



## **GENERAL RULES AND REGULATIONS APPLICABLE TO ALL MEMBERS**

### **DEFINITIONS**

For the purposes of these and all other Rules, Regulations and Codes of Conduct of the Association:

“Member” means a Corporate Member, an Unincorporated Member or an Individual Member.

“Corporate Member” means a Member which is a corporate body (represented by a Representative).

“Unincorporated Member” means a Member which is an unincorporated body (represented by a Representative).

“Individual Member” means a Member who is a natural person.

“Representative” means the principal correspondent for the time being of a Corporate Member or an Unincorporated Member

“The Trade” means the Agricultural Commodities and General Produce trades.

### **1. MEMBERSHIP**

- 1.1 Any person (including a corporate and an unincorporated body) who or which is, or has been, engaged in the Trade shall be eligible for membership of Gafta.
- 1.2 A member which is a corporate or an unincorporated body shall be represented by a principal correspondent (Representative).
- 1.3 A Representative is not a Member in his/her own right.
- 1.4 A Member which is a corporate or an unincorporated body may be required by the Association to remove its Representative and to replace him/her with another approved by the Association.
- 1.5 Members shall be elected by the Council.
- 1.6 Every applicant for membership shall make a written application in the form prescribed by the Council and shall provide the information requested.
- 1.7 Every applicant for membership shall indicate the category of membership desired as set out in Rule 1.12, although the decision shall rest with the Council.
- 1.8 Every Member shall pay such entrance fee as may be prescribed by the Council and shall also pay the subscription appropriate to the category to which they are elected.

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- 1.9 Subscriptions become due at the beginning of the financial year. No Member whose subscription is more than three months in arrears shall be entitled to any of the rights and privileges of membership and their membership may be determined by the Council.
- 1.10 Any Member wishing to withdraw from membership shall give at least one month's calendar notice before the expiry of the current year and in default thereof shall be liable to pay the subscription for the ensuing year.
- 1.11 Members shall immediately notify Gafta in writing of any change in their constitution or style of address.
- 1.12 There shall be the following categories of membership:
- (A) Trading principals in agricultural commodities and general produce
  - (B) Brokers who do not trade as principals
  - (C) Superintendent and Surveyor Members
  - (D) Individual Qualified Arbitrator and Individual Qualified Mediator Members
  - (E) Individuals engaged or who have been engaged in the trade (other than current category D members)
  - (K) Trading principals in spices and general produce
- The following categories ((F), (G), (H), (I), (J), (L) and (M)) are Associate Members and do not have voting rights.**
- (F) Laboratories on the Register of Approved Analysts
  - (G) Professional Firms, Agro Supply and Service Companies who provide services to the Trade
  - (H) Branches of Members (whose parent company is in the same country)
  - (I) Qualified Arbitrators and Qualified Mediators employed by a Member of Gafta, acting with their employer's consent
  - (J) Fumigant Operators
  - (L) Students
  - (M) Individuals not engaged in the trade
- 1.13 Every Member shall undertake to abide by the Memorandum and Articles of Association, these General Rules and Regulations, the General Code of Conduct and any other relevant Rules and Codes of Conduct of the Association.
- 1.14 Apart from the casting vote of the Chairman where authorised by the Articles of Association or the Rules and Regulations, no Member shall be entitled to more than one vote.

## 2. HONORARY MEMBERS

- 2.1 The Council may, at its discretion, elect any person to be an Honorary Member of the Association. An Honorary Member shall not be entitled to vote at any meeting of the Association nor be elected as a member of the Council or of any section committee and shall not be subject to the payment of any subscription or fee as a condition of honorary membership.

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- 2.2 An Honorary Member may also be a Qualified Arbitrator or Qualified Mediator Member of the Association under membership categories (D) or (I), but may not be a Member under any other category.
- 2.3 An Honorary Member may be removed at the discretion of the Council and shall not, in his/her capacity as an Honorary Member, be subject to the Association's Complaints and Disciplinary Regulations.

### 3. COUNCIL

- 3.1 All the affairs of the Association relating to finance, domestic affairs, the constitution of the Association, representation to authorities and any other matter appropriate shall be managed by, and dealt with by, the Council, which shall consist of elected members
- 3.2 Not less than 35 days before the Annual General Meeting, any two Members of the Association may serve a notice to the Secretary nominating any eligible Member or Members (or their authorised representatives) for election to the Council, stating the names of any Members (or authorised representatives) so nominated, together with the names of their proposers and seconders.
- 3.3 The Secretary shall notify all Members of the names of the six retiring members who are due to retire by rotation in accordance with the Memorandum of Association and Articles of Association. The members of the Council to retire shall be those whose names stand highest in the list. As between members of equal seniority, the members to retire shall, in the absence of agreement, be selected from amongst them by ballot.
- 3.4 Any Member (or authorised representative) so nominated under Rule 3.2 may withdraw his nomination by written notice to the Secretary to be given not later than 28 days before the Annual General Meeting.
- 3.5 28 days before the Annual General Meeting, the Secretary shall cause a list of the candidates so nominated to be exhibited at the offices of the Association.
- 3.6 If the number of candidates so nominated and standing for election does not exceed, or is less than, the number of vacancies to be filled, the Members or their authorised representatives so nominated, shall be declared to have been elected at the next Annual General Meeting. If the number exceeds the number of vacancies, the Members or their authorised representatives to be elected, shall be determined by a ballot to be taken as provided by the rules following.
  - 3.6.1 The Secretary shall at least 21 days before the Annual General Meeting send by letter post to each Member entitled to vote at General Meetings, a ballot paper setting out the names of the Members or their authorised representatives standing for election, their nominators and the number of vacancies to be filled; the names of the retiring members shall also be shown. The ballot paper shall include the following particulars:
    - 3.6.2 The names, in alphabetical order, and the addresses of the candidates and the names and addresses of their proposers and seconders, and the category of membership held by each candidate.

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- 3.6.3 The numbers of vacancies to be filled in each category of membership.
- 3.6.4 The date on or previous to which, the voting paper is to be returned to the Secretary and such other information or instructions as the Council may decide. A Member, who is an individual, shall sign his own name, followed by the name of his firm or company.
- 3.7 Any failure to comply with the conditions stated in the ballot paper shall render such paper void.
- 3.8 The Council shall appoint three Members, not standing for election, to act as scrutineers. Before the Annual General Meeting, the scrutineers shall count the ballot papers received by post or by electronic means, and shall sign a certificate as to the result of the election. The certificates shall then be sealed and retained by the scrutineers. The certificate of the scrutineers shall contain the following particulars:
  - 3.8.1 The total number of ballot papers received;
  - 3.8.2 The number, if any, rejected and the ground of rejection;
  - 3.8.3 The total number of votes in favour of each candidate in their category of membership;
  - 3.8.4 The names of those duly elected.
- 3.9 The ballot paper shall then be sealed and retained for one month after the Annual General Meeting.
- 3.10 At the Annual General Meeting, the Chairman shall report the result of the certificate of the scrutineers, and the Members or their authorised representatives who have received the greatest number of votes shall be declared to be elected. In the event of the scrutineers reporting a tie, the election shall be decided in such manner as the Chairman shall determine.
- 3.11 No person other than an Individual Member or an authorised representative of a Corporate or an Unincorporated Member shall be eligible to be an elected member of the Council. The elected members of the Council shall not include more than one authorised representative of any one Corporate or Unincorporated Member. There shall be not more than two Members or their authorised representatives from any one country. There shall not be more than two Members or their authorised representatives from Superintendent Members. There shall not be more than two Individual Qualified Arbitrator or Individual Qualified Mediator Members. Members under Categories E, F, G, H, I, J, L and M are ineligible for election to the Council.
- 3.12 The President, Deputy President and Vice-President shall be elected by the Council at the first meeting after the Annual General Meeting.

## **4. COMMITTEE RULES AND REGULATIONS**

- 4.1 Committee members shall be elected annually by the Council at its meeting following the Annual General Meeting.
- 4.2 Not more than two authorised representatives of any one Corporate or Unincorporated Member shall be entitled to serve on the same Committee.

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- 4.3 Each Committee shall have a balance of members involved in the Trade or specialist sector covered by that Committee, without favouring one particular sector.
- 4.4 The Chairmen of Committees will be nominated annually and referred to the Council for ratification. Where possible, Chairmen of Committees shall be chosen from the members of the Council.
- 4.5 Individual Committees may nominate members to their Committee during the year, but the person so nominated shall stand for re-election at the Council meeting following the Annual General Meeting.
- 4.6 Where possible, there should be a minimum/maximum number of members prescribed for each Committee.
- 4.7 Four members shall be a quorum for each Committee meeting.
- 4.8 Every Committee is responsible to the Council, and shall have its "Aims and Objectives" clearly defined.
- 4.9 The President shall be an ex-officio member of all Committees, but will have the power to appoint either the Deputy President or the Vice-President as his deputy.

NB. The Rules relating to the Association's Disciplinary Committee are dealt with separately under the Association's Complaints and Disciplinary Regulations.

### **5. CONTRACT FORMS**

The Council may from time to time circulate equitable and convenient forms of contracts and any other documents which may be of use to the Trade, and as far as possible to promote the voluntary adoption of any such contracts or other documents by members of the Trade generally, provided that no obligation shall be imposed on the Members of the Association to adopt any such contracts or other documents that may be approved of by the Association but that such adoption and observance shall be voluntary only. The Council may determine the costs to purchase such contract forms.