



## **Zambia Institute of Chartered Accountants Act**

(Cap. 390 of the Laws of Zambia)

### **Zambia Institute of Chartered Accountants (Electoral) (Amendment) Rules, 2024**

**IN EXERCISE** of the powers contained in section 86 of the Zambia Institute of Chartered Accountants Act, 2008, the following Rules are made:

Title

1. These Rules may be cited as the Zambia Institute of Chartered Accountants (Electoral) (Amendment) Rules, 2024.

Interpretation

2. In these rules, unless the context otherwise requires –

“Ad-hoc Committee” means a committee constituted under rule 28;

“candidate” means a member of the Institute contesting in an election;

“Committee” means the Electoral Committee constituted by the Council under rule 3;

“campaign” means a series of activities undertaken by a candidate with a view to win the votes of the members of the Institute;

“computer storage system” means an electronic device and Associated software where votes can be stored and retrieved electronically;

“Council” has a meaning assigned to the word in the Act;

“Constitution” has a meaning assigned to the word in the Act;

“discriminatory campaigning” means encouraging, soliciting, luring or coercing members of the Institute to vote for a particular candidate based on tribe, religion, ethnic background, organisation, race, gender, or age;

“election” means an election to the Council or any other elective position;

“election agent” means a person appointed as an agent of a candidate for the purpose of an election and who is specified as an election agent in the candidate’s nomination form;

“election officer” means an employee of the Institute appointed by the council to assist the Committee when conducting an election;

“electronic device” means an internet enabled gadget that allows a member to cast a vote;

“General meeting” means a general meeting of the members of the Institute and includes a special general meeting and any adjournment thereof;

“Independent Auditor” means a person practicing as an auditor and specialised in Information

Communication Technology system audits and appointed by the Council to verify and certify all electoral processes and procedures;

“Institute” has the meaning assigned to the word in the Act;

“identification card” means membership card issued to a Fellow or Associate member by the Institute, and also includes National Registration Card, Passport and drivers licence;

“member” means a paid-up Associate or Fellow of the Institute;

“Members Register” means a register of paid up Associates and Fellows;

“Nomination Form” means a document approved by the Committee for the purpose of a candidate registering their intention to contest an election under these rules;

“Secretariat” means the Secretariat of the Zambia Institute of Chartered Accountants;

“Secretary” means the Chief Executive Officer of the Institute or the nominee of the Chief Executive Officer; and

“system failure” means a malfunctioning of the electronic voting platform which makes electronic voting impossible.

## **PART II**

### **ESTABLISHMENT OF ELECTORAL COMMITTEE**

Constitution of  
Electoral committee

3. (1) There is constituted the Electoral Committee consisting of the following part-time members appointed by the Council -

**(a) a nominee each of -**

**(i) the Law Association of Zambia;**

**(ii) a non-governmental organisation involved in matters relating to elections;**

**(iii) Electoral Commission of Zambia; and**

**(b) two chartered accountants.**

**(2) The members shall elect the Chairperson and Vice-Chairperson of the Committee from among themselves.**

**(3) The Chairperson shall be the returning officer.**

**(4) In the absence of the Chairperson, the Vice-Chairperson, shall be the returning officer.**

(5) The Council shall constitute the Committee referred to under sub-rule (1) within ninety days before each election.

(6) A person shall not be appointed as a member of the Committee if that person—

(a) is found guilty of professional misconduct under the Act within a period of five years preceding the appointment as a member;

(b) is in lawful custody or the person's freedom of movement is restricted under any law in

force or outside the Republic on the date of appointment;

- (c) has served two terms as a Committee member;
- (d) is an undischarged bankrupt under any law;
- (e) has been convicted of an offence involving fraud or dishonesty under the Accountants Act or any other written law;
- (f) is an employee of the Institute; or
- (g) in the case of a Chartered Accountant, has not been on the register for a period of ten years.

(3) A member of the Committee shall not participate in an election as a Candidate.

Functions of the  
Electoral Committee

4. The functions of the Committee are to-
- (a) conduct elections in a free and fair environment;
  - (b) receive and review nomination forms from candidates;
  - (c) ensure that elections are conducted impartially and in accordance with these Rules;
  - (d) adjudicate disputes that may arise, during or after the nomination process, filling of Nomination Forms for candidates and during or after the voting and counting of

votes at the general meeting except an election petition;

- (e) **supervise the elections, compile the votes cast in an election and announce the results following an election;**
- (f) determine the validity of nomination forms lodged under these Rules; and
- (g) **submit and present a written report of the elections to the members within five working days after the announcement of the election results.**

#### Tenure of Committee

5. (1) A committee member shall, subject to the other provisions of these Rules and the Act, hold office for a term of one year from the date of appointment and may be re-appointed for a further and final term of one year.

(2) A committee member shall, on the expiration of the term for which the member is appointed, cease to hold office.

(3) The office of committee member becomes vacant if that committee member—

- (a) dies;
- (b) is adjudged bankrupt under any written law;
- (c) resigns by notice, in writing, to the President;
- (d) is legally disqualified from performing the functions of a committee member;

- (e) those under rule 3(1) (b) ceases to be a member of the Institute;
- (f) is found guilty of professional misconduct;
- (g) is absent, from three consecutive meetings of the committee of which the committee member had notice without the prior approval of the committee; or
- (h) is convicted of an offence under any other written law and sentenced to imprisonment for a term of six months without the option of a fine.

(4) Where there is a vacancy in the committee membership, the Council shall within five days of the notice, appoint another member to fill the vacancy.

Election officers

6. (1) The Council shall, within ninety days before an election, appoint seven election officers from the secretariat to assist the Electoral Committee in the performance of their functions.

(2) Without limiting the generality of 6 (1), the election officers shall provide administrative support to the Electoral Committee

Independent Auditor

7(1) The Council shall, within ninety days before an election, appoint an independent auditor.

(2) The independent auditor shall be responsible for verifying the credibility of the electoral process.

Election agent

8. (1) A candidate may appoint an election agent who shall be named in a candidate's Nomination Form and shall be the candidate's election agent for those elections.

(2) An election agent referred to in sub-rule (1), shall be a paid-up member of the Institute.

(3) A candidate may revoke the appointment of that candidate's election agent twenty-four hours before the elections and shall inform the Chairperson in writing.

(4) The election agent may within twenty-four hours before the elections resign by giving written notice to the candidate.

(5) Where a candidate's agent has resigned or the appointment has been revoked, a candidate may within twelve hours appoint another election agent.

Nominations

9. (1) The Committee shall, within sixty days before holding annual the general meeting –

(a) appoint the day, place and time on which a candidate may lodge the Nominations Form; and

(b) **inform** members **of** the day, place and the time within which the Nominations Form shall be received from candidates seeking to contest the elections by the Secretary of the Institute.

(2) **A** Nomination Form **submitted** on a day, time and place of nomination other than that referred to under sub rule (1) shall be void.



Identification of candidates

10. A candidate standing for elections shall be identified by the names appearing on the register of paid-up members.

### **PART III PROCEDURE FOR NOMINATION**

Nomination of candidates

11. (1) The secretariat shall issue a member of the Institute who intends to stand for election at the general meeting with a Nomination Form.

(2) A candidate or candidate's election agent shall lodge the Nomination Form with the **Secretary**.

(3) The Nomination Form referred to under sub rule 1 (2) shall be in Form 1 set out in the First Schedule.

(4) A candidate referred to under sub-rule (2) shall-

- (a) complete the Nomination Form referred to in sub- rule (3);
- (b) in writing appoint that candidate's election agent;
- (c) state the name and address of the election agent; and
- (d) lodge the Nomination Form within the period and at the place determined by the Committee.

(5) The Secretary shall, on receipt of the Nomination Form sign the Nomination Form signifying that the nomination is received.

Withdraw of nomination

12. A nomination may be withdrawn by a candidate at any time before the expiry of the period appointed for lodging the Nomination Forms, by giving a written notice to the Committee.

Validity of nomination

13. (1) The Committee shall, after the close of the nomination period, determine the validity of the Nomination Form lodged under these rules.

(2) The Committee shall declare any nomination invalid wherever the Nomination Form is—

- (a) not duly completed;
- (b) not properly signed;
- (c) not lodged as required by these Rules;
- (d) not accompanied by the declaration referred to in the Nomination Form or the declaration is defective;
- (e) supported by a non- paid up member;
- (f) supported by a member who is not eligible to vote or a member who has a pending case before the Disciplinary Committee;
- (g) by a member who has not been on the register of paid up members for two consecutive years immediately preceding the election; or
- (h) filed by an ineligible member.

(3) The Chairperson shall endorse on the nomination paper stating the reason for declaring the nomination invalid and shall sign such endorsement.

Valid Nominations

14. (1) The Committee shall, after the close of the nomination period, inform the members of the Institute the names of the validly nominated candidates.

(2) Where no candidate has been validly nominated for any position, the Committee shall inform the members of the Institute within forty-eight hours after the close of nominations that no candidate was validly nominated.

(3) Where there has been no valid nomination of the candidate to any position, the Committee shall, in respect of the position, extend the nomination period by a further five days.

(4) Where there is no valid nomination after the extension of the nomination period, the Committee shall, in respect of the position for which there are no valid nominations, make a call for nominations at the general meeting.

(5) Where only one candidate has validly filed the Nomination Form for any position, the Chairperson shall declare such candidate to be unopposed and duly elected for the position.

Notice of nomination  
of Candidates

15. (1) Where two or more candidates have been validly nominated to contest a particular position, the Chairperson shall give notice to the members of the Institute that an election shall take place on the day appointed and such notice shall set out the names of

such candidates in alphabetical order of surnames followed by first names.

#### **PART IV THE ELECTIONS**

Elections

16. (1) The election for any position or office shall take place on the day of the Annual General Meeting and shall constitute part of the business of the Annual General Meeting.

(2) A person who is eligible to vote at the general meeting shall be entitled to one vote for each preferred candidate in an election.

(3) Where a member has voted twice with respect to a preferred candidate in the same election, the votes of such a member shall be declared invalid and the Committee may institute disciplinary action against that member.

(4) A member of the Institute who is eligible to vote at a general meeting shall be identified by the Identity Card.

(5) The elections under these Rules shall be by **electronic voting**.

**(6) An electronic voting platform and system shall be provided by an independent Information Communication Technology vendor.**

Campaigning

17. (1) A Candidate shall campaign for votes.

(2) The Campaign period shall be from the date the Committee will issue a list of validly nominated Candidates and shall close at 18:00 Hours a day before the elections.

(3) A Candidate or candidate's election agent or other agent of a candidate shall, when campaigning for votes, not contravene any provision of the Act or Zambia Institute of Chartered Accountants Code of Ethics regulating the Professional conduct of Accountants.

(4) A candidate, candidate's agent or member who when campaigning for votes produces material that is seditious or issues a statement that is inflammatory, calculated to incite hatred or ridicule against a fellow candidate, shall be guilty of professional misconduct and is liable to be disqualified from the election.

Misconduct during campaigns

18. (1) A candidate or a candidates' election agent or other agent who-

(a) gives, lends, or procures or offers, promises or agrees to give, lend or procure money for a candidate on behalf of a voter or induce any member to vote or refrain from voting or who corruptly does any such act on account of such member having voted or refrained from voting at an election;

(b) on or in consequence of a gift, loan, offer, promise, procure or agree, or engages, procure, the return of a candidate at an election or the vote of a member at any election, shall be guilty of the offence of bribery.

(2) A member of the Institute, candidate or candidates' agent who before or during an election, publishes any false statement relating to the personal character or conduct of a candidate in an election, shall be guilty of an illegal practice or professional misconduct.

(3) A candidate who is guilty of the offence of bribery, illegal practice, or professional misconduct as defined in the Act shall be disqualified from participating in that election.

Voting and written  
record

19. (1) A member of the Institute who is eligible to vote at a general meeting shall vote electronically.

(2) In the event of system failure, the voting shall be **postponed and held within twenty-one working days from the date of the postponement.**

(3) **There shall be no proxy voting at an election.**

(4) **The Secretariat shall publish a preliminary list of eligible members of the Institute fourteen days before the Annual General Meeting.**

(5) **Subject to sub-rule (4) the Secretariat shall publish a final list of eligible members of the**

**Institute five days before the Annual General Meeting.**

**(6) The Electoral Committee shall send an electronic voting link to an eligible member not less than five working days before the Annual General Meeting.**

**(7) The Chairperson shall, after the completion of the electronic compilation of votes cast and announcement of winner in an election, deliver to the secretariat a written record containing the verified electronic votes compiled for each candidate.**

**(8) The committee shall keep and maintain a written record containing the verified electronic figures referred to under sub rule (7), for a period of sixty days from the date on which the results of an election are declared.**

**(9) The Secretariat shall keep and maintain the electronic file of the election process for a period of sixty days.**

**(10) Despite sub-rules (8) and (9), where an Ad-hoc committee has received an election petition by a candidate, the written record containing the verified electronic figure and electronic file shall be maintained until the election petition is disposed of.**

Voting time and  
Instructions

20. (1) The Electoral Committee shall provide eligible members with appropriate instructions for the purpose of voting at an election.

**(2) The voting shall open at 13 hours and close at 17 hours in the afternoon on the day of voting.**

**(3) Subject to sub-rule (1), electronic voting shall be conducted in a manner that the Electoral Committee determines.**

Discriminatory  
voting

21. (1) A candidate or candidate's election agent or other agent of the candidate shall not canvass for votes based on discriminatory grounds which include religion, ethnic background, organisation, race, gender or age.

(2) A candidate who engages in discriminatory canvassing of votes shall be disqualified from taking part in that election.

Compilation of  
votes

**22. (1) An independent auditor shall, at the end of the electronic voting, verify the figures of the electronic votes cast.**

**(2) An independent auditor shall, after verifying the figures of electronic votes cast under sub-rule (1), hand-over the verified figures and system audit report to the Electoral Committee who shall announce the results of the electronic votes cast.**

**(3) The Chairperson shall, on completion of the verification of votes cast in an election, compile the election results and seal the compilation of results pending announcement of the election results.**



**(4) The Chairperson shall announce to the members at the Annual General Meeting, the total number of voters who participated in the election and the percentage voter turn-out and shall, for each position, announce the total number of -**

**(a) votes cast;**

**(b) abstentions; and**

**(c) the votes received by each candidate.**

Questions relating  
to electronic voting

23. The decision of the Chairperson on a matter relating to an electronic voting shall be final except on a matter relating to an election petition filed under these Rules.

Dispute of results

24. (1) Where there is a dispute of the election results of a candidate, the candidate or a candidate's agent shall, within one hour after verification of results by the Independent Auditor, request the Chairperson in writing to have the votes verified for the second and final time.

(2) The Chairperson shall within one hour of receipt of the request under clause (1), in the presence of the independent auditor call for a verification of the votes for the second and final time.

(3) Where there is no proof of a dispute, the Chairperson shall on receipt of the request under clause (1), reject the request and inform the aggrieved candidate in writing giving reasons of the rejection.

Equality of votes

25. Where on the completion of the compilation of tallied votes it is found that two or more candidates have equal votes, the Chairperson shall call for a rerun of the election among the members who have equal votes to decide the winner.

Declaration of election Results

26. When the voting by the members has been completed and the result of the poll ascertained, the Chairperson shall within twelve hours declare a candidate with the majority of votes as winner of such an election.

## **PART VI ELECTION PETITION**

Election petition and documents

27. (1) A candidate aggrieved with the election results shall, within three working days of the announcement of the election result, inform the Chairperson, in writing, of that candidate's intention to petition.

(2) **A candidate aggrieved with the election result may, within seven working days from the date of lodging the notice of intention to petition under sub rule (1), lodge a petition of the election to the Ad-hoc Committee.**

(3) The Ad-hoc Committee shall on receipt of a petition referred to under sub rule (2) inform the members of the institution of the petition.

(4) The Ad-hoc Committee shall hear and determine of a petition within thirty days of receiving a petition.

(5) An election petition shall be accompanied with a non-refundable fee of ten thousand **fee** units which shall be paid to the secretariat on giving notice.

**(6) The Secretary shall, upon receiving a written request by a candidate, provide the auditor's report and the Electoral Committee's Report to a candidate.**

(7) The Ad-hoc committee shall regulate its own procedure.

Ad-hoc Committee

28. (1) There is constituted an Ad-hoc committee appointed by Council consisting of the following five part-time members-

**(a) the Chairperson and Vice-Chairperson of the Disciplinary Committee;**

**(b) a nominee each of -**

**(i) the Law Association of Zambia;**

**(ii) a Civil Society Organisation involved in dispute resolution; and**

**(iii) the Electoral Commission of Zambia.**

(2) Subject to sub-rule (1), the appointment of the Ad-hoc Committee shall be made 30 days before the

General Meeting and stand dissolved if there is no petition made and if any, after the disposal of petition.

(3) The function of the Ad-hoc Committee is to hear an election petition at the General Meeting or thereafter, at Secretariat.

Immunity  
29. Members of the Committee, Independent auditor, Ad hoc committee members and the secretariat, shall not be personally liable for anything done or omitted to be done in good faith, on the performance of their duties under these Rules.

Allowance  
30. The Council shall determine and pay to a Committee member, a member of the Ad hoc committee an allowance.

Amendment of rules  
31. (1) These Rules may be amended by a resolution of the Members at a General Meeting.

Electoral Rules of 2010  
(2) The Zambia Institute of Chartered Accountants Electoral Rules, 2010 are repealed.

Transitional provision or arrangement  
32. (1) The Council shall appoint the Committee ninety (90) days before the Annual General Meeting.

(2) Despite sub rule (1), the Council may appoint the Committee and Election Officers less than ninety days in the first year of coming into effect of these rules before the Annual General Meeting