



**BUILDING PROFESSIONALS
TO BUILD THE FUTURE**
Est. 1987

REGULATION 04: MANAGEMENT AND STRUCTURE OF COMMITTEES AND MEETINGS

AMENDMENT 1: EFFECTIVE AS FROM 01 SEPTEMBER 2017

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1. PURPOSE

- 1.1 The purpose of this regulation is to define the rules, procedures and general requirements to be adhered to with respect to administration and structure of Committees and Meetings.

2. DEFINITIONS

Where singular or male terms are used these shall simultaneously imply plural or female respectively, unless such interpretation is inconsistent with the context. In this **Regulation** unless the context indicates otherwise:

'Board of Directors' means the board formed by the **Directors**

'Constitution' means the 2016 edition of the **SAIAT Constitution** as approved by its **Members**

'Director' means a director of the company as registered in terms of the Companies Act (Act 71 of 2008) as amended

'Executive Committee' means the committee composed of the **Board of Directors** and the Ex-Officio: Administration and Registration Officer

'Institute' means the South African Institute of Architectural Technologists

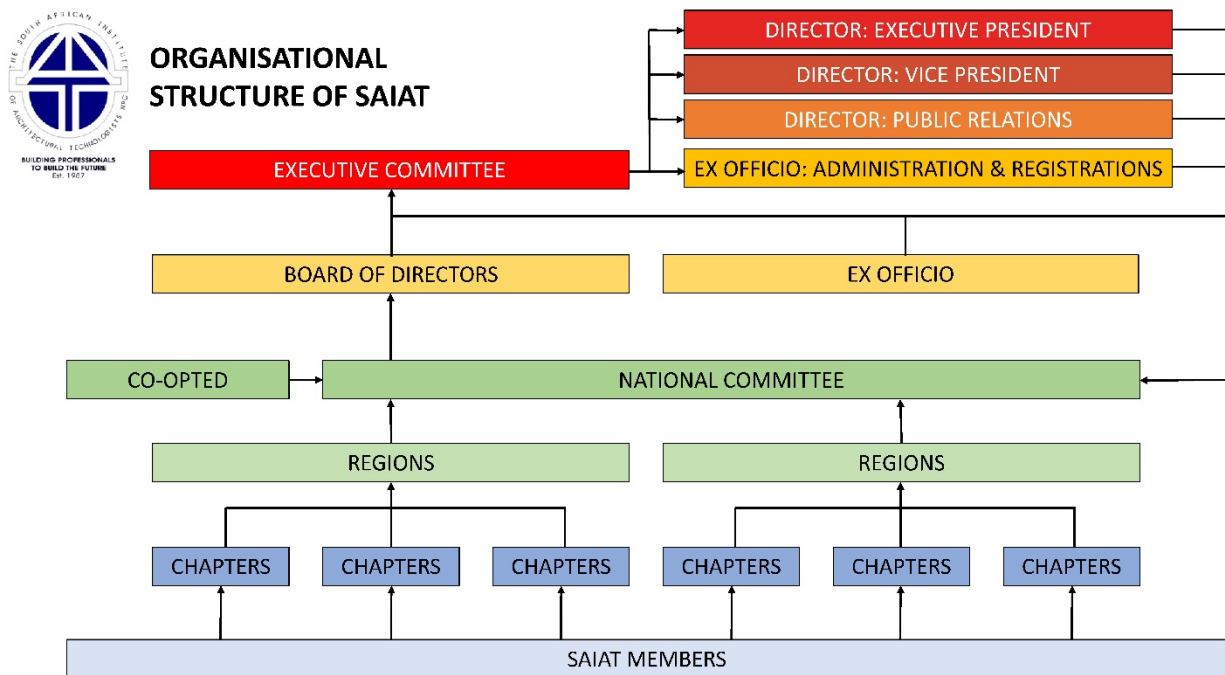
'Member' means any member of **SAIAT** regardless of level of membership

'Membership year' means a calendar year starting on 01 January and ending 31 December

'National Committee' means the committee of **Members** elected and / or co-opted to assist with the management of the affairs of the **Institute** established in terms of clause 6 of the **Constitution**

'Regulation/s' means the latest **Regulations** including all modifications, alterations and additions thereto, made and in force in terms of this **Constitution**, to regulate the affairs of the **Institute** consistent with this **Constitution**

3. ORGANOGRAM



4. CHAPTERS

- 4.1 Chapters can be formed by **Members** of the **Institute** in any region, district or town.
- 4.2 At the first meeting of a chapter, **Members** of the **Institute** have to elect a Chairman for the Chapter.
- 4.3 The Chapter Chairman shall serve a term of two years and shall be responsible to report on all matters related to the Chapter to the Regional Chairman.
- 4.4 Each Chapter may elect a Chapter Committee from Full **Members** in the Chapter with the exception of one committee member who may be an Associate **Member**.
- 4.5 Full and Associate **Members** can vote at Chapter level.

5. REGIONAL COMMITTEES

- 5.1 Regional Committees shall consist of the duly elected chairpersons of the Chapters that fall within the Regions. These regions are:

- 5.3 The Regional Chairman shall serve a term as per the **Constitution** on the **National Committee** and shall be responsible for reporting to the **National Committee** on all matters related to his entire region.
- 5.4 Each Regional Committee can appoint individuals out of the committee to chair sub-committees and as members of such sub-committee.
- 5.5 Members of the Regional Committees must be paid-up Full **Members** of the **Institute** as per the **Constitution**.

6. NATIONAL COMMITTEE

- 6.1 The **National Committee** shall be as per the **Constitution**.
- 6.2 Only active Regions with active Chapters can have a representative elected to the **National Committee**. Regions with no Regional Chairman may have, after consideration by the **National Committee**, an observer at **National Committee** Meetings until such time the region has established enough chapters to elect a Regional Chairman.
- 6.3 The **National Committee** may at any time co-opt a Full **Member** of a Region with no active Regional Committee to serve on the **National Committee** as a Regional Chairman for a maximum of one full term.

7. EXECUTIVE COMMITTEE

- 7.1 The **Executive Committee** shall be as per the **Constitution**.
- 7.2 The **Executive Committee** is composed of the **Board of Directors** and the Ex-Officio: Administration and Registration Officer.
- 7.3 The management of the affairs of the **Institute** shall be vested in the **Executive Committee** who shall report quarterly to the **National Committee**.

8. BOARD OF DIRECTORS

8.1 The **Board of Directors** is composed of the three (3) **Directors**

8.1.1 **Director:** Executive President

8.1.2 **Director:** Vice President

8.1.3 **Director:** Public Relations

9. CHAPTER MEETINGS

9.1 Chapter Meetings shall be convened in each active chapter at least once a year and not later than fourteen (14) days prior to a Regional General Meeting.

9.2 The Chapter Chairman shall give notice of each Chapter Meeting to every **Member** in his region via electronic means and/or post as per Clause 15.

9.3 The notice shall include:

9.3.1 the agenda

9.3.2 date and venue of the Chapter Meeting

9.4 The current Chapter Chairman shall be the Chairman of the Chapter Meeting or any other **Member** as decided by the meeting.

9.5 The **Members** present shall constitute a quorum.

9.6 Chapter Meetings shall be directed and controlled by the Chairman on an informal basis, subject to the agenda and minutes of the previous meeting being considered.

9.7 Decisions shall be arrived at by general consensus of the **Members** present.

9.8 Full **Members** and Associate **Members** shall be entitled to one vote.

9.9 The Chairman of Chapter Meeting, in addition to his vote, shall be entitled to a casting vote in the event of a tie.

9.10 Voting shall be by show of hands.

9.11 All matters shall be decided by a simple majority of votes; the number of votes for, against or abstaining being recorded in the minutes.

- 9.12 The Minutes of a Chapter Meeting shall record, amongst other things, those **Members** and others present, a resume of all matters raised in sufficient detail to identify the salient considerations and the decisions arrived at in each case, with the names of those involved in the discussion only if they so request.
- 9.13 At the request of any **Member** present, subject to agreement by the Chairman, any matter discussed, but not voted upon or requiring a decision, may be excluded from the minutes.
- 9.14 A copy of the Minutes of each Chapter Meeting shall be made available on request to a **Member**.
- 9.15 Minutes of the previous meeting shall be taken as read, at the subsequent meeting and shall then be confirmed with any correction of fact agreed to by the meeting.
- 9.16 A copy of the Minutes of each Chapter Meeting as well as a copy of the Attendance Register in PDF format must be forwarded to the Regional Chairman.
- 9.17 The Regional Chairman must forward a copy of the Minutes of each Chapter Meeting as well as a copy of the Attendance Register in PDF format to the National Head Office for archiving within thirty (30) days after the meeting.

10. REGIONAL GENERAL MEETINGS

- 10.1 Regional General Meetings shall be held in each active region at least once a year and not later than 30 days prior to an Annual General Meeting.
- 10.2 The Regional Chairman shall give notice of each Regional General Meeting to every **Member** in his region via electronic means and/or post as per Clause 15.
- 10.3 The notice shall include:
- 10.3.1 the agenda
 - 10.3.2 date and venue of the Regional General Meeting
 - 10.3.3 minutes of the previous Regional General Meeting
 - 10.3.4 forms for any voting and/or motions.
- 10.4 The current Regional Chairman shall be the Chairman of the Regional General Meeting.

- 10.5 75 percent (%) of the Chapter Chairmen in the region and any other **Members** present shall constitute a quorum.
- 10.6 Regional General Meetings shall be directed and controlled by the Chairman on a formal basis, subject to the agenda and minutes of the previous meeting being considered.
- 10.7 Decisions shall be arrived at by general consensus of the **Members** present.
- 10.8 Each Chapter Chairman in the Region shall be entitled to one vote.
- 10.9 The Chairman of a Regional General Meeting, in addition to his vote, shall be entitled to a casting vote in the event of a tie.
- 10.10 Voting shall be by show of hands.
- 10.11 All matters shall be decided by a simple majority of votes; the number of votes for, against or abstaining being recorded in the minutes.
- 10.12 The Minutes of a Regional General Meeting shall record, amongst other things, those **Members** and others present, a resume of all matters raised in sufficient detail to identify the salient considerations and the decisions arrived at in each case, with the names of those involved in the discussion only if they so request.
- 10.14 At the request of any **Member** present, subject to agreement by the Chairman, any matter discussed, but not voted upon or requiring a decision, may be excluded from the minutes.
- 10.15 A copy of the Minutes of the previous Regional General Meeting shall be despatched to each **Member** with the notice of the next Regional General Meeting.
- 10.16 Minutes of the previous meeting shall be taken as read, at the subsequent meeting and shall then be confirmed with any correction of fact agreed to by the meeting.
- 10.17 A copy of the Minutes of each Regional General Meeting as well as a copy of the Attendance Register in PDF format must be forwarded to the National Head Office for archiving within thirty (30) days after the meeting by the Regional Chairman.

11. SPECIAL GENERAL MEETINGS

- 11.1 Special General Meetings shall be convened as per the **Constitution**.
- 11.2 The **Executive Committee** shall give notice of each Special General Meeting to every **Member** via electronic means and/or post.
- 11.3 The notice shall include:
- 11.3.1 the agenda
 - 11.3.2 date and venue of the Special General Meeting
 - 11.3.3 forms for any voting
- 11.4 The **Director**: Executive President or, in his absence the **Director**: Vice President, shall be the Chairman of a Special General Meeting.
- 11.5 Two (2) **Directors** and the **Members** present shall constitute a quorum.
- 11.6 Special General Meetings shall be directed and controlled by the Chairman on a formal basis, subject to the agenda.
- 11.7 Decisions shall be arrived at by general consensus of the **Members** present, unless a vote is requested by a member attending the meeting or is required by the **Constitution** or **Regulations** attached thereto.
- 11.8 Full **Members** attending a Special General Meeting shall be entitled to one vote.
- 11.9 Full **Members** that are not able to be present at a Special General Meeting shall be able to vote via electronic means.
- 11.10 The Chairman of a Special General Meeting, in addition to his vote, shall be entitled to a casting vote in the event of a tie.
- 11.11 Voting shall be by show of hands unless a **Member** attending requests a written ballot or if a written ballot is required by the **Constitution**.
- 11.12 All matters shall be decided by a simple majority of votes; the number of votes for, against or abstaining being recorded in the minutes.
- 11.13 The Minutes of a Special General Meeting shall record, amongst other things, those **Members** and others present, a resume of all matters raised in sufficient detail to identify the salient considerations and the decisions arrived at in each case, with the names of those involved in the discussion only if they so request.

- 11.14 At the request of any **Member** present, subject to agreement by the Chairman, any matter discussed, but not voted upon or requiring a decision, may be excluded from the minutes.
- 11.15 A copy of the Minutes of each Special General Meeting shall be despatched to each member with the notice of the next Annual General Meeting.
- 11.16 Minutes of the previous meeting shall be taken as read, at the subsequent meeting and shall then be confirmed with any correction of fact agreed to by the meeting.

12. ANNUAL GENERAL MEETINGS

- 12.1 Annual General Meetings shall be convened as per the **Constitution**.
- 12.2 The **Executive Committee** shall give notice of each Annual General Meeting to every **Member** via electronic means and/or post.
- 12.3 The notice shall include:
- 12.3.1 the agenda
 - 12.3.2 date and venue of the Annual General Meeting
 - 12.3.3 forms for any voting and/or motions.
 - 12.3.4 minutes of previous Annual General Meeting
 - 12.3.5 minutes of previous Special General Meetings (if any)
- 12.4 The **Director: Executive President** or, in his absence the **Director: Vice President**, shall be the Chairman of an Annual General Meeting.
- 12.5 Two (2) **Directors** and the **Members** present shall constitute a quorum.
- 12.6 Annual General Meetings shall be directed and controlled by the Chairman on a formal basis, subject to the agenda.
- 12.7 Decisions shall be arrived at by general consensus of the **Members** present, unless a vote is requested by a member attending the meeting or is required by the **Constitution** or **Regulations** attached thereto.
- 12.8 Full **Members** attending an Annual General Meeting shall be entitled to one vote.

- 12.9 Full **Members** that are not able to be present at an Annual General Meeting shall be able to vote via electronic means.
- 12.10 The Chairman of an Annual General Meeting, in addition to his vote, shall be entitled to a casting vote in the event of a tie.
- 12.11 Voting shall be by show of hands unless a **Member** attending requests a written ballot on a specific matter or if a written ballot is required by the **Constitution**.
- 12.12 All matters shall be decided by a simple majority of votes; the number of votes for, against or abstaining being recorded in the minutes.
- 12.13 The Minutes of an Annual General Meeting shall record, amongst other things, those **Members** and others present, a resume of all matters raised in sufficient detail to identify the salient considerations and the decisions arrived at in each case, with the names of those involved in the discussion only if they so request.
- 12.14 At the request of any **Member** present, subject to agreement by the Chairman, any matter discussed, but not voted upon or requiring a decision, may be excluded from the minutes.
- 12.15 A copy of the Minutes of each Annual General Meeting shall be despatched to each member with the notice of the next Annual General Meeting.
- 12.16 Minutes of the previous meeting shall be taken as read, at the subsequent meeting and shall then be confirmed with any correction of fact agreed to by the meeting.

13. NATIONAL COMMITTEE MEETINGS

- 13.1 The first meeting of a newly elected **National Committee** shall be held within sixty (60) days of the Annual General Meeting.
- 13.2 Thereafter, **National Committee** Meetings shall be convened at least once a quarter by the **Executive Committee** to report on the management and administration of the **Institute**.
- 13.3 A notice of each **National Committee** Meeting shall be e-mailed to each member at least fourteen (14) days prior to the meeting and each member shall inform the Head Office of the **Institute** of his availability for the meeting not later than seven (7) days prior to the date of the meeting.

- 13.4 The notice shall state the time, venue and agenda.
- 13.5 Non-receipt of a notice, or any accompanying document, by a member shall not invalidate the proceedings of a meeting.
- 13.6 The venue of a **National Committee** Meeting shall be the Board Room at the National Office or any other suitable venue.
- 13.7 All members elected to the **National Committee** shall attend the first **National Committee Meeting** after the Annual General Meeting at which they were inducted.
- 13.8 Outgoing members of the **National Committee** shall attend the first **National Committee** Meeting, after the Annual General Meeting at which members of the **National Committee** were inducted, to facilitate the handing over of duties to the new members.
- 13.9 All members of the **National Committee** are required to attend a minimum of 75 percent (%) of **National Committee** Meetings convened per year.
- 13.10 A minimum of two (2) **Directors** and 50 percent (%) of other members of the **National Committee** must be present at the time set for the meeting shall constitute a quorum.
- 13.11 The **Director: Executive President** or, in his absence the **Director: Vice President**, shall be the Chairman of an **Executive Committee** Meeting with the Ex Officio: Administration and Registrations Member of the **Executive Committee** present for administrative purposes.
- 13.12 **National Committee** Meetings shall be directed and controlled by the Chairman on a formal basis, subject to the agenda and minutes of the previous meeting being considered.
- 13.13 Decisions shall be arrived at by general consensus of the **National Committee** members present, unless a vote is requested by a member attending the meeting or is required by the **Constitution** or **Regulations** attached thereto.
- 13.14 Each member of the **National Committee** attending a **National Committee** Meeting shall be entitled to one vote plus one vote on behalf of one absent member of the **National Committee** by proxy.

- 13.15 The Chairman of a **National Committee** Meeting, in addition to his vote and one proxy vote shall be entitled to a casting vote in the event of a tied vote.
- 13.16 A proxy shall be in writing, signed by the absentee, stating that the member of the **National Committee** present may vote on behalf of the absentee on the matter/s stipulated in the proxy.
- 13.17 Proxies shall be declared by the proxy holder to the Chairman prior to any vote being called for on a matter.
- 13.18 No directive need be stated as to how the designated member of the **National Committee** shall vote, but should a written directive be given then this shall only be valid in relation to an unamended matter.
- 13.19 Voting shall be by show of hands unless a member of the **National Committee** attending requests a written ballot on a specific matter.
- 13.20 All matters shall be decided by a simple majority of votes; the number of votes for, against or abstaining being recorded in the minutes.
- 13.21 The Minutes of a **National Committee** Meeting shall record, amongst other things, those members of the **National Committee** and others present, a resume of all matters raised in sufficient detail to identify the salient considerations and the decisions arrived at in each case, with the names of those involved in the discussion only if they so request.
- 13.22 At the request of any member of the **National Committee** present, subject to agreement by the Chairman, any matter discussed, but not voted upon or requiring a decision, may be excluded from the minutes.
- 13.23 A copy of the Minutes of each **National Committee** Meeting shall be despatched to each member of the **National Committee** within twenty-one (21) working days after the meeting.
- 13.24 Minutes of the previous meeting shall be taken as read, at the subsequent meeting and shall then be confirmed with any correction of fact agreed to by the meeting.
- 13.25 Attendance of a **National Committee** Meeting can be by means of video and/or telephonic link.

14. EXECUTIVE COMMITTEE / BOARD OF DIRECTORS MEETINGS

- 14.1 **Executive Committee** Meetings and **Board of Directors** Meetings shall be combined in one meeting.
- 14.2 **Executive Committee** Meetings and **Board of Directors Meetings** shall take place at least once a month to discuss matters related to the management of the Institute.
- 14.2 The **Director: Executive President** or, in his absence the **Director: Vice President**, shall be the Chairman of an **Executive Committee** Meeting with the Ex Officio: Administration and Registrations Member of the **Executive Committee** present for administrative purposes.
- 14.4 Two (2) **Directors** present shall constitute a quorum.
- 14.5 Decisions shall be arrived at by general consensus of the **Directors** present.
- 14.6 The Minutes of **Executive Committee** Meetings and **Board of Directors** Meetings shall record, amongst other things, those **Directors** and others present, a resume of all matters raised in sufficient detail to identify the salient considerations and the decisions arrived at in each case.
- 14.7 A copy of the Minutes of Executive **Committee** Meetings and **Board of Directors** Meetings shall be despatched to each member with the notice of the next meeting.
- 14.8 Minutes of the previous meeting shall be taken as read, at the subsequent meeting and shall then be confirmed with any correction of fact agreed to by the meeting.
- 14.9 Attendance of **Executive Committee** Meetings and **Board of Directors** Meetings can be by means of video and/or telephonic link.

15. NOTICES

- 15.1 Chairmen of all Committees required to notify **Members** and/or other individuals of meetings etc., must forward the notice to the **Institute's** Head Office for distribution via electronic means and/or post.
- 15.2 The notice must reach the Institute's Head Office at least fourteen (14) days before it is required by this and other **Regulations** to be forwarded to members.

15.3 No Chairman and/or any other persons are allowed to send electronic mail or messages via cellular phones to members directly. All such correspondence must be send and handled via the Head Office to ensure compliance with National Legislation.