

Constitution

AFRICAN PADDLING ASSOCIATION

Draft 31 October 2018

Contents

1. NAME OF ASSOCIATION
2. LEGAL STATUS
3. OBJECTIVES
4. APA EMBLEM/LOGO
5. LANGUAGE
6. MEMBERSHIP
7. ENTRANCE AND SUBSCRIPTIONS
8. MEMBERS BOUND BY CONSTITUTION AND BY-LAWS
9. MEETINGS OF MEMBERS
10. ELECTION OF COUNCIL MEMBERS
11. THE COUNCIL
12. HEAD OFFICE
13. INCOME AND PROPERTY OF THE ASSOCIATION
14. TAXATION OF THE ASSOCIATION
15. POWERS OF THE ASSOCIATIONS
16. BY-LAWS
17. RECORDS AND ACCOUNTS
18. AUDITORS & ACCOUNTANTS
19. ALTERATION OF CONSTITUTION
20. INDEMNITY
21. DISCIPLINARY REGULATIONS AND DISPUTE RESOLUTION
22. DISSOLUTION OF ASSOCIATION
23. MATTERS NOT COVERED

ANNEXURES

- A Schedule of first Members under this Constitution
- B APA Emblem/Logo
- C Requirements in terms of Section 30 of the Income Tax Act,2008 and the Regulations in terms of the Non-Profit Organization Act, 1997
- D Powers of Association
- E APA Code of Conduct
- F APA Operating Guidelines for commercial swiftwater, flatwater and ocean paddling trips
- G SAMSA Marine Notice 28 of 2011
- H SAMSA Letter of Clarification

1. NAME OF THE ASSOCIATION

The name of the association is the AFRICAN PADDLING ASSOCIATION (the “Association”)

The shortened name is: APA

Commented [AG1]:

Commented [AG2R1]:

2. LEGAL STATUS

The Association is a body corporate with its own legal identity having perpetual succession which is separate from its office-bearers and members. The Association will continue to exist even if the members or office-bearers change.

3 OBJECTIVES

The Association is a non-profit organisation operating as a Voluntary Association in South Africa, Namibia, eSwatini, Lesotho, Mozambique, Zimbabwe and Zambia. The Association has been established for the following public benefit objectives:

- 3.1 To promote the status and interests of paddling tour operators and guides.
- 3.2 To develop policy for the professional paddling industry and liaise with all other bodies, official and otherwise, for best practice and fairness.
- 3.3 To promote public awareness of the need for paddling safety.
- 3.4 To develop standards and guidelines for expert training and certification of commercial paddling guides, focussed on safety.
- 3.5 To develop operating standards and guidelines for operators and guides, focussed on safety, best practice and environmental and social considerations.

3.6 To develop and provide a robust, industry led, relevant training and certification structure for commercial paddling guides, supported by the required administrative structures.

3.7 To protect the interests of the public by regulating the conduct and ethics of tour operators and guides through education, information and disciplinary procedures.

3.8 To ensure, as far as possible, that the operators and guides comply with the laws and regulations of the land where they work, and, to this end ensure that they are informed of regulations, training and certification requirements.

3.9 To promote conservation of our waterways, their ecosystems and adjacent flora and fauna.

3.10 To promote an inclusive, non-discriminatory and just commercial paddling sector.

3.11 To further the interests of the Association itself, for the sake of professionalism in the industry, by means that contribute to the income or influence of the Association.

3.12 To promote these objectives by developing and publishing by-laws which all members and associate members shall be obliged to adhere to unconditionally.

4. AFRICAN PADDLING ASSOCIATION EMBLEM

4.1 The Council of the Association may review the **details and depiction** of the emblem of African Paddling Association from time to time. Any proposed changes shall be presented to the Members for comment before adoption thereof.

5. LANGUAGE

5.1. The official language of the Association is English.

5.2. All meetings shall be conducted in English except where the Chairman rules otherwise.

6. MEMBERSHIP

6.1 The Council will determine the various categories of Membership from time to time, at their sole discretion. Such membership and membership categories, membership fees and voting rights attached thereto shall be binding all on members of the Association.

6.1.1 First and Subsequent Members – the first and subsequent members of the Association under this Constitution shall sign Schedule A of this Constitution. The Council may admit natural persons over eighteen years of age and appropriately registered entities as members to the Association.

6.2 Membership shall be personal to the Member concerned and may not be assigned or transferred by them to any other person, company or concern.

6.3 Members may resign from the Association giving one month's notice in writing to the Administrative Officer, such resignation shall not entitle the Member to any refund of any annual subscriptions. ~~of ut this does not imply a refund of the annual subscription.~~

6.4 Members may be any person including natural persons, companies or other bodies corporate, or statutory bodies, partnerships or associations of persons.

7. ENTRANCE AND SUBSCRIPTIONS

7.1 Entrance fees and annual subscriptions for the various categories of membership shall be proposed by Council, approved by a majority of members yearly and collected by the Administrative Officer. For the purpose hereof, a quorum of the Council shall constitute of 51% members of the council, and in regard to members, 51% of those present in person or by proxy at the Annual General Meeting.

7.2 Subscriptions shall be due on 1 March of each year. Any member who has not paid the subscription by that date will be suspended without benefits. If the subscription is still not paid within a further two months of (i.e. by 1 May) the defaulting member will cease to be a member of the Association. Such person/entity may however be reinstated, at the discretion of the Council, upon payment of the overdue subs and any other accounts which may be in arrears.

8. MEMBERS BOUND BY CONSTITUTION AND BY-LAWS

8.1 By joining the Association Members accept the Codes of Conduct, Safety, Conservation and Considerations which are part of the founding principles of the Association and listed as an Annexure to this Constitution.

8.2 Members accept the adjudication and discipline of the Association, in the interests of public welfare and the good name of the commercial paddling sector.

8.3 Members accept the bylaws and additional rules passed by the Council of the Association.

8.4 Members agree to abide by the outcome of any disciplinary inquiry conducted by the Council of the Association and further agree that they will not sue

or prosecute the Association, its office-bearers, members or appointees if not in agreement with such outcome.

8.5 No member shall be absolved from the provisions of this Constitution and its codes based upon the argument that they did not receive notification of same.

8.6 The onus to notify the Association of any change of address and status rests with each member.

9. MEETINGS OF MEMBERS

9.1 An Annual General Meeting of the Association shall be held in accordance with the provisions of this Constitution and on a date and at a venue to be determined by the Council, but not later than six months after the Association's financial year end date, being 28 February.

9.2 All General Meetings other than the Annual General Meeting shall be Special General Meetings and shall be held in accordance with this Constitution.

9.3 *Delegates:*

9.3.1 Each Member shall be entitled to be present, in person or by proxy, make decisions and vote at General Meetings.

9.3.2 Each Member wishing to exercise their proxy shall, at least 48 hours prior to any General Meeting, advise the Council of its proxy, in the format prescribed by the Council.

9.4 *Notice of General Meeting*

9.4.1 Notice of every General Meeting shall be given to Members at the

physical, postal or electronic address appearing in the register of **members** kept by the Association. No other person/entity/group shall be entitled to the right to receive notice of General Meetings.

9.4.2 Notice of General Meeting shall be given at least thirty (30) **calendar** days prior to the General Meeting and shall specify the venue, time and date of the General Meeting.

9.4.3 The agenda for the General Meeting stating the business to be transacted at the General Meeting shall be given at least fourteen (14) **calendar** days prior to the General Meeting, together with any notice of motion received from Members.

9.4.4 Entitlement to Attend General Meeting. Notwithstanding any other Rule, no Member shall be represented at, or take part in a General Meeting, unless all monies then due and payable by the member to the Association are **fully paid up**.

9.5. *Business at General Meetings*

9.5.1 The business to be transacted at the Annual General Meeting includes any amendments to the Constitution, the consideration of accounts, reports of the Council (including in relation to the activities of the Association and any appointed committees and individual portfolios during the preceding Financial Year), the accountant and/or auditors and the election of the Council, **and, if an auditor has been appointed, the approval of the auditor's reports pertaining to the Association.**

9.5.2 All other business that is transacted at any General Meeting, shall be special business. "Special business" is business of which a notice of motion has been submitted in accordance with 9.6 below.

9.5.3. No business other than that stated on the notice of motion shall be transacted at such meeting.

9.6. *Notices of Motion*

9.6.1 All notices of motion for inclusion as special business at a General Meeting must be submitted in writing (in the form required by Council) not less than fourteen **calendar** days (excluding receiving date and meeting date) prior to the General Meeting.

9.7. *Special General Meetings*

9.7.1. *Convening of Special General Meetings by Council:* Special General Meetings may be held when the Council thinks it fit to convene such a Special General Meeting of the Association and, where more than 15 months would elapse between Annual General Meetings. In the event of this transpiring, the Council must call a Special General Meeting, as soon as practical, to re-establish the required routine scheduling of meetings.

9.7.2. *Requisition of Special General Meetings by members*

(a) If a majority of members request it in writing the Council shall convene a Special General Meeting.

(b) The requisition for a Special General Meeting shall state the object(s) of the meeting and shall be signed by the Member/s making the requisition and be sent to the Association. The requisition may consist of several documents in a like form, each signed by 1 or more of the Members making the requisition and include electronic documents and petitions.

(c) If the Council does not hold a Special General Meeting within 2 months after the date on which the requisition is sent to the Association, the Members making the requisition, or any of them, may convene a Special General Meeting to be held not later than 2 months after that date.

(d) A Special General Meeting convened by members under this Constitution shall be convened in the same manner, or as nearly as possible as that, in which meetings are convened by the Council.

9.8. *Proceedings at General Meetings*

9.8.1. *Quorum.* No business shall be transacted at any General Meeting unless a quorum is present at the time when the meeting proceeds to business. A quorum for General Meetings of the Association shall be 50% of members present in person (including via electronic means) or by proxy.

9.8.2. *Chair of Meetings:* The Chair of the Council shall, subject to this Constitution, preside as Chair at every General Meeting of the Association. If the Chair is not present, or is unwilling or unable to preside, the Council members shall choose one of their number present, or they may appoint another person present, who shall, subject to this Constitution, preside as chair for that meeting only.

9.8.3. *Adjournment of Meeting:* Meetings may be adjourned as follows;

(a) If within one hour from the time appointed for the General Meeting, a quorum is not present, the meeting shall be adjourned to such other day and at such other time and place as the Chair may determine, but not later than within one week of the date of the meeting that was adjourned.

(b) If within 30 minutes of the appointed time for a postponed meeting to begin or an adjourned meeting to resume, the quorum requirements are again not met, those Members who are entitled to exercise Voting Rights at the meeting, present or represented by proxy at the meeting will be deemed to constitute a quorum

(c) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(d) When a General Meeting is adjourned for 30 calendar days or more, notice of the adjourned meeting shall be given as in **the case of the meeting so postponed in the first instance.**

(e) Except as provided for in (d) it shall not be necessary to give any notice of an adjournment or the business to be transacted at any adjourned meeting.

9.8.4. *Voting Procedure:* At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded:

(a) by the Chair; or

(b) by the majority of the Members.

9.8.5. *Recording of Determinations:* Unless a poll is demanded in 9.8.4 above, a declaration by the Chair that a resolution has, on a show of hands, been carried or lost, and an entry to that effect in the minutes of the proceedings of the Association shall be conclusive evidence of the fact without proof of the number of the votes recorded in favour of or against the resolution.

9.8.6. *Where a Poll is Demanded:* If a poll is duly demanded under 9.8.4 above it shall be taken in such manner as the Chair directs, either at once or after an interval or adjournment or otherwise. The poll must be conducted within 15 **calendar** days of the meeting. The result of the poll shall be the resolution of the meeting at which the poll was demanded.

9.8.7. *Resolutions at General Meetings:* Except where a Special Resolution is

required, all questions at General Meetings shall be determined by the majority of votes. Except, as otherwise provided in this Constitution, in the case of an equality of votes on a question at a General Meeting, the Chair will be entitled to a casting vote.

9.8.8 *Special Resolutions at General Meetings:* Special Resolutions require a 65% majority to be passed.

9.8.8 *Electronic Participation:* Where a member cannot attend a meeting and is unwilling to nominate a proxy, they may participate via electronic means, if the technology used enables them to participate meaningfully in the proceedings.

9.8.9. *Minutes*

(a) The Chair will arrange for minutes of the resolutions and proceedings of each General Meeting to be recorded, together with a record of the names of persons present at all meetings.

(b) Minutes must be distributed to all members present for approval within 30 **calendar** days of the meeting. Members have 15 **calendar** days to approve them after which, they are deemed approved.

(c) Approved minutes must be circulated to all members within a further 15 **calendar** days.

9.9. *Voting at general meetings:* Each member in attendance shall, subject to this Constitution, be entitled to 1 vote provided such member is in good standing with the Association.

9.10. *Proxy, postal and electronic medium voting at general meetings:*

9.10.1. Proxy Voting is permitted. Proxies must be submitted in writing, on the forms required by Council.

9.10.2. *Postal and Electronic Medium Ballot*

(a) Members may vote on a resolution in writing (including by electronic means) within a period of 20 **calendar** business days after the date on which they are given notice of the resolution.

(b) A resolution can be passed in this manner if it is supported by sufficient votes for it to have been adopted at a properly constituted general meeting.

(c) Should an issue arise between General Meetings that requires a decision or ratification by members or the Council, the Council may call a postal or electronic medium/email vote **as provided for in this Agreement**.

10. ELECTION OF COUNCIL MEMBERS

10.1 *Nominations*: The Chairman shall call for nominations no later than **31 March** of the year in question. All members shall be notified of the call for nominations.

10.1.1 Nominations for Council Members must be:

(a) in writing (electronic submissions are accepted)

(b) in the form prescribed by Council

(c) signed by the proposer

(d) certified by the nominee (who must be a member), expressing his or her **or its** willingness to accept a position **for which he, she or it** is nominated

(e) accompanied by a brief overview of the nominee and how he/she/ or it will add value to APA

10.1.2 Nominations must be received by the at least thirty calendar (30) days prior to the Annual General Meeting.

10.1.3 If the number of nominations received for the Council is equal to the number of vacancies to be filled or if there are insufficient nominations received to fill all vacancies on the Council, then those nominated shall be so elected. If the nominees are not elected or if there are vacancies to be filled, further nominations shall be called for at the Annual General Meeting from the floor.

10.1.4 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be taken as follows;

(a) The voting shall be conducted by secret ballot, on the forms provided by the Electoral officer, with the nominees with the highest number of votes being elected.

(b) If there is a tie in voting, the election shall be resubmitted to a vote of the meeting, if that vote also results in a tie then the Council member shall be determined by lot.

(c) The Administrative Officer shall be the Electoral Officer and shall satisfy him or herself that the returns are complete and correct. She/he shall count the votes in the presence of a witness and declare the results of the election to all Members.

11. THE COUNCIL

11.1 *Powers:* The Council shall manage the affairs of the Association in accordance with the decisions made in the General Meeting. The Council shall operate for the

collective and mutual benefit of the Association and the commercial paddling sector throughout Southern Africa, according to the objectives laid in out in section 3 of this constitution.

11.2 *Number and Portfolios:* A minimum of three members and a maximum of seven members shall serve on the Council. The following portfolios must be represented: 'Chair'; 'Vice Chair;' 'Treasurer'. Additional Portfolios may be allocated as deemed necessary.

11.3 *Election:* All elected members of the Council shall be members of the Association. The Council shall be elected by the members of the Association by the process outlined in 10 and announced at, or prior to, the Annual General Meeting.

11.4 *Chairman:* The Council will elect a Chair and a Vice Chair from among their members immediately after the Council election is complete.

11.5 *Term of office:*

11.5.1. At least one-third of the members on the Council, starting with those who have been in office the longest, shall retire at every third Annual General Meeting.

11.5.2. The retirement of members who have served for the same length of time shall be decided by a majority of votes of the members Council.

11.5.3. No Council member shall serve more than three consecutive years without a minimum ineligibility period of twelve months.

11.6 *Vacancies:* The Council must, as soon as reasonably possible, appoint someone to fill any vacancy that reduces the number of the board members to less than three. The next General Meeting must confirm the office of any council member appointed in this way, through the usual nomination and, if necessary, voting process, otherwise it will lapse.

11.7 *Co-option:* The Council may co-opt additional non-voting members as it may consider appropriate.

11.8 *Resignation, Disqualification and Removal:*

11.8.1. A Council member must resign from office in writing.

11.8.2. A Council Member shall be disqualified from office under the following circumstances;

(a) upon termination of membership to the Association

(b) by becoming incapable by reason of mental or physical illness

(c) by being convicted of crime, until such time as any sentence handed down by the court has been served in full

11.8.3. A Council member can be removed from office through a two thirds resolution of the remaining Council Members, consisting of not less than two.

11.8.4. Council members can also be removed from office through a special resolution of the members, requiring a 65% majority.

11.9 *Meetings of the Council*

11.9.1 The Council shall meet at least three times in a calendar year. Such meetings may be conducted by teleconference/video conference/round robin e-mail means unless an in-person meeting is requested by the Chairman or by three or more Council members.

11.9.2 Council members may request a council meeting at any time, if three or more Council members make the request. The Chairman must then convene a meeting within a reasonable time.

11.9.3 Notice of Council meetings must be given to everyone entitled to attend in accordance with the procedures for meetings, as laid down by the Council from time to time.

11.9.4 The quorum for a Council meeting is 50% or three members whichever is greater.

11.10 *Decisions of Council*

11.10.1 Questions arising at any meeting of the Council shall be discussed and decided by a simple majority of votes.

11.10.2 The chairman and each of the elected Council members shall each have 1 vote on any question (maximum of 7 votes in total).

11.10.3 The chairperson shall have a casting vote in the event of a tie.

11.10.4 Decisions so made must be recorded sequentially, dated and circulated to all Council members after each meeting.

11.10.5 A decision that could be voted on at a Council meeting may instead be adopted by written consent of the required number of Council members, given in person, or by electronic communication, provided that each Council member has received notice of the matter to be decided. A decision made in this manner is of the same effect as if it had been approved by voting at a meeting.

11.10.6 Any minutes of a Council meeting, or a resolution, signed by the chairperson of the meeting, or by the chairperson of the next Council meeting, is

evidence of the proceedings of that meeting, or adoption of that resolution or decision.

11.10.7. A procedural defect in decisions taken by the Council shall not result in such decision being invalidated.

11.10.8. The Chair appointed under Rule 12.4 shall preside at every meeting of the Council, if the Chair is not present, or is unwilling or unable to preside, the Council Members shall choose one of their number to preside as chair for that meeting only.

11.11 *Delegation of Powers:* The Council may delegate any of its powers or functions to a committee, individual or member/s, as set out in 11.12, below.

11.12 *Officers, Committees and Portfolios*

11.12.1 The Council may appoint any officers it considers necessary to better achieve the stated objects of the Company.

11.12.2 The Council may appoint any number of committees, and delegate to any such committees any of the authority of the Council.

11.12.3 Any committee appointed by the Council:

(a) may include persons who are not members of the Association, provided that they do not have a vote on any matter to be decided by that committee,

(b) may consult with or receive advice from any person; and

(c) has the full authority of the Council in respect of a matter referred to it.

11.12.4 The following procedure shall apply in relation to the appointment of members of the Committees, Officers and Portfolios:

(a) The Council shall call for nominations of officers and committee members from the members.

(b) The Council shall call for nominations for the individual portfolios from the members.

(c) The Council will appoint the required positions from the nominations received.

(d) If insufficient nominations are received from the Members, or the nominations are considered inappropriate by the Council, the Council shall appoint the positions at its discretion.

11.12.5 Council will determine the procedures required for each delegated entity in terms of meetings, communications, reporting, budgets, resources and any other relevant issues.

11.13 *Conflict of Interest*

11.13.1 If a Council member has a personal financial, contractual, selection, influential or other interest, (or knows that a related person has such an interest) he/she/ it must disclose in advance, in writing, to the Council the nature and extent of that interest. If the personal financial interest (including that of a related person), arises after the matter has been approved by the Council, then the Council member or prescribed officer concerned must promptly, after the interest arises, disclose it to the Council.

11.13.2 If a conflict of interest exists, the Council member must recuse himself from the matter at hand.

11.13.3 The Council members may take a vote to decide if the recusal should stand or not.

11.13.4 The Council may take a vote to allow the member to participate in the decision process but not to vote on the matter.

11.13.5 Any such declarations must be recorded in the minutes of that Council meeting.

12. HEAD OFFICE

12.1 The Head Office of APA shall be at such place as the Council may decide.

12.2 The Council may, but is not obliged to, appoint a Chief Operating Officer (COO) to conduct the affairs of the Association. He/she may assume full operational responsibility for the day to day business of the Association, reporting to the Council as they deem necessary.

12.3 The Council must appoint an Administrative Officer who shall assist with all administrative functions.

12.4 The CEO and Administrative Officer may be full, part or flexi-time employees or volunteers of the Association and not elected office-bearers. The CEO shall report to and serve ex-officio on the Council but without voting powers.

13. INCOME AND PROPERTY OF THE ASSOCIATION

13.1 The Association shall exist, separately from its members, be able to own property and any other assets, and be able to be sued in its own name.

13.2 The Association may not distribute any of its assets or property to its members or office bearers, except where this is payment for work done for the Association as authorized by the Council and in terms of the stated objectives of the Association. In such cases, the payment must be a reasonable sum for the work that has been done.

13.3 Members or office bearers of the Association do not have rights to the assets or property of the Association.

14. TAXATION OF ASSOCIATION

14.1 The Association shall apply to the Commissioner for the South African Revenue Service for approval as a Public Benefit Organisation in terms of section 30 of the Income Tax Act. Upon approval the provisions set out in the Annexure attached hereto.

15. POWERS OF ASSOCIATION

The Association shall have the same powers as if it were a corporate entity such as a company, close corporation or trust . Such powers include that to:

- 15.1 institute or defend any legal or other proceedings and to settle any claims,
- 15.2 prudently invest funds of the Association,
- 15.3 buy, attain, maintain, manage, lease, sell or in a way deal with property and assets of the Association,
- 15.4 donate and transfer the property and assets of the Association to public benefit organisations with the similar objectives,
- 15.5 borrow and to use the property or assets of the Association as security for borrowing,
- 15.6 execute any act or deed registry, mining titles or other public office.

15.7 exercise all the management and executive powers ordinarily vested in the Council, and

15.8 carry out all the powers and authority of the Association in South Africa and elsewhere in any other part of the world.

16. BY-LAWS

16.1. *Council to Formulate By-Laws:* The Council may (by itself or by delegation to a committee) formulate, approve, issue, adopt, interpret and amend such by-laws, regulations and policies (“By-Laws”) for the advancement, management and administration of APA and the advancement of the objectives of APA as it thinks necessary or desirable. Such By-Laws must be consistent with this Constitution.

16.2. *By-Laws Binding:* All By-Laws made under this Rule shall be binding on APA and its Members.

16.3. *By-Laws Deemed Applicable:* All by-laws, regulations and policies of APA in force at the date of the approval of this Constitution insofar as such by-laws, regulations and policies are not inconsistent with, or have been replaced by this Constitution, shall be deemed to be By-Laws under this Rule.

16.4. *Notices Binding on Members:* Amendments, alterations, interpretations or other changes to By-Laws shall be advised to the members by means of notices approved by the Council. Notices are binding upon all Members.

17. RECORDS AND ACCOUNTS

17.1. *Record keeping:* The Administrative Officer shall establish and maintain proper records and minutes concerning all transactions, business, meetings and dealings of APA and the Council and shall produce these as appropriate at each Council meeting or General Meeting.

17.2. *Accounts:* Proper accounting records shall be kept in accordance with generally accepted accounting principles and/or any applicable code of conduct. The books of account shall be kept in the care and control of the Administrative Officer.

17.3. *APA to Retain Records:* APA shall retain such records for 5 years after the completion of the transactions or operations to which they relate or longer if required by legislation pertaining to APA.

17.4. *Council to Submit Accounts:* The Council shall submit to the Annual General Meeting the accounts of APA in accordance with this Constitution.

17.5. *Negotiable Instruments:* The Association can open and administer banking accounts to carry out the objectives of the Association. All cheques, promissory notes, bankers' drafts, bills of exchange, electronic funds transfers and other negotiable instruments, and all receipts for money paid to APA, shall be signed, drawn, accepted, endorsed or otherwise executed, as required, by two (2) persons appointed in writing by the Council, one of whom shall be a council member.

17.6. *Financial year end:* The financial year of the Association shall run from 1 April to 31 March the following year

18. AUDITORS AND ACCOUNTANTS

18.1 The APA may, , but is not obliged to, appoint a person to serve as company secretary and or appoint a person to serve as an auditor or establish an audit committee, on such terms and subject to such conditions as the Council in its discretion may from time to time determine.

19. ALTERATION OF CONSTITUTION

19.1 This Constitution shall not be altered except by Special Resolution, requiring a minimum of 65% of the vote

20. INDEMNITY

20.1. *Council Members to be Indemnified:* Every council member, auditor, manager, employee or agent of APA shall be indemnified against any liability incurred by him/her in his/her capacity as council member, auditor, manager, employee or agent in defending any proceedings, whether civil or criminal, in which judgment is given in his/her favour or in which he/she is acquitted or in connection with any application in relation to any such proceedings in which relief is granted to him/her by the **any division of the High Court in South Africa.**

20.2. *APA to Indemnify:* APA shall indemnify its Council Members and employees against all damages and costs (including legal costs) for which any such Council Members or employee may be or become liable to any third party in consequence of any act or omission except willful misconduct:

20.2.1 in the case of a Council Members performed or made whilst acting on behalf of and with the authority, express or implied of APA; and

20.2.2 in the case of an employee, performed or made during, and within the scope of his/her employment by APA.

21. DISCIPLINARY REGULATIONS

21.1. *Disciplinary Measures:* Any disciplinary action to be taken shall be carried out in accordance with the APA Discipline By-Laws set by the Council

21.2 *Dispute Resolution:* Any dispute arising out of or in connection with the enforceability of this Constitution, or the application and interpretation of the provisions hereof shall be dealt with by arbitration **in terms of the South African**

Arbitration Act, with such arbitration being held in Cape Town. the seat of being
CAPE TOWN.

22. DISSOLUTION OF ASSOCIATION

22.1. The dissolution of APA shall only be valid if carried by four-fifths of the votes of Members represented at a Special General Meeting specifically convened for the purpose. Furthermore, a quorum of two-thirds is necessary.

22.2. If the proposal for dissolution is carried, the assets of APA shall be transferred to a similar, South African Revenue Services recognized PBO that carries on a public benefit activity in South Africa.

23. MATTERS NOT COVERED BY THE CONSTITUTION

23.1 All matters not specifically covered by the APA Constitution shall be decided by the Council, subject to ratification by a General Meeting.

ANNEXURES

ANNEXURE A

SCHEDULE of First Members under this Constitution

<u>Name</u>	<u>Id Number/ CIPC number</u>	<u>On Behalf of Company /</u> <u>signature and email address</u>	<u>Date</u>
-------------	-------------------------------	---	-------------

1

2

3

4

5

6

ANNEXURE B

APA EMBLEM



ANNEXURE C

**BY – LAWS APPROVED BY THE AFRICAN PADDLING ASSOCIATION
TO COMPLY WITH SECTION 30 OF THE INCOME TAX ACT AND TO
COMPLY WITH THE REQUIREMENTS FOR DEREISTRATION IN TERMS OF
THE NONPROFIT ORGANISATIONS ACT.1997**

These by-laws are in amplification of the Constitution.

1. Public Benefit Organisation Requirements

The Council will ensure that the Association complies with the requirements of the Income Tax Act No. 58 of 1962 (“the Act”) as amended, in relation to its approval as a public benefit organisation (“PBO”) and furthermore that it complies with, and incorporates in its by-laws such amendments as may be required in terms of any statutory changes to such requirements from time to time. In pursuance of this object the following shall apply:

- 1.1 The Council shall ensure that three persons, who are not connected persons relative to each other, accept fiduciary responsibility for the Association to the Commissioner in relation to its PBO obligations in terms of the Act.
- 1.2 The Council will ensure that no single person ever directly or indirectly controls the decision making powers of the Association.
- 1.3 No funds of the Association are to be distributed to any person (otherwise than in the course of the operations of the Association). All funds are to be used for such operations, and funds in excess of such needs from time to time will be invested in a financial institution (as defined in section 1 of the Financial Institutions [Investment of Funds] Act, 1984) listed securities (as defined by the section 1 of the Stock Exchanges Control Act, 1985) or any other financial instrument approved by the Commissioner.
- 1.4 The resources of the Association are not to be used directly or indirectly to support, advance or oppose any political party.
- 1.5 The Association will not carry on any business undertaking or trading activity in violation of the trading restrictions of the Act in this regard, which are that the Association is prohibited from carrying on such undertaking or activity otherwise than to extend that –
 - 1.5.1 the gross income derived from such business undertaking or trading activity does not exceed the greater of –
 - (a) 15 percent of the gross receipts of the Club: and
 - (b) R100,000;
 - 1.5.2 the undertaking or activity is-
 - (a) integral and directly related to the objects of the Association; and
 - (b) carried out or conducted on a basis substantially the whole of which is directed towards the recovery of cost and which would not result in unfair competition in relation to taxable entities;
 - 1.5.3 the undertaking or activity, if not integral and directly related to the objects of the Association as contemplated in item 1.5.2 is of an occasional nature and undertaken substantially with assistance on a voluntary basis without compensation; or
 - 1.5.4 the undertaking or activity is approved by the Minister by notice in the Gazette.
- 1.6 All amendments to these by-laws must, in addition to any other requirements of these by-laws be submitted to the Commissioner after their formal approval and adoption in terms thereof.
- 1.7 On dissolution, the assets of the Association are to be transferred to-
 - (a) any similar Association/s which has or have been approved as a PBO or PBOs;

- (b) any institution, board or body which is exempt from tax under the provisions of section 10(1)(cA)(i) of the Act, and which has as its sole or principal object the carrying on of any public benefit activity; or
- (c) any department of state or administration in the national or provisional or local sphere of government of the Republic, contemplated in section 10(1)(a) or (b) of the Act.

2 Nonprofit Organisations Act Requirements

- 2.1 The name of this organisation shall be African Paddling Association;
- 2.2 The organisation's objects as set out in its Constitution.

The organisation's ancillary objectives are:

- 1 promote the status and interests of paddling tour operators and guides
- 2 make policy for the professional paddling industry and liaise with all other bodies, official and otherwise, for best practice and fairness
- 3 promote public awareness of the need for paddling safety,
- 4 provide expert safety training and advice to members of the Association and others
- 5 protect the interests of the public by regulating the conduct and ethics of tour operators and guides through education, information and disciplinary procedures
- 6 ensure as far as possible that the operators and guides are legal and comply with the laws and regulations of the land where they work, and to this end ensure that they are informed of regulations, training and certification
- 7 promote conservation of wilderness waterways, their ecosystems and adjacent flora and fauna
- 8 further the interests of the Association itself, for the sake of professionalism in the industry, by means that contribute to the income or influence of the Association
- 9 to assist achieve these objectives the Association shall prepare by-laws which all members and associate members shall be obliged to adhere to unconditionally

- 2.3 The organisation's income and property are not distributable to the member or office bearers, except as reasonable compensation for services rendered;
- 2.4 The organisation shall be a "body corporate" and shall have an identity and existence distinct from its members and office-bearers;
- 2.5 The organisation shall continue in existence notwithstanding changes in the composition of its members and office-bearers;
- 2.6 Members and office-bearers shall have no rights in the property or other assets of the organisation solely by virtue of their being members or office-bearers;
- 2.7 The powers of the organisation are set out in Annexure kkk;

- 2.8 The organisation structure and mechanisms for governance of the Association shall be set out in para xx of the Constitution of the Association;
- 2.9 Meetings of members of the Association shall be held as set out in para333 of the Constitution. Meetings of the Council shall be convened by the Chairman at such dates and times as he/she considers appropriate provided the Council meets at least six times during the year. The quorum for the Council meetings shall be at least one half of the members of the Council and it shall be the duty of the Secretary to keep minutes of all Council meetings.

An annual general meeting of members shall be convened by the Chairman not later than 31 December of each year and for that meeting ten members shall form a quorum and it shall be the duty of the Secretary to keep minutes of all such meetings.

- 2.10 At all meetings, a quorum being present, decision \s shall be taken by two-thirds vote of all members present;
- 2.11 The organisation's finances shall be conducted by means of banking accounts as provided for in Article X (as amended) of the Club's by-laws;
- 2.12 The organisation's financial year shall end on 30 Jan of each year;
- 2.13 The organisation's constitution may be altered as set out in Article XVII of the Constitution and the by-laws may be altered as set out in Article XIV of the by-laws;
- 2.14 This organisation may be wound up or dissolved if at least two-thirds of the members at a general meeting of members convened for the purpose of considering such matter are in favour of such dissolution. No less than twenty-one days notice shall be given of such meeting and the notice convening the meeting shall clearly state that the question of dissolution of the club and disposal of its assets will be considered. If there is no quorum at such a general meeting, the meeting shall stand adjourned for one week to the same place and time, when the members attending such a meeting shall constitute a quorum;
- 2.15 On dissolution , the assets of the Club are to be transferred to –
- (a) any similar Club or Clubs which has or have been approved as a PBO or PBOs
- (b) any institution , board or body which is exempt from tax under the provisions of section 10(1)(cA)(i) of the Act, and which has as its sole or principle object

(c) any department of state or administration in the national or provincial or local sphere of government of the Republic, contemplated in section 10(1)(a) or (b) of the Act.

ANNEXURE D

POWERS OF THE ASSOCIATION

- 1 The Council acting on behalf of the Associate will have the power to undertake the following, namely :
 - 1.1 to open and operate (either themselves or by a person or persons authorised by them) one or more accounts with banks, buildings societies or other financial institutions of a similar nature, in the name of the Association;
 - 1.2 to draw and issue cheques and similar financial instruments , and to receive cheques, deposits, promissory notes, bills of exchange, and similar financial instruments;
 - 1.3 to generally perform all such task and exercise all such authorities as may be necessary for effective utilisation and operation of the banking and other accounts referred to in clause 1.1.
 - 1.4 to invest in property of any nature, movable and immovable , corporeal or incorporeal;
 - 1.5 to acquire for the purpose of investment by way of purchase. lease, exchange, donation or otherwise assets of any nature, movable or immovable, corporeal or incorporeal;
 - 1.6 to let or hire assets of any nature, movable and immovable , corporeal or incorporeal;
 - 1.7 to borrow monies on such terms and conditions and at such rates of interest and from such persons, with or without security, as they in their sole and absolute discretion may deem fit;
 - 1.8 to mortgage, pledge, cede in security, hypothecate or otherwise encumber for such purpose and in such manner and on such terms and conditions as they think fit, all or any assets of the Association;
 - 1.9 to lend any monies on such terms and conditions as they in their absolute discretion ,ay deem fit, with or without interest and with or without security;
 - 1.10 to institute and defend legal proceedings of every description by or against the Association and to sign all deeds, powers of attorney, affidavits and other documents that may be necessary in, or for the purpose of , such proceedings;
 - 1.11 to attend all meetings of creditors of any person indebted to the Association whether insolvency, liquidation, judicial management or otherwise, and to vote for the election of a trustee or trustees and/or liquidator of liquidators and/or judicial manager or judicial managers. and to vote on all questions submitted to any such meeting of creditors and generally to exercise all rights accruing to a creditor;
 - 1.12 to give receipts, release other effectual discharges for any sum of money or thing recovered or received.
 - 1.13 to engage the services of professional practitioners and tradesmen for the performance of work and rendering of services necessary or incidental to the affairs of the Association;

- 1.14 to make donations for charitable, ecclesiastical , educational or other like purposed;
- 1.15 to accept on behalf of the Association all or any donations or inheritance from any person;
- 1.16 to effect acquire or dispose of insurance policies of any nature, and to pay the premiums or consideration for or under such policies;
- 1.17 to do all or any of the above things and to exercise all or any of the above rights and powers in the Republic of South Africa or in any other part of the world.

ANNEXURE E



APA Operating Standards: Swiftwater and Flatwater

SECTION 1 - SAFETY

1. General requirements

- 1) Clients shall be informed at an appropriate time prior to the trip departure about the level of risk involved and any skills required for the proposed trip.
- 2) Clients shall receive advice about the appropriateness of their clothing and gear, and where necessary be supplied with appropriate clothing for conditions.
- 3) The operator shall set a policy regarding the minimum and maximum age for clients for the activity on offer.
- 4) Clients shall be warned that no alcohol or intoxicating substances are to be used during the 8 hours preceding the trip as well as during any paddling activities and it is the Operator's responsibility to enforce this.

2. Indemnity Form & other documentation

- 1) Operators shall ensure all participants sign a properly worded indemnity form, preferably before arrival.
- 2) Operators shall lodge a copy of their emergency procedures document (refer to the relevant APA recommendations) with the relevant local authority (police, reserve management etc.). This will enable the authority to check that such a procedure is in place and that they are acceptable as well as facilitating quicker rescue should emergencies arise.

3. Affiliations

- 1) All guides and Operators are required to be a member of a credible industry representative organisation such as APA. All APA members sign a code of safety and conduct and a disciplinary procedure exists to deal with those who break the codes.

4. Training & qualifications: Flatwater

- 1) Guides must be properly trained and have been assessed competent (i.e. hold a relevant specialist qualification). The relevant APA curriculum or equivalent must be used (i.e. relevant to flatwater). It is important to note that qualifications are specific to the type of water body (flatwater or swiftwater) as well as to the guide's level of expertise and responsibility for e.g. Guide vs Trip Leader.
- 2) A qualified Trip Leader must lead each trip, assisted by a team consisting of at least one qualified Flatwater Guide and whatever other staff are necessary. Please refer to point 9, below, for the recommended ratios of qualified guides to clients.
- 3) Operators shall provide some form of employee induction with sufficient training to cover all mandatory elements of this code to enable them to carry out their job safely and competently.

5. Training & qualifications: Swiftwater

- 4) Guides must be properly trained and have been assessed competent (i.e. hold a relevant specialist qualification). The relevant APA curriculum or equivalent must be used (i.e. relevant to swiftwater). It is important to note that qualifications are specific to the Level of difficulty for the stretch of river (refer to the International Scale of River Difficulty) as well as to the guide's level of expertise and responsibility for e.g. River Guide vs Trip Leader.
- 5) A qualified Trip Leader must lead each trip, assisted by a team consisting of at least one qualified River Guide and whatever other staff are necessary. Please refer to point 9, below, for the recommended ratios of qualified guides to clients.
- 6) Operators shall provide some form of employee induction with sufficient training to cover all mandatory elements of this code to enable them to carry out their job safely and competently.

5. Craft

- 1) Buoyancy: all boats must have adequate buoyancy and be used according to the manufacturer's specifications. Buoyancy must be checked prior to each launch. This is vital particularly in areas where swimming carries additional dangers such as open water, currents, tides, dangerous wildlife etc.
- 2) Type of craft: must be appropriate to the conditions. For example, an open canoe is not suitable for open water crossings. Operators and Trip Leaders must carefully assess conditions and make a decision regarding type of craft accordingly. Craft must be used according to the manufacturer's specifications.
- 3) Paddles: Each paddle boat must carry at one paddle per client and a spare (possibly a split paddle) must be carried by the group in case of loss. All paddles must be in good condition with no broken blades, cracked shafts etc.
- 4) Bailing: A bailing mechanism, pump or container must be carried to deal with any leaks that may arise
- 5) Condition: All craft must be in good condition, rigid boats should not leak and inflatables should not require pumping more than once a day. There should be no sharp edges or rough areas which may cause injury. There should be no trailing or loose ropes, loose handles or any other potential entrapment risks. Gear should be securely tied in and guides must check that clients have secured their own boat's gear properly.
- 6) Repairs: Each trip must carry a comprehensive repair kit and at least one guide in the team must be able to carry out any necessary repairs

6. PFDs & helmets

- 1) All clients must be equipped with a properly fitting (including special children's sizes for children) personal floatation device (PFD). PFDs must be maintained in good repair and used according to the manufacturer's specifications.
- 2) PFDs should be worn at all times whilst on the water or when portaging close to the water without exception
- 3) An appropriate helmet must be worn on whitewater.

7. First Aid

- 1) Clients shall be offered the opportunity prior to an activity to declare any medical conditions to the company or to the trip leader in confidence.
- 2) All operating staff shall hold current First Aid certificates. You will be required to show your current certificates.

- 3) A fully stocked first aid kit must be carried relevant to the duration and style of the trip.
- 4) Operators are responsible and must have a system in place for regularly checking and refilling first aid boxes.
- 5) When administering medicine, the guide should supply the choice of medicine for the symptoms and it is the responsibility of the client to choose the specific medicine he or she requires.

8. Management of Accidents and Incidents

- 1) All accidents or incidents affecting safety of clients or staff shall be reported to the operations manager who shall deal with the incident in accordance with the operator's operational plan.
- 2) An analysis of all accidents and incidents reports, recorded losses and incidents shall be undertaken by management regularly, to assess trends and potential dangers. Preventative measures shall be established.
- 3) Operators should have a system to record all accidents and incidents to staff or clients to be available at all times.
- 4) SA law requires that all fatal accidents must be reported to the nearest or responsible SAMSA office. In addition, any fatal accidents shall immediately be reported to Police as well as any other relevant authority in the area of operation.
- 5) In the event of a serious accident or death, where possible, everything involved should be retained until the investigation is completed by the appropriate authorities.

9. Guide/Group Leader and Guide Team

- 1) A guided tour is defined as "any trip accompanied by a guide or leader where clients understand that person to have overall and final responsibility for risk management and group safety decisions".
- 2) Must carry appropriate safety and rescue equipment and have the knowledge and training to use it correctly (see point 1).
- 3) Should include a rescue PFD, 10m throw bag, guide knife, first aid kit, repair kit appropriate to craft. You may wish to add location specific items to this list.
- 4) Communications device is recommended (cell phone, radio or similar)
- 5) Guide to client ratios should be set and not exceeded.
 - a) On Flatwater, the recommended guide to client ratio is 1:10 clients and no more than 1:6 boats. This ratio must decrease where there is a history of changing conditions and large distances between banks. Group's skills and equipment used should also be a major factor when determining guide to client ratios.
 - b) On Swiftwater up to and including Class 3, the recommended guide to client ratio is 1:10. Minimum of one Trip Leader:R and one River Guide
 - c) On Swiftwater of above class 3, the recommended ratio is 1:8, decreasing with the difficulty of the river, terrain and a history of changing conditions. Minimum of one Trip Leader:UR and one River Guide
- 6) Guides must have previous experience on the route and area of operation
- 7) Guides should know any special environmental considerations or regulations
- 8) Guides should be familiar with the type of craft and equipment being used.

6. Client/group

- 1) Client or group members must be properly prepared for their trip - this means that the operator/group leader must have informed them adequately of what to expect and have provided a kit list specifying the relevant protective clothing, sunscreen, insect repellent or whatever else is needed. This will obviously vary according to local conditions and type of trip.
- 2) All trips must begin with the APA Safety Talk, appropriately modified for the particular paddling discipline and section.

SECTION 2 – OPERATIONAL GUIDELINES

1. Day tours

- 1) Clients must have been briefed and be dressed correctly for the activity.
- 2) Start and end points must be identified as well as emergency exits if conditions change.
- 3) Route must be pre arranged and weather conditions checked before going on the water.
- 4) Equipment must be appropriate for the conditions and the ability of the client group.
- 5) The group must have the correct guide to client ratio and must be equipped with all the relevant safety equipment to deal with any situation that arises.
- 6) It is recommended that radio or mobile contact be available with the base in case of emergency.
- 7) Appropriate supplies must be available to manage the group's performance throughout the day
- 8) First Aid, boat repair kit and emergency food and drink must be carried along with an EOP (Emergency operating plan) in case of emergency.
- 9) The Trip Leader has the discretion to order any participant off the water or to terminate the trip in the interests of safety.
- 10) Any incident or loss of equipment must be documented through the operators systems in place.
- 11) Operators must know the route plan, place, date and estimated time of return

2. Self Supported Multi –day trips, including overnights

- 1) As above in 'Day tours'
- 2) All overnight equipment including shelter for guides, clients and groups, catering supplies and gear must be provided
- 3) All catering equipment as well as emergency food and water in sealed containers
- 4) Every guided tour that goes beyond visual contact with a land base operations manager shall have an emergency communications plan

3. Night paddling

- 1) For the purpose of this document, 'Night' is determined as one hour after sun set and one hour before sun rise.
- 2) Night paddling in open water is not recommended for commercial flatwater. Night paddling is not recommended for any swiftwater trips.
- 3) Where a multi-day trip is operating in sheltered flatwater with minimal traffic, a night trip may be run within 200m from the shore. Every participant is to have a torch attached to their PFD.
- 4) For night guided paddling, the maximum number of craft per guide is 4
- 5) The guide's light should be blue in colour or they should display an additional visible lighting system to enable clients to easily identify the guide.
- 6) All clients shall be instructed on the operation of the lighting systems being used.
- 7) Night paddling must not operate when average winds exceed 20 knots.

SECTION 3 - MINIMUM IMPACT PRICIPALS

1. Environment

- 1) Operators shall protect plants and animals and treat them with care and respect
- 2) Operators shall remove rubbish and carry it out in bags or containers
- 3) Operators shall keep streams, lakes and sea shores clean by washing well away from the source, draining used water into the soil to allow ait to be filtered.
- 4) Toilet breaks on a beach or a trail should be taken well away from the water supply and management be put into place to discard any paper used. On overnight camps, suitable toilet facilities should be provided.
- 5) Operators should take care with fires, keeping them small, using only the fuel they have brought with them or dead wood in emergencies. Fire areas not used on a regular basis should be discarded into the water.
- 6) Operators should keep to existing tracks, lessening the chance of damaging fragile plants and causing erosion.
- 7) Operators should consider other visitors who also have a right to enjoy the environment.
- 8) Operators should have a 'leave no trace' policy with regards camping in the wilderness.

2. Fishing

- 1) Restricted and conservation areas should be respected and fishing should not take place in these areas
- 2) Paddlers should be encourage to fish only for what they can eat
- 3) Where fishing equipment is provided, hooks should be of the large barbless type to allow for easy release of unwanted fish
- 4) Instruct clients on the local Fishing Codes of Practice

3. Hazardous animals

- 1) Operators should know and understand the laws with regards encounters with hazardous animals.
- 2) Be aware of the dangers of Hazardous Animals and take precautions against any possible incidents.
- 3) Liaise with local authorities into common practices as well as movements of Hazardous Animals

4. Land Access and Usage

- 1) Permissions must be obtained with regards launching and landing on private or state land. Overnight camping will require special permissions and guidelines for operation must be adhered to.
- 2) Land owners must be respected and permissions must always be prearranged

RECORD OF AMMENDMENTS TO GUIDELINES

- 1) Issue 1 – March 2011 – based on existing APA guidelines, expanded upon and including input from MNZ (Marine New Zealand) standards, BCU (British Canoe Union) standards, as well as input from APA working group on guiding and safety standards. A & ML Kellett
- 2) Issue 2 – September 2011: Condensed version, combining Flatwater and Swiftwater requirements and reworded to meet SAMSA requirements. Updated August 2014. ML Kellett

FIRST DRAFT



APA Operating Standards: Ocean Paddling

SECTION 1 - SAFETY

1. General requirements

- 5) Clients shall be informed at an appropriate time prior to the trip departure about the level of risk involved and any skills required for the proposed trip.
- 6) Clients shall receive advice about the appropriateness of their clothing and gear, and where necessary be supplied with appropriate clothing for conditions.
- 7) The operator shall set a policy regarding the minimum and maximum age for clients for the activity on offer.
- 8) Clients shall be warned that no alcohol or intoxicating substances are to be used during the 8 hours preceding the trip as well as during any paddling activities and it is the Operator's responsibility to enforce this.

2. Indemnity Form & other documentation

- 3) Operators shall ensure all participants sign a properly worded indemnity form, preferably before arrival.
- 4) Operators shall lodge a copy of their emergency procedures document (refer to the relevant APA recommendations) with the relevant local authority (police, reserve management etc.). This will enable the authority to check that such a procedure is in place and that they are acceptable as well as facilitating quicker rescue should emergencies arise.

3. Affiliations

- 2) All guides and Operators are required to be a member of a credible industry representative organisation such as APA. All APA members sign a code of safety and conduct and a disciplinary procedure exists to deal with those who break the codes.

4. Training & qualifications: Ocean Paddling

- 7) Guides must be properly trained and have been assessed competent (i.e. hold a relevant specialist qualification). The relevant APA curriculum or equivalent must be used (i.e. relevant to ocean paddling). It is important to note that qualifications are specific to the type of water body (flatwater, swiftwater and ocean) as well as to the guide's level of expertise and responsibility for e.g. Guide vs Trip Leader, grading of water etc..
- 8) A qualified Trip Leader must lead each trip, assisted by whatever other staff are necessary, depending on the nature of the trip and the ocean conditions. Please refer to point 9, below, for the recommended ratios of qualified guides to clients.
- 9) Operators shall provide some form of employee induction with sufficient training to cover all mandatory elements of this code to enable them to carry out their job safely and competently.

5. Craft

- 7) Buoyancy: all boats must have adequate buoyancy and be used according to the manufacturer's specifications. Buoyancy must be checked prior to each launch. This is vital particularly in areas where swimming carries additional dangers such as open water, currents, tides, dangerous wildlife etc.
- 8) Type of craft: must be appropriate to the conditions. For example, an open canoe is not suitable for open water crossings. Operators and Trip Leaders must carefully assess conditions and make a decision regarding type of craft accordingly. Craft must be used according to the manufacturer's specifications.
- 9) Paddles: Each paddle boat must carry at one paddle per client and a spare (possibly a split paddle) must be carried by the group in case of loss. All paddles must be in good condition with no broken blades, cracked shafts etc.
- 10) Bailing: A bailing mechanism, pump or container must be carried to deal with any leaks that may arise. Roto-molded sit on top kayaks will not require this, provided they have been fitted with sufficient internal buoyancy.
- 11) Condition: All craft must be in good condition, rigid boats should not leak and Inflatables should not require pumping more than once a day. There should be no sharp edges or rough areas which may cause injury. There should be no trailing or loose ropes, loose handles or any other potential entrapment risks. Gear should be securely tied in and guides must check that clients have secured their own boat's gear properly.
- 12) Repairs: Each trip must carry a comprehensive repair kit and at least one guide in the team must be able to carry out any necessary repairs

6. PFDs

- 4) All clients must be equipped with a properly fitting (including special children's sizes for children) personal floatation device (PFD). PFDs must be maintained in good repair and used according to the manufacturer's specifications.
- 5) PFDs should be worn at all times whilst on the water or when portaging close to the water without exception

7. First Aid

- 6) Clients shall be offered the opportunity prior to an activity to declare any medical conditions to the company or to the trip leader in confidence.
- 7) All operating staff shall hold current First Aid certificates. You will be required to show your current certificates.
- 8) An appropriate, fully stocked first aid kit must be carried relevant to the duration and style of the trip.
- 9) Operators are responsible and must have a system in place for regularly checking and refilling first aid boxes.
- 10) When administering medicine, the guide should supply the choice of medicine for the symptoms and it is the responsibility of the client to choose the specific medicine he or she requires.

8. Management of Accidents and Incidents

- 6) All accidents or incidents affecting safety of clients or staff shall be reported to the operations manager who shall deal with the incident in accordance with the operator's operational plan.
- 7) An analysis of all accidents and incidents reports, recorded losses and incidents shall be undertaken by management regularly, to assess trends and potential dangers. Preventative measures shall be established.

- 8) Operators should have a system to record all accidents and incidents to staff or clients to be available at all times.
- 9) SA law requires that all fatal accidents must be reported to the nearest or responsible SAMSA office. In addition, any fatal accidents shall immediately be reported to Police as well as any other relevant authority in the area of operation.
- 10) In the event of a serious accident or death, where possible, everything involved should be retained until the investigation is completed by the appropriate authorities.

9. Guide/Group Leader and Guide Team

- 9) A guided tour is defined as 'any trip accompanied by a guide or leader where clients understand that person to have overall and final responsibility for risk management and group safety decisions'.
- 10) Must carry appropriate safety and rescue equipment and have the knowledge and training to use it correctly (see point 1).
- 11) Should include a rescue PFD with towline, 10m throw bag, guide knife, first aid kit, repair kit appropriate to craft and a set of current pencil flares. You may wish to add location specific items to this list.
- 12) Communications device is recommended (cell phone, radio or similar)
- 13) Guide to client ratios should be set and not exceeded.
 - a) On Sheltered Tidal Water, the recommended guide to client ratio is 1:8 clients in single kayaks and 1:12 clients in double kayaks. This ratio must decrease where there is a history of changing conditions and large distances between banks. Group's skills and equipment used should also be a major factor when determining guide to client ratios.
 - b) On Moderate Tidal Water, the recommended guide to client ratio is 1:6 clients. This ratio must decrease where there is a history of changing conditions and large distances between banks. Group's skills and equipment used should also be a major factor when determining guide to client ratios.
- 14) Guides must have previous experience on the route and area of operation
- 15) Guides should know any special environmental considerations or regulations
- 16) Guides should be familiar with the type of craft and equipment being used.

6. Client/group

- 1) Client or group members must be properly prepared for their trip - this means that the operator/group leader must have informed them adequately of what to expect and have provided a kit list specifying the relevant protective clothing, sunscreen or whatever else is needed. This will obviously vary according to local conditions and type of trip.
- 2) All trips must begin with the APA Safety Talk, appropriately modified for the particular paddling discipline and section.

SECTION 2 – OPERATIONAL GUIDELINES

1. Day tours

- 12) Clients must have been briefed and be dressed correctly for the activity.
- 13) Start and end points must be identified as well as emergency exits if conditions change.

- 14) Route must be pre arranged and weather conditions checked before going on the water.
- 15) Equipment must be appropriate for the conditions and the ability of the client group.
- 16) The group must have the correct guide to client ratio and must be equipped with all the relevant safety equipment to deal with any situation that arises.
- 17) It is recommended that radio or mobile contact be available with the base in case of emergency.
- 18) Appropriate supplies must be available to manage the group's performance throughout the day
- 19) Pencil flares, First Aid, boat repair kit and emergency food and drink must be carried along with an EOP (Emergency operating plan) in case of emergency.
- 20) The Trip Leader has the discretion to order any participant off the water or to terminate the trip in the interests of safety.
- 21) Any incident or loss of equipment must be documented through the operators systems in place.
- 22) Operators must know the route plan, place, date and estimated time of return

2. Self Supported Multi –day trips, including overnights

- 5) As above in 'Day tours'
- 6) All overnight equipment including shelter for guides, clients and groups, catering supplies and gear must be provided
- 7) All catering equipment as well as emergency food and water in sealed containers
- 8) Every guided tour that goes beyond visual contact with a land base operations manager shall have an emergency communications plan

3. Night paddling

- 8) For the purpose of this document, 'Night' is determined as one hour after sun set and one hour before sun rise.
- 9) Night paddling is not recommended for commercial ocean paddling trips.

SECTION 3 - MINIMUM IMPACT PRICIPALS

1. Environment

- 9) Operators shall protect plants and animals and treat them with care and respect
- 10) Operators shall remove rubbish and carry it out in bags or containers
- 11) Operators shall keep streams, lakes and sea shores clean by washing well away from the source, draining used water into the soil to allow ait to be filtered.
- 12) Toilet breaks on a beach or a trail should be taken well away from the water supply and management be put into place to discard any paper used. On overnight camps, suitable toilet facilities should be provided.
- 13) Operators should take care with fires, keeping them small, using only the fuel they have brought with them or dead wood in emergencies. Fire areas not used on a regular basis should be discarded into the water.
- 14) Operators should keep to existing tracks, lessening the chance of damaging fragile plants and causing erosion.
- 15) Operators should consider other visitors who also have a right to enjoy the environment.
- 16) Operators should have a 'leave no trace' policy with regards camping in the wilderness.

2. Fishing

- 5) Restricted and conservation areas should be respected and fishing should not take place in these areas

- 6) Paddlers should be encourage to fish only for what they can eat
- 7) Where fishing equipment is provided, hooks should be of the large barbless type to allow for easy release of unwanted fish
- 8) Instruct clients on the local Fishing Codes of Practice

3. Hazardous animals, including whales, dolphins and seals

- 4) Operators should know and understand the laws with regards encounters with hazardous animals.
- 5) Be aware of the dangers of Hazardous Animals and take precautions against any possible incidents.
- 6) Liaise with local authorities into common practices as well as movements of Hazardous Animals

4. Land Access and Usage

- 3) Permissions must be obtained with regards launching and landing on private or state land. Overnight camping will require special permissions and guidelines for operation must be adhered to.
 - 4) Land owners must be respected and permissions must always be prearranged
-

RECORD OF AMMENDMENTS TO GUIDELINES

- 3) Issue 1 – March 2016 – based on existing APA guidelines, expanded upon and including input from MNZ (Marine New Zealand) standards, BCU (British Canoe Union) standards, as well as input from APA working group on guiding and safety standards. A & ML Kellett

ANNEXURE F

Attached as PDF to email – must be included in the final document