

CONSTITUTION OF THE SOUTH AFRICAN SOCIETY OF HAEMATOLOGY

Article 1: Mission statement

The South African Society of Haematology (SASH - hereunder referred to as the Society) is a daughter society of the Federation of South African Societies of Pathology (FSASP) and an affiliated member of the International Society of Haematology (ISH). It is a scientific and educational non-profit organization aiming to bring together haematologists, physicians, scientists, nurses, technologists and administrators with an interest in and/or involved in the teaching, research, practice and promotion of haematology. The objectives of the Society are:

1.1 In consultation with statutory bodies, to set the standards for the education, training and critically evaluate practice of haematology in South Africa.

1.2 To organize annual meetings and provide a forum for the discussion of advances in haematology.

1.3 To synthesize and evaluate evidence-based and consensus guidelines for the management of haematological disorders.

1.4 To identify haematological problems affecting populations in Southern Africa, the African continent and the rest of the world;

1.5 To promote the acquisition, dissemination, exchange and application of knowledge in haematology.

1.6 To encourage and promote collaborative activities among SASH members as well as with other national and international organizations.

Article 2.0: Officers and terms of office

2.1 The Society will have a President, Secretary and Treasurer

2.2 The Executive Committee will consist of the President, President-elect, Secretary, Treasurer and councilor representatives of the Society. All decisions taken in the absence of the regional councilor representative of the Society shall be deemed to be invalid.

2.3 The terms of all elected officers will be for two years with possible re-election for additional terms. The president elect shall be elected a year before the expiry of the Executive Committee term in office and assume responsibility as President when current President term of office expires. There shall be no limit to the number of office terms officers shall hold.

2.4 In the event of a vacancy in the Executive Committee, the President-elect shall assume the duties of the President for the duration of the unexpired term.

2.5 All officers of the Society shall hold office until their respective successors have been elected or appointed.

2.6 Officers of the Society shall not be paid but shall be reasonably compensated for expenses incurred whilst performing duties of the Society provided prior approval for such expenses has been given by the Executive Committee quorum comprising of simple majority and standard accounting principles are followed.

Article 3: Duties of the officers

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3.1 President/President-elect- The President/President elect is responsible for managing the business of the organization, functions as the chief spokesman and representative, and presides at all meetings of the members. The President/President elect should offer vision and guidance that will direct the Society towards realizing its objectives.

3.2 Secretary

3.2.1 The Secretary is responsible for preparing, distributing and maintaining minutes of meetings of the Executive Committee and the general membership meetings. These documentations can be kept in electronic form provided other Executive Committee members have verified them.

3.2.2 The secretary is responsible for membership application processing and for presenting these to the general membership assembly for ratification.

3.2.3 The Secretary is responsible for keeping an up to date register of all members.

3.2.4 Assist in the organization of the yearly conference

3.3 Treasurer

3.3.1 The treasurer has the care and custody of the funds and securities of the organization and prepares an annual financial report to be presented to the membership at the annual meeting.

3.3.2 The treasurer shall keep full and accurate account of receipts and disbursements in the books belonging to the Society and shall cause all monies belonging to the Society to be deposited in the name of the Society and to the credit of the Society.

3.3.3 The treasurer shall render to the President and to the Executive Committee, an account of all transactions.

3.3.4 All deeds, mortgages, cheques, notes, contracts and other instruments shall be signed on behalf of the Society by the Treasurer or by other such person or persons as may be designated from time to time by the Executive Committee

3.3.5 The treasurer shall keep an updated list of all assets belonging to the Society.

3.3.6 To timeously send accounts for the payment of the yearly membership.

3.4 Councilors- The councilors are provincial who will co-ordinate and integrate activities of various regions to be in line with the Society's mission and objectives. They will ensure that members of the Society are kept up to date with Society related developments and activities in the various regional centres.

4.6 Authority and duties-In addition to the foregoing authority and duties, all officers of the Society shall respectively have such authority and perform such duties in the management of the business of the Society as may be designated from time to time by the Executive Committee.

Article 4: Membership

4.1 Members of the Society are registered medical practitioners, technologists, nurses and/or medical scientists who's primary professional activity are in

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accordance with the Society's mission and objectives and who have paid their current dues to the Society in full.

4.2 There will be three membership categories, which are full membership and honorary membership. Honorary members are non-paying but voting members who have been nominated for their substantial contribution either to the Society or the Haematology discipline. Associate members have made substantial contributions to the society but do not qualify the definitions of the mission statement.

4.3 Application for membership is through the Society's Secretary and has to be ratified at the general assembly of the Society.

4.4 Termination of membership will be at the discretion of the Executive Committee ratified at the general assembly of the society. If a member initiates termination of membership, such notice shall be in writing to the Executive Committee of the Society.

4.5 Annual dues for members and associates and the frequency of payment will be determined by the Executive Committee and ratified at the general assembly of the Society.

4.6 Membership fees shall be used to support education programs, research programs and administrative needs.

4.7 Voting members shall elect members of the Executive Committee

Article 5: Meetings of the members

5.1 Notice of meeting- Written notice of each meeting of the members stating the time and place, and, in the case of a specials meeting, the purpose or purposes, shall be mailed at least ten (10) days prior to the meeting to each member entitled to vote at the meeting at his/her electronic, postal or physical address appearing on the books of the Society.

5.2 Place of meeting - Each meeting of the members shall be held at a venue designated by the Executive Committee.

5.3 Annual meeting- An annual meeting of the members shall be held on the date specified by the Executive Committee. At each annual meeting the members may transact any other business except for business with respect to which special notice is required and has not been given.

5.4 Special meeting- A special meeting of the members may be called for any purpose or purposes at any time by the President or by the Executive Committee. Upon request in writing by registered mail or delivered in person to the President or Secretary by any person or persons entitled to call a meeting of the members, it shall be the duty of such officer forthwith to give to the members entitled to vote, notice of a meeting to be held at such time, not less than ten (10) nor more than sixty (60) days after receipt of such request, as such officer may fix.

5.5 Adjournments- If any meeting is adjourned to another time or place, no notice to such adjourned meeting need be given other than by announcement at the meeting at which such adjournment is taken.

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5.6 Quorum- All members present at the meeting of the Society shall constitute a quorum if **50% of the executive are also present.**

5.7 Voting rights

5.7.1 Each member will have one vote provided that payment for dues is current.

5.7.2 Voting by proxy will be allowed by members provided such proxy is given in writing to an Executive Committee member.

5.7.3 Associate members will be non-voting members.

5.7.4 The method of voting shall be at the discretion of the Executive Committee

5.7.5 Any proposed action must receive the simple majority of votes eligible to vote.

5.8 Proxies-A member of the Society may cast his/her vote in person or through proxy. The appointment of proxy shall be in writing to the Secretary at or before the meeting.

5.9 Member voting –Any proposed action must receive support of the simple majority of voter eligible to vote.

5.10 Action without a meeting-Any action which may be taken at a meeting of the members may be taken without a meeting if authorized in writing or writings signed by all the members who would be entitled to notice of a meeting for such purpose.

Article 6: Meetings of the executive Committee

6.1 Regular meeting-Each meeting of the executive shall be held at a venue designated by the majority of the members of the Executive Committee.

6.2 Annual meeting- The Executive Committee shall meet at least once a year for the election of officers if need be and the transaction of any other business. The annual meeting of the executive may be held in conjunction with the annual meeting of the members or at such other time as determined by its officers, provided notice of a meeting is provided at least ten (10) days in advance of the meeting.

6.3 Special meeting-A special meeting of the Executive Committee may be called any time by the President or by the Secretary of the Executive Committee. Upon request in writing by registered mail or delivered in person to the President or Secretary by the Executive Committee, it shall be the duty of such officer forthwith to give notice to the Executive Committee members, notice of a meeting to be held at such time, not less than ten (10) days nor more than thirty (30) days after receipt of such request.

6.4 Quorum-The presence in person of a simple majority of the voting members of the Executive Committee shall be necessary to constitute a quorum for the transaction of business. The acts of the majority of the Executive Committee

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members at which a quorum is present shall be the acts of the Executive Committee.

6.5 Action in writing- Any action which may be taken at a meeting of the Executive Committee may be taken without a meeting if authorized by a writing or writings signed by all Executive Committee members.

Article 7: Congresses

7.1 Congresses of the entire membership of the Society shall be held every year.

Article 8: Contracts, loans, cheques and deposits

8.1 Contracts-The Executive Committee may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Society and such authority may be general or confined to specific instances.

8.2 Loans- No loans shall be contracted on behalf of the Society and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Executive Council. Such authorization may be general or confined to specific instances.

8.3 Cheques and drafts- All cheques and drafts or other money orders issued in the name of the Society, shall be signed by such officer or officers, agent or agents of the Society and in such a manner as shall from time to time be determined by resolution of the Executive Council.

8.4 Deposits- All funds of the Society not otherwise employed shall be deposited from time to time to the credit of the Society in such depositories as the Executive Council may elect.

Article 9: Legal status of the Society

9.1 The Society shall register with the registrar of companies of the Republic of South Africa and the South African Revenue Services as a not for profit organization.

9.2 The Society shall at all its business transactions act within the limits of its legal status.

Article 10: Indemnification

This indemnification provision allows the Executive Committee and officers of the Society to be indemnified to the fullest extent permitted by the South African Laws for costs incurred by reason of their being officers or Executive Committee members of the Society, provided

10.1 Their conduct was in good faith

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10.2 Reasonably believed that their conduct was in the best interest of the Society and in all other cases, their conduct was at least not opposed to the Society's best interest or objectives

10.3 In the case of criminal offences, had no reasonable cause to believe their conduct was unlawful.

Article 11: Subcommittees of the Society

The following subcommittees of the Society shall be formed:

11.1 The clinical Haematology subcommittee

11.2 Scientific working parties

11.2.1 The bone marrow transplant WP

11.2.2 The bleeding and thrombotic disorders WP

11.2.3 The diagnostic tests and technology WP

11.2.4 The haematological malignancies WP

11.2.5 The blood transfusion WP

11.3 The web site subcommittee

11.4 The congress organizing subcommittee

Article 12: Auditing of the Society's financial affairs

12.1 The Societies treasurer shall prepare and present the financial statement of the society.

13.4 The fiscal year of the Society shall be fixed by the Executive Committee

13.5. The Society shall at all times exercise transparency of its financial matters to all its members.

13.6 In the event of a financial dispute, the books of the Society shall be audited by an independent registered auditor.

Article 13: Notices of the Society

Whenever notice is required other than notice for meetings as outlined above, such notice shall be deemed delivered when mail is sent by post or a fax or an e-mail or web site notice or has been personally communicated to the person for whom the notice is intended.

Article 14: Amendment to this constitution

This constitution may be amended or repealed and a new constitution adapted by the affirmative vote of two thirds of the members voting, either by mail or in person at a regular or special meeting, provided such proposed alteration or amendment has been submitted to the membership at least a month in advance. Vote through mail must be received not later than the day preceding the date of the membership meeting. Vote by proxy must be received on the day of meeting before such meeting is scheduled to start.

Article 16: Dissolution of the Society

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16.1 The Society shall be dissolved by the affirmative vote of two thirds of the entire membership in a members meeting forming a quorum.

16.2 In the event of dissolution of the Society, the assets of the Society shall be the responsibility of a curator appointed in accordance with South African laws. The remaining assets of the Society shall be paid to a non-profit organization devoted to medical research.

Article 17: Translation of this Constitution

The English version of this constitution is original and valid form.

Article 18: Code of conduct

The Society shall have a code of conduct to which all members subscribe and adhere to. The code of conduct shall include specific measures to be taken by the Society if members bring the Society into disrepute or generally do not act in the best interest of the Society. The code of conduct will include a range of corrective measures the Society can exercise to safeguard its interests.

Adopted by the SASH AGM on the 2 September 2011

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