



Emergency Medicine Society of South Africa (NPC)

**THE EMERGENCY MEDICINE SOCIETY OF SOUTH AFRICA
CONSTITUTION
UPDATED NOVEMBER 2013**

1. NAME

- 1.1 The name of the organization shall be the EMERGENCY MEDICINE SOCIETY OF SOUTH AFRICA, hereinafter shortened and referred to as the EMSSA.

2. BODY CORPORATE

- 2.1 The EMSSA shall:
- Exist in its own right, separately from its members.
 - Continue to exist even when its membership changes and there are different office bearers.
 - Be able to own property and other possessions
 - Be able to sue and be sued in its own name

3. OBJECTIVES

The main objectives of the EMSSA are:

- 3.1 To promote and improve emergency care through teaching, research and education.
- 3.2 To promote the speciality of emergency medicine
- 3.3 To advocate for emergency care in South Africa.
- 3.4 To generate funding for the accomplishment of the above.
- 3.5 To lobby on behalf of members of the Emergency medicine Society of South Africa for the promotion of and maintenance of the profession

The secondary objective of EMSSA is:

- 3.6 To work in collaboration with other organisations which deal with teaching, research and education of emergency care, regardless of location, to the benefit of emergency care in South Africa.

4. INCOME AND PROPERTY

- 4.1 The EMSSA will keep a record of everything it owns.



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- 4.2 The EMSSA may not give any of its money or property to its members or office bearers.
 - 4.2.1 The only time when it may do this is in direct payment for work which a member or office bearer has been commissioned to undertake for the EMSSA. The payment must be a reasonable amount for the work that has been done.
- 4.3 A member of the organisation may only receive money back from the EMSSA for expenses which she or he has paid for on behalf of the organisation.
- 4.4 Members or office bearers of the organisation have no rights over things which belong to the organisation.
- 4.5 Yearly financial audits will be conducted and presented to the EMSSA management committee.

5. MEMBERSHIP

- 5.1 All health care professionals with active involvement in emergency care are eligible for membership as below.
- 5.2 Members of the EMSSA achieve said membership upon completion of a membership form and payment of the required annual membership fee. Members may be:
 - 5.2.1 **FULL MEMBER:**
Any person involved in education, research and / or patient care in the field of emergency medicine can become a full member of the EMSSA. Full members pay membership fees, have voting rights and can stand for office.
 - 5.2.2 **AFFILIATE MEMBER:**
Any person with an interest in emergency medicine can become an affiliate member of the EMSSA. Affiliate members pay a reduced membership fee, have no voting rights, and cannot hold office.
 - 5.2.3 **HONORARY LIFE MEMBER:**
This may be awarded by the COUNCIL to a person who excelled in furthering the objectives of the EMSSA. Such a member pays no dues, has no voting rights and may not hold office.



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5.2.3.1 Application for membership in this category must be in writing, and must be proposed and seconded by two members of the EMSSA.

5.3 Membership expires under the following conditions:

5.3.1 A member resigns in writing.

5.3.2 A member ceases to be eligible for membership.

5.3.3 A member has not paid membership fees for a period of two (2) years.

5.3.4 A member by his or her actions brings the EMSSA into disrepute.

5.3.5 A member dies.

5.4 Membership may be suspended if a member has not paid membership fees for a period of one (1) year. During suspension the member has no voting rights. This may be lifted after payment of all arrear fees.

6. MANAGEMENT

6.1 A management committee will manage the EMSSA. This shall be a minimum of nine (9) members. They are the Office Bearers of the EMSSA.

6.2 If a member wishes to become an Office Bearer, s/he will ask the EMSSA's management committee, who have the right to say no.

6.3 The term of office for Office Bearers will be two years. Office bearers can stand for re-election into the same position once, to a consecutive term of 4 years. Office bearers may, depending on the kind of services which they give to the EMSSA, stand for election into another office, so long as their services are needed and they are ready to give their services.

6.4 The Management Committee shall consist of:
the President, the Vice-President, the Honorary Secretary, the Treasurer, four (4) members, and the immediate Past-President [a minimum of nine (9) members].

6.5 The President, the Immediate Past-President, the Vice-President and the Honorary Secretary and Treasurer shall form the EXECUTIVE COMMITTEE (EXCO) of the EMSSA, and will attend to all urgent matters.



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- 6.6 Election of the management committee shall take place at the biennial general meeting of the EMSSA.
- 6.7 The PRESIDENT of the EMSSA management committee shall:
- 6.7.1 Be a registered specialist in Emergency Medicine.
 - 6.7.2 Preside over all meetings of members of the EMSSA management committee.
 - 6.7.3 Carry out all tasks entrusted to him/her by the members.
 - 6.7.4 Have a casting vote in the case of a tie of votes.
 - 6.7.5 Will have been a member of the EMSSA management committee for the past 2 years
 - 6.7.6 Will be elected at the EMSSA AGM of the year of the International Emergency Medicine conference.
- 6.8 The PRESIDENT-ELECT of the EMSSA management committee shall:
- 6.8.1 Be a registered specialist in Emergency Medicine.
 - 6.8.2 Be a member of the management committee for the previous year.
 - 6.8.3 Be in the office of President-elect for one calendar year.
 - 6.8.4 Be elected at the EMSSA AGM of the year of the National EMSSA Symposium.
 - 6.8.5 Succeed the President once the President's term comes to an end.
 - 6.8.6 Be elected in the third year of office if the President is re-elected for a second term of office.
- 6.9 The VICE-PRESIDENT of the EMSSA shall be a registered specialist in emergency medicine, and shall stand in for the PRESIDENT when the latter is not available.
- 6.10 The HONORARY SECRETARY shall manage all the administration of the EMSSA management committee.
- 6.11 The TREASURER shall manage all the financial matters of the EMSSA management committee.
- 6.12 The management committee may combine the functions of SECRETARY and TREASURER in one (1) management committee member, and may appoint a person(s) to conduct the administrative and financial matters of the EMSSA management committee.
- 6.13 The Immediate Past-President shall serve a term of two (2) years. Such a member has no voting rights.



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- 6.14 The management committee may appoint a member to fill a vacancy on the management committee, for the remaining term. Such a member will have a right to vote.
- 6.15 The management committee may also co-opt a person for a specific purpose and time. Such a person shall have no voting rights.
- 6.16 The management committee members shall receive no compensation for their services, but costs incurred in attending to EMSSA business may be refunded from the EMSSA funds.
- 6.17 If a member of the management committee does not attend three management committee meetings in a row, without having applied for and obtaining leave of absence from the management committee, then the management committee will find a new member to take that person's place.
- 6.17 Minutes will be taken at every meeting to record the management committee's decisions. The minutes of each meeting will be given to management committee members at least two weeks before the next meeting. The minutes shall be confirmed as a true record of proceedings, by the next meeting of the management committee, and shall thereafter be signed by the chairperson.

7. SUBGROUPS

- 7.1 The EMSSA has the right to form subgroups on a functional or regional basis.
- 7.2 These subgroups shall elect a committee to co-ordinate the actions of the subgroup, and shall report at least annually to the EMSSA management committee on its activities. The decisions that subgroups take shall be given to the management committee. The management committee shall decide whether to agree to them or not at its next meeting. By agreeing to decisions, the management committee ratifies them.
- 7.3 The terms of reference for the sub-group are laid out in EMSSA policy EP001: *Formation of a sub-group within EMSSA.*
- 7.4 A representative of each subgroup will be co-opted on the EMSSA management committee.



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- 7.5 All members of the organisation have to abide by decisions that are taken by the management committee.
- 7.6 The EMSSA may also affiliate to any other organization with similar objectives, without loss of total autonomy over its own affairs.

8. SPECIAL INTEREST GROUPS

- 8.1 The EMSSA has the right to form special interest groups on a functional or regional basis.
- 8.2 These special interest groups shall elect a committee to co-ordinate the actions of the special interest group, and shall report at least annually to the EMSSA management committee on its activities. The decisions that special interest groups take shall be given to the management committee. The management committee shall decide whether to agree to them or not at its next meeting. By agreeing to decisions, the management committee ratifies them.

9. POWERS OF THE EMSSA

- 9.1 The management committee may take on the power and authority that it believes it needs to be able to achieve the objectives that are stated in point number 3 of this constitution. Its activities must abide by the law.
- 9.2 The management committee has the power and authority to raise funds or to invite and receive contributions.
- 9.3 The management committee has the power to buy, hire or exchange for any property that it needs to achieve its objectives.
- 9.4 The management committee has the right to make by-laws for proper management, including procedure for application, approval and termination of membership.
- 9.5 Control over the affairs of the EMSSA shall lie with the management committee of the EMSSA.



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- 9.6 The duties of the management committee shall be to:
- 9.6.1 Oversee the proper functioning of the EMSSA.
 - 9.6.2 Oversee the proper administration of the EMSSA.
 - 9.6.3 Carry out the instructions of the general meetings of the EMSSA, and report back to the members.
 - 9.6.4 Promote the organisation of congresses, symposia, courses and other educational opportunities.
 - 9.6.5 Produce a journal as a vehicle for teaching emergency care.
 - 9.6.6 Determine the annual subscription fee.
 - 9.6.7 Appoint auditors for the EMSSA.

10. MEETINGS AND PROCEDURES OF THE COMMITTEE

- 10.1 Members shall meet biennially, usually during a congress.
- 10.2 A meeting may also be called by the EMSSA management committee on the written request of ten (10) members of the EMSSA.
- 10.3 Notice of a meeting shall be sent out by the SECRETARY at least thirty (30) days before the meeting. This notice shall state the date, time and place of the meeting, as well as the matters to be discussed.
- 10.4 A quorum for a meeting of members of the EMSSA shall be at least 50% of the Executive Committee and a minimum of 20 Full paid up Members, as at the end of December of the previous year.
- 10.5 The EMSSA shall deal with the following business amongst other matters at its annual general meeting:
 - Agree to the items on the agenda
 - Record attendance and apologies
 - Read and confirm the previous meeting's minutes with matters arising
 - Chairperson's report
 - Treasurer's report
 - Changes to the constitution that members may want to make.
 - Elect new office bearers
 - General
 - Close the meeting



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- 10.6 Voting at these meetings may be by a show of hands, or secret ballot, and may include postal and proxy votes.
- 10.7 An ordinary majority vote shall be sufficient to decide on an issue.

11. AMENDMENTS TO THE CONSTITUTION

- 11.1 This constitution may be amended by a resolution. The resolution has to be agreed upon and passed by not less than two thirds of the members who are at the annual general meeting or special general meeting. Members must vote at this meeting to change the constitution.
- 11.2 A quorum shall be present at a meeting before a decision to change the constitution is taken. Any annual general meeting may vote upon such a notion, if the details of the changes are set out in the notice referred in 9.3.
- 11.3 A written notice must go out not less than fourteen (14) days before the meeting at which the changes to the constitution are going to be proposed. The notice must indicate the proposed changes to the constitution that will be discussed at the meeting.
- 11.4 No amendments may be made which would have the effect of making the organisation cease to exist.

12. DISSOLUTION/WINDING-UP

- 12.1 The EMSSA may also be dissolved by an ordinary majority vote of all the members, or when the total membership falls below eleven (11) members.
- 12.2 When the EMSSA closes down it shall pay-off all its debts.
- 12.3 After dissolution, the assets of the EMSSA will not be paid or given to members of the organisation but rather transferred or donated to an appropriate organisation, as determined by the EMSSA management committee.
- 12.4 Subgroups may dissolve with the EMSSA, or may decide to carry on as separate organisations.



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13. FINANCES

- 13.1 An accounting officer shall be appointed at the annual general meeting. His/her duty is to audit and check on the finances of the EMSSA.
- 13.2 The treasurer's job is to control the day to day finances of the organisation. The treasurer shall arrange for all funds to be put into a bank account in the name of the EMSSA. The treasurer must also keep proper records of all the finances.
- 13.3 Audited statements of the financial matters of the EMSSA must be presented annually to the EMSSA management committee by the TREASURER.
- 13.4 Whenever funds are taken out of the bank account, the chairperson and at least two other members of the EMSSA must sign the withdrawal or cheque.
- 13.5 The financial year of the EMSSA runs a calendar year from January to December.
- 13.6 The EMSSA's accounting records and reports must be ready and handed to the Director of Nonprofit Organisations within six months after the financial year end.
- 13.7 If the EMSSA has funds which can be invested, the funds may only be invested with registered financial institutions.

**This constitution was approved and accepted by members of the EMSSA
at a special general meeting held on 5 November 2013 at 17H30.**

**Dr Melanie Stander
President**

**Mande Toubkin
Secretary**



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Date: 5/11/2013

Date: 13 February 2014