

THE SOUTH AFRICAN SOCIETY FOR PARENTERAL AND ENTERAL NUTRITION

CONSTITUTION (March 2010)

1. NAME

The Society shall be called the *South African Society for Parenteral and Enteral Nutrition*, herinafter referred to as "**The Society**".

2. VISION:

To promote, coordinate and encourage the development and application of nutrition practices in South Africa.

3. OBJECTIVES

- 3.1 To improve the management of parenteral and enteral nutrition in all its aspects in Southern Africa.
- 3.2 To promote contact with international groups with similar objectives.
- 3.3 To promote research into nutrition.
- 3.4 To promote education at all levels in nutritional management.
- 3.5 To provide funding for educational travel by its members or selected visitors.
- 3.6 To organise regular regional and national symposia or congresses.
- 3.7 To collect and administer funds in the furtherance of these objectives.
- 3.8 To provide a central co-ordinating body for the various groups involved in parenteral and enteral nutrition in Southern Africa.

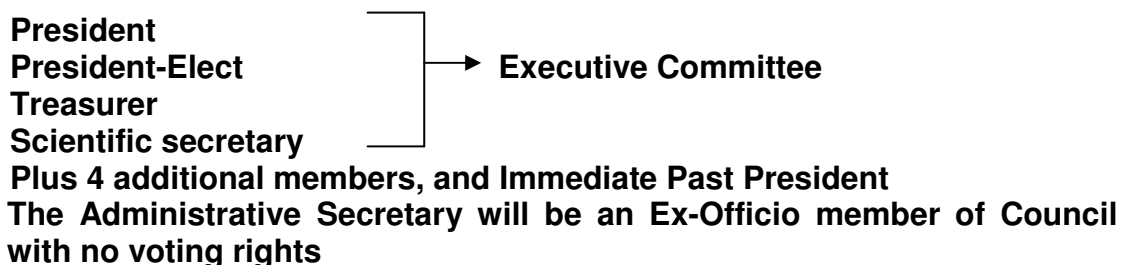
4. MEMBERSHIP

Membership is open to all people wishing to support the ideals of the Society, in the categories of:

- 4.1 FULL MEMBERS. Full membership will be open to all professionals involved in the production, admixture and administration of nutritional support systems for hospitalised patients. This includes doctors, nurses, pharmacists, dietitians, scientists and technologists.
- 4.2 HONORARY MEMBERS. Persons who have been invited to participate in the activities of the Society by its Council, in recognition of special contributions in the field of nutrition. Such persons shall be entitled to take part in all activities of the Society.
- 4.3 The Council shall not be required to provide reasons for rejecting any application for membership.
- 4.4 All members, upon election, shall become liable for any entrance fees and the annual membership fee of the Society. These monies are due within 1 month of election.
- 4.5 The name of any member in arrears more than 12 calendar months with membership fees shall automatically be expunged from the membership register.

5. ORGANISATION

- 5.1 The Society shall be governed by a Council elected from its members in good standing, which shall be constituted thus:



- 5.2 The Council shall be elected biennially at a General Meeting of the Society during the Congress. Under normal circumstances the Executive Committee, excluding the President-Elect, ideally should be elected from members from the region proposed for the next (Biennial) Meeting. The President-Elect automatically becomes the next President and the outgoing President becomes an additional member at the next election. The remaining Councillors may be elected from any other area of the country. The Executive Committee shall be empowered to co-opt local members to assist in the organisation of the Congress.
- 5.3 All members of the Council are eligible for re-election.
- 5.4 Should another group interested in parenteral and enteral nutrition at any time affiliate itself with the Society, and should its membership comprise at least 20% of the Society's membership, then the Council shall be empowered to

create another post in its ranks for an official representative of the affiliating Society.

- 5.5 Should any member of the Council retire from office for any reason, then the Council may at its discretion co-opt a member to fill the vacancy. In the event that one of the Executive Committee members relinquishes office, then a replacement shall be elected forthwith elected from amongst existing Council members.
- 5.6 Should any sub-group be formed which comprises at least 20% of the Society membership, (e.g. dietitians, pharmacists, nurses) then this body shall be entitled to nominate a representative to liaise with the Council.
- 5.7 The election of the Council
Only members in good standing at the time of an election may nominate or vote for Councillors. The Secretary will call for postal nominations including electronic post, for the next Council. Notice of the election and a request for nominations will be sent at least 60 days before the Biennial General Meeting. The closing time for the nominations will be 12 noon on the day of the Biennial General Meeting. Provision shall be made for a postal ballot.
- 5.8 Meetings of the Council shall be held at least once each year, apart from the Biennial General Meeting at which the new Council shall meet for the first time.
- 5.9 The Executive shall be empowered to take decisions in the interim between full Council meetings.
- 5.10 Council members shall serve in an honorary capacity, but may be remunerated for out-of-pocket-expenses incurred in carrying out Council duties with prior consent of the Council.

6. ADMINISTRATION AND POWERS OF THE COUNCIL

- 6.1 The Honorary Secretary of the Council shall conduct the correspondence of the Society, shall keep a record of all transactions and shall arrange the Agenda for the Biennial General Meeting.
- 6.2 The Honorary Treasurer shall receive all monies due to the Society and shall make present an audited balance sheet at the Biennial General Meeting.
- 6.3 Operation of all accounts of the Society shall be by the Honorary Treasurer and one of the other members of the Executive Committee.
- 6.4 The Council is entitled to formulate by-laws for the conduct and management of the affairs of the Society, provided the by-laws are in general in common with the Articles and by-laws of the Medical Association of South Africa. The by-laws may be reviewed at a Biennial Meeting, provided notice of intention to do so is contained in the formal notice of the meeting.

- 6.5 At the first meeting of a new Council, the Council shall appoint sub-committees for the ensuing year. Additional sub-committees may be appointed by the Council at any subsequent meeting.
- 6.6 The Council has the right to co-opt members to the Council and to its subcommittees for the duration of that Council's term of office. The Council may delegate the power to co-opt members to its sub-committees. The co-opted member shall have voting rights and may be nominated by Council to represent the Society.
- 6.7 The Council shall meet ordinarily on two occasions between terms of office, i.e. at the Biennial General Meeting and on one occasion in the interim period.
- 6.8 Any member of the Council, other than an ex-officio member, who fails to attend two consecutive meetings without leave of absence, shall cease to be a member of the Council.
- 6.9 Notice of Council meetings shall be sent to each member of the Council one month prior to the meeting.
- 6.10 An Extraordinary Council meeting may be called at the request of:
 - 6.10.1 The majority of the Executive Committee
 - 6.10.2 Three members of the Council. Ten days' notice must be given on such an extraordinary meeting.

7. SUB-GROUPS

The Council may approve the formation of sub-groups as designated in 5.6, provided that approval shall be ratified at the succeeding Biennial Meeting of the Society.

- 7.1 Have a constitution approved by the Council of the Society.
- 7.2 Elect a Committee consisting of President, Honorary Secretary, Honorary Treasurer and at least 3 additional full members.
- 7.3 The Committee of the sub-group shall nominate one of its members to be its representative to liaise with the Council.
- 7.4 The members of the Council shall be ex-officio members of the local subgroup committee where a properly constituted sub-group exists.
- 7.5 The Biennial Meeting of the subgroups shall be held at least 2 (two) months prior to the Biennial General Meeting of the Society, except where special permission has been obtained from the Council.
- 7.6 The sub-groups may be allowed independent action in purely domestic matters, provided such action is consistent with the general policy of the Society and the Medical Association of South Africa.

7.7 A full report in writing of the activities of the sub-group shall be submitted annually by the Honorary Secretary of the sub-group to the Honorary Secretary of the Society.

7.8 Additions and alterations to the constitution of sub-groups must be ratified by the Council.

8. MEETINGS OF THE SOCIETY

8.1 The Society shall meet biannually.

8.2 Twenty per cent (20%) of the Society's membership, including proxy votes, shall constitute a quorum at any General Meeting of the Society provided that at least 50% of the sub-groups and affiliated societies are represented. One member may represent both an affiliated society and a sub-group.

8.3 Six members of the Council shall constitute a quorum at any meeting of the Council.

8.4 The President shall preside at the Biennial General Meeting, or any meeting of the Council, or failing him, the President-Elect, or failing him, the Secretary, or failing him, the Treasurer or a member specially elected for this purpose from amongst those present.

8.5 Notification of the Biennial General Meeting shall be sent to each member three (3) months prior to the meeting. Additional notification and Agenda shall be sent in writing not less than 21 days before the meeting.

8.6 An Extraordinary General Meeting can be requisitioned by:

8.6.1 The majority of the Executive Council, or

8.6.2 Ten percent (10%) of the Society's membership. Such a request must be made in writing. Fourteen days' notice shall be given of such an Extraordinary General Meeting.

8.7 Members shall be allowed to vote electronically if unable to attend a General Meeting. This will be accepted as proxy votes.

9. SUBSCRIPTIONS

9.1 Subscriptions and levies shall be determined from time to time by the Society at its Biennial General Meeting, provided that notice of motion to alter the existing subscriptions shall have been given with notice of the Biennial General Meeting. Membership fees will be due on the 1 January of each year.

9.2 Every member shall remain a member until his membership is terminated either by death or resignation in writing addressed to the Honorary Secretary of the Society, or by decision of the Executive Committee or Council.

- 9.3 Membership shall be suspended if, after one year, the subscriptions due are not paid by the end of the listed financial year. Such suspension shall be reported in the Honorary Treasurer's annual report. Reinstatement of such members is made on payment of arrear subscriptions for the year of default, or any other terms, conditions or concessions that the Council at its discretion may wish to make.
- 9.4 No member may hold office unless in good standing.

10. AMENDMENT OF CONSTITUTION

The Constitution may only be amended at a Biennial General Meeting or at an Extraordinary General Meeting. Written notice of the proposed amendment shall have been given 90 (ninety) days previously. Any alteration to the Constitution shall only be adopted if it receives a two-thirds majority of the votes cast at the meeting.

11. FINANCIAL

- 11.1 Any financial matter shall be approved by a two-thirds majority of the members present at a Council or General Meeting.
- 11.2 An audited amount of the Society's income shall be provided at each Biennial General Meeting.
- 11.3 Whenever possible, subscriptions must cover the ordinary running costs of the Society.
- 11.4 Cheques will be countersigned by two of the four members of the Executive Committee.

12. ELECTRONIC POST

Electronic post will be regarded as an accepted method of communication.

13. DISSOLUTION

If upon the winding up or dissolution of the Society, there remains after satisfaction of all its debt and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Society, but shall be given or transferred to another body or bodies designated by the members present at the final General Meeting.