

**CONSTITUTION OF THE
SOUTHERN AFRICAN NEUROLOGICAL REHABILITATION ASSOCIATION
(SANRA)
January 2004**

1 NAME

The name of the association shall be the Southern African Neurological Rehabilitation Association (hereafter referred to as 'SANRA').

2 OBJECTIVES

Primary

- 2.1 act as the official South African organisation for the promotion of neurological rehabilitation
- 2.2 to promote and develop a special interest in neurological rehabilitation among neurological rehabilitation professionals, their professional bodies and between them and other healthcare professions and different professionals
- 2.3 to help in the dissemination of knowledge and skills to those interested in neurological rehabilitation
- 2.4 to support, promote and develop research across disciplines
- 2.5 to foster a multidisciplinary approach to neurological rehabilitation
- 2.6 to foster and encourage the development of training facilities, programs and ongoing education for neurological rehabilitation
- 2.7 to foster international links in neurological rehabilitation
- 2.8 promote professional ethics and advance the standards of practice in neurological rehabilitation
- 2.9 promote establishment and development of neurological rehabilitation training in the Southern African region
- 2.10 facilitate the exchange of information and publication and to promote research

- 2.11 be involved in matters where neurological rehabilitation professionals' expertise can contribute to policy making in general, preventive, curative and rehabilitative health matters
- 2.12 organize and execute the running of a biennial international congress for the organisation

Ancillary

- 2.13 be a member of the World Federation of Neurological Rehabilitation
- 2.14 be registered and associated for Continued Professional Development accreditation [CPD points] for the organized congresses
- 2.15 to advance the development and improve the quality of neurological rehabilitation across the Southern African region
- 2.16 to stimulate collaboration between clinicians and others with an interest in neurological rehabilitation, including cooperation among National Scientific Societies addressing neuro-rehabilitation
- 2.17 to facilitate exchange of knowledge and scientific research between clinicians and others with an interest in neurological rehabilitation

ACHIEVING THE OBJECTIVES

- 2.18 SANRA will achieve these objectives by:
 - 2.18.1 Producing a regular newsletter in order to stimulate communication between those with an interest in neurological rehabilitation
 - 2.18.2 Partnering with courses and training programmes in neurological rehabilitation
 - 2.18.3 Collaborating in developing and distributing guidelines for best clinical practice and education standards in the field of neurological rehabilitation
 - 2.18.4 Organising a local congress in neurological rehabilitation to be held approximately every two (2) years

- 2.18.5 Collaborating with NGOs and national or international political bodies to increase awareness of neuro-rehabilitation problems and perspectives
- 2.18.6 Any other activity that will promote the development of neurological rehabilitation on a regional and national basis.

3 **Membership**

3.1 Membership will be open to any professional registered with the relevant professional board or association with an interest in neurological rehabilitation. This will include medical practitioners, physiotherapists, occupational therapists, speech-language therapists, psychologists, social workers, registered nurses or any other professionals involved in, or interested in neurological rehabilitation. Membership is restricted to natural persons.

3.2 **Membership fees**

Membership fees will be determined by the executive committee on an annual basis.

3.3 The executive committee may admit members from time to time whose membership shall be subject to the submission of a duly completed application form and any conditions of membership (including the payment of membership fees if applicable), which the executive committee shall stipulate from time to time.

3.4 The executive committee may suspend or terminate the membership of any member provided that:

3.4.1 At least (14) fourteen days prior written notice is given to all members of the executive committee of the intention and reason to terminate a membership; and

3.4.2 At least (14) fourteen days prior written notice is given to the member concerned. The notice shall invite the member to make written or verbal representations to the meeting, as the member may consider appropriate

3.5 The decision of the executive committee to admit an applicant to membership, or to suspend or terminate a membership, shall be subject to confirmation by a resolution of two thirds of the members of the executive committee present at the next general meeting.

- 3.6 The executive committee shall be required to give reasons for their decisions with respect to membership (admission, suspension and termination) and it will make such decisions in its sole and unfettered discretion.
- 3.7 Upon termination of membership the member will be advised in writing within 21 days and such member is required to forthwith delete and remove any reference to its membership from its stationery, website and any other forms of communication.
- 3.8 It is incumbent on members to advise the executive committee forthwith of any change in the name of their business or postal address as reflected on the records of the executive committee.
- 3.9 Any member may voluntarily terminate their membership at any time upon written notice to the executive committee in which event the provisions of the clause will apply mutatis mutandis. Such termination shall not entitle the member to a rebate of membership fee.

4 Executive committee

- 4.1 The executive committee will be elected by secret ballot from members of SANRA who are currently fully paid members. The ballot paper shall include a nomination for a minimum of four (4) executive committee members. An individual may nominate him/herself and must be seconded by another SANRA member. All nominations must be received by the secretary electronically no later than 2 (two) weeks before the congress.
- 4.2 Once elected, the executive committee will comprise a chairperson, vice-chairperson, treasurer, secretary and two (2) optional additional members, as well the immediate past chairperson. All terms of office will run for a period of 2 (two) years. The chairperson may be re-elected for a second term.
- 4.3 The executive committee will comprise a minimum of four (4) elected members and a maximum of six (6), who are elected from the membership of SANRA and must be current fully paid members. This election will take place at the AGM held at the congress. Once elected, the executive committee will elect a chair person, vice chairperson, treasurer, secretary and two (2) optional additional members. All terms of office will run for the period between the congresses. The committee members shall resign at

the congress AGM, but may stand for re-election. The committee must include the immediate past-chair as one of the executive committee members.

- 4.4 The executive committee shall be responsible for the management of the organisation and the overall organisation of the SANRA Congresses.
- 4.5 Each member shall have one vote
- 4.6 No office bearer will be paid for work done in their capacity as office bearer
- 4.7 The executive committee may **co-opt** additional members as it may consider appropriate from time to time. The co-opted members shall serve for such period as the executive committee considers appropriate.

4.8 Vacation of executive committee membership

The office of executive committee member shall be **vacated** if a member:

resigns; or

becomes unfit and/or incapable of acting as such; or

would be disqualified, in terms of the Companies Act or equivalent legislation in force from time to time, from acting as a Director of a Company; or

is removed by the executive committee, by resolution adopted by at least **three-quarters (3/4) of its members** in office from time to time, being not less than the required minimum of four (4). The executive committee shall not be obliged to furnish reasons for its decision/s regarding removal except to the member removed and to the members at the Annual General Meeting.

5 MEETINGS OF THE EXECUTIVE COMMITTEE

- 5.1 The chairperson (or if he or she is not present a member chosen from those present) shall preside at the meetings and ensure that the work of SANRA is completed. He/she will compile the annual report to include a chairperson's report and financial report, together with the minutes of the relevant meetings for that year

- 5.2 At meetings of the executive committee each member shall have one **(1)** vote.
- 5.3 Questions arising shall be decided by a majority of votes. Should there be an equality of votes the Chairperson shall have a casting or second vote
- 5.4 Proper minutes shall be kept of the proceedings of the executive committee by the Secretary in a minute book, and a record of the persons present at each meeting. The minutes shall be signed by the member who chairs the meeting, and shall be available at all times for inspection or copying by any ...
- 5.5 The quorum for meetings of the executive committee is those present comprising 51% of the executive committee
- 5.6 A resolution signed by all members of the executive committee shall be as valid as if passed at a duly convened meeting of the executive Committee
- 5.7 The executive committee shall guide the policies and govern the affairs of the organisation.
- 5.8 The executive committee may take on the power and authority that it believes it needs to be able to achieve the objectives of SANRA.
- 5.9 All functions by the executive committee must be consistent with the relevant laws of governing the certain activity, in pursuance of the organisation's objectives.
- 5.10 The executive committee shall elect or appoint the officer bearers and shall determine their powers and functions.
- 5.11 The executive committee may determine the general financial policies as it deems advisable and has the power and authority to raise funds or to invite and receive contributions.
- 5.12 The executive committee will initiate the organisation of the forthcoming congress.
- 5.13 A congress convener is chosen by the executive committee, to continue the organisation of the congress.
- 5.14 The day-to-day management of SANRA shall normally be delegated by the executive committee and it is empowered to decide on all day-to-day matters.

- 5.15 The executive committee shall act in the best interests of SANRA at all times.
- 5.16 Important decisions, as determined by the executive committee, shall be discussed by the Annual General Meeting.

The **Secretary** shall be responsible for:

- 5.17 Assembling and circulating the agenda for meetings, writing and distributing the minutes of meetings
- 5.18 safely storing minutes of all meetings and sending minutes to members
- 5.19 Safely storing of the signed constitution, distribution of official communications within SANRA duties delegated to them by the Chairperson
- 5.20 compiling the chairperson's AGM report, the reviewed financial statements and the secretary's minutes of the meetings and any other relevant documents, together to send by e mail having the registration certificate in safe keeping.

The **Treasurer** shall be responsible for:

- 5.21 keeping accurate records of all financial transactions
- 5.22 managing the bank account
- 5.23 presenting a financial report at each executive committee Meeting
- 5.24 compiling the annual financial report
- 5.25 controlling the day to day finances of the organisation

Whenever funds are taken out of the bank account, the treasurer and one other executive committee member must sign the withdrawal or cheque.

6 ESTABLISHMENT AND RECOMMENDATIONS OF SUB-COMMITTEES

- 6.1 If the executive committee deems it necessary, then it can decide to set up one (1) or more sub-committees.

- 6.2 A recommendation of any sub-committee must be ratified by the executive committee in order to be enforceable.
- 6.3 The sub-committee must report back to the executive committee on its activities. It should do this regularly.
- 6.4 The executive committee has the discretion to ratify a recommendation of any sub-committee.
- 6.5 The executive committee must exercise such discretion within thirty (30) days in writing.
- 6.6 All members of the organisation have to abide by decisions that are taken by the executive committee
- 6.7 The executive committee may establish committees/work groups as it deems advisable and may define the powers and duties of such committees/work groups.
- 6.8 Any such committee/work group may be abolished by resolution of the executive committee at any time.
- 6.9 The executive committee shall elect a Chairperson for each committee/work group; the Chairperson shall be an individual professional member of SANRA.
- 6.10 Each Chairperson of a committee/work group shall appoint members as necessary.
- 6.11 The Chairperson of a committee/work group shall serve on that committee/work group until the next SANRA executive committee meeting but shall be eligible for reappointment.
- 6.12 In the case of a casual vacancy in the Chairmanship of any committee/work group the executive committee shall appoint someone to fill the vacancy pending the next SANRA executive committee meeting.
- 6.13 The Chairperson of each committee/work group shall make a report at every meeting of the executive committee and also at any other time as requested by the executive committee.
- 6.14 Chairperson shall convene a meeting of the executive committee, at least quarterly or at the written request of any two (2) members of the executive committee and may convene such a meeting at any other time.

7 ANNUAL GENERAL MEETING

- 7.1 An Annual General Meeting ('AGM') of SANRA shall be held within a period of nine (9) months of the end of the financial year. Subsequent AGMs shall be held within three (3) months of the end of each financial year.
- 7.2 AGM shall be convened by the Chairperson on not less than twenty-one (21) days prior written notice to all members entitled to attend the meeting. This notice shall state the date, time and place of the meeting and in broad terms the business to be transacted at the meeting.
- 7.3 Quorum, resolutions and proxy are dealt with in the MOI.

8 AMENDMENTS TO THE CONSTITUTION

- 8.1 Amendments may be made at the Annual General Meeting, or at a meeting specially convened for that purpose, provided that proposed amendments are circulated in writing prior to the meeting.
- 8.2 Proposed amendments may only be effected if passed by two thirds of those voting.
- 8.3 Proposals for amendment(s) of the constitution shall be submitted in writing by members to the executive committee six (6) months prior to the next AGM.
- 8.4 No amendments may be made which would have the effect of making the organisation cease to exist.

9 FINANCES

- 9.1 All funds raised will be utilised exclusively for the advancement of the objectives of SANRA.
- 9.2 No member of the committee shall have a direct or indirect interest in any contract which the committee may enter into with any company.
- 9.3 Books of accounts will be maintained in accordance with accepted accounting practice and shall be inspected by an accountant annually.

- 9.4 All members will be required to pay an annual fee, the amount to be determined by the executive committee
- 9.5 All delegates to congresses will pay the required fee set. SANRA is in no way financially responsible for the expenses of individuals.
- 9.6 A qualified accountant may be appointed by the executive committee. His or her duty is to compile the annual financial statements
- 9.7 An independent review will be conducted annually, as required by the Companies Act of 2008.

10 **DISSOLUTION**

- 10.1 SANRA shall be dissolved on a resolution of the AGM confirmed provided that notice of dissolution has been given to members at least six (6) months prior to the meeting at which the resolution for dissolution is proposed.
- 10.2 In the case of dissolution of SANRA, it has to pay off all its debts and all its revenues and assets shall be transferred to a similar organisation with similar functions and purposes as determined by the executive committee.
- 10.3 Guidance from the executive committee should be sought and taken into consideration in choosing the organisation.