period;

- e) be an active member in good standing within the hospitality industry; and
 - f) must reside and work within the Republic of South Africa.
- 3.2.4 The SA Chefs President must have served at least two (2) full two (2) year terms, in good standing, on the Board of Directors prior to nomination and election as SA Chefs President.
- 3.2.5 The term of office for Board members is one full term of two (2) consecutive years, with the option of running for one (1) additional term of two (2) consecutive years. Subject to Rule 3.2.6, a Board member may sit for a maximum of two (2) consecutive terms of two (2) consecutive years, totalling four (4) consecutive years ("**Full Term**"), except for a Board member elected to the position of SA Chefs President.
- 3.2.6 Should a Board member elect to make themselves available for a Board position as director after expiry of their Full Term, a full two (2) year period must elapse between the expiry of their Full Term and such re-election.
- 3.2.7 For the avoidance of doubt, notwithstanding that a Board member's term may be referred to as a two (2) year term, it will be for a term from the date of his/her election to the date of the Annual General Meeting in the second year after his/her election ("**Second Year**"), immediately following the election of Board members in the Second Year, irrespective of the date of the election of Board members in the Second Year and which may be before or after the expiry of a period of two (2) years from his/her election.
- 3.2.8 The terms of office shall begin with appointment at the Annual General Meeting following the election and continuing until a successor is duly elected and qualified
- 3.2.9 A Board member appointed to fill a vacancy shall serve until a successor is elected at the next Annual General Meeting and appointed to office on the basis set out in Rule 3.1.4.
- 3.2.10 The terms of office for the Board members filling the position of SA Chefs President and SA Chefs Immediate Former President are respectively four (4) years and one (1) year. which shall run consecutively.
- 3.2.11 The SA Chefs Board is required to intervene on its own initiative if the interests or unity of SA Chefs are threatened. Towards this purpose and for fair and equal handling of the issues, supporting documents are requested to be made available by the relevant SA Chefs member parties. The SA Chefs Board of Directors will issue a statement, which should be considered final, and no further correspondence may be entered into.
- 3.2.12 The Board normally holds one meeting per month although this may be extended to every second month.
- 3.2.13 The accepted Board quorum will be 70% whether by proxy or in person. When voting by Proxy, the proxy may not be a blanket proxy but a proxy on specific agenda points. One Board member may not hold more than one proxy vote
- 3.2.14 The Chairs of the Regional Committees, chairs of other SA Chefs committees and SA Chefs societies are expected to attend Board meetings on a regular basis with flights and accommodation at the expense of SA Chefs.
- 3.2.15 The SA Chefs Board will consist of a minimum of 6 directors and maximum 10 elected directors. The President has the right to co-opt an additional 4 Advisors, and such individuals need not all be SA Chefs members, and hold no vote

3.2.16 In the case of a tie in voting for the approval of a resolution the President will have a second and casting vote.

3.2.17 The Board of Directors shall be the managing body of the SA Chefs. The Board of Directors shall have ultimate authority over and responsibility for the business affairs, operations and assets of the SA Chefs, subject to the limitations in these rules.

3.2.18 Actions by the Board of Directors.

Except as otherwise provided by rules, or in these rules, the act of the Board of Directors means action at a meeting of the Board by vote of a majority (50 % plus 1) of the directors at the time of the vote, if a quorum (70% of voting Board Members) is present at such time.

- a) Any action required or permitted to be taken by the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorising the action.
- b) Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

3.2.19 All Board of Director members, Executive Committee members, Committee members or others acting in any capacity for the SA Chefs shall disclose to the Chairperson of the Ethics Committee and the Board of Directors any situation, which may be construed as a conflict of interest in accordance with policies and procedures adopted by the Board of Directors and will abide by all fiduciary duties imposed on corporate officers and directors, including the duty of confidentiality.

3.2.20 All Bboard members and committee members shall serve in a voluntary position without pay and the Board of Directors shall approve all gifts and remuneration.

3.2.21 Expenses laid out in carrying out their mission by Board Members shall be set out in a budget to be approved by the Board of Directors in advance and shall be advanced to them on quotation or reimbursed upon submitting supportive documents.

3.2.22 The SA Chefs board may remove an officer/ Board member or any SA Chefs Member, if they cannot perform their duties, have brought SA Chefs into disrepute, misused their position or are found to be incapable to the job at hand as per section 71 of the Companies Act, 2008.

3.3 Executive Committee

3.3.1 SA Chefs is headed by the Executive Committee, which consists of the President, the Vice-President/s, the Immediate Former President, the General Manager and the Financial Manager. The elected SA Chefs President appoints a maximum of two (2) SA Chefs Vice-President/s, with Board approval.

3.3.2 Any, and all, decisions and resolutions brought forth by the Executive Committee must be ratified by a majority vote of the Board.

3.3.3 The SA Chefs President

3.3.3.1 Represents the Board and the members' interests, supervises the administration and the business of SA Chefs.

3.3.3.2 The SA Chefs President shall serve as Chairperson of the Board of Directors, Chairperson of the Annual General Meeting, and as an *ex officio*, non-voting member of all SA Chefs committees, except the Finance Committee, Elections Committee and the Ethics Committee.

3.3.3.3 The President is required to convene a meeting if half the members of the Board so request, and the financial situation of the Association so permits.

3.3.3.4 If the President is permanently or temporarily prevented from performing his official function then the most long serving standing Vice President shall represent him until the next Annual General Meeting, upon which new elections are held.

3.3.4 The Immediate Former President

3.3.3.1 The outgoing SA Chefs President shall serve as Immediate Former President for a concurrent term of one (1) year (on the basis of the wording in brackets in 3.1.5) with the newly elected SA Chefs President.

3.3.3.2 The Immediate Former President shall:

- a) Perform the duties as any Board member with full voting rights
- b) Serve as an advisor to the President
- c) Sit on the Executive Committee with full voting rights

3.3.3.3 All Former Presidents are considered ambassadors in the highest standing by SA Chefs, and they may be tasked with special projects by the Board, as they represent the history of SA Chefs at the highest echelon.

3.3.5 The Vice President(s)

3.3.5.1 The Vice President(s) are nominated by the President and sanctioned by the Board.

3.3.5.2 The Vice President(s) shall:

- a) Assist the President with the day to day running of the association
- b) Sit on the executive committee with full voting rights.

3.3.6 Attendance

3.3.6.1 Any Board member of the Association who shall miss three (3) unexcused meetings held in a twelve (12) month period may be removed from office. Procedures to be followed as per section 71 of the Companies Act, 2008.

3.3.6.2 If an officer or director is removed, he/she shall be replaced in accordance with Point.3.2.

3.4 SA Chefs General Manager

3.4.1 The SA Chefs General Manager conducts the correspondence and administration of the day to day running of SA Chefs on behalf of the Board.

3.4.2 The Executive Committee, with approval from the Board, will appoint the General Manager.

- 3.4.3 The General Manager has no vote on the Board, but full voting rights are extended to the proceedings of the Executive Committee.

3.5 SA Chefs Treasurer

- 3.5.1 The SA Chefs Treasurer is responsible for the handling of the financial matters of SA Chefs, at the discretion of the SA Chefs Board, on behalf of the SA Chefs Members.
- 3.5.2 The Treasurers primary task is to ensure the safe continuity of SA Chefs business by general accepted good governance business practice.
- 3.5.3 The Treasurer works alongside the SA Chefs' Executive Committee and Board to obtain this objective.
- 3.5.4 The role of the SA Chefs Treasure will be fulfilled by the appointed financial manager and or SA Chefs Board Member.
- 3.5.5 In the case of the Treasurer's position been filled by a employed salaried individual, that individual holds no vote in Board meetings but carries a vote in the Executive Committee.

3.6 SA Chefs Regional Chairs

- 3.6.1 The regional chairs represent the various regional branches throughout South Africa. All Regional Branches are an integral component of the Company as registered: South African Chefs Association Limited (Limited by Guarantee).
- 3.6.2 All Regional Branches must be formally recognised by the full Board of Directors in writing and the executives of such a branch must have confirmed their acceptance of office before this branch is permitted to act on behalf of the South African Chefs Association.
- 3.6.3 The SA Chefs' Regional Chairs are elected from the National Membership who do not belong to the SA Chefs Board at the time of elections, and the executives of all regional branches are obliged to follow the directives as outlined by SA Chefs Board.
- 3.6.4 The regional chairs represent the National Members in their respective regions and advise the SA Chefs Board on all-important matters of SA Chefs, in the region.
- 3.6.5 Regional chairs and the regional executive must be chefs or be an active player within the hospitality industry, in good professional standing.
- 3.6.6 The term of office is two (2) years, and generally a regional meeting is held once a month. A maximum of 2 consecutive terms may be served.
- 3.6.7 Regional Chapters are branches, which have been formally recognised by the full Board of Directors and contain less than 100 members in that geographically area. The term and conditions for the recognised chapter and its committee members are the same as for Regional Chairs
- 3.6.8 Rules regarding Regional Structures are contained in the SA Chef Regional Structures Handbook.

3.7 Standing Committees

- 3.7.1 The President, in consultation with the Board will appoint the chairman of each committee, who will serve at the pleasure of the Board, but no longer than a four-year period. In order to provide for continuity, some committee members may be reappointed.

- 3.7.2 All actions of all standing committees are subject to Board approval.
- 3.7.3 Committee members are tasked with fulfilling the objectives of SA Chefs as volunteers, either because of their specialised subject knowledge or experience.
- 3.7.4 All committees shall have at least 3 members, one of which must be a Board member.
- 3.7.5 All committee members must be a member of SA Chefs in good standing.
- 3.7.6 All committees shall follow policies and procedures that have been approved by the Board of Directors
- 3.7.7 The committees must include but are not limited to:
- a) **Competition Committee** is instructed to prepare and maintain guidelines and rules on SA Chefs' Culinary Exhibitions and Competitions, according to current World Chefs guidelines. It supervises the correct conduct of such competitions and the qualification criteria of the judges accredited by SA Chefs and their instructions. The Culinary Committee is responsible to maintain and administer the list of SA Chefs and local World Chef Guidelines approved judges.
 - b) **Finance Committee** is instructed to provide financial oversight for the organisation and its role includes budget monitoring and financial planning, financial reporting, remuneration of salaried staff and the creation and monitoring of internal controls and accountability policies. The committee is charged with ensuring compliance and/or developing other policies that further serve to protect the organisation and manage its exposure to risk. This committee must include the President, the Treasurer and a minimum of 5 other members, not more than 2 of which are selected and appointed by the Board of Directors; with the balance selected and appointed by the Finance Committee, and such individuals need not all be SA Chefs members. The committee members shall serve terms of three years each, on a staggered basis, with vacancies recommended by the Chairperson of the committee; approved by the Board of Directors. Each member, excluding the Chairperson of the Committee, may serve no more than two terms.
 - c) **Educational Committee** oversees the development and implementation of all SA CHEFS approved educational activities and other educational related programmes. The Education Committee administers and monitors the programmes and recommends to the Board new educational initiatives. SA Chefs' Certification and Designation Programme and the Professional Body reports into the Educational Committee
 - d) **Ethics & Appeal Committee** provides an overarching view of the how the association does its business. It will have responsibility for establishing and embedding corporate ethical values, the ethics policy and code and ensuring and monitoring ethical business practice. The committee is made up of the President, an Honorary President and The Chairman of the Academy of Chefs plus two other members in good standing.
 - e) **Rules Committee** maintains the SA Chefs Rules and Statutes and solicits input from the membership. It will review, modify, prioritise and /or recommend any suggestions to the Board. New Rules endorsed by the Board will be communicated to the membership and brought for election at each Annual General meeting. The Rules are ratified at the Annual general Meeting and governed by the Board in compliance with the Companies Act No 71 of 2008.

f) **Elections Committee** jurisdiction extends to organise, prepare, and manage the Election of Members of the Board and as well as other elections as determined by the rules. The election committee shall independently and neutrally implement its jurisdiction to ensure a free, fair, and just election in accordance with the principles of liberal democracy. The rules governing the election and the roles of its members are found in SA Chefs Election Handbook.

3.7.8 An **Advisory Board** whenever deemed prudent and necessary may be established by the Board of Directors. The Board of Directors shall write the established rules for the Advisory Board. The SA Chefs President, in collaboration with the Board of Directors, shall establish the time limit for the Advisory Board.

3.7.9 **Task Forces**, whenever deemed prudent and necessary may be established by the President. The President and Board shall write the established goals and objectives for the Task Forces. The President shall establish the time limit for these Task Forces.

3.7.10 The Board of Directors shall establish all the rules and procedures for all Committees, the Advisory Board and Task Forces.

3.8 SA Chefs Young Chefs Club

3.6.1 The SA Young Chefs Club is the youth arm of SA Chefs, and its primary goal and task is to promote the young chefs' interest in the field of culinary and hospitality.

3.6.2 The SA Young Chefs Club's actions and procedures are subject to SA Chefs Board approval.

3.6.3 See current procedures and further application criteria on the SA Chefs website.

4 OBJECTIVES

4.1 Representation of Interests

4.1.1 SA Chefs intends to represent the general interests of the profession, to enhance its prestige and to promote cookery with the members and parties through the use and propagation of the knowledge acquired by modern nutritional science and new technologies in cookery and cuisine.

4.1.2 The objective of SA Chefs is to provide educational opportunities and to encourage friendly relations between the SA Chefs member, societies and parties. The SA Chefs members and parties are required to show mutual respect and support to each other.

4.2 Support

4.2.1 Members which have duly paid their membership contributions should give moral support and, wherever possible and budgets permitting, material assistance to other SA Chefs members.

4.3 SA CHEFS Approved Culinary Competitions and Exhibitions

4.3.1 Refer to the current Standard Operating Procedures for Competitions and Events.

4.4 Communication and General Information Exchange

4.4.1 The SA Chefs regional branches are requested to mutually exchange their journals and periodicals for inclusion in the National newsletter.

4.4.2 Information is generally exchanged and listed electronically via the SA Chefs' website. [Electronic] means are also considered an official and legitimate form of communication

4.5 Evidence of Membership

4.5.1 SA Chefs will issue members with a membership card indicating date of registration and membership status. An electronic membership certificate will also be issued.

5 FINANCES

5.1 General Financing

5.1.1 SA Chefs activities are financed from the revenues collected from all SA Chefs membership categories dues, and income from the SA Chefs approved culinary competitions, sponsors, patrons, exhibitions / events, training interventions / programmes and from managed investments, donations and miscellaneous income.

5.1.2 All SA Chefs Members pay an annual fee, which is set by the SA Chefs Board. The SA Chefs Board, at its discretion, may adjust or suspend the fees of an individual member under extraordinary circumstances for a limited period.

5.1.3 These fees must be paid annually no later than 30 days after invoice, each year into the bank account stated by the SA Chefs' Treasurer.

5.1.4 Sponsor, patrons, and exhibition / event fees are negotiated separately with the appointed SA Chefs' administrator or Director.

5.2 Asset Management

5.2.1 The assets of SA Chefs are invested and managed by the SA Chefs' Treasurer according to the instructions of the SA Chefs Board.

5.2.2 Increased fees, managed investments and other sources of raising revenue is left to the discretion of the SA Chefs Board and then reported to the Annual General Meeting. Financial issues like fee structure, investments, other sources of income and fundraising will be reported by the treasurer for the approval by the Board and then reported to the AGM.

5.3 SA Chefs Expenditure

5.3.1 The following are payable from the financial resources of SA Chefs:

5.3.1.1 SA Chefs' general administrative costs as approved by the Board.

5.3.1.2 All relevant travel costs of the SA Chefs Board to fulfil their duties including the SA Chefs appointed Committees to attend official SA Chefs business.

5.3.1.3 SA Chefs Board approved programs and training interventions.

5.4 Authority to Sign

5.4.1 SA Chefs is duly represented and committed by the joint signatures of the SA Chefs President, General Manager and or SA Chefs Vice-President/s.

5.4.2 Use may be made of the assets of SA Chefs as follows:

- 5.4.2.1 For all amounts, by the joint signature of the above
- 5.4.2.2 For amounts of less than Ten Thousand South African Rand - (R 10 000.00) by the single signature of the appointed General Manager of SA Chefs, with preapproved budget.

5.5 SA Chefs Financial Reviewers

- 5.5.1 Prior to the Annual General Meeting, the President appoints from the ranks of the official Member lists three Financial Reviewers, who are not members on the SA Chefs Board or Finance Committee.
- 5.5.2 The three individuals will receive, three weeks in advance from the treasurer, the required documentation and will meet with the treasurer prior to the start of the Annual General Meeting. They will submit a report to the Annual General Meeting for approval.
- 5.5.3 The SA Chefs annual financial accounts are also verified by an independent licensed, professional auditing firm, on an annual basis.

6 HONOURS

It is generally accepted, that no serving members in office shall accept or receive Honorary titles from the current Board of SA Chefs. Any SA Chef Honours to be bestowed and accepted after the termination of office and require Board sanction.

6.1 Honorary Life President of SA Chefs

- 6.1.1 As an extraordinary honour, the title of SA Chefs Life Honorary President was bestowed on the late Dr. Bill Gallagher (†) for his service and contribution to the advancement of chefs, the hospitality sector and SA Chefs.
- 6.1.2 There may not be more than one SA Chefs Honorary Life President at any time.

6.2 Honorary Presidents of SA Chefs

- 6.2.1 As a special honour, the Members of the Association at an Annual General Meeting may grant the title of SA Chefs Honorary President to a former president for his service and contribution to the advancement of Chefs, and the profession within South Africa.
- 6.2.2 The following former presidents hold the title of Honorary President:

a)	Manfred Muellers:	President	1979 -1982	Awarded 1983.
b)	Heinz Brunner:	President	1979 -1982	Awarded 2003.

6.3 Honorary Former Presidents

- 6.3.1 As a special honour, the Members of the Association at an Annual General Meeting; may grant the title of SA Chefs Honorary Former President to a former president for his service and contribution to the advancement of SA Chefs, and the profession within South Africa.
- 6.3.2 The Following Former presidents hold the title of Honorary Former President:
- | | | | | |
|----|-------------------|-----------|-------------|---------------|
| a) | Bill Fennema: | President | 1974 -1976 | Awarded 2008. |
| b) | Wolfgang Voigt †: | President | 1976 -1979 | Awarded 2008. |
| c) | Martin Kobald: | President | 2003 - 2009 | Awarded 2017. |

d) Stephen Billingham: President 2010 – 2018 Awarded 2021.

6.4 Honorary Members of SA Chefs

6.4.1 With the motivation by legitimate SA Chefs Members may grant the title of SA Chefs Honorary Membership to individuals who have given outstanding service to SA Chefs and the culinary profession in general.

6.5 Presidents Award

6.5.1 The Presidents Award is an award bestowed at the sole discretion of the SA Chefs' President.

6.5.2 The minimum requirement is that the Presidents Award is bestowed to an individual(s) who has spent a minimum of ten (10) years of active service to the South African hospitality industry and/or SA Chefs, of which this individual(s) has delivered service above and beyond and is seen as a role model for the chef's community.

6.5.3 The president may create a special award as determined fit and appropriate at the given time based on exceptional achievements.

7 ACADEMY OF CHEFS

7.1 The Academy of Chefs (AOC) is the honour society of the South African Chefs Association and is the vehicle for SA Chefs to recognise the achievements of its members.

7.2 The number of living Academy of Chefs Members may not exceed the number of years that the SA Chefs has been in existence.

7.3 The Academy of Chefs actions and procedures are subject to SA Chefs Board approval.

7.4 See current procedures and further application criteria on the SA Chefs website.

7.5 The rules governing the actions of the AOC are contained in the Academy of Chefs Handbook.

8 CULINARY TEAM SOUTH AFRICA

8.1 The National Culinary team is a division of the South African Chefs Association and has been recognised as the representative for chefs, cooks and caterers of South Africa. It is the official team that represents South Africa internationally in culinary competitions.

8.2 See current procedures and criteria applicable on the SA Chefs website.

9 REMOVAL OF OFFICERS AND EXPULSION OF MEMBERS

9.1 Board members, Committee members, Regional Chairs and Directors may only be removed from office by a majority vote of the Board of Directors, in accordance with procedures adopted by the Board of Directors.

9.2 Termination of Membership

SA Chefs members may be expelled or subject to other sanction for cause by the Board of Directors in accordance with procedures adopted by the Board of Directors. If an SA Chefs member is suspended or terminated his or her SA Chefs' rights and privileges membership shall be deemed likewise suspended or terminated. Depending on the

severity of the cause of the termination a lifetime ban on re-joining the association may be imposed.

- 9.3 All members suspended or expelled from the SA Chefs have a right to appeal their case in front of the Ethics committee, who decision will be deemed final by the Board.

10 AMENDMENTS

Any SA Chefs member with full voting rights and in good standing may propose an amendment to the Rules for consideration by the Rules Committee. The proposed change must follow the policies and procedures established by the Rules Committee. The proposed amendment, to be adopted, must first be recommended by the Rules Committee and then adopted by an affirmative two-thirds (2/3) of votes cast during the Board meeting. The proposed amendments to be:

- a) Filed with the Companies and Intellectual Property Commission (CIPC), and
- b) Published for all members, and
- c) Ratified by SA Chefs Members with voting privileges at the next Annual General Meeting.

The amendments to the Rules only come into effect, once all the conditions a) to c) have been met.

11 DISSOLUTION OF SA CHEFS

- 11.1 SA Chefs can only be dissolved in accordance with the provisions of the No. 71 of 2008: Companies Act, 2008 and on the basis that SA Chefs rights and obligations in respect of third parties have been met.

12 MANAGEMENT OF REMAINING ASSETS

The Association must as part of its dissolution transfer its assets to:

- 12.1 Another entity approved by the Commissioner for SARS in terms of section 30B of the Income Tax Act; or
- 12.2 A public benefit organisation approved in terms of section 30 of the Income Tax Act (Act 58 of 1962) as amended; or
- 12.3 An institution, board or body which is exempt from tax under Section 10(1) (ca)(i) of the Income Tax Act (Act 58 of 1962) as amended; or
- 12.4 The government of the Republic of South Africa in the national, provincial or local sphere.

13 OFFICIAL ORGANS FOR PUBLICATIONS

- 13.1 The official communication vehicle for SA Chefs will be via its website at www.sachefs.co.za

14 FINAL PROVISIONS

- 14.1 The above Rules enter into force in October 2021, subject to their approval by the Annual General Meeting held in Johannesburg. Upon approval, the above Rules hereafter replace any previously existing Rules of SA Chefs.

Member in Good Standing*

'Member in good standing' is the status assigned to a Member of the SA Chefs when he or she has remained current on SA Chefs dues (or applications for due waivers), which cover a 12-month period.

Being a Member in good standing affirms the Member's commitment to the vision of the SA Chefs, reflected in its Code of Ethics, to which all members are bound, and to SA Chefs' rules and other SA Chefs policies.

It is expected that members in good standing will work collaboratively to strengthen the Association and will not engage in any activities that put the SA Chefs in financial or structural jeopardy, nor engage in any activities that will bring discredit to the SA Chefs, nor serve or form an association which is in direct conflict to SA Chefs existence.

Members in good standing:

- a) Are eligible to participate in all meetings, congresses, courses, committee memberships of and in relation to the SA Chefs.
- b) Are eligible to apply for SA Chefs awards and fellowships.
- c) Are eligible to be elected to Board positions, provided that they meet the all the criteria as stipulated in the SA Chefs Company Rules.
- d) Are eligible to be elected or appointed to Regional and committee positions, provided that they have attended at least two SA Chefs Annual General meetings prior to their nomination.
- e) Have the right to exercise one vote online or in person, taken during Ordinary and Extraordinary AGMS.
- f) New Members of the SA Chefs are eligible to vote immediately after applying for membership and payment of their dues.