

**THE INFORMATION AND COMMUNICATIONS
TECHNOLOGY ASSOCIATION OF ZAMBIA ACT,
2018**

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GOVERNMENT OF ZAMBIA

ACT

No. 7 of 2018

Date of Assent: 28th July, 2018

An Act to establish the Information and Communications Technology Association of Zambia and provide for its functions; provide for the registration of information and communications technology professionals and regulate their professional conduct in the interest of the information and communications technology sector; and provide for matters connected with, or incidental to, the foregoing.

[31st July, 2018]

ENACTED by the Parliament of Zambia

Enactment

PART I

PRELIMINARY PROVISIONS

1. This Act may be cited as the Information and Communications Technology Association of Zambia Act, 2018, and shall come into operation on the date appointed by the Minister by statutory instrument.

Short title
and
commencement

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

Interpretation

“allied discipline” means a discipline determined as such by the Association;

“Association” means the Information and Communications Technology Association of Zambia established under section 3;

“Authority” has the meaning assigned to the word in the Information and Communications Technologies Act, 2009;

Act No. 15 of
2009

*Information and Communications Technology
Association of Zambia*

156 No. 7 of 2018]

- Act No. 21
of 2009
- “ Committee member ” means a committee member of the Council;
- “ computer system ” has the meaning assigned to the words in the Electronic Communications and Transactions Act, 2009;
- “ Council ” means the Executive Council of the Association constituted under section 7;
- “ financial year ” means the period of twelve months ending on 31st December in any year;
- “ hardware ” means physical parts or components that make up a computer system;
- Act No. 15
of 2009
- “ information and communications technology ” has the meaning assigned to the words in the Information and Communications Technology Act, 2009;
- “ information and communications technology consultant ” means a person offering consultancy service of any type in information and communications technology;
- “ information and communications technology professional ” means a person who possesses the knowledge, competence and skill to conduct research, plan, design, write, test, provide advice and improve information and communications technology systems, software and related concepts for specific applications and has appropriate combination of recognised qualifications and practical experience;
- “ information ” means computed results from a computer system;
- “ information analyst ” means a person responsible for analysing the information needs of a computer end user;
- “ information systems auditor ” means a person responsible for the conduct of audits information systems;
- Act No. 21 of
2009
- “ internet ” has the meaning assigned to the word in the Electronic Communications and Transactions Act, 2009;
- “ Journal ” means a periodical publication of the Association;
- “ practising certificate ” means a certificate issued under section 21 authorising a person to practice as an information technology Professional;

“ Professional Ethics and Compliance Committee ” means the Professional Ethics and Compliance Committee constituted under section 40;

“ Society ” means the computer Society of Zambia registered under the Societies Act; and

Cap 119

“ software ” means instructions stored electronically required by the computer system to perform a function or task.

PART II

THE INFORMATION AND COMMUNICATIONS TECHNOLOGY ASSOCIATION OF ZAMBIA

3. (1) The Computer Society of Zambia registered under the Societies Act, shall continue to exist as if established under this Act and is for purposes of this Act renamed the Information and Communications Technology Association of Zambia.

Continuation
and
renaming of
Computer
Society of
Zambia
Cap. 119

(2) The Association which shall be a body corporate with perpetual succession and a common seal, capable of suing and being sued in its corporate name with power, subject to the provisions of this Act, to do all acts and things that a body corporate may, by law, do or perform.

(3) The provisions of the First Schedule apply to the Association.

4. (1) The functions of the Association are to do all such acts and things as are necessary to foster the advancement of the information and communications technology profession.

Functions of
Association

(2) Without prejudice to the generality of subsection (1) the Association shall—

(a) regulate and govern the conduct of its members in the practice of their business and profession;

(b) maintain appropriate practice standard among information and communication technology professionals that are consistent with the principle of self regulation and the public interest;

(c) represent, coordinate and develop the information and communications technology profession and promote its interests;

- (d) develop, promote, maintain and improve appropriate standards of qualification in the information and communications technology profession;
 - (e) promote the integrity and enhance the status of the information and communications technology profession including the declaration of any particular business practice to be undesirable for all or a particular category of information and communications technology ;
 - (f) develop, promote and enforce internationally comparable practice standards in Zambia;
 - (g) participate in the activities of bodies whose main purpose is the development and setting of practice standards;
 - (h) encourage and finance research into any matter affecting the information and communications technology profession;
 - (i) protect and assist the public in all matters relating to the practice of information and communications technology; and
 - (j) do all such things connected with, or incidental to, the foregoing.
- (3) The Association may—
- (a) determine and levy fees payable by professional bodies and the information and communications technology professionals that the Association considers necessary to finance its activities under this Act;
 - (b) determine the fees payable for an inspection and review conducted for the purposes of this Act;
 - (c) fix fees for professional services, as prescribed;
 - (d) determine fees for the accreditation of local and foreign Associations; and
 - (e) determine what portion of any fee is payable in respect of any part of a year and the date on which the fee or portion thereof is payable.

Association
Constitution

5. (1) The Association shall, by a vote of at least two thirds of the members voting at a general meeting of the Association, adopt a constitution of the Association and may, in like manner, amend it.

(2) The constitution adopted under subsection (1) shall, subject to the other provisions of this Act, regulate the conduct of the affairs of the Association.

(3) Subject to subsection (2), the constitution shall provide for the following matters:

- (a) the classes of membership and their rights, privileges and obligations;
- (b) the election, qualifications and tenure of the President, Vice-President, National Secretary, National Treasurer of the Association and any other elective office;
- (c) the composition, functions, powers and procedures of the committees of the Association except the professional Ethics and Compliance Committee;
- (d) the establishment, powers and functions of the branches of the Association; and
- (e) the meetings of the Association, including the delivery and sufficiency of notices of the meetings, the quorum, voting, adjournments and other matters of procedure or conduct of the meetings.

6. The President and Vice-President of the Association shall be elected in accordance with the provisions of the constitution of the Association.

President and
Vice-
President of
Association

PART III

EXECUTIVE COUNCIL OF THE ASSOCIATION

7. (1) There is constituted an Executive Council of the Association which is responsible for the management and control of the affairs of the Association.

Constitution
of Council

(2) The Council consists of—

- (a) the President;
- (b) the Vice-President;
- (c) the National Secretary;
- (d) the National Treasurer;
- (e) the chairperson of each region;
- (f) the chairperson of each committee of the council; and
- (g) two elected committee members.

- (3) The provisions of the First Schedule apply to the Council.
- Functions of Council **8.** The functions of the Council are to—
- (a) manage and control all the affairs of the Association;
 - (b) maintain a register of members of the Association and the categories of membership applicable to those members;
 - (c) promote an understanding of professional ethics amongst the information and communications technology professionals;
 - (d) approve the annual budget and plans of the Association;
 - (e) approve the policy and strategic plan of the Association;
 - (f) oversee the implementation and successful operation of the policy and functions of the Association; and
 - (g) do all such things and acts as the Association or the Council may do under this Act.
- Registrar **9.** (1) The Council shall appoint a Registrar of the Council on terms and conditions that the Council may determine.
- (2) The Registrar shall be the chief executive officer of the Council and shall be responsible, under the direction of the Board, for the day-to-day administration of the Council.
- (3) The Registrar shall attend the meetings of the Board and may address those meetings, but shall not vote on any matter before the Board.
- (4) The Council may appoint, on terms and conditions that it may determine, the Deputy Registrar, the Secretary and other staff that it considers necessary for the performance of the functions of the Council and the Board.
- Committees **10.** (1) The Council may, for the purposes of performing its functions under this Act, constitute such number of committees and delegate to the committees those functions of the Council that it considers necessary.

(2) The Council may appoint as members of a committee constituted under subsection (1), persons who are, or are not, members of the Council and such persons shall hold office for a period that the Council may determine.

(3) Subject to any specific or general direction of the Council, a committee constituted under this section may regulate its own procedure.

PART IV

MEMBERSHIP REGISTRATION BOARD

11. (1) There is established the Membership Registration Board of the Council.

Membership
Registration
Board

(2) The Minister may, on recommendation of the Council, by statutory instrument, make regulations to provide for the membership, tenure of office, procedure of meetings and quorum of the Board.

(3) The Board may, for purposes of performing its functions under this Act, establish such other committees as the Board may determine and may delegate to the committees any of its functions as it considers necessary.

(4) Subject to any specific or general direction of the Board, a committee established under this section may regulate its own procedure.

12. Except as otherwise provided in this Act, the functions of the Board are to perform all the registration functions of the Association.

Functions of
Board

13. (1) The Board shall prepare and maintain a register of information and communications technology professionals.

Registration
of
information
and
communica-
tions
technology
professionals

(2) The register referred to in subsection (1) shall contain information relating to the registered members as may be prescribed.

(3) A person may be registered as a practicing information and communications technology professional if that person—

(a) is a fellow, full member or associate of the Association or any other class as determined by the Association;

(b) is resident or has an established office or appointment in Zambia as an information and communications technology professional; and

(c) pays a prescribed application fee.

(4) A person who applies for registration as an information and communications technology professional shall submit documents as required by the Council to support that person's registration.

PART V

MEMBERSHIP, REGISTRATION AND PRACTISING CERTIFICATE

Classes of membership

14. (1) There shall be such classes of membership as shall be provided for in the constitution of the Association.

(2) Each class of membership shall have such rights, privileges and obligations as may be provided for in the constitution of the Association.

(3) A person may apply to the Association for registration as a member in accordance with the provisions of the constitution of the Association.

(4) A statutory corporation, a company, an association or other body, division, government department or section which is directly engaged in information and communications technology activities or is professionally interested in information and communications technology or an allied discipline in Zambia may, on application to the Association be admitted as a corporate member on such terms and conditions as the Association may specify.

Recognition of foreign qualifications

15. The Minister may, on the recommendation of the Association, by statutory instrument, recognise any local and foreign qualifications accredited by the Zambia Qualification Authority for purposes of registration under this Act.

Certificate of registration

16. (1) The Association shall issue a registered information and communications technology professional with a certificate of registration showing the information and communications technology professional class of membership.

(2) A certificate of registration shall remain the property of the Association.

Membership fees

17. The Council may determine different fees for different classes of membership.

18. (1) An information and communications technology professional may be expelled or suspended from the Association by a special resolution of the Council on the recommendation of the Professional Ethics and Compliance Committee, where—

Suspension
or expulsion
of
information
and
communica-
tions
technology
professionals

- (a) the Association has reasonable grounds to believe that the registration was obtained through fraud, misrepresentation or concealment of any material fact;
- (b) an information and communications technology professional is found guilty of professional misconduct under this Act or the Code of Conduct;
- (c) an information and communications technology professional is convicted of an offence involving dishonesty; or
- (d) the circumstances have arisen disqualifying the person from continuing as an information and communications technology professional.

(2) The Association shall, before suspending or expelling the member under subsection (1), give the member an opportunity to be heard.

(3) A person that has been expelled from membership of the Association shall not be readmitted without the authority of a special resolution of the Council.

19. (1) An information communications technology professional registered under this Act, shall use the following titles and abbreviations:

Titles for
registered
information
and
communica-
tions
technology
professionals

<i>Title</i>	<i>Abbreviation</i>
Fellow	FLICTAZ
Full Member	FMICTAZ
Associate	ASICTAZ
Affiliate	AFICTAZ
Licentiate	LCICTAZ
Student	STICTAZ
Corporate	CMICTAZ

(2) A person shall not use a title or abbreviation under subsection (1) unless that person is registered in accordance with this Act.

(3) A person who contravenes subsection (2) commits an offence, and is liable, on conviction, to a fine not exceeding eight hundred thousand penalty units or to imprisonment for a period not exceeding eight years or to both.

Holding out

20. (1) A person shall not practice as an information and communications technology professional, unless that person holds a practising certificate issued by the Board under this Act.

(2) A person shall not impersonate or use the title of a registered information and communications technology professional while not registered to practice as such under this Act.

(3) A person shall not employ or engage any person who does not hold a practising certificate.

(4) A person shall not operate, either on that person's own behalf or on behalf of another person, an information and communications technology business that does not have a registered member with a valid practising certificate in its employment.

(5) A person who contravenes this section commits an offence and is liable, on conviction, to a fine not exceeding seven hundred thousand penalty units or to imprisonment for a term not exceeding seven years, or to both.

(6) For the purposes of subsection (4), "practice" means the provision of a service for remuneration—

(a) to the entity that provides an information and communications technology service to the public; or

(b) in relation to a system infrastructure that is part of a network.

Application
for practising
certificate

21. (1) An information and communications technology professional shall apply to the Board for a practising certificate in the prescribed manner and form upon payment of the prescribed fee.

(2) The Board shall, on receipt of an application under subsection (1), and where the application meets such requirements as may be prescribed, issue the applicant with a practising certificate.

(3) The Board shall register an applicant as a practising information and communications technology professional where the Board is satisfied that—

(a) the applicant is of good character and good professional standing; and

(b) meets such other requirements as the Association may determine.

(4) The Board may register a person as a practising information and communications technology professional under this Act if the person is not a citizen of Zambia or is not practising or working as an information and communications technology professional in Zambia prior to the application if that person—

(a) is engaged to work as an information and communications technology professional in Zambia under an international agreement entered into by the Republic; or

(b) undertakes such number of courses as the Board may determine.

(5) A practising certificate issued under subsection (1) shall take effect on the day it is issued and shall continue in force until the 31st December in each year.

(6) A certificate issued under this Part shall contain such terms and conditions as the Board may determine.

(7) A practising certificate shall be renewed annually upon the payment of the prescribed fees and shall be displayed at the place of practice.

22. (1) A person shall not set up a practice as an information and communications technology professional, unless that person holds a practising certificate issued by the Association under this Act.

Prohibition of establishment of practice without certificate

(2) A person who contravenes subsection (1) commits an offence and is liable, upon conviction, to a fine not exceeding five hundred thousand penalty units or to imprisonment for a term not exceeding five years, or to both.

23. A holder of a practising certificate shall display the practising certificate, in a conspicuous place at the place of practice.

Display of certificate

24. (1) A practising certificate shall be renewed annually in the prescribed manner and form upon payment of the prescribed fee.

Renewal of certificate

(2) A practising certificate that is not renewed in accordance with subsection (1) is invalid.

(3) An information and communications technology professional who practises during any period in which the information and communications technology practising certificate is invalid commits an offence and is liable, on conviction, to a fine not exceeding five hundred thousand penalty units or to imprisonment for a term not exceeding five years, or to both.

Cancellation
of practising
certificate

25. (1) The Board shall cancel a practising certificate if the holder—

- (a) is found guilty of any professional misconduct;
- (b) is convicted of an offence involving dishonesty;
- (c) is mentally or physically incapable of practising;
- (d) is an undischarged bankrupt;
- (e) obtained the certificate through fraud, misrepresentation or concealment of a material fact; or
- (f) commits an offence under this Act.

(2) Where the registration of any person is cancelled under this Part, the practising certificate held by that person shall become void.

(3) The Board shall before cancellation of a practising certificate under subsection (1) give an information and communications technology professional thirty days notice of the intention to cancel and require the information and communications technology professional opportunity to show cause why the information and communications technology professional's practising certificate should not be cancelled.

(4) The cancellation of a practising certificate under subsection (1) shall be published in newspaper of daily circulation, *Journal and Gazette*.

(5) The Board may, before cancelling the practising certificate suspend the information and communications technology professional for such period and on such terms and conditions as the Association may determine.

Registration
of firms

Act No. 16
of 2011

26. (1) A person who registers a firm of information and communications technology under the Registration of Business Names Act, 2011 shall register the firm with the Association in the prescribed manner and form upon payment of the prescribed fee.

(2) The Association shall register a firm of information and communications technology by entering in the Register in Zambia, the name of the firm as registered under the Registration of Business Names Act, 2011 together with the name of each partner of the firm and any other information as may be prescribed.

Act No. 16
of 2011

(3) A firm of information and communications technology shall notify the Board of any change in its name, composition, address or other information as may be prescribed, not later than thirty days after the date on which such change takes place.

(4) A firm of information and communications technology shall furnish the following information to a client or a prospective client:

- (a) the firm's name or title under which the information and communications technology professional practices;
- (b) the place or places of business of the firm in which the information and communications technology professional is in practice as a partner or employer;
- (c) the full names of all the registered partners; and
- (d) the information and communications technology professional's nationality, first names or initials, surname and ordinary residential address.

(5) A firm registered under this section shall obtain professional insurance, in the prescribed manner, to cover any liability which may be incurred as a result of the negligence or recklessness in the conduct of the practice by the partners of the firm.

(6) Where a firm obtains professional insurance in accordance with subsection (5), the liability of the partners shall be limited to the extent prescribed.

27. The Association shall register students of information and communications technology in accordance with the provisions of the constitution of the Association.

Registration
of
information
and
communica-
tions
technology
students

28. (1) The Registrar shall maintain a register of all persons registered under this Act in which the Registrar shall enter details relating to—

Registers

- (a) information and communications technology professionals;

- (b) the holders of practising certificates and persons whose certificates have been cancelled;
- (c) the applications rejected and the reasons for the rejection; and
- (d) any other information that the Association may determine.

(2) The Register shall be kept in the custody of the Registrar at the offices of the Association and shall be open for inspection by members of the public during normal office hours upon payment of such fee as the Board may determine.

(3) The Registrar may, upon application by any person, issue to the person a certified extract from the Register of a copy of a certificate of registration or practising certificate, upon payment of such fee as the Board may determine.

Removal and
restoration
of name on
Register

29. (1) The Minister may, on the recommendation of the Board, make regulations prescribing the circumstances and manner in which an information and communications technology professional—

- (a) may be removed from the register; and
- (b) who is removed from the register, may be restored on the register and the fee to be paid for the restoration.

(2) Subject to subsection(1), an information and communications technology professional who is removed from the register ceases to be registered as an information and communications technology professional.

(3) The Board may, where a holder of a practising certificate does not intend to practice for a specified period of time, maintain the name of the holder of the practising certificate on the register, in a non-practising category, for that period of time.

Disqualification

30. A person shall not qualify for registration as a practising information and communications technology professional under this Act or as a member under the constitution of the Association, if that person has been—

- (a) convicted of an offence involving dishonesty in the execution of that person's duties as an information and communications technology professional;

- (b) declared to be mentally and physically incapable of practising; or
- (c) found by the Professional Ethics and Compliance Committee established under section 36 to be guilty of professional misconduct.

31. (1) A person commits an offence who—

- (a) makes or causes to be made, an unauthorised entry, alteration or erasure in the Registers, certificate of registration, practising certificate or in any copy thereof; or
- (b) procures or attempts to procure for that person or any other person a practising certificate, or registration of any matter by means of fraud, misrepresentation or concealment of any material fact.

Offences regarding information and communications technology professionals

(2) A person under subsection (1) is liable, on conviction, to a fine not exceeding one hundred thousand penalty units or to imprisonment for a term not exceeding ten years, or to both.

32. An information and communications technology professional shall practice in accordance with the information and communications technology standards determined by the Association and such agreed procedures as the client contract may specify and such fact shall be disclosed in the audit report.

Information and communications technology standards

33. Where a certificate of registration has been cancelled or suspended, the holder of the certificate of registration may, subject to such terms and conditions as the Council may determine, apply for re-registration.

Re-registration

34. (1) A person whose certificate of registration is destroyed or lost may apply to the Registrar for a duplicate certificate in the prescribed manner and form on payment of the prescribed fee.

Duplicate certificate of registration

(2) The Registrar may, on receipt of an application under subsection (1), issue a duplicate certificate of registration to the applicant.

35. A holder of a practising certificate shall for professional services rendered, charge such fees as the Minister may prescribe, by statutory instrument, on the recommendation of the Council.

Fees for information and communications technology professional services

- Exemption **36.** (1) The Council may in consultation with the Minister, exempt a person or class of persons from the provisions of this Part.
- (2) The exemption under subsection (1) shall be in writing and shall contain such conditions as shall be considered necessary by the Council and such exemption shall only apply to holders of appointment as information and communications technology professional.

**PART VI
REGIONS AND BRANCHES**

- Regions **37.** (1) There shall be established such number of Regions of the Association as the Council may approve, according to the number of members in a particular geographical area.
- (2) Subject to the general directions of the Council, a Region may regulate its own procedures.
- (3) The management and control of a region shall be vested in a committee elected in accordance with the Association's constitution and the chairperson of the committee shall have such qualifications as the Association may specify.
- Branches **38.** (1) There shall be as many branches of the Association as the Council may approve according to the number of members in a particular geographical area.
- (2) Subject to the general directions of the Council and regional committee, a branch may regulate its own procedures.
- (3) The management and control of each branch shall be vested in a committee elected by that branch and the chairperson of a committee shall have such qualifications as shall be specified by the Association.
- (4) A committee of a branch shall be responsible for all matters affecting the branch including the receipt and expenditure of monies relating to its activities other than membership subscriptions.
- (5) A branch may be dissolved by the region with the prior approval of the Council.

PART VII

PROFESSIONAL ETHICS AND COMPLIANCE COMMITTEE

39. The Council shall adopt and publish a Code of Ethics for information and communications technology professionals regulated under this Act.

Code of
Ethics

40. (1) There shall be a Professional Ethics and Compliance Committee of the Executive Council comprising the following members:

Professional
Ethics and
Compliance
Committee

(a) a Chairperson,

(b) a Vice-Chairperson; and

(c) four information and communications technology professionals in practice for not less than ten years, one member of which shall be from the public practice and one from the corporate membership elected by the members at the annual general meeting of the Association.

(2) The Chairperson and Vice-Chairperson shall be elected by the members of the Professional Ethics and Compliance Committee from among themselves.

(3) A person shall not be appointed as a member of the Professional Ethics and Compliance Committee if the person—

(a) has committed or been convicted of any professional misconduct;

(b) is in lawful custody or the person's freedom of movement is restricted under any law in force within or outside Zambia;

(c) has not been on the Register for at least ten years preceding the election or appointment; or

(d) has been convicted of an offence involving dishonesty.

(4) A member of the Professional Ethics and Compliance Committee shall hold office for three years and may be re-elected for a further term of three years.

(5) A member of the Professional Ethics and Compliance Committee shall not serve for more than two terms.

(6) The Chairperson, or in the absence of the Chairperson, the Vice-Chairperson, shall preside at every meeting and every sitting of the Professional Ethics and Compliance Committee.

Initiation of disciplinary action

41. (1) A person may lodge a complaint with the Professional Ethics and Compliance Committee against an information and communications technology professional where the person alleges that the information and communications technology professional has contravened the Code of Ethics or any provision of this Act.

(2) The Association may initiate disciplinary action under this section where the Association has reasonable grounds to believe that an information and communications technology professional has contravened the Code of Ethics or any provision of this Act.

(3) A complaint or allegation shall be made to the Secretary in the prescribed manner and form.

Functions of Professional Ethics and Compliance Committee

42. (1) The functions of the Professional Ethics and Compliance Committee are to hear and determine—

(a) any disciplinary action initiated by the Association against an information and communications technology professional who has contravened any provision of the Code of Ethics or any provision of this Act; or

(b) any complaint or allegation made by any person against an information and communications technology professional.

(2) The Professional Ethics and Compliance Committee may publicise, as the Committee may consider appropriate, the facts relating to any information and communications technology professional or a Member who is found guilty of and punished for professional misconduct.

Proceedings of Professional Ethics and Compliance Committee

43. (1) Four members of the Professional Ethics and Compliance Committee shall form a quorum.

(2) Any question at a sitting of the Professional Ethics and Compliance Committee shall be decided by a majority of the votes of the members of the Professional Ethics and Compliance Committee at the meeting and in the event of an equality of votes, the person presiding at the meeting shall have a casting vote in addition to that person's deliberative vote.

(3) All proceedings of the Professional Ethics and Compliance Committee shall be in camera.

(4) The Professional Ethics and Compliance Committee shall cause to be kept a record of its proceedings.

(5) A party to a hearing of the Professional Ethics and Compliance Committee may be represented by a legal practitioner or, if the party so elects, by any other person or in person.

(6) A decision of the Professional Ethics and Compliance Committee shall be in the form of a reasoned judgment and a copy thereof shall be supplied to each party to the proceedings and to every person affected by the decision.

(7) If a person is present at a meeting of the Professional Ethics and Compliance Committee at which any matter is the subject of consideration, and in which matter the person or that person's spouse is directly or indirectly interested in a private capacity, that person shall, as soon as is practicable after the commencement of the meeting disclose the interest and shall not, unless the Professional Ethics and Compliance Committee otherwise directs, take part in any consideration or discussion of, or vote on any question relating to that matter.

(8) A disclosure of interest made under this section shall be recorded in the minutes of the meeting at which it is made.

44. An information and communications technology professional commits professional misconduct if the information and communications technology professional—

Professional
misconduct

(a) contravenes the provisions of this Act;

(b) certifies and submits in the information and communication technology professional's name or in the names of the information and communications technology professional's firm a report, document, software, hardware, statement or related records which have not been made by a certified information and communications technology professional;

- (c) permits the information and communications technology professional's name or the name of the information and communications technology professional's firm to be used in connection with technical specifications, designs or financial calculations contingent on future transactions in a manner which may lead people to reasonably infer that the information and communications technology professional certified the correctness of such information;
- (d) in a report in which an information and communications technology professional's client has interest, fails to disclose or knowingly conceals from such client misstatements of facts known to the information and communications technology professional and the disclosure of which is necessary in order that the report does not mislead the client; or
- (e) gives an opinion in a professional capacity without obtaining sufficient information thereof.

Powers of
Professional
Ethics and
Compliance
Committee

45. (1) The Professional Ethics and Compliance Committee may for the purposes of any hearing hear and receive evidence and may, under the hand of the Chairperson or the Secretary summon witnesses and require the production of any book, record, document, electronic record or anything required for the purposes of the proceeding and may through the Chairperson or Vice-Chairperson administer an oath to any witness.

(2) A person summoned to attend before the Professional Ethics and Compliance Committee who, without sufficient cause—

- (a) having attended, refuses to be sworn or to affirm;
- (b) refuses, without lawful excuse, to answer fully and satisfactorily to the best of that persons knowledge and belief, any question lawfully put to that person; or
- (c) refuses to produce any book, record, document, electronic record or thing which that person has been required by summons to produce;

commits an offence and is liable, on conviction, for every such refusal or failure, to a fine not exceeding twenty thousand penalty units.

(3) A person shall not be compelled to answer any question or produce any book, record, document or electronic record which that person would not be compelled to answer or produce on the trial of an action in the High Court.

(4) A hearing before the Professional Ethics and Compliance Committee shall, for all purposes, and in particular for the purposes of Chapter XI of the Penal Code, be deemed to be a judicial proceeding.

Cap. 87

(5) Where the Professional Ethics and Compliance Committee, after due inquiry, finds an information and communications technology professional or a Member guilty of professional misconduct, it may impose one or more of the following penalties:

- (a) order the cancellation of the information and communications technology professional or Member's practising certificate, and certificate of registration respectively;
- (b) censure the information and communications technology professional or Member;
- (c) caution the information and communications technology professional or Member;
- (d) impose a fine, not exceeding one hundred thousand penalty units to be paid to the Association;
- (e) order the information and communications technology professional or Member to pay to the Association or to any other party to the hearing any costs of or incidental to the proceedings;
- (f) order the information and communications technology professional or Member to pay any party to the hearing or other person, as restitution, the amount of loss caused by that person's negligence; or
- (g) impose any reasonable conditions for the suspension, for a period not exceeding one year, of the information and communications technology professional's membership, certificate of registration, practising certificate or a non-audit practising certificate.

(6) In any hearing before the Professional Ethics and Compliance Committee, any finding of fact which is shown to have been made by any court in Zambia shall be conclusive evidence of the fact so found.

(7) The Professional Ethics and Compliance Committee shall, where it has reasonable cause to believe that an information and communications technology professional is, or has become mentally unsound to the extent that the continued practising by the information and communications technology professional is prejudicial to the public interest, refer the matter for determination by a medical practitioner.

(8) The Professional Ethics and Compliance Committee shall, where a medical practitioner determines that an information and communications technology professional is of unsound mind, suspend the practising certificate of the information and communications technology professional.

(9) Where the Professional Ethics and Compliance Committee, after due inquiry, finds an information and communications technology professional or Member not guilty of professional misconduct, it shall record a finding that the information and communications technology professional is not guilty of such professional misconduct in respect to matters to which the charge relates.

(10) The Professional Ethics and Compliance Committee may, for the purpose of any proceedings use such assessors or experts as the Professional Ethics and Compliance Committee may determine.

Reports by
Professional
Ethics and
Compliance
Committee

46. The Professional Ethics and Compliance Committee shall, as soon as practicable after the completion of each hearing, submit to the Association a report of the proceedings together with a copy of the record.

Appeals

47. (1) A person aggrieved by a decision of the Board may appeal to the Minister within thirty days.

(2) A person aggrieved by a decision of the Professional Ethics and Compliance Committee may appeal to the High Court.

(3) The Association shall be the respondent on any appeal under this section.

(4) A decision of the Professional Ethics and Compliance Committee under this Part shall not take effect until the expiration of the time for lodging an appeal against the decision or, if an appeal is lodged, until the time the appeal is disposed of, withdrawn or struck out for want of prosecution, as the case may be.

(5) The proceedings of the Professional Ethics and Compliance Committee shall not be set aside by reason only of some irregularity in those proceedings if such irregularity did not occasion a substantial miscarriage of justice.

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- 48.** The Chief Justice may, by statutory instrument, make rules regulating procedures of the Professional Ethics and Compliance Committee and appeals to the High Court under this Part. Rules by Chief Justice
- 49.** (1) The Chief Justice may, by statutory instrument, on the recommendation of the Association, make rules relating to— Rules relating to disciplinary proceedings
- (a) the form for lodging of complaints under this Part;
 - (b) the mode of summoning the Members;
 - (c) the form and manner of service of a summons requiring the attendance of a witness before the Professional Ethics and Compliance Committee and the production of any book, record, document, electronic record or thing;
 - (d) the procedure to be followed and rules of evidence to be observed in proceedings before the Professional Ethics and Compliance Committee; and
 - (e) the functions of the assessor or expert to the Professional Ethics and Compliance Committee.
- (2) Rules made under this section may, in particular, provide—
- (a) that before any matters are referred to the Professional Ethics and Compliance Committee they shall, in such manner as may be provided by the rules, have been brought before and investigated by the Association in this respect;
 - (b) for securing notices for the proceedings and specifying the time and manner of the proceedings; and
 - (c) for securing that any party to the proceedings shall, if that person requires, be entitled to be heard by the Professional Ethics and Compliance Committee.

PART VIII

GENERAL PROVISIONS

- 50.** A person registered under this Act shall notify the Registrar of any change in the particulars relating to the registration, within seven days of the change. Change in particulars
- 51.** A certificate issued under this Part shall not be transferred to a third party. Prohibition of transfer of certificate
- 52.** (1) The Council or a court of competent jurisdiction shall have jurisdiction over an information and communications technology professional for any act committed outside Zambia which, if it had been committed in Zambia, would have been an offence or professional misconduct under this Act. Jurisdiction over acts committed outside Zambia

(2) Any proceedings against an information and communications technology professional under this section which would be a bar to subsequent proceedings against the information and communications technology professional for the same offence, if the offence had been committed in Zambia, shall be a bar to further proceedings against the information and communications technology professional under any written law relating to the extradition of persons, in respect of the same offence outside Zambia.

Cap. 98 (3) The Mutual Legal Assistance in Criminal Matters Act shall apply to proceedings under this Act.

Offences by principal officer or shareholder of body corporate or unincorporate body **53.** Where an offence under this Act is committed by a body corporate or unincorporate body, and the director, manager or shareholder of that body is suspected to have committed the offence and is charged of that offence, that director, manager or shareholder of the body corporate or unincorporate body is liable, on conviction, to the penalty specified for the offence, unless the director, manager or shareholder proves to the satisfaction of the court that the act constituting the offence was done without the knowledge, consent or connivance of the director, manager or shareholder or that the director, manager or shareholder took reasonable steps to prevent the commission of the offence.

General penalty **54.** A person who contravenes a provision of this Act for which a specific penalty is not provided, is liable, on conviction, to a fine not exceeding two hundred thousand penalty units or to a term of imprisonment not exceeding two years, or to both.

Guidelines **55.** (1) The Council may, in the exercise of its functions under this Act, issue such guidelines as are necessary for the better carrying out of the provisions of this Act.

(2) The Council shall publish the guidelines, referred to in subsection (1), in the Gazette and a daily newspaper of general circulation in Zambia, and the guidelines shall not take effect until they are so published.

(3) The guidelines issued by the Council shall bind all persons regulated under this Act.

Regulations **56.** The Minister may, by statutory instrument, on the recommendation of the Council, make regulations for the better carrying out of the provisions of this Act.

Savings and transitional provisions **57.** The Second Schedule applies to transitional arrangements relating to the Association.

FIRST SCHEDULE
(Sections 3(3) and 7(3))

PART I

ADMINISTRATION OF ASSOCIATION

1. (1) The seal of the Association shall be such device as may be determined by the Council and shall be kept by the National Secretary.

Seal of
Association

(2) The affixing of the seal shall be authenticated by the President or the Vice-President and the National Secretary, or any other person authorised in that behalf by a resolution of the Board.

(3) A contract or instrument which, if entered into or executed by a person not being a body corporate, would not require to be under seal may be entered into or executed without seal on behalf of the Association by the National Secretary or any other person generally or specifically authorised in that behalf by the Association.

(4) Any document purporting to be under the seal of the Association or issued on behalf of the Association shall be received in evidence and shall be deemed to be so executed or issued, as the case may be, without further proof, unless the contrary is proved.

2. (1) Subject to the other provisions of this Act, the Council may regulate its own procedure.

Proceedings
of Council

(2) The Council shall meet for the transaction of business at least once in every three months at such places and times as the Council may determine.

(3) Upon giving notice of not less than fourteen days, a meeting of the Council may be called by the President and shall be called if not less than one third of the members so request in writing.

(4) The President may, if the urgency of a particular matter does not permit the giving of notice, call a special meeting upon giving a shorter notice.

(5) Half of the members of the Council shall form a quorum.

(6) There shall preside at a meeting of the Council—

(a) the President;

(b) in the absence of the President, the Vice-President; or

(c) in the absence of the President and the Vice-President, a member of the Council as the members present may elect from amongst themselves for the purpose of that meeting.

(7) A decision of the Council on any question shall be by a majority of the members present and voting at the meeting and, in the event of an equality of votes, the person presiding at the meeting shall have, in addition to a deliberative vote, a casting vote.

(8) Where a member is for any reason unable to attend a meeting of the Council, the member may, in writing, nominate another person from the same organisation to attend the meeting in that member's stead and such person shall be deemed to be a member for the purpose of that meeting.

(9) The Council may invite any person whose presence, in its opinion, is desirable to attend and participate in the deliberations of a meeting of the Council, but that person shall have no vote.

(10) The validity of any proceeding, act or decision of the Council shall not be affected by any vacancy in the membership of the Council or any defect in the appointment of any member or by reason that any person not entitled to do so, took part in the proceedings.

(11) The Council shall cause minutes to be kept of the proceedings of every meeting of the Council and any committee established by the Council.

Committees **3.** (1) The Council may, for the purpose of performing its Committees functions under this Act, constitute a committee and delegate to the committee such functions of the Council as it considers necessary.

(2) The Council may appoint as members of a committee constituted under subparagraph (1), persons who are, or are not, members of the Council and such persons shall hold office for such period as the Council may determine.

(3) Subject to any specific or general direction of the Council, any committee constituted under this paragraph may regulate its own procedure.

Allowances **4.** A member of the Council, or any committee thereof, shall be paid such allowances as the Council may determine.

Disclosure of interest **5.** (1) If any person is present at a meeting of the Council, or a committee of the Council, at which any matter, in which that person or any member of the person's immediate family is directly or indirectly interested in a private capacity, is the subject of consideration, that person shall, as soon as practicable after the commencement of the meeting, disclose that interest and shall not, unless the Council or the committee otherwise directs, take part in any consideration or discussion of, or vote on any question relating to that matter.

(2) A disclosure of interest made under this paragraph shall be recorded in the minutes of the meeting at which the disclosure is made.

6. (1) A person shall not, without the consent in writing given by or on behalf of the Council, publish or disclose to any unauthorised person, otherwise than in the course of that person's duties, the contents of any document, communication or information whatsoever, which relates to, and which has come to that person's knowledge in the course of that person's duties under this Act.

Prohibition of publication of, or disclosure of information to unauthorised persons

(2) A person who contravenes subparagraph (1) commits an offence and is liable, on conviction, to a fine not exceeding two hundred thousand penalty units or to imprisonment for a term not exceeding two years, or to both.

(3) A person who, having information which to the knowledge of that person has been published or disclosed in contravention of subparagraph (1), unlawfully publishes or communicates the information to any other person, commits an offence and is liable, on conviction, to a fine not exceeding two hundred thousand penalty units or to imprisonment for a period not exceeding two years, or to both.

7. An action or other proceeding shall not lie or be continued against a member of the Council or a committee of the Council, or a member of staff of the Council, for or in respect of any act or thing done or omitted to be done in good faith in the exercise or performance, or purported exercise or performance, of any of the powers, functions or duties conferred under this Act.

Immunity of member and staff

PART II FINANCIAL PROVISIONS

8. (1) The funds of the Association shall consist of such monies as may—

Funds of Association

(a) be paid to the Association by way of fees, grants or donations; and

(b) otherwise vest in or accrue to the Association.

(2) The Association may—

(a) accept monies by way of grants or donations from any source in Zambia and, subject to the approval of the Minister, from any source outside Zambia;

(b) raise by way of loans or otherwise, such monies as it may require for the discharge of its functions; and

(c) charge and collect fees in respect of programmes, workshops and seminars conducted by the Association.

- (3) There shall be paid from the funds of the Association—
- (a) the salaries, allowances and loans of the staff of the Association;
 - (b) such reasonable travelling and other allowances for Members of the Council or any committee when engaged on the business of the Association at such rates as the Council may, with the approval of the Minister, determine; and
 - (c) any other expenses incurred by the Association in the performance of its functions.

Investment
of funds

9. The Association may invest in such manner as it considers necessary any of its funds which it does not immediately require for the performance of its functions.

Financial
year

10. The financial year of the Association shall be a period of twelve months ending on 31st December in each year.

Accounts

11. (1) The Association shall cause to be kept proper books of account and other records relating to its accounts.

(2) The accounts of the Association shall be audited annually by independent auditors appointed by the Council.

(3) The fees of the auditors shall be paid by the Association.

Annual
report

12. (1) As soon as is practicable, but not later than three months after the financial year, the Council shall submit to the Minister a report concerning the activities of the Association during such financial year.

(2) The report referred to in subparagraph (1) shall include information on the financial affairs of the Association and there shall be appended thereto—

(a) an audited balance sheet;

(b) an audited statement of income and expenditure; and

(c) such other information regarding activities undertaken during the year, as the Minister may require.

(3) The Minister shall, not later than thirty days after the first sitting of the National Assembly next after the receipt of the report referred to in subparagraph (1), lay it before the National Assembly.

SECOND SCHEDULE
(Section 57)

SAVINGS AND TRANSITIONAL PROVISIONS

1. In this Schedule “ Society ” means the Computer Society of Zambia registered under the Societies Act. Definition
Cap. 119
2. (1) For the avoidance of doubt, a person who, before the commencement of this Act, was an employee of the Society, shall be an employee of the Association as if employed under this Act. Staff of
Association
- (2) The service of the persons referred to in subparagraph (1) shall be treated as continuous service.
- (3) Nothing in this Act, affects the rights and liabilities of any employee employed by the Society before the commencement of this Act.
3. (1) On or after the appointed date, there shall be transferred to, vest in and subsist against the Association by virtue of this Act and without further assurance, all assets, rights and obligations which immediately before that date were the assets, rights, liabilities and obligations of the Society. Transfer of
assets and
liabilities
- (2) Subject to subparagraph (1), every deed, bond and agreement, other than an agreement for personnel service, to which the Society, was a party immediately before the commencement of this Act, whether or not of such a nature that rights, liabilities and obligations could be assigned, shall unless its subject matter or terms make it impossible that it should have effect as modified, as provided under this paragraph, have effect as if—
- (a) the Association, had been party to it;
- (b) for any reference to the Society there was substituted, with respect to anything falling to be done on or after the appointed date, a reference to the Association; or
- (c) for any reference to any officer of the Society not being a party to it and beneficially interested, there were substituted, as respects anything falling to be done on or after the appointed date, a reference to such officer of the Association, as the Association shall designate.

(3) Where under this Act, any assets, rights, liabilities and obligations of the Society, are deemed to be transferred to the Association, in respect of which transfer a written law provides for registration, the Association shall make an application in writing to the appropriate registration authority for registration of the transfer.

(4) The registration authority, referred to in subparagraph (3), shall make such entries in the appropriate register as shall give effect to the transfer and, where applicable, issue to the transferee concerned a certificate of title in respect of the property or make necessary amendments to the register and shall endorse the deeds relating to the title, right or obligation concerned and no registration fees or other duties shall be payable in respect of the transaction.

Legal
proceedings

4. (1) Any legal proceedings pending immediately before the appointed date by or against the Society, may be continued by or against the Association.

(2) After the commencement of this Act, proceedings in respect of any right, liability or obligation which was vested in, held, enjoyed, incurred or suffered by the Society, may be continued by or against the Association.

Members of
Association

5. A person who before the commencement of this Act was a member of the Society shall continue to be a member as if registered under this Act.
