



South African Institute of
Occupational Safety and Health

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of
Occupational Safety
and Health**

CONSTITUTION

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CONSTITUTION --- INTRODUCTION

1. Purpose of Constitution

To provide for an institutional framework for the implementation of the duties and responsibilities of the Occupational Safety and Health Institute.

2. Name

The NAME of the Institute is the **SOUTH AFRICAN INSTITUTE OF OCCUPATIONAL SAFETY and HEALTH**, hereinafter referred to as "**The Institute**".

3. Legal Status

3.1 SAIOSH is a professional body not for gain which is committed to the prevention and reduction of work place incidents and accidents in South Africa. SAIOSH is doing this by promoting Professional Occupational Safety and Health Management and Practices amongst its members and stake holders at large.

3.2 The Institute may establish committees, ad hoc committees and branch committees for such periods as the society may consider necessary to achieve the objectives or perform the functions of the Institute.

3.3 Every committee may, subject to such conditions as the society may determine, establish ad hoc or branch committees for such periods as the committee may consider necessary to achieve the objectives or perform any of the functions of that committee.

3.4 The Institute may impose membership fees or levies on members; solicit for donations, sponsorships or grants; impose fees on the processing and/or sale of documentation; charge such fees for training courses, seminars and conferences; or use other means to attract the funds to meet the needs of its business plan.

3.5 All actions, suits or other proceedings at law, by or against any committee, office bearer or employee acting on behalf of the Institute, must be brought by or against the Institute.

4. Interpretation

In this constitution, unless inconsistent with the context,

4.1 Chapter, article, clause and paragraph headings are for purpose of reference only

and shall not be used in interpretation

Unless the context clearly indicates a contrary intention, words connoting:

- a. any gender, includes the other gender
- b. the singular includes the plural and vice versa
- c. natural persons include artificial persons and vice versa

5. Definitions

In these Rules, unless the contrary intention appears:-

"Council" means the Committee of Management of the Institute

"Branch Committee" means the Committee of Management of a Branch

"Financial Year" is the period from 1st March and closing on the following end of February and has the meaning given for the financial control of the Institute's funds

"Occupational Safety and Health" means the application of the practices, arts and sciences for the quality of the work life and organic life environment including, but not restricted solely to, accident prevention, occupational health and hygiene through investigation, rehabilitation, occupational medicine, engineering, ergonomics, quality assurance and quality improvement, research, education and training programs and as may be amended from time to time by resolution of Council

"President" means the titular head of the Institute and may include Chairperson to mean:-

- (a) in relation to the proceedings at a Council Committee meeting or Extraordinary General meeting, the person presiding at the committee meeting or extraordinary general meeting; or,
- (b) Otherwise than in relation to the proceedings referred to in paragraph (a), if that person is unable to perform the functions, the Vice- President,

"Treasurer" means the Treasurer who monitors and administers the Institute's accounts at both Council and Branch levels

"Vice-President" means the Vice-President referred to in Section 11.

6. Objectives

To provide a recognised and authoritative organisation for Safety and Health Professionals

To promote safety and health.

To liaise with all persons, institutions or others having similar objectives

To advance the science and art of safety and health.

To further the profession of safety and health.

To maintain and protect the professional interests (of members).

To provide guidance in fields of occupational safety and health.

To establish a method and procedure for sustainable development and growth.

To develop the professional advancement of occupational safety and health.

To provide members and interested persons, bodies with reference material and news via the electronic media.

7. Powers of the Institute

The Institute shall have all such powers as may be necessary to enable it to carry out its functions and fulfil its objectives and without limiting the generality thereof it shall have the following powers:

- 7.1 to appoint Full Members and Members of the institute;
- 7.2 establish committees, ad hoc committees and branch committees;
- 7.3 appoint a Registrar and any other employees necessary for the effective running of the Institute.
- 7.4 formulate the general policy of the Institute;
- 7.5 approve the annual budget of the Institute;
- 7.6 to own assets and equipment needed to achieve the objects of the Institute;
- 7.7 approve and implement the business plan of the Institute;
- 7.8 raise the finance necessary to implement the business plan of the Institute;
- 7.9 determine disbursements to cover the cost of committees, ad hoc committees and branch committees;
- 7.10 purchase such information as is needed to achieve its objectives;

- 7.11 make rules relating to Institute meetings, financial matters, general procurement and administrative matters which are in accordance with the provisions of this Constitution;
- 7.12 report on the compliance to standards in the industry.

8. Functions of the Institute

- 8.1 To achieve the objectives of the institute.
- 8.2 To attract member associations that represents the occupational safety and health industry.
- 8.3 To facilitate the election of a board by the members.
- 8.4 To draw up and implement an annual business plan.
- 8.5 To report back to the members and the industry on the achievements of its objectives and on the state of standards compliance within the industry.
- 8.6 To train and develop in such a way that training by the Institute is accessible to every person and body within the industry.
- 8.7 To facilitate the attainment of world-class compliance standards by the industry.
- 8.8 To develop local appropriate occupational safety and health research and develop knowledge to global standards.

9. Membership

The Institute shall have six classes of Membership: Member, Full Member, Fellow, Retired Member, Corporate Member and Honorary member.

Member. Membership may be granted to any person or organisation that subscribes to the Objectives of the Institute and abides by the Constitution. Members have voting rights at Branch level, may serve on Branch Committees, but not in an executive capacity and may not represent a Branch in National Council.

Full Member. Full membership may be granted to any person who has obtained an approved M+3 qualification and has at least 3 years experience in an appropriate field and, on submitting an application on the prescribed application form together with the required supporting documents and the necessary fee, Full membership granted to an applicant i.e. Industrial, Hygiene, Security, Fire, Mining, etc.

will depend on the principal qualifications held by the applicant, his experience and present position occupied. Full members have full voting rights and may serve on the Branch committee in an executive capacity and also represent the Branch on the Council.

Fellowship. Fellow membership may be granted to Full members only who have served the Institute continuously and diligently for at least 10 years. Fellowship will only be granted when, on receipt of a minuted unanimous recommendation from a Branch, the recommendation is approved by Council. Fellows have full voting rights.

Retired Members. May be either Members or Full Members who have retired on pension, do not perform consultancy work and who wish to retain their membership of the Institute. They are required to notify the Registrar of their change of circumstance and are exempt from paying subscriptions. Retired members retain their voting rights

Honorary member. May be granted to any person whom the Institute wishes to honour or reward for support of an exemplary nature and will only be granted if National Council agrees unanimously. Honorary members do not have voting rights

Corporate Member.
Corporate membership is available to any organisation or company that subscribes to the aims and objectives of SAIOHS

Benefits of corporate membership:

1. Corporate logo will be displayed on SAIOHS web site.
2. Company's web link will be displayed on SAIOHS web site.
3. Free advertising opportunity via SAIOHS to its members.
4. Preference and discount to exhibit at SAIOHS Workshops, Seminars and Conferences.
5. 30% Discount for individual membership.
6. Corporate members may display the SAIOHS logo on their stationery.
7. All other benefits as received by individual members

Companies or Organisations can become Corporate members at a prescribed fee. Their employees or members have to be subjected to the Institute grading system and will be allowed as individual members/full members (as applicable) at a reduced subscription fee.

Application for Membership

Application shall be made on the official Institute **Application for Membership** form and shall be submitted to the National Registrar together with the required supporting documents.

The National Registrar will inform the applicant as well as the Branch of the outcome of the application grading. Appeals against the grade of Membership awarded may be lodged through the Branch executive who will present the appeal at a Council meeting

whose decision will then be final.

On receipt of the annual subscription fee from a successful applicant, a **Certificate of Membership** will be issued to the new member. The certificate of Membership remains the property of the Institute and shall, on request, be returned by the member to the Institute.

Certificates of Membership will only be valid while supported by proof of payment of the current annual subscription

The Council may grant or refuse any application for membership at its sole discretion without giving any reason for its decision. Council may also cancel/withdraw a member's Certificate of Membership at its sole discretion, without giving any reason for its decision

Members may at any time apply for their membership to be **Upgraded** by submitting an application as described above: no application fee is required. The application for upgrading will also be evaluated as described above.

Fellowship and Honorary membership cannot be attained by application

10. SUBSCRIPTIONS

All members, except Honorary members and Retired Members, shall pay **Annual Subscriptions** to the Institute.

The annual subscriptions shall be due on the first day of March of each year.

Any member who is in **Arrears for more than One Year** shall have his membership terminated. His application for re-instatement will be considered on payment of his arrear subscriptions plus the application fee.

New Members admitted after:

30 September shall pay the full following year's annual Subscription. This means that they receive a 15 month membership at a 12 month subscription rate;

Council may, at its discretion, remit in whole or in part the annual subscription of a member.

11. NATIONAL COUNCIL

The National Council of the Institute shall have the following Office Bearers

- President
- Vice-President
- Secretary
- Treasurer
- Public Relations Officer/Editor
- Registrar
- Education Officer and

Immediate Past President

The National Council shall initially consist of the Seven Founder Members. In addition, once Branches are established each Branch will have one elected member to sit on Council. Such elected member has to be a Full member, or Fellow and be a member of the Branch executive.

With the passage of time the Founder Members will no longer be available to serve on Council and at that time the Council will be comprised of members from the Branches

The Executive Committee of Council shall consist of not less than Four from the following, the President, Vice President, Secretary, Treasurer and Registrar. The Executive may take any **Decisions** required for the day-to-day running of the Institute on behalf of Council. No Council Executive decision can, however, be made by less than 4 members

The office of a member of Council shall be **VACATED**:

If he/she resigns his/her office.

On termination of membership

If he/she absents himself from three (3) consecutive Council meetings without leave of absence

12. BRANCHES

Members of the Institute (Members and/or Full Members) wishing to establish a Branch for their area may do so under the following conditions.

A written application, supported by not less than 10 Members (Members and/or Full Members) must be submitted to the National Council. In the event that a geographic /branch area has less than 10 members, and wishing to establish a Branch, a letter of motivation must be submitted to Council explaining the situation and requesting exemption from the aforementioned rule.

The Branch to be established is for a specific area, e.g. provincial district, city, general location of industry, members employed in the area, etc. For example, Durban, Johannesburg, KZN, Western Cape, OFS.

The members must be fully paid up with their subscriptions

Council may, at its discretion, alter/modify the rules for the establishment of a Branch if Council decides that it will serve the interests of the Institute and Safety Profession to do so.

Official establishment of any Branch shall not become effective until a draft **Branch Constitution** has been submitted to Council and approved by it. This will require work to be done by the incoming Branch Committee. Each member of a Branch shall receive a copy of the Branch Constitution.

The **Activities** of a Branch shall be in line with the objectives of the Institute in the area for which it has been established.

Council will retain the final decision on any interpretation/adjudication of a Branch Constitution

Branch Boundaries shall be established by Council and all members resident within its boundaries shall be members of that Branch

Members registered with a Branch and who require to be registered with a different Branch must submit a motivation to Council for approval.

Management of a Branch shall be vested in a **Branch Committee** which shall be elected, in accordance with the Branch Constitution, from the members of the Branch.

Only Full members of the Institute may hold **Executive** office on any Branch Committee. In the event that a geographic/branch area has insufficient Full members to fill the Executive positions of the Branch, a letter of motivation must be submitted to Council explaining the situation and requesting exemption from the aforementioned rule

Members and Full Members of the Institute who are members of a specific Branch will have **Voting Rights** at any meeting of that Branch.

A Branch shall receive an amount from Council to assist with the start up of the Branch. Thereafter the Branch is required to be self sufficient in income generation. Council will make available ideas and guidance on ways to achieve self sufficiency through the proceeds of seminars and other functions which the Branch then may arrange, donations or any other legal source and:

Shall have the right to **Spend** funds so obtained as it considers fit, provided that such expenditure shall be used solely for the benefit of the Branch and/or Institute and the furtherance of its objectives.

Branch funds shall be held in a **Bank Account** as the Branch Committee may approve.

Signing Powers for financial transactions will be vested in a minimum of three signatories namely the Chairman, Vice Chairman and Treasurer. Any two of these persons' signatories will be necessary for the withdrawal of any monies from any bank accounts held by the Branch and no funds shall be withdrawn without the permission of the Branch Committee.

All **Payments** shall be made by cheque and no cash utilised for any payments.

It is a requirement of Council that the Branch conduct an Annual Audit of the Branches activities. The Branch Committee shall appoint at least three full members in good standing from the Branch membership to carry out this **Annual**

Branch Audit prior to the Branch Annual General Meeting. This audit is intended to be as impartial as possible and therefore only one present, or recent, past Branch Committee member, may serve on the above mentioned Audit team.

The **Responsibilities/Duties** of the Branch Audit team shall include:

Examining and evaluating the management and functioning of the Branch.
The standard audit form (see annexure) is to be used.

Submitting a copy of their Audit Report to the Branch Committee in which it makes recommendations to the Branch Committee on any matter it considers necessary to improve the Branch management or functions

Reporting on their Audit at the Branch Annual General Meeting.

To enable the Audit Team to carry out its duties effectively, the team may request any documents, accounts, records and the Branch committee will make such items available.

A copy of the **Audit Team's Report** shall be sent to the National Council by the Branch Secretary. The Branch chairman shall report on the Audit at Council meeting.

13. MEETINGS

MEETING OF THE INSTITUTE BODY

The **ANNUAL GENERAL MEETING** of the Institute shall be held not later than 31 May each year.

The **AGENDA** of the Annual General Meeting shall consist of:

The **PRESIDENT'S ANNUAL REPORT**

The **FINANCIAL REPORTS**

The **MEMBERSHIP REPORT**

ITEMS by Branches or Members submitted to the Secretary in writing at least 14 days prior to the date of the Annual General Meeting.

Election of Council Office Bearers does not take place at the AGM. This is a function of the Council member's meeting

COUNCIL MEETINGS

Council shall meet at such time and place as it may from time to time determine. An Extraordinary Council Meeting may be called at any time by the Secretary on the instructions of the President or Vice-President

The following conditions shall govern Council Meetings

Fourteen days Notice of Meeting of Council will be sent by the Secretary to each

member of Council

The notice calling a meeting shall specify the time and place of the meeting and the agenda for the meeting.

The President of the Institute or, in his absence, the Vice-President shall take the CHAIR at every meeting of the Council. If at the appointed time for any meeting, the President or Vice-President are absent, the members present shall choose a chairman from amongst the Executive Committee members.

A Quorum for a Council meeting is Two Thirds (66%) of the eligible members of the Council and who shall be present. If there is no quorum present half an hour after the appointed time for the meeting to start, the meeting shall stand adjourned after which a new meeting shall be called.

At the reconvened meeting and if there is still no quorum present, the meeting may proceed as if it is duly constituted.

Resolutions passed at any Council meeting shall generally be arrived at by consensus. In the event of this being impossible, the decision shall be by a majority of votes. In the case of an equality of votes, the chairman shall have a casting vote.

Council will adequately compensate Branch representatives for attendance at Council meetings. This may include paying one economy class air-fare to each Branch situated more than 300 kilometres away from the meeting venue for each Council meeting. Alternatively an amount for vehicle mileage expenses may be paid, but will not exceed an economy air fare. Overnight accommodation or any other expenses will not be paid, unless by special decision of Council or its Executive Committee and approved in advance of the Council meeting.

The affairs and business of the Institute shall be **Managed** by the Council which may exercise all such **Powers of the Institute** as provided for in this Constitution

Conduct any legal **Financial Transactions** required to further the objectives of the Institute.

Establish **Branches** and oversee the latter's activities ensuring that they operate within the spirit of this Constitution and the objectives of the Institute.

EXTRAORDINARY GENERAL MEETINGS

A SPECIAL meeting of the Institute, designated an Extraordinary General Meeting, can be called for at any time, by any Full member of the Institute. The Council shall convene an Extraordinary General Meeting within **thirty days** after receipt of a written application by at least 10% of the Full members, provided that such application shall specify the purpose for which the meeting is required. Only such business as may be specified in the Notice convening the meeting shall be dealt with at the meeting. The Notice of such Extraordinary General Meeting, giving the date, time and venue shall be given by the Secretary at least 14 days prior to the date of the said meeting and shall specify the purpose for which the meeting is being called

At all Extraordinary General Meetings, 50% of Full Members, personally present,

shall constitute a Quorum. In the event of there not being a quorum within 30 minutes of the appointed time for the meeting, it shall stand adjourned for 14 days and the Secretary will give notice of a new meeting. If the new meeting fails to attract a quorum, it shall be deemed that members do not wish to support the original request for the meeting and the meeting shall be disbanded.

The President of the Institute or, in his absence, the Vice-President shall take the **Chair** at every General Meeting of the Institute. If, at the appointed time for any meeting, the President or Vice-President are absent, the members present may choose a chairman from amongst themselves, preferably an Executive Committee member or another member of Council.

BRANCH MEETINGS

A Branch Committee, consisting of at least a **Chairman, Secretary and one other**, shall meet at least quarterly and Minutes of the proceedings kept and submitted to the National Secretary for information to Council.

Branch Annual General Meetings shall be held not later than 30 April of each year

The agenda for a Branch AGM shall include
The Branch Chairman's Annual Report
The audited Branch Financial Report shall be tabled for approval by the members.
The Office Bearers of the Branch shall be elected.

Branch **Members Meetings** shall be held at least quarterly but preferably monthly.

Council will provide guidance to Branches for the purpose of assisting the Branch Committee in the effective running of the Branch. (See Annexure Branch Activities)

14. FINANCE

National Council Accounts.

Books of Account shall:

- be maintained to a recognised standard
- be kept at the registered office of the Institute or at such other place as Council may decide
- be submitted, together with other relevant financial records, to a competent person for an Annual Audit and the results of the Audit presented to the Annual General Meeting in the form of the Annual Financial Report, which shall include a balance sheet and a Profit and Loss Account, for ratification by the members

The Annual Audit Report shall be open for inspection by any member.

Signing Powers for financial transactions will be vested in the President, Vice-President, Secretary and Treasurer and any two of these persons' signatures will be necessary for the withdrawal of any monies from any bank accounts held by the Institute.

Funds of the Institute shall be held in a Bank Account and/or such other Accounts as the Council may approve.

Receipts shall be issued for any income received by the Institute in the form of members' annual subscriptions, income derived from seminars, donations, payments for services rendered or any other monies and the funds placed in accounts.

All Payments shall be made by cheque or electronic banking. For electronic banking the bank will require a copy of the Council Resolution authorising an Executive member to access this facility.

No cash payments are to be made

The income and property of the Institute, whensoever derived, shall be applied solely towards the promotion of the objects of the Institute as set forth in this constitution. The Institute may make payment in good faith or remuneration to any officer or servant of the institute or to any member thereof, in return for services actually rendered to the Institute.

Branch Accounts

- shall, likewise, be audited by a competent person and the result presented to the Branch Annual General Meeting and submitted to the National Treasurer for inclusion in the Institute's financial records
- The National Treasurer shall submit an Annual Budget for the ensuing year, to the last meeting each year of the National Council for approval by that body.
- Signing Powers for financial transactions for the Branch will be vested in the Chairman, Vice-Chairman and Treasurer and any two of these persons' signatures will be necessary for the withdrawal of any monies from any bank accounts held by the Branch
- Funds of the Branch shall be held in a Bank Account and/or such other Accounts as the Branch may approve.
- Receipts shall be issued for any income received by the Branch in the form of, income derived from seminars or other activities, donations, payments for services rendered or any other monies and the funds placed in accounts.
- All Payments shall be made by cheque or electronic banking. For electronic banking the bank will require a copy of the Branch Resolution authorising an Executive member to access this facility.
- No cash payments are to be made

- The income and property of the Branch, whensoever derived, shall be applied solely towards the promotion of the objectives of the Institute as set forth in this constitution. The Branch may make payment in good faith or remuneration to any officer or servant of the institute or to any member thereof, in return for services actually rendered to the Institute.

The liability of the members is limited.

14. GENERAL

The members of Council, or any committee established by Council, shall be **Indemnified** by the Institute against losses and expenses incurred by them in or about the discharge of their respective duties, such as may arise from their own wilful default.

The **Registered Office** of the Institute shall be that of the National Registrar.

This **Constitution** can only be **Amended** by a properly constituted meeting of the National Council and, whenever consensus cannot be reached regarding any proposed amendment, a two thirds majority of members present at such meeting shall be required to carry the proposal.

Each Branch shall keep an up to date copy of this Constitution and Council will make it available on the website for anyone who wishes to scrutinise it. Individual members may apply to the Executive Secretary for their own copy of the Constitution

Web Site: www.saioh.com