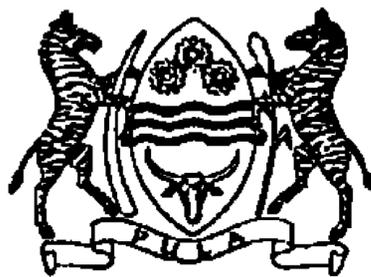


BOTSWANA NATIONAL PRODUCTIVITY CENTRE ACT, 1993

No. 19



of 1993

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An Act to provide for the establishment of the Botswana National Productivity Centre with the object of promoting increased productivity, improving standards of management and labour-management relations, and generally stimulating productivity consciousness in Botswana.

Date of Assent: 29.12.93.

Date of Commencement: 31.12.93.

ENACTED by the National Assembly of Botswana.

PART I — *Preliminary*

Short title

1. This Act may be cited as the Botswana National Productivity Centre Act, 1993.

Interpretation

2. In this Act, unless the context otherwise requires —

“Board” means the Botswana National Productivity Centre Board established and appointed under section 4;

“Centre” means the Botswana National Productivity Centre established under section 3;

“Chairman” means the Chairman of the Board appointed by the Minister under section 4 (2);

“Director” means the executive Director of the Centre appointed under section 9;

“financial year” means the calendar year ending on 31st March in each year;

“Vice-Chairman” means the Vice-Chairman of the Board elected by the members of the Board under section 4 (3).

PART II — *Establishment, Constitution and Membership of the Centre*

Establishment of Centre

3. (1) There is hereby established the Botswana National Productivity Centre.

(2) The Centre shall be a body corporate with perpetual succession and a common seal, with power, subject to the provisions of this Act, to acquire and dispose of property, both movable and immovable, to sue and be sued in the name of the Centre and of performing all such acts as bodies corporate may by law perform, and as may be necessary for or conducive to the proper carrying out of its objects and the performance of its functions under this Act.

Establishment of Board

4. (1) There shall be a Board to be known as the Botswana National Productivity Centre Board, which Board shall be responsible for the operations of the Centre and the implementation of its functions and responsibilities under the provisions of this Act.

(2) The Minister shall appoint a suitably qualified person to be the Chairman of the Board.

(3) The Board shall elect from among its members a Vice-Chairman, who shall act as Chairman of any meeting of the Board when the Chairman is for any reason absent.

(4) The Board shall be comprised of the Chairman, the Director and not less than 10 or more than 13 other members appointed by the Minister by notice in the Gazette, taking into consideration the interests and the objectives of the Centre:

Provided that in making the appointments the Minister shall ensure that at least one member is appointed to represent the interests of each of the following —

- (a) the Government;**
- (b) commerce and industry in Botswana;**
- (c) trade unions in Botswana.**

(5) A person shall not be competent to be appointed to be or to act as the Chairman or a member of the Board if—

- (a) he is a Member of the National Assembly;**
- (b) he has been declared insolvent or bankrupt under any law in any country and has not been discharged, or has made a composition with his creditors and has not paid his debts in full; or**
- (c) he has been convicted of any offence involving dishonesty or fraud.**

(6) In making appointments to the Board, the Minister may appoint appropriately qualified persons as alternate members to substantive members of the Board, and any such alternate member may attend any meeting of the Board which the member to whom he is alternate is unable to attend, and when so attending shall be deemed for all purposes to be a member of the Board:

Provided that an alternate member shall not be deemed, by virtue of his alternate membership, to be the Chairman or Vice-Chairman of the Board.

(7) Any member of the Board, other than the Director, may resign from the Board by notice in writing addressed to the Minister.

(8) The Chairman or a member of the Board may be removed from office by the Minister if he —

- (a) becomes of unsound mind;**
- (b) is declared insolvent or bankrupt under any law in force in any country;**
- (c) suspends payment of his debts or compounds with his creditors;**
- (d) is absent from three consecutive meetings of the Board without such reason as appears to the Minister to be sufficient;**
- (e) is sentenced to imprisonment without the option of a fine, or is convicted of an offence involving dishonesty;**
- (f) in the case of a person possessing professional qualifications, is disqualified or suspended, otherwise than at his own request, from practising his profession in Botswana or in any other country by order of any competent authority made in respect of him personally.**

(9) Subject to the provisions of this Act, where any member of the Board is unable, by reason of absence from Botswana, or illness or any sufficient reason, to perform or continue to perform the duties of his office, the Minister may appoint another person to hold office in his place for the remainder of such member's term of office.

Terms and conditions of Board members

5. (1) The Chairman and other members of the Board, other than the Director, shall hold office for such period, not exceeding three years, as may be specified in their appointments, but shall, on expiry of their terms of office, be eligible for re-appointment.

(2) Members of the Board shall be paid such remuneration, fees and allowances for expenses as may be approved by the Minister.

PART III — *Meetings and Proceedings of Board*

Meetings of Board

6. (1) The Board shall meet for the discharge of its functions at such times and places as the Chairman may appoint:

Provided that such meetings shall be not less frequent than three in each year.

(2) The Chairman, or in his absence the Vice-Chairman, may, and shall on the request in writing of not less than five members of the Board, call an extraordinary meeting of the Board at such time and place as he may determine.

(3) The Chairman, or in his absence the Vice-Chairman, shall preside at every meeting of the Board, but in the absence of both the Chairman and the Vice-Chairman the members present shall elect one of their number to preside at the meeting concerned.

(4) The quorum at any meeting of the Board shall be not less than eight of the members of the Board:

Provided that at any meeting when relations between trade unions and management are at issue there shall be included in the quorum at least one member representing trade unions and at least one member representing commerce and industry.

(5) All questions proposed at a meeting of the Board shall be determined by a majority of the members present and voting, and, where the votes are equal, the Chairman or the member presiding at that meeting shall have a second or casting vote.

(6) If a member of the Board has, directly or indirectly an interest in any contract, proposed contract, or other matter before the Board, and is present at a meeting of the Board, or any committee thereof, at which that contract, proposed contract or other matter is the subject of consideration, he shall, at the meeting and as soon as practicable after the commencement thereof, disclose the fact, and shall not thereafter be present during the consideration or discussion of, and shall not vote on any question with respect to, the contract, proposed contract or other matter.

(7) The Board may, and shall if the Chairman, in consultation with the Director, thinks fit, invite any person to act as adviser at any meeting of the Board, and that person, while so attending, shall have all the powers of a member except that he shall not vote on any question before the Board, and his presence at the meeting shall not count towards the constitution of a quorum.

(8) The validity of any act or proceedings of the Board shall not be affected by any vacancy among its members or by any defect in the appointment of a member thereof.

(9) The Board may from time to time make standing orders regulating its own procedure generally, and in particular providing for the regulation of —

- (a) meetings of the Board, the notice to be given thereof, the keeping of minutes and the production and inspection thereof;
- (b) the conduct of its business and other operations, in carrying out its functions;
- (c) the audit of its accounts; and
- (d) the duties of its officers, employees and agents.

7. (1) The Board may, in its discretion, appoint from among its own members, or from other suitably qualified persons, such number of committees as it considers necessary or desirable, for purposes which, in the opinion of the Board, would be better regulated and managed by means of such committees.

Committees
of Board

(2) The Board may, subject to such conditions or restrictions as it thinks fit, delegate to any such committee the exercise or performance of any of the powers, functions or duties vested in the Board, either generally or in any particular case.

(3) The Board may continue to exercise any power conferred on it, or perform any function or duty under this Act, notwithstanding any delegation of such power, function or duty under this section.

8. (1) All deeds, documents or other instruments requiring the seal of the Centre shall be sealed with the common seal in the presence of the Chairman or the Vice-Chairman, with the Director or one other member of the Board also present, and shall be signed by the Chairman or Vice-Chairman, as the case may be, and witnessed by the Director or by the other member, and every such deed, document or other instrument to which the common seal is affixed, and which is so signed and witnessed, shall be accepted for all purposes as being duly and properly signed and sealed, and that the seal is the lawful seal of the Centre.

Deeds and
documents

(2) The Board may, by instrument in writing under the common seal of the Centre, empower any person either generally or in respect of any specified matters, as attorney for the Centre, to execute deeds, documents or other instruments on its behalf in any place outside Botswana, and every deed, document or other instrument executed by such attorney on behalf of the Centre shall be binding on the Centre and have the same effect as if it were executed under the common seal of the Centre as provided in subsection (1).

(3) Any document or other instrument, or contract not required to be under seal, may be executed or entered into on behalf of the Centre by the Director, or by any member of the Board who has been so authorized by a resolution of the Board to execute that document or instrument or enter into that contract:

Provided that, if the Board thinks fit, it may by writing under the common seal of the Centre, appoint any person as its agent to execute a document or instrument or enter into a contract, outside Botswana, and any document or instrument or any contract so executed or entered into on behalf of the Centre shall have effect as if it had been duly executed or entered into as prescribed for the purpose of this subsection.

(4) Every deed, document or instrument purporting to be a deed, document or instrument executed or issued on behalf of the Centre, and to be —

- (a) sealed with the common seal of the Centre authenticated in the manner provided in subsection (1) or subsection (2); or
- (b) signed by the Director or a member of the Board in accordance with subsection (3), or by an agent duly authorized to act for that purpose, shall be deemed to be duly so executed or issued, until the contrary is shown.

(5) All decisions of the Board, on behalf of the Centre, may be signified under the hand of the Chairman, or the Director, or any member of the Board or senior officer of the Centre generally or specially authorized in that behalf by the Board.

PART IV — Officers and Employees of the Centre

Director

9. (1) The Centre shall have a Director, who shall be appointed, on a fixed term contract, by the Minister upon such terms and conditions as he may, in consultation with the Board determine.

(2) The Director shall be the chief executive officer of the Centre, responsible to the Board and, subject to such directions on matters of general policy as may be given by the Board, be charged with the direction of the business and administration of the Centre, and the organization and administrative control of all staff of the Centre.

(3) No person shall be eligible to be appointed as the Director of the Centre unless the Minister is satisfied that he possesses suitable qualifications and has the relevant experience —

- (a) in general administration and management;
- (b) in management services and/or industrial engineering;
- (c) in economic or financial accounting management; or
- (d) as a practicing professional in a recognised profession.

(4) The Director may resign from office by notice in writing to the Minister, and may be removed from office by the Minister for reasonable cause.

(5) If the Director is temporarily absent from Botswana, or temporarily incapacitated by illness, or for any other reason temporarily unable to perform his duties under this Act, the Minister may appoint another person to act in place of the Director during such period of absence, incapacity or inability.

10. (1) The Board shall, on consideration of the recommendations of the Director, and from time to time, determine the staff necessary for the proper discharge of the functions of the Centre, and the terms and conditions of employment of such staff.

Staff of
Centre

(2) The Board shall be responsible for the appointment and dismissal of all staff of the Centre, but may delegate to the Director, or any other senior officer of the Centre, the power to appoint, and dismiss such officers and employees of the Centre as it may, from time to time, determine.

PART V — *Objects of the Centre*

11. (1) The objects of the Centre shall be —

- (a) to stimulate and generate productivity consciousness in Botswana;
- (b) to promote increased productivity in all sectors of the economy;
- (c) to improve and develop standards of business management in all aspects and at all levels;
- (d) to promote and foster good labour-management relations generally and in the implementation of productivity schemes and programmes;
- (e) to promote and develop the concept of employer responsibility towards the welfare of employees;
- (f) to promote and develop labour-management joint consultation schemes and worker participation, and labour-management co-operation;
- (g) to establish links between the Centre and other productivity institutions, both in Africa and elsewhere;
- (h) to introduce suitable management practices and techniques;
- (i) to assist organizations in identifying areas where there is a deficiency in skills or where performance can be improved, and thereafter give advice on how to deal with these;
- (j) to foster equitable sharing of productivity gains among management, workers and consumers; and
- (k) to do such other things or acts as may appear necessary for or incidental to the discharge of its functions under this Act.

Objects of
Centre

12. For the attainment of its objects under section 12, the functions of the Centre shall be to —

- (a) develop and organize productivity improvement and management programmes, conferences, workshops and seminars for personnel from all sectors of the economy;
- (b) provide advisory and consultancy services for all sectors of the economy with a view to raising levels of efficiency and productivity;

Functions
of Centre

- (c) carry out productivity measurement exercises for the purpose of establishing and developing national performance standards;
- (d) carry out studies, enquiries and research in the fields of management, development and productivity in cooperation with industry, commerce and organizations with related interests;
- (e) serve as a base for collecting and disseminating information on productivity improvement and related techniques, and the publication of information in relation thereto in the form of books, periodicals, bulletins and bibliographies;
- (f) train workers' representatives and workers in measures designed to improve labour productivity, and to relate wages and productivity to competitiveness in world markets and to good industrial relations;
- (j) take steps to promote good industrial relations by the formation of joint consultative councils;
- (k) encourage and assist industrial establishments and trade unions to formulate and rationalize wage policies and wage systems;
- (i) undertake manpower and wage studies;
- (m) provide a library of books, files and other information material available to all interested parties;
- (n) provide training facilities for managerial and supervisory personnel in all relevant aspects of modern management, including general management, personnel management, management accounting, industrial engineering, achievement motivation and supervisory training; and
- (o) develop and organize management training programmes, conferences, workshops, seminars and post-employment training for all levels of management personnel from all sectors of the economy.

Powers of Board

13. The Board shall have all such powers and may perform all such duties as it may consider necessary or expedient to enable it to achieve the objects of the Centre under this Act, and without prejudice to the generality of the foregoing or to any other powers conferred by this Act, it may —

- (a) determine fees and commissions for the use of the facilities of the Centre or for services provided by the Centre;
- (b) receive donations, grants, gifts and contributions from any source and raise funds by all lawful means;
- (c) co-ordinate all information concerning productivity techniques and publish works on the subject;
- (d) organize courses in furtherance of the objects of the Centre and award certificates of proficiency to persons who attend such courses;
- (e) conduct tests of proficiency in productivity techniques;
- (f) enter into contracts, and generally regulate all transactions which the Centre may enter into; and

- (g) with the approval of the Minister, and in the name of the Centre, acquire, purchase, lease, take possession of and enjoy movable and immovable property of every description, and sell, convey, assign, surrender and yield up, mortgage, demise, transfer or otherwise dispose of any movable or immovable property vested in the Centre as it thinks fit.

PART VI — *Finance*

14. (1) The funds of the Centre shall include —
- (a) any grants received from the Government for the discharge by the Centre of its functions;
- (b) any money accruing to the Centre arising from the performance by it of its functions under this Act, including fees charged in respect of training and consultancy services, and the proceeds of sale of books and periodicals;
- (c) all donations or contributions accruing to the Centre from other organizations or persons interested in the objects of the Centre.
- (2) All monies received by the Centre shall be deposited to the credit of the Centre in a bank or banks approved by the Board.
15. (1) The Board, on behalf of the Centre, may, with the prior approval of the Minister and the Minister responsible for finance, borrow money from any source.
- (2) Notwithstanding subsection (1) the Board may borrow temporarily, by way of overdraft or otherwise, such sums as it may require for meeting the current obligations of the Centre, for the discharge of its objects and approved functions.
- (3) The Minister responsible for finance may, at the request of the Minister, and on behalf of the Government, guarantee the performance of any obligation or undertaking by the Centre under this section.
16. (1) The Board shall keep proper accounts and other records in relation to the activities of the Centre, and shall prepare or cause to be prepared in respect of each financial year a statement of accounts showing in detail the assets and liabilities, and income and expenditure of the Centre in a form which shall conform with the best accounting standards applicable to the provision of services.
- (2) The accounts of the Centre in respect of each financial year shall, within three months, or such extended time thereafter as the Minister may direct, be audited by an auditor, appointed by the Board in consultation with the Auditor General.
- (3) The report of the auditor appointed under subsection (2) in respect of the accounts for each financial year, shall, in addition to any other matter on which the auditor deems it pertinent to comment, state whether or not —

Funds of
Centre

Powers to
borrow
money

Audit of
accounts of
Centre

- (a) he has received all the information and explanations which, to the best of his knowledge and belief, were necessary for the performance of his duties as auditor;
- (b) the accounts and related records of the Centre have been properly kept in accordance with generally or internationally accepted accounting principles;
- (c) the Centre has complied with all the financial provisions of this Act with which it is the duty of the Centre to comply; and
- (d) the statement of accounts prepared by the Board was prepared on a basis consistent with that of the preceding year and represents a true and fair view of the transactions and financial affairs of the Centre.

PART VIII — *General*

Annual
report to
Minister

17. (1) The Board shall, within a period of six months after the end of the financial year or within such longer period as the Minister may approve, submit to the Minister a comprehensive report on the operations of the Centre during such year, together with the auditors' report and the audited accounts as provided for in section 19, and the Board shall cause such report to be published in such manner as the Minister may require.

(2) The Minister shall, within 30 days of receiving the Board's report, and a copy of the audited accounts, lay such report and accounts before the National Assembly.

Savings

18. No matter or thing done by any member of the Board or by any officer or employee of the Centre shall, if the matter or thing is done bona fide for the purpose of performing any duty or exercising any power under the provisions of this Act, render such person, or any person acting by his direction, personally liable to any action, claim or demand whatsoever.

Regulations

19. The Minister may, after consultation with the Board, make regulations providing for any matter which under this Act is to be provided for by regulations or otherwise relates to the administration of the Centre, or as he considers necessary or desirable for the proper conduct of the affairs of the Centre and for the better carrying out of the provisions and purposes of this Act, and without prejudice to the generality of the foregoing, such regulations may provide for —

- (a) the fees and charges that may be levied by the Board;
- (b) tests of proficiency in courses conducted by the Centre;
- (c) the management of the income and funds of the Centre; and
- (d) subscribing members.

Directions
by Minister

20. (1) The Minister may, from time to time, and after consultation with the Board, give to the Board such written directions, not inconsistent with the provisions of this Act, as he thinks fit, with regard to the exercise by the Board of any of its functions under this Act, and the Board shall give effect to any such directions.

(2) The Board shall furnish to the Minister such information in respect of the property and activities of the Centre as he may from time to time require.

21. The Centre shall not be wound up except by the authority of an Act of Parliament. Winding up
of Centre

PASSED by the National Assembly this 16th day of December, 1993.

T.G.G.G. SEELETSO,
Clerk of the National Assembly.