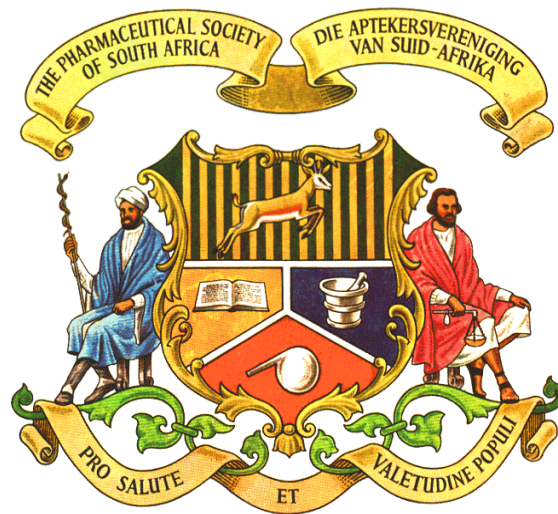


2 April 2012

# CONSTITUTION



**Pharmaceutical Society of South Africa**  
**Southern Gauteng**

**PHARMACEUTICAL SOCIETY OF SOUTH AFRICA  
SOUTHERN GAUTENG BRANCH**

**I N D E X**

*to the*

**CONSTITUTION OF THE SOUTHERN GAUTENG BRANCH OF THE PHARMACEUTICAL SOCIETY**

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**PHARMACEUTICAL SOCIETY OF SOUTH AFRICA  
SOUTHERN GAUTENG BRANCH**

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**CONSTITUTION OF THE SOUTHERN GAUTENG BRANCH OF THE PHARMACEUTICAL SOCIETY**

**PREAMBLE**

We, the members of the Southern Gauteng Branch of the Pharmaceutical Society of South Africa, associate ourselves with and fully support the contents and sentiments expressed in the preamble to the Constitution of the Pharmaceutical Society of South Africa,

- *acknowledging* the history of our country and that of our profession and the need for the profession to avoid the disruptive effects of fragmentation,
- *honouring* those who have worked and sacrificed for the development of the profession,
- *recognising* the broad transformation taking place in South African society at this time in our history and
- *believing* that we are united by our diversity in a unique and indispensable profession,
- *adopt* this Constitution as the ultimate authority governing our association.

By so doing, we *dedicate ourselves* to the principles and objects enshrined in this Constitution

- to address the divisions of the past
- to build a united profession to better fulfill our professional role in service to all our people
- to take our rightful place amongst those who serve the health of our people.

**1. DEFINITIONS**

1.1 In this Constitution and in any Regulations framed in terms hereof, the following terms and expressions shall, unless the context otherwise directs, have the respective meanings as hereinafter set out:

- 1.1.1 “Associate member” - means Pharmacy Students, Pharmacist’s Assistants - basic, or post basic, or learner post basic, as described in Clause 5.2 of the Branch Constitution.
- 1.1.2 “Branch” - means the Southern Gauteng Branch of the Pharmaceutical Society of South Africa as defined in the Society’s Constitution
- 1.1.3 “ This Constitution” or “the Branch’s Constitution” - means the Constitution of the Southern Gauteng Branch
- 1.1.4 “Business Committee” – means the sub-committee of the Branch Committee as defined in Clause 19 of this Constitution.
- 1.1.5 “Branch Committee” – means the committee as defined in Clause 14 of this Constitution.
- 1.1.6 “Co-opted” means a person (not necessarily being a pharmacist or a member of the Branch) appointed to a Committee as provided for in terms of this Constitution and who being so appointed shall enjoy voting rights.
- 1.1.7 “Chairman” - means the chairperson for the time being of the Branch and of the Branch Committee.
- 1.1.8 “Councillor” - means a member of the General Council being a member of the Branch who is a paid up member of the Society and who has been appointed by the Branch Committee as a Councillor.

- 1.1.9 “Document” - means a written, printed or electronic file of information.
  - 1.1.10 “Executive Officer of the Branch” - shall be known as the General Manager of the Branch.
  - 1.1.11 “*Ex Officio*” - means by right of one’s position or office and refers to a situation whereby the elected, nominated or appointed incumbent of an office or position is *per se* deemed thereby to have also been appointed, with full participation and voting rights, to one or more other positions or committees.
  - 1.1.12 “FPS” - means Fellow of the Pharmaceutical Society of South Africa
  - 1.1.13 “Honorary” - in the title of an incumbent refers to a non remunerated status.
  - 1.1.14 “*ipso facto*” - means by the very fact or act, or as a consequence thereof.
  - 1.1.15 Local Group means an interest group of members of the Branch located in a geographically definable area.
  - 1.1.16 “Management Committee” - means the sub-committee of the Branch Committee as defined in Clause 20 of this Constitution.
  - 1.1.17 “Member” - means a paid up member of the Society who is a member of this Branch in accordance with the provisions of Clause 13 of the Constitution of the Society.
  - 1.1.18 “Ordinary member” - means pharmacists, community service pharmacists or pharmacist interns, as described in Clause 5.1 of this Constitution.
  - 1.1.19 “MPS” - means Member of the Pharmaceutical Society of South Africa.
  - 1.1.20 “Museum” - means the South African National Pharmacy Museum established by the Branch and located for the time being at 52 Glenhove Road, Melrose Estate.
  - 1.1.21 “Personnel Committee” - means a sub-committee of the Branch as defined in Clause 21.
  - 1.1.22 “Pharmacist” - means a pharmacist registered with the South African Pharmacy Council as defined in the Pharmacy Act No. 53 of 1974 as amended from time to time.
  - 1.1.23 “Pharmacy Council” - means the South African Pharmacy Council as defined in the Pharmacy Act No. 53 of 1974 as amended from time to time.
  - 1.1.24 “Proxy” - means the authority held by one person to act for another at a Branch Committee meeting.
  - 1.1.25 “Regulations” - means regulations made in terms of this Constitution as amended from time to time.
  - 1.1.26 “Rights and Privileges” - go hand in hand and are considered synonymous for the purposes of this Constitution.
  - 1.1.27 “Sector” and “Sectoral Division” - these expressions shall be interchangeable in meaning according to the context.
  - 1.1.28 “Sectoral Divisions” - means Sectoral Divisions as defined and referred to in Clause 13.3 of the Society’s Constitution.
  - 1.1.29 “The Society” - means the Pharmaceutical Society of South Africa or PSSA and “the Society’s Constitution” shall have a corresponding meaning.
  - 1.1.30 “Sub-committee” - means a group which may consist of nominated, elected, appointed and /or ex officio members or persons intended to function under a mandate of the Branch Committee and be responsible to the Branch Committee.
- 1.2 This Constitution shall be interpreted in accordance with the following principles:
- 1.2.1 Words importing the masculine shall include a reference to the feminine and vice versa.
  - 1.2.2 Words importing the singular shall include a reference to the plural and vice versa.

## **PART 1: ESTABLISHMENT, OBJECTS AND POWERS**

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### **2. TITLE, JURISTIC PERSONALITY, AREA OF JURISDICTION AND HEADQUARTERS**

- 2.1 The name of the Branch shall be the Southern Gauteng Branch of the Pharmaceutical Society of South Africa.
- 2.2 The Branch shall be a branch of the Pharmaceutical Society of South Africa.
- 2.3 The Southern Gauteng Branch of the Pharmaceutical Society of South Africa shall be a corporate body having a separate legal persona distinct from its members, from other branches of the PSSA, and from the PSSA itself, with perpetual succession notwithstanding changes of membership within it, and being entitled to hold property, to act juristically, and to institute or defend legal proceedings in its own name.
- 2.4 The headquarters of the Branch shall be at Johannesburg until such time as a Branch General Meeting shall decide otherwise. The area of jurisdiction of the Branch shall be that as laid down in the Schedule of Branches established in terms of the Society's Constitution and as amended from time to time.
- 2.5 The Southern Gauteng Branch shall constitute an integrated contiguous geographic area including the following, namely, the magisterial districts of Johannesburg, Randburg, Midrand, Germiston, Krugersdorp, Roodepoort, Kempton Park, Boksburg, Benoni, Brakpan, Springs, Nigel, Alberton, Westonaria, Oberholzer and Randfontein and the boundaries of the Branch shall furthermore be such that its southern boundary from east to west shall include all members resident or employed in the area north of the Vaal Triangle Branch while its northern boundary shall be represented by the southern boundary of the Pretoria Branch.

### **3. OBJECTS**

The main objects of the Branch shall be to carry out all such duties, functions, acts and objects as are set out in the Constitution of the Society and subject only to the reservations contained therein; and to do any or all such acts as may be necessary to protect and promote the professional, educational, business and economic interests of its members.

### **4. POWERS**

The Branch may, for the purpose of achieving its objects and, if necessary, after consultation with the Society where required for any purpose, calculated to benefit the Branch, directly or indirectly.

- 4.1 Evaluate any bills, laws, ordinances, proclamations, pronouncements, or enactments (whether emanating from Parliament, provincial authorities, or local authorities, or from any other entity) which either affect or may affect the interests of pharmacists and members of the Branch and where appropriate, to support or to oppose, and if necessary, take appropriate action including legal action, as circumstances may require, on behalf of its members.
- 4.2 Publish, distribute and disseminate newsletters, information or promotional material, including results of research or statistics or other information which is either available to or obtained from members of the Society.
- 4.3 Co-operate with any institution, society or association.
- 4.4 Establish and support bodies representing specific fields of pharmaceutical interest or endeavor.
- 4.5 Recognise organisations representing specific fields of pharmaceutical practice and interest for achieving the objectives as specified in this Constitution.
- 4.6 Borrow or raise monies, with or without security.
- 4.7 Secure the payment of monies borrowed or any other obligation in any manner including the pledge of movable property and the mortgage of immovable property.

- 4.8 Form or have an interest in any company or companies for any purpose directly or indirectly calculated to benefit the Branch.
- 4.9 Invest funds available only with those registered financial institutions as defined in Clause 1 of the Financial Institutions (Protection of Funds) Act 28, 2001 as amended, and in securities listed on a licensed stock exchange as defined in the Securities Services Act 36 of 2004 as amended.
- 4.10 Enter into indemnities, guarantees and suretyships and secure payment thereunder in any way.
- 4.11 Establish, manage and support or aid in the establishment, management and support of associations, institutions, foundations, funds, trusts and amenities calculated to benefit members of the Branch or its employees.
- 4.12 Acquire, hire or lease any movable or immovable property and develop, manage, hypothecate, lease (whether as lessor or lessee), deal in or dispose of all or any part or section of the movable or immovable property of the Branch.
- 4.13 Consult or gauge the views and opinions of all or any members of the Branch, or any other groups or entities of persons as may be deemed to be in the interests of the Branch or its members. Such powers shall include the right to conduct market polls, market surveys, or any other prevailing practice including the right to conduct a referendum.
- 4.14 Establish and administer or contribute towards the establishment of scholarships, bursaries or grants-in-aid for the benefit of students in pharmacy, or employees of the Branch.
- 4.15 Establish, administer and contribute towards the maintenance of a Museum for Pharmacy, the financial reports which shall be included under a separate sub-heading of the Audited Financial Statements of the Branch.
- 4.16 Make, and from time to time alter, amend or rescind regulations for the carrying on of the business of the Branch;
- 4.17 Employ and enter into agreements regulating conditions of service and termination of employment, which will apply to officials and employees of the Branch, including the right to recognise and deal with trade unions, staff associations, or any other employee groups, whether in terms of statute or otherwise.
- 4.18 Institute or defend legal proceedings in its own name.
- 4.19 Notwithstanding anything to the contrary herein contained, the Branch will not participate in any business, profession or occupation or any profit making activities of a continuous or ongoing nature by any of its members, or provide any financial assistance, premises, continuous services, or facilities to its members for the purpose of carrying on any business, profession or occupation by them.
- 4.20 Address disciplinary and professional behavioral enquiries of members;
- 4.21 The Branch Committee may deem it necessary from time to time to levy fees upon its Branch members.
- 4.22 Generally, directly or indirectly, do, or cause to be done, anything that may be incidental to or necessary for the attainment of the above objects.

## **PART 2 - MEMBERSHIP**

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### **5. MEMBERSHIP**

There shall be the following classes of members whose admission to membership shall be governed by the Regulations for Admission of Members as set out in the Society's Constitution.

- 5.1 Ordinary members, who shall be pharmacists, community service pharmacists or pharmacist Interns, registered as such with the South African Pharmacy Council.
- 5.2 Associate members, who shall include the following categories as defined in the Pharmacy Act, No 53 of 1974, as amended from time to time:-
  - 5.2.1 Pharmacy Students from 2<sup>nd</sup> year of study and registered with the South African Pharmacy Council (SAPC).

- 5.2.2 Pharmacists' Assistants, basic, learner post basic, post basic inter alia as defined in the Pharmacy Act.
- 5.3 The Branch may not exclude from its membership any member of the Society in good standing, resident or carrying on business or employed within the area of jurisdiction assigned to it.

## **6. RIGHTS, PRIVILEGES AND LIABILITIES OF MEMBERS**

- 6.1 Every member, including Ordinary and Associate members shall possess the following rights:
  - 6.1.1 To attend any General meeting of the Branch, or by invitation any meeting of the Branch Committee or Management Committee but excluding meetings of the Personnel Committee.
  - 6.1.2 To receive any information which it is competent for officers of the Branch to provide.
  - 6.1.3 To receive, at the discretion of the Branch Committee, such assistance as may be rendered in any matter terms of this Constitution.
  - 6.1.4 To take part in any discussion on any matter that may be placed on the Agenda of any General meeting of the Branch.
  - 6.1.5 To utilise the facilities and participate in the services provided by the Branch on the same terms and conditions as may from time to time apply to their use by any other member of the Branch.
  - 6.1.6 To receive Branch publications including The Golden Mortar either ex gratia or at such cost as may be determined from time to time by the Branch Committee.
- 6.2 Ordinary members shall be entitled to the following additional rights;
  - 6.2.1 To vote on any motion put to a General Meeting of the Branch.
  - 6.2.2 To nominate and vote for members of the Branch Committee.
  - 6.2.3 To be nominated for and be appointed to any office or committee of the General Council subject to the terms and conditions of the Society's Constitution.
  - 6.2.4 To be nominated for and be appointed to any office or committee of the Branch subject to the terms and conditions set out in this Constitution or the Branch Committee acting within its authority as set out herein.
  - 6.2.5 To be appointed by the Branch Committee as a Councilor entitled to attend and vote at meetings of the General Council.
- 6.3 The Branch is not formed for any purpose of profit or gain and no member or group of members shall *de facto* be entitled to any share in the property or assets of the Branch.
- 6.4 The liability of members is limited to the amount of any unpaid subscriptions, charges or levies due by such members.

## **7. MEMBERSHIP DATABASE**

- 7.1 Details, including the full name and address, e-mail address, telephone and facsimile numbers, date of birth and identity number of every member shall be entered in a register of members, such register to be called the Membership Database.
- 7.2 It shall be the duty of every member to notify the Branch or the Membership Department of the Society or the branch of any change in his address or contact details.
- 7.3 Any notice or letter relating to any matter concerning the Branch sent to the registered address of the member shall be deemed to be due notice in terms of this Constitution.

## **8. SUBSCRIPTIONS**

In addition to the membership subscription payable annually to the Society, the Branch may levy an additional fee subject to Clause 9.4 of the Society's Constitution.

## **9. DURATION OF MEMBERSHIP**

Membership shall have such duration and shall be terminable only as laid down in the Society's Constitution.



## **PART 3 – STRUCTURAL ORGANISATION OF THE BRANCH**

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### **10. BRANCH SHALL BE A BRANCH OF THE SOCIETY**

The Branch shall, unless and until otherwise decided by a General Meeting of the Branch and confirmed by the General Council of the Society, remain constituted a branch of the Society.

### **11. COMPOSITION OF THE BRANCH**

For any purpose not incompatible with this Constitution or with the policy of the Society or of the Branch Committee as from time to time laid down, members of the Society in any definable area of interest may form themselves into Local Groups.

### **12. LOCAL GROUPS**

- 12.1. The Branch may arrange to organise within its own area of jurisdiction, Local Groups in specified geographical areas for the better carrying out of its objects and duties to members. Such Local Groups shall be subject to the Branch jurisdiction and direction.
- 12.2 No Local Group may exclude from its membership any member of the Society, resident or carrying on business or employed in the area of jurisdiction assigned to it.
- 12.3 The officers of each Local Group shall be elected by the Local Group according to the by-laws of the Local Group, such by-laws having been previously approved by the Branch Committee
- 12.4 No rule of the Local Group or of their Committees shall be binding on any member until it has been ratified by a subsequent meeting of the Branch Committee.

### **13. MANAGEMENT OF AFFAIRS**

There shall be established a Branch Committee which shall manage the affairs of the Branch between Annual General Meetings and which shall be constituted and have the powers and duties hereinafter set forth.

### **14. BRANCH COMMITTEE**

The Branch Committee shall be constituted as follows:

- 14.1 Two Ordinary members shall be nominated by each Sector, at least one of whom shall be an office bearer serving on the Committee of that Sector.
- 14.2 Six ordinary members of the Branch nominated and elected to office in the manner set out in Clause 22 of the Branch Regulations.
- 14.3 The Honorary Life Members of the Branch Committee referred to in Clause 14.7 below.
- 14.4 The Immediate Past Chairman of the Branch shall, *ipso facto*, be a member of the Branch Committee for one year immediately succeeding his term of office.
- 14.5 The Chairman, for the time being, of the Business Committee shall, *ipso facto*, be a member of the Branch Committee during the period of his tenure as Chairman of the Business Committee.
- 14.6 Should the number of Ordinary members nominated, appointed or elected in any category be less than the number required by this Constitution, the Branch Committee may, at its first and/or any subsequent meeting co-opt additional Ordinary members from any such category in which the number of elected, nominated, or appointed members is less than the number allocated thereto in this Clause 14.
- 14.7 Honorary Life Members of the Branch Committee refers to members who have been nominated thereto by the Branch Committee and have been elected at a General Meeting of the Branch. Such members shall enjoy all privileges which are enjoyed by elected members of the Branch Committee. Refer to Clause 32.9.3 of the Branch Constitution.

- 14.8 The term of office of a newly constituted Branch Committee shall commence at the close of the first Annual General Meeting of the Branch held subsequent to the election of office bearers and shall terminate at the close of the next succeeding Annual General Meeting.
- 14.9 The newly elected Chairman each year shall be inducted at the Branch Annual General Meeting.

## **15. THE POWERS OF THE BRANCH COMMITTEE**

- 15.1 The Branch Committee shall meet for the dispatch of business, adjourn or otherwise regulate its meetings as it may think fit, provided that it shall meet not less than six times per year between successive Annual General Meetings.
- 15.2 The control and management of the affairs and interests of the Branch shall be vested in the Branch Committee which shall have full powers to act as it deems fit and more particularly;
- 15.2.1 To act on behalf of the Branch and to pass resolutions that shall be binding upon its members and the Branch in all matters.
- 15.2.2 To prosecute, defend, bring, carry on or discontinue or refer to arbitration or compromise any proceedings, actions, suits, claims and demands for or against the Branch or in regard to any matters affecting the interests of the Branch.
- 15.2.3 To assist any member or any other persons in instituting or defending any legal proceedings if it is of the opinion that the interests of the Branch justify such course.
- 15.2.4 To apply the funds of the Branch for any of the purposes provided for in this Constitution and to make grants-in-aid in respect of any litigation in which the Branch may be interested or by which the Branch may be affected.
- 15.2.5 To appoint standing sub-committees and *ad hoc* committees as may be deemed necessary to deal more effectively with the regular or special business of the Branch and to determine their composition, functions and powers.
- 15.2.6 To delegate at its discretion any of its powers to sub-committees consisting of such member or members as it deems necessary. Any sub-committee so formed shall, in the exercise of its powers so delegated, conform to any directions that may be given by the Branch Committee.
- 15.2.7 To defend legal proceedings instituted against any member of the Branch Committee, or relevant member of staff, in relation to any matter or thing done or performed by any such member, or staff member, in his capacity as a member of the Committee or the staff in the execution of his duties and under or in conformance with instructions, decisions, resolutions or policies of the Branch Committee to indemnify him against all costs incurred in such legal proceedings.
- 15.2.8 To impose a levy when deemed necessary on members or any section of the membership not more than once a year.
- 15.2.9 To manage, direct or control all the assets of the Branch and to employ its funds, property and other assets in such a manner as may from time to time be decided.
- 15.2.10 The Branch Committee shall appoint auditors to undertake such auditing and administrative functions as the Branch Committee may direct. All appropriate documents including share certificates, fixed deposit receipts, title deeds to immovable property, negotiable securities and the like shall be placed in the custody of the auditors.

## **16. HONORARY OFFICERS**

- 16.1 At some time subsequent to the election of Branch Committee members, all members of the Branch Committee shall, prior to the Annual General Meeting, and at a time judged by the General Manager of the Branch to be convenient to the newly constituted Branch

Committee (including the newly elected, nominated, appointed, *ex officio*, co-opted members of such Committee and Honorary Life Members of the Branch Committee) meet and shall elect from amongst their number, present in person or represented by proxy or written indication of willingness to act in any such capacity, the following Honorary Officers of the Branch Committee:

- 16.1.1 Chairman
- 16.1.2 Vice Chairman
- 16.1.3 Honorary Treasurer

- 16.2 The meeting of the Branch Committee held in terms of 16.1 above shall be convened by the General Manager of the Branch, who shall also preside at the said meeting until the election of a Chairman.
- 16.3 The term of office of any Honorary Officer elected in terms of 16.1 above shall commence at the close of the first Annual General Meeting of the Branch held subsequent to the election of office bearers and shall terminate at the close of the next succeeding Annual General Meeting. Such Honorary Officers shall be eligible for re-election.

## 17. COUNCILLORS OF THE BRANCH

- 17.1 Members of the Branch Committee shall be designated Councillors of the Branch.
- 17.2 The Branch Committee shall appoint annually, as early as may be appropriate, such number of members to the General Council of the Society to which the Branch may be entitled in terms of the Society's Constitution.
- 17.3 Branch Councillors shall act as representatives of the Branch on the General Council of the PSSA and shall enjoy voting and all other rights as conferred by the Society's Constitution.
- 17.4 The Branch Committee shall have the right to appoint additional or replacement Councillors from time to time and, in particular in the event of the resignation of a Councillor or of his absence, unavailability or inability to represent the Branch on General Council at any time.

## 18. DUTIES AND POWERS OF OFFICERS

- 18.1 The duties and powers of the Branch Committee and its officers shall be as set out in this Constitution, and in particular:-
- 18.2 **Officers of the Branch**
  - 18.2.1 **Chairman:** The Duties of the Chairman of the Branch shall include:  
To preside at meetings of the Branch; to sign the minutes after adoption; to represent the Branch at all public functions and to make, on behalf of the Branch; any public announcements which the Branch or the Branch Committee may deem it necessary to make; to preside at meetings of the Branch Committee; to convene meetings when necessary; to instruct the General Manager or relevant staff to issue notices of meeting in due time; to initiate and/or direct the activities of the Branch Committee.
  - 18.2.2 **Vice-Chairman:** The duties of the Vice-Chairman shall be to deputise and act for the Chairman in the performance of any of the Chairman's duties when the latter is absent or unable to act; and further to perform such duties as the Chairman may delegate to him.
  - 18.2.3 **Secretary:** The duties of the Secretary shall be the responsibility of the General Manager.
  - 18.2.4 **Honorary Treasurer:** The duties of the Honorary Treasurer shall be to exercise oversight over the financial affairs, the policy, practice, and reporting on the Branch's finances as required from time to time by the Branch Committee; to present the Branch management accounts and financial statements to the Branch Committee and to present the audited Annual Financial Statements of the Branch and/or summaries or extracts thereof to the Branch Annual General

Meeting; and to liaise on financial matters with the General Manager and the Finance Department of the Branch.

**18.2.5 Executive Officer:**

18.2.5.1 There shall be an executive officer appointed by the Branch Committee on the recommendation of the Personnel Committee and upon such terms and conditions and for such a period as is deemed. The title of such position shall be "General Manager".

18.2.5.2 The duties of the General Manager shall be to perform such duties as are necessary to carry out the functions of the Branch including the duties of Secretary, liaison with the Honorary Treasurer and such other duties as the Branch Committee may from time to time designate.

18.2.5.3 The General Manager shall perform such functions and activities as may be incidental to or necessary for the attainment of the objects and furtherance of the interests of the Branch, including the appointment and dismissal of such staff as may be necessary for the proper functioning of the Branch, which function shall where appropriate be undertaken in consultation with the Personnel Committee.

**19. BUSINESS COMMITTEE**

19.1 The Business Committee shall be a sub-committee of the Branch Committee whose members shall, as set out in Clause 19.2 below of the Branch Constitution, include two Honorary Officers of the Branch *ex officio*; six members appointed by the Branch Committee; and not more than four members appointed by the Business Committee, and said Committee, duly constituted, shall discharge the Mandate and perform such duties as are assigned or ascribed to it under Clause 19.4 below of this Branch Constitution.

19.2 In particular, the Business Committee, whose term of office shall run concurrently with that of the Branch Committee, shall ordinarily consist of not less than eight (8) and not more than twelve (12) members who shall be natural persons, and which Committee shall be constituted as follows:

19.2.1 The Chairman, for the time being, of the Branch.

19.2.2 The Honorary Treasurer, for the time being, of the Branch.

19.2.3 Six members of the Branch who, having been elected to their current three year terms of office prior to the coming into effect of this new Constitution, and such terms of office rotating by the falling vacant through retirement each year of the two most senior such positions, shall each serve out their respective current terms of office, upon completion of which they shall retire their positions and such positions previously held by them shall fall vacant, shall fall away and cease to exist, and shall be replaced by an equal number of positions to be filled in terms of Clause 19.2.3.1 below;

19.2.3.1 Six members of the Branch with evident business and financial skills and experience who shall, subsequent to the coming into effect of this new Constitution of the Branch and at the first and/or any subsequent meeting of the newly constituted Branch Committee held thereafter, be appointed to the Business Committee by the Branch Committee for a period of three years and whose completed terms of office shall rotate, two positions falling vacant each year save that for such period during which any members elected in terms of 19.2.3 above continue in office, the number of members appointed to office by the Branch Committee under this Clause 19.2.3.1 shall be limited to the number of

positions having fallen vacant under Clause 19.2.3 above subsequent to the coming into effect of this new Branch Constitution. Such appointments shall be made congruent with all aspects of this Clause 19 of the Constitution and pursuant to Clause 23.1 of the Regulations under this Constitution.

- 19.2.4 Upon completion of a term of office, a member appointed in terms of Clause 19.2.3 shall *in ceteris paribus* be eligible for re-appointment by the Branch Committee for further terms of office as a Clause 19.2.3.2 appointee. Refer to Clause 23.2 of the Regulations of the Branch Constitution.
- 19.2.5 Notwithstanding Clause 19.2.4 above, a member of the Business Committee appointed in terms of Cause 19.2.3.2 shall not serve for a total of more than four such terms of three years each as a Clause 10.2.3.2 appointee.
- 19.2.6 In the event that the Chairman and/or the Honorary Treasurer of the Branch as designated above in Clauses 19.2.1 and 19.2.2 respectively should be a member(s) appointed to the Business Committee under Clause 19.2.3 then the Branch Committee shall make an interim appointment(s) from amongst the members of the Branch Committee *in locum tenens* to the Business Committee for the period of the term(s) of office of said Honorary Officer(s).
- 19.2.7 A member of the Business Committee shall cease to hold office if he absents himself from three consecutive meetings of the Business Committee without permission of the members of the Committee or of the Chairman acting for the members and provided further that the Business Committee subsequently resolves in a meeting that his appointment shall be so terminated.
- 19.2.8 The Branch Committee may at any time terminate the appointment of a member appointed by the Branch Committee under Clause 19.2.3.2 due to the inability, incapacity or disqualification from holding office or failure to attend meetings of the Business Committee of a member appointed under Clause 19.2.3.2.
- 19.2.9 The Branch Committee may at any time fill a casual vacancy arising out of Clause 19.2.8 above or due to the inability, incapacity resignation or disqualification from holding office of a member appointed under Clause 19.2.3.2 but such an interim appointment shall apply only in respect of the unfulfilled remainder of the three year term of office of the vacating member.
- 19.2.10 The Business Committee may appoint to the Business Committee not more than four additional individuals, who are not required to be pharmacists, for their special financial, technical or business skills. Such persons shall be appointed for a period as may be determined from time to time by the Business Committee, but the period served as any appointee under this Clause 19.2.9 shall not exceed five years in the aggregate. Refer to Clause 23.3 of the Branch Regulations.
  - 19.2.10.1 Members appointed to the Business Committee in terms of Clause 19.2.9 above shall enjoy all the rights of other members appointed to the Business Committee, including rights of participation and full voting rights.
- 19.3 At the first meeting of the newly constituted Business Committee, the following business shall be transacted:
  - 19.3.1 The election of a Chairperson of the Business Committee who shall be a pharmacist and a member of the Branch.
  - 19.3.2 The election, at the discretion of the Business Committee, of a Vice-Chairman of the Business Committee.
  - 19.3.3 The appointment of one or more additional members to the Business Committee as provided for in Clause 19.2.10 above.
  - 19.3.4 The appointment of Directors, who shall be designated appointees of the Southern Gauteng Branch, to the Board of Directors of Pharmacy Mutual (Pty) Ltd and the election from amongst their number of the Chairman of such Board in

terms of and in accordance with the Shareholder's Agreement and Memorandum and Articles of Association of that Company under the Companies Act 1973 or in terms of the Shareholders' Agreement and the Memorandum of Incorporation under the Companies Act 2008.

19.3.5 The appointment of Directors of Pharmaceutical Management Services (Pty) Ltd, in terms of and in accordance with the Shareholder's Agreement and the Memorandum and Articles of Association of that Company in terms of and in accordance with the Memorandum and Articles of Association of that Company under the Companies Act 1973 or in terms of the Shareholder's Agreement and the Memorandum of Incorporation under the Companies Act 2008.

19.4 The mandate of the Business Committee shall be to assume responsibility for the business assets, entities and activities of the Branch with the objective of securing and developing these assets and maximizing their long term return to the Branch. The activities of the Business Committee shall include but shall not be limited to:-

19.4.1 setting up, investing in, directing and controlling companies of the Branch whose activities shall be compatible with the aims and objects of the Branch;

19.4.2 management of the financial portfolios of the Branch with the aim of preserving and growing these for the long term benefit of the Branch by applying principles of risk management and professional investment;

19.4.3 management of the fixed properties and the property portfolio of the Branch;

19.4.4 development of commercial and trading activities of the Branch and its businesses;

19.4.5 seeking to ensure an income stream able to fund the professional activities of the Branch into the future; and

19.4.6 performing such other tasks and functions as may from time to time be assigned by the Branch Committee and delegated to the Business Committee, including but not limited to such as are referred to in Clause 32.8 or provided for in Clause 4 of this Constitution.

## **20. MANAGEMENT COMMITTEE**

20.1 There shall be established a Management Committee, which shall be a sub-committee of the Branch Committee and which shall be constituted as follows:

20.1.1 The Chairman

20.1.2 The Honorary Treasurer

20.1.3 Two members elected by the Branch Committee from amongst their numbers.

20.1.4 The General Manager

20.2 The Management Committee shall be entitled to exercise all the rights, powers and duties of the Branch Committee in dealing with any urgent matter which may arise.

20.3 The Management Committee shall at every immediately following Branch Committee Meeting, report to the meeting all actions and decisions as may have been taken by the Management Committee.

20.4 All decisions and actions taken by the Management Committee shall be binding on the Branch and shall be confirmed in the Minutes of the Branch Committee unless amended by the Branch Committee.

20.5 Where any action has been taken by the Management Committee as set forth above, the Branch Committee shall consider such action and shall give such directions or further mandate regarding any further action by the Management Committee as may be required.

20.6 The Branch Committee shall be entitled to make such changes to the composition of the Management Committee as the Branch Committee may from time to time decide.

## **21. PERSONNEL COMMITTEE**

- 21.1 There shall be constituted a Personnel Committee which shall be a sub-committee of the Branch Committee and shall consist of the following members:
- 21.1.1 The Chairman
  - 21.1.2 The Honorary Treasurer
  - 21.1.3 The Chairman of Pharmaceutical Management Services (Pty) Ltd.
- 21.2 The Personnel Committee shall deal with the appointment of an executive officer, whose title shall be General Manager, and shall determine the human resources policy and the terms and conditions of employment of members of staff of the Branch, including staff salaries, bonuses, incentives, leave benefits and other personnel matters.
- 21.3 The General Manager shall be responsible for the appointment of all other staff in liaison with the Personnel Committee. Such other staff shall report directly to the General Manager.
- 21.4 The Personnel Committee shall act in accordance with any mandate given to it by the Branch Committee.
- 21.5 The Personnel Committee shall report its decisions and actions as appropriate to the Management Committee at the immediately following Management Committee meeting after such decision is made or action is taken, whereupon the Branch Committee shall confirm or amend such decision.

## **22. FILLING OF VACANCIES**

- 22.1 Should the Chairperson, Vice-Chairperson, Honorary Treasurer or a Councillor of General Council of the Society before the expiry of his term of office resign from his office, cease to be a member of the Society or be deceased, or for any other reason, cease to be qualified to hold such office, or should a Councilor indicate his inability to attend meetings of the General Council of the Society and/or Branch Committee, before the expiry of his term of office, the Branch Committee may appoint a successor to hold office for the un-expired portion of his term of office.
- 22.2 In the event of a vacancy occurring in the Branch Committee that Committee shall have the power to appoint, co-opt or accept another member to fill the vacancy. Refer to Regulation 22.10 of the Branch Constitution.

## **23. SALARIED STAFF**

Full or part-time salaried staff members may be appointed in terms of Clause 21 and shall execute all functions delegated to them by the General Manager and who, in turn, shall be under the direction of the Personnel Committee. Such members of staff who may be Ordinary members of the Society shall retain all rights and privileges of membership of the Society except that such individuals shall not seek to hold office in the Branch and shall not carry a vote at any meetings of the Branch.

## **PART 4 – GENERAL MEETINGS OF THE BRANCH**

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### **24. ANNUAL GENERAL MEETINGS**

The Branch Committee shall, during every calendar year, convene a general meeting of the members giving not less than 30 days written notice, sent to the member's addresses appearing in the Membership Database, such meeting to be held not earlier than six months and not later than 18 months after the previous Annual General Meeting, which meeting shall be known as the Annual General Meeting of the Branch, in order to carry out such business as is set out in this Constitution

as well as such other business as may appear on the Agenda of such meeting and in particular the following:

- 24.1 To confirm the minutes of the previous Annual General Meeting and of any Special General Meetings that may have been held during the period under review.
- 24.2 To receive the Report of the Honorary Treasurer of the Branch, and the Audited Financial Statements of the Branch, including the statement of financial position and statement of revenue and expenditure duly audited, for the previous financial year of the Branch.
- 24.3 To receive the Report of the Chairman on behalf of the Branch Committee, covering the activities of the Branch during the period under review.
- 24.4 To receive the report of the Chairman of the Business Committee.
- 24.5 To receive the report on the election of members of the Branch Committee and the Business Committee.
- 24.6 To ratify the appointment, by the Branch Committee, of an Auditor who shall be a chartered accountant and whose remuneration shall be fixed by the Branch Committee.
- 24.7 To consider motions to be submitted to the Annual General Meeting of the Society if such as these are available at time of holding the Branch Annual General Meeting. Refer to Regulation 8.3 and Clause 29 of the Branch Constitution.
- 24.8 To consider any other general business.

## **25. SPECIAL GENERAL MEETINGS**

- 25.1 The Chairman or Branch Committee may at any time convene a Special General meeting of the Branch, and in addition shall call a Special General Meeting of the Branch if petitioned to do so by the requisite number of ordinary members of the Branch who are in good standing.
- 25.2 At least fifteen days written notice (including the day for which notice is given) shall be given to ordinary members at the address appearing in the Membership Database, of any Special General Meeting of the Branch, specifying the place, date and hour of meeting and in the case of special business, the general nature of that business. Non-receipt of the notice by any member shall not invalidate the proceedings at any Special General Meeting.
- 25.3 When a Special General Meeting is called as a result of a petition from ordinary members, such petition must state clearly the nature of the business proposed for discussion by the Special General Meeting and no other business shall be discussed by such Special General Meeting. Such Special General Meeting shall be called within 21 days of receipt of such petition by the Branch Committee. In the event of a quorum not being present refer to Clause 30 of the Branch Constitution.

## **26. VOTING AT MEETINGS**

- 26.1 Only ordinary members in good standing shall have the right to vote.
- 26.2 In the event of equality of voting the Chairman shall have a second or casting vote; except in cases where the conduct of a member is under investigation when the Chairman shall be entitled to one vote only.
- 26.3 Matters other than those provided for in 26.4 hereof arising at meetings of the Branch, including Branch Committee, Business Committee and General Meetings shall be decided by a simple majority vote, except as provided for in Clause 32.11.1 and Clause 32.12.1.
- 26.4 Any motion involving alteration, amendment or addition to this Constitution shall be carried by the vote of not less than two-thirds of the members present.
- 26.5 Voting at all meetings shall be by a show of hands unless a ballot or division is demanded by any member entitled to vote.
- 26.6 No proxies shall be permitted at Annual General or Special General Meetings of the Branch.



## **27. CONDUCT OF MEETINGS**

In the absence of the Chairman or Vice-Chairman from any meetings of the Branch, a Chairman shall be elected by the meeting. The proceedings at all meetings shall be regulated by the Chairman whose ruling on all questions and points of order shall be final. Refer to Clause 11 of the Branch Regulations.

## **28. REFERENDUM**

The Branch Committee may at any time and shall on the request of a resolution of a General Meeting of the Branch, conduct a referendum. Refer to Clause 18 of the Branch Regulations.

## **29. MOTIONS / RESOLUTIONS**

- 29.1 Motions submitted by members and/or Sectoral Divisions and/or Local groups for consideration at the Annual General Meeting or Special General Meetings of the Branch, but excluding any motions requiring a change to this Constitution or requiring a referendum, shall be placed on the Agenda for that meeting, provided that a minimum of fifteen (15) days' notice of such motion/s has / have been given to the Branch General Manager in writing. The Chairman shall allow discussion and voting on motions in respect of which the requisite notice has not been given if 75% of the members present at the meeting agree thereto.
- 29.2 A motion passed by any General Meeting of the Branch for consideration at the Annual General Meeting of the Pharmaceutical Society of South Africa, shall be considered as a mandate in principle given to the councilors of the Branch for that Annual General Meeting.

## **30. QUORUMS**

- 30.1 Only Ordinary members in good standing entitled to vote in the Branch shall be counted as part of a quorum.
- 30.2 The quorum for the transaction of business at meetings shall be as follows:-
- 30.2.1 Annual General Meetings of the Branch: 30 Members.
  - 30.2.2 Special General Meetings of the Branch: 50 Members
  - 30.2.3 Branch Committee: one more than 50% of the total elected, appointed and co-opted members of the Branch Committee.
  - 30.2.4 Management Committee: 3 Members.
  - 30.2.5 Business Committee: One more than 50% of the total number of appointed and co-opted members.
- 30.3 If at any meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day and time in the next week, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall form the quorum.

## **31. AMENDMENTS TO THE CONSTITUTION**

- 31.1 No amendments to this Constitution shall be made, excepting at a General Meeting by not less than two-thirds of the members present voting in favour of the change. Except as provided for in Clauses 32.11 and 32.12 notice of motion of such alteration must be sent to the General Manager in writing at least 60 days before such meeting and shall be circulated to the members at least 30 days before the meeting; provided that the Branch Committee may, by giving at least 30 days' notice to Ordinary members of the Branch, propose to a General Meeting the alteration to any of these clauses.

## PART 5 – MISCELLANEOUS

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### 32. MISCELLANEOUS

- 32.1 **Financial Year:** the financial year of the Branch shall be from the 1<sup>st</sup> October to the 30<sup>th</sup> September of the following year.
- 32.2 **Indemnification of Branch Officers and Servants:** If any prosecution, action or suit at law be commenced against any members of the Branch Committee or any other servant or agent of the Branch for anything done by them in the proper and reasonable discharge of their duties, such person shall be defended and indemnified by and at the cost of the Branch from all damages, costs and expenses which may be incidental to or result from such prosecution, action or suit of law.
- 32.3 **Group Accident Insurance Cover:** All members of the Branch Committee will be provided with Group Accident Insurance Cover during their period of office as committee members.
- 32.4 **Amendment of Regulations to this Constitution:** Any Regulation of the Branch Constitution shall remain in force until amended or rescinded by a resolution of an Annual or Special Meeting of the Branch or meeting of the Branch Committee.
- 32.5 **Ex officio Membership of Sub-Committees:** The Chairman, Vice-Chairman and Honorary Treasurer of the Branch shall be ex officio members of all sub-committees, enjoying full participation and voting rights.
- 32.6 **Breaches of this Constitution or Other Laws:** It shall be the duty of each member of the Branch to inform the Branch Committee of any information which may come to his knowledge in regard to contraventions, by any member, of the Constitutions of the Society or of this Branch, or of any Act, Statute or Regulation pertaining to the practice of Pharmacy.
- 32.7 **Sub-division of Branches:** If, as provided for in Clause 14.1 of the Society's Constitution, a new Branch is formed having jurisdiction in any area up to that time within the jurisdiction of the Southern Gauteng Branch, the new Branch shall not be entitled as of right to any of the accumulated funds of the Branch, but the Branch Committee may make an ex-gratia donation at its discretion towards the funds of the new Branch.
- 32.8 **Income, Property and Monies:** All income, property and assets of the Branch, from whatever source derived, shall be under the management and control of the Branch Committee and may be employed in such a manner as the Branch Committee, consistent with the objects of the Branch, may decide. The practical management and administration of Branch funds will be devolved to two responsible units:-
- 32.8.1 Funds allocated to the management and professional affairs of the Branch. Budgets will be approved by the Branch Committee and managed by the Management Committee and designated responsible staff of the Branch.
- 32.8.2 Funds not required for immediate purposes of the Branch shall be managed by the Business Committee and designated responsible persons/institutions to maximise growth and security of funds as defined under Powers, Clause 4.9. of the Branch Constitution.
- 32.9 **Awards and Distinctions**
- 32.9.1 Awards and Distinctions may be bestowed by the Branch, on the recommendation of the Branch Committee, on members of the Branch at such dates, venues or functions as may be appropriate.
- 32.9.2 Honorary Life Members of the Branch: Any Ordinary member who has rendered distinguished services to the Branch and who has been substantially responsible for the attainment of its objects may, on the recommendation of the Branch Committee, be elected an Honorary Life Member of the Southern Gauteng Branch of the PSSA by a General Meeting of the Branch. He shall continue to

enjoy all rights and privileges that he enjoyed as an ordinary member of the Society.

32.9.3 **Honorary Life Members of the Branch Committee:** Any elected member of the Branch Committee who has rendered distinguished services to the Branch Committee and who has been substantially responsible for the attainment of its objects may on the recommendation of the Branch Committee be elected an Honorary Life Member of the Southern Gauteng Branch Committee of the PSSA by a General Meeting of the Branch. With effect from the 28<sup>th</sup> of September 1999, no new Honorary Life Members of the Branch Committee may be elected.

32.10 **Attendance at Branch Committee meetings:** Attendance of Branch Committee members at Branch Committee meetings and sub-committee meetings are regulated by clauses 21 of the Branch Regulations and as amended from time to time.

32.11 **Dissolution of the Branch**

32.11.1 The Branch shall be wound up and dissolved only if a motion proposing the dissolution of the Branch, in respect of which motion not less than 90 days written notice shall have been given to all ordinary members, is adopted as a resolution of the Branch at a quorate Special General Meeting of the Branch at which meeting the said resolution is carried by a majority of at least 75% of the ordinary members present in person and voting. The notice of meeting for such Special General Meeting shall set out the proposed motion of dissolution and the consequences thereof and shall furthermore state clearly the special reasons motivating for the proposed winding up.

32.11.2 Should the proposed motion of dissolution of the Branch be carried by the requisite aforesaid majority at the Special General Meeting of the Branch referred to above then such resolution and its associated motivation shall thereafter and within a period of 90 days of the Special General Meeting be put to all the ordinary members of the Branch in a postal referendum which shall be held in order to obtain ratification of such decision.

32.11.3 Not less than a 75% majority of all the ordinary members of the Branch shall be required to cast their ballots in favour of the resolution for dissolution in order to obtain ratification of said resolution, failing which the resolution of dissolution adopted at the Special General Meeting and which is the subject of the referendum shall be deemed to have failed and accordingly to have lapsed and to be of no further force and effect. Members will be advised accordingly.

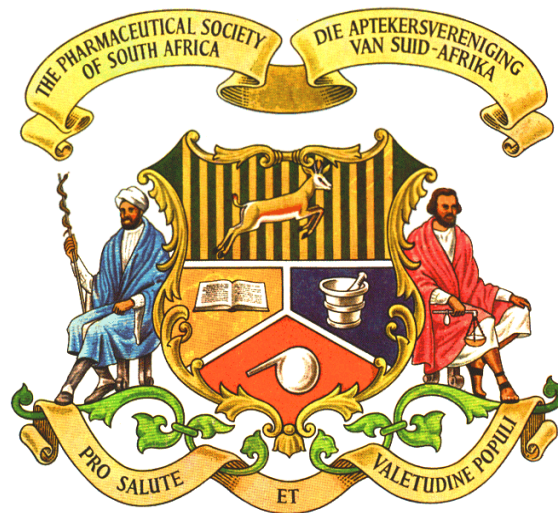
32.11.4 Should the result of the referendum be such as to ratify the resolution of dissolution then the members of the Branch and the National Executive Committee of the Society shall be notified accordingly of the resolution of the Branch that the Branch shall be wound up and dissolved subject to the satisfactory and successful distribution of the assets in dissolution of the Branch as provided for in Clause 32.12 below.

32.12 **Distribution of Assets**

If the Branch is to be wound up and dissolved or is to be liquidated as a result of the completion of all the steps and procedures set out in Clause 32.11 above having been complied with and successfully completed, including adoption by a Special General Meeting of a resolution of dissolution and ratification of the same through the successful conduct of a postal referendum of the ordinary members of the Branch, then all of the assets of the Branch remaining after the satisfaction of its liabilities shall be given or transferred to one or more qualifying entities, the same being one (or more than one) other company, trust, society or formal association with, inter alia, members and objects materially similar to those of the Branch ("a qualifying entity").

- 32.12.1 The assets of the Branch remaining after the satisfaction of its liabilities shall be given or transferred to some other qualifying entity or entities only if a proposal as to how and to whom to disburse, transfer and/or distribute the surplus assets or any parts thereof is formulated as a motion proposing the quanta, the manner, and the details of the distribution of assets in dissolution, which motion shall be put to the ordinary membership of the Branch and decided upon by ordinary members attending a quorate Special General Meeting held for this purpose and at which meeting the said proposed motion, in respect of which not less than 90 days written notice shall have been given to all ordinary members, is carried and thereby adopted as a resolution by a majority of at least 75% of the ordinary members present in person and voting.
- 32.12.2 The notice of meeting for such Special General Meeting shall set out the proposed motion of distribution of assets in dissolution and the consequences thereof, and shall furthermore state clearly and in detail the special reasons and motivation for the proposed distribution of assets and for the selection of each and every proposed qualifying entity.
- 32.12.3 Should the proposed motion of distribution of assets in dissolution of the Branch be carried and thereby be adopted as a resolution by the requisite aforesaid majority at the Special General Meeting of the Branch referred to above in this Clause 32.12 then such resolution and motivation shall thereafter and within a period of 90 days of the Special General Meeting be put to all the ordinary members of the Branch in a postal referendum which shall be held in order to obtain ratification of such decision.
- 32.12.4 Not less than a 75% majority of all the ordinary members of the Branch shall be required to cast their ballots in favour of the resolution of distribution of assets in dissolution in order to obtain ratification of said resolution, failing which the aforesaid resolution of distribution of assets in dissolution adopted at the Special General Meeting and which was the subject of the referendum shall be deemed to have failed and accordingly to have lapsed and to be of no further force and effect. Members will be advised accordingly.
- 32.12.5 Should the result of the referendum be such as to ratify the resolution of distribution of assets in dissolution then the members of the Branch and the National Executive Committee of the Society shall be notified accordingly of the intended distribution of assets in dissolution of the Branch.

# BRANCH REGULATIONS



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## **Regulations relating to the Constitution of the Southern Gauteng Branch of the Pharmaceutical Society of South Africa**

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## **1 Address**

The registered address of the Southern Gauteng Branch of the Pharmaceutical Society of South Africa is:

### **Physical**

52 Glenhove Road  
Melrose Estate  
Johannesburg

### **Postal**

P O Box 2467  
Houghton  
2041

## **2 Official Version of the Branch Constitution**

The Constitution and Regulations of the Branch may be translated into any official language, but in the event of any inconsistency, conflict or dispute the English version of the Constitution and Regulations shall prevail.

## **3 Membership**

- 3.1 Application for membership of the Society shall be governed by the Society's Regulation Clause 2. Refer to Branch Constitution Clause 5.
- 3.1 Placing of Members in Branches and Sector Members shall be allocated to the Southern Gauteng Branch as set forth in Section 13.2 of the Society's Constitution. Members shall be entitled to select a principal Sectoral Division as set forth in Section 13.3 of the Society's Constitution.
- 3.2 Notification of Membership changes: It shall be the duty of every member of the Branch to notify the Branch or the Membership Department of the Society of any change in his address and contact details. Refer to Clause 7.2 of the Branch Constitution.
- 3.3 Members of the Southern Gauteng Branch are expected to exercise their rights and privileges as specified in Clause 7 of the Society's Constitution and in accordance with Clause 6 of the Branch Constitution.
- 3.4 It is essential that every member should understand the process of decision making of the Society and to recognise that he has a responsibility to his colleagues, his profession and the Society to abide by these decisions. Membership of the Society involves recognition and acceptance of a mutual responsibility and commitment between the Society and the pharmacist in his individual right. Refer Clause 11.3.2 of the Society's Regulations.
- 3.7 Members utilising Branch facilities shall comply with any terms and conditions applicable thereto. Such terms and conditions shall be set out in Standard Operating Procedures and are available on application from the Branch Office. Refer to Branch Constitution Clause 6.1.5.

## **4 Subscriptions**

- 4.1 All membership renewals shall be due and payable to the Society on 1 October of each year for a 12 month period. Refer to Clause 3.2 of the Society's Regulations.
- 4.2 The Branch Committee may at its discretion impose a levy on its members but not more than once per annum. Refer Branch Constitution Clause 8 and Clause 4.21.

## **5 Composition of the Branch**

- 5.1 The Branch is comprised of all members of the Society in the geographic area as defined in Clause 2.5 of the Branch Constitution.
- 5.2 The Branch may be subdivided into Local Groups as defined in Clauses 11 and 12 of the Branch Constitution.
- 5.3 Such Local Groups shall be subject to the Branch jurisdiction and direction.

## **6 Objects**

The objects of the Branch shall be as set out in Clause 3 of the Branch Constitution.

## **7 Application of Powers of the Branch**

- 7.1 In the evaluation of any bills, laws, ordinances, proclamations, pronouncements or enactments by any authority or entity, the Branch Committee or the Branch Chairman where necessary may consult an expert, call upon or appoint members of the Branch Committee to address the relevant issue/s and to submit their findings or recommendations to the Branch Committee within an agreed time period. Refer Clause 4.1 of the Branch Constitution.
- 7.2 The Branch Office is mandated to distribute and disseminate information by any appropriate means including electronic methods on behalf of the Branch Committee and /or its sub-committees. Refer Clause 4.2 of the Branch Constitution.
- 7.3 Raising or borrowing money shall be undertaken on the recommendation of the Business Committee. Refer Clause 4.6 of the Branch Constitution.
- 7.4 Securing the payment of monies or any other obligation as described in Clause 4.8 of the Branch Constitution shall be under the guidance of the Branch Business Committee.
- 7.5 Investment of funds and in securities as described in Clause 4.9 of the Branch Constitution shall be undertaken as determined by the Branch Business Committee from time to time. This will be done within the limits of authority granted by the Branch Committee as amended from time to time.
- 7.6 The entry into indemnities, guarantees and suretyships as described in Clause 4.10 of the Branch Constitution shall be undertaken by the Business Committee, within the limits of authority granted by the Branch Committee as amended from time to time.
- 7.7 Any establishment, management, and support of associations, institutions, foundations, funds including trust funds as described in Clause 4.11 of the Branch Constitution shall be undertaken by the Business Committee, within the limits of authority granted by the Branch Committee as amended from time to time.
- 7.8 The acquisition, hiring or leasing of moveable or immovable property as described in Clause 4.12 of the Branch Constitution shall be undertaken under the guidance of the Branch Business Committee.
- 7.9 Market surveys, opinion polls or other similar activity as described in Clause 4.13 of the Branch Constitution shall be undertaken by or with the guidance of the Branch Office, within the limits assigned to it by the Branch Committee.
- 7.10 The establishment, administration or contribution towards scholarships, bursaries, or grants-in-aid as described in Clause 4.14 of the Branch Constitution shall be reviewed by the Branch Committee annually.
- 7.11 The establishment, administration, and /or contribution towards the maintenance of a museum for pharmacy as described in Clause 4.15 of the Branch Constitution shall be reviewed by the Branch Committee annually.
- 7.12 The General Manager shall undertake the employment and enter into agreements regulating conditions of service of employees annually or when necessary, as described in Clause 4.17 of the Branch Constitution, in conjunction with the Personnel Committee.
- 7.13 In the event that, in addressing disciplinary and professional behavior issues of members by the Branch Committee, any formal action is required, the Branch Committee shall refer the matter to the Society's Disciplinary Committee. Refer to Clause 4.20 of the Branch Constitution.



## **8 Annual General Meetings –Responsibilities and Arrangements**

- 8.1 The Branch shall during every calendar year convene a Branch Annual General Meeting within the time frames stipulated in the Branch Constitution Clause 24.
- 8.2 The Branch Committee shall, subject to any provision of the Branch Constitution Clause 24, be the final arbiter of the date, time, venue and format of the Annual General Meeting.
- 8.3 In the event that motions are not available in time for submission to the Annual General Meeting of the Branch, arrangements may be made to discuss these at a meeting of the Branch Committee at a convenient date and time for submission to the Society for consideration by the Society's AGM. Refer Clause 24.7 of the Branch Constitution.
- 8.4 The Branch AGM shall deal with reports submitted by the Branch Committee on the activities of the Branch and on the revenue and expenditure of the Branch as described in Clause 24 of the Branch Constitution.
- 8.5 To confirm the election of Honorary Officers and Branch Committee members in terms of Clause 16 of the Branch Constitution.
- 8.6 To consider any other business which in accordance with this Constitution or in terms of its Regulations it is empowered to do.
- 8.7 Only paid up Ordinary Members may vote at an Annual General Meeting. Reference to such requirement to be printed on meeting Agendas.
- 8.8 No Proxy votes will be accepted at Annual General Meetings.

## **9 Special General meetings**

- 9.1 The Branch may at any time convene a Special General Meeting, if petitioned to do so by not less than 10% of Ordinary Members of the Branch and conducted within the time frames stipulated. Refer Branch Constitution Clause 25.
- 9.2 Only paid up Ordinary Members may vote at a Special General Meeting. Reference to such requirement to be printed on meeting Agendas.
- 9.3 No Proxy votes will be accepted at Special General Meetings.

## **10 Branch Councillor's Responsibilities**

- 10.1 Members elected or appointed as Councillors of the Branch shall be Ordinary members in good standing who have indicated their acceptance of such office and their ability to attend the meetings of the General Council. Refer to Clause 17 of the Branch Constitution.
- 10.2 Councillors of the Branch shall be appointed annually and shall undertake responsibilities as set out by the Branch Committee following the Committee's first meeting after the AGM.
- 10.3 As a representative of the Branch, a Councillor shall at all times take an active interest in all activities of the Branch and of the Society as a whole, as described in Clause 8.1 of the Society's Regulations.
- 10.4 To this end he will attend relevant and appropriate meetings of the Branch and study all documentation he receives as required in Clause 8.2 of the Society's Regulations and Clause 6.2.3, 6.2.4 & 6.2.5 of the Branch Constitution.
- 10.5 A Councillor who, for good reason, is unable to attend an Annual General Meeting or any other meeting of the General Council of the Society shall immediately inform the General Manager of the Branch who will inform the Branch Committee which may then proceed to appoint a substitute for the meeting in question and accordingly advise the Society, as described in Clause 8.3 of the Society's Regulations.
- 10.6 Where a substitute is appointed the Councillor concerned shall put his substitute in possession of all his documentation relevant to the meeting in question and at such meeting the substitute shall exercise all the rights of the Councillor for whom he is substituting as described in Clause 8.4 of the Society's Constitution.
- 10.7 A Councillor who may no longer be in a position to continue as a Councillor shall inform the General Manager of the Branch accordingly and the Branch Committee may appoint a substitute for the remainder of the term of office of such Councillor as described in Clause 8.5 of the Society's Constitution.

- 10.8 The General Manager shall advise the Executive Director of the Society accordingly of the substitution of a Councillor. Refer to Clause 8.5 of the Society's Constitution.
- 10.9 Councillors shall be elected by the Branch Committee in accordance with the provisions of the Constitution of the Southern Gauteng Branch. Refer to Clause 8.6 of the Society's Constitution.
- 10.10 A Councillor who is unable to attend an ordinary, Special General or Annual General Meeting of the General Council, and for whom his Branch has not nominated a substitute, may nominate and empower by proxy any other Councillor of his Branch attending such meeting to vote on his behalf in respect of any or all motions of which due notice has been given. Such proxy shall not bind the nominated Councillor to exercise the vote or direct that such vote be "for" or "against" any motion or amendment thereto.
- 10.11 The holder of a proxy shall tender to the Chairman of the meeting no later than half an hour prior to the notified time of the commencement of the meeting the proxy which he holds. Refer to Society Regulation 8.9
- 10.12 Only a proxy duly completed and attested in the form set out as Annexure 3 shall be recognised by the Chairman of the meeting.

## **11. Standing Rules of Procedure for Branch Meetings**

*(Refer also to the Standard Operating Procedures of the Branch)*

### **11.1 The Chair**

- 11.1.1 The Chairman of the Branch shall take the Chair and declare the meeting opened for business.
- 11.1.2 If the Committee members are informed by the General Manager that the Chairman is absent then the Vice-Chairman shall take the Chair during such absence.
- 11.1.3 In the absence of both the Chairman and Vice-Chairman a chairman shall be elected by the meeting.
- 11.1.4 Members of all committees of the Branch shall declare a conflict of interest to the Chair at every meeting, and in good time, if they believe that a conflict may arise during the course of discussion at that meeting. Reference to such requirement to appear on all meeting Agendas.

### **11.2 Quorum**

- 11.2.1 The Quorum for Annual General and Special General Meetings of the Branch shall be 30 members. Refer to Clause 30.2.1. of the Branch Constitution.
- 11.2.2 Branch Committee: one more than 50 % than the total elected, appointed and co-opted members of the Branch Committee. Refer to Clause 30.2.2 of the Branch Constitution.
- 11.2.3 Management Committee: Three persons: Refer to Clause 30.2.3 of the Branch Constitution.
- 11.2.4 Business Committee: One more than 50% of the total number elected, appointed and co-opted members. Refer to Clause 30.2.4 of the Branch Constitution.
- 11.2.5 Should it be pointed out to the Chair at any of the meetings described in Clauses 11.2.1, 11.2.2, 11.2.3 and 11.2.4 above, that a quorum is not present the following procedure shall apply:
- 11.2.6 If, within thirty minutes of the time appointed for the commencement or resumption of a meeting, a quorum is not present, the meeting shall stand adjourned to a time and date to be decided by the Branch Committee in the case of an Annual General Meeting or a Special General Meeting.
- 11.2.7 If, within thirty minutes of the time appointed for the commencement or resumption of a Branch Committee meeting, a Management Committee meeting or

a Business Committee meeting, a quorum is not present, the meeting shall stand adjourned to a time and date to be decided by the Chairman of the relevant Committee.

### **11.3 Meeting Agendas**

- 11.3.1 The Agenda for any meeting of the Branch shall be drawn up by the General Manager in consultation with the Chairman of the relevant Committee. During the course of the meeting the Chairman shall regulate sittings and adjournments subject to any motion of procedure which the Committee may adopt.
- 11.3.2 Only paid up Ordinary members may vote at a Branch meeting. Reference to such requirement to be printed on meeting Agendas.

## **12 Document Distribution**

- 12.1 The Branch Committee shall from time to time determine the most practical and effective method of distribution of documentation relevant to the activities of the Branch Committee to ensure that Committee members, as well as Branch Councillors are informed and in a position to take a meaningful part in decision making both at Branch or Sector level and at meetings of the Branch or Sector.
- 12.2 The Branch Committee shall at all times retain the right to place an embargo, whether of a temporary or permanent nature, upon the circulation or disclosure of any document where, in its opinion, its circulation at that time, or in the future, could be prejudicial to the interests of the Branch, Society or the Profession.

## **13 Public Statements**

- 13.1 The chief spokesperson for the Branch shall be the Chairman as described in Clause 13.1 of the Regulations of the Society's Constitution.
- 13.2 The Branch Chairman, before making public statements or presentations shall consult with the President and/or Executive Director of the Society. Refer Clause 13.4 of the Regulations to the Society's Constitution.
- 13.3 Members may not enter into public argument in the Press, over Radio, TV or Social Media to make statements through these media unless authorized by the President or Executive Director to do so. Any invitation by the Press or anyone else to do so should be referred to the President or the Executive Director.
- 13.4 All public statements should be made in accordance with the policies and position statements of the Society. If in doubt, the spokesperson shall consult with the Executive Director/President before making a public statement.

## **14 Representation of the Society**

- 14.1 When making representation at a local or regional level, any delegation of the Society shall include at least the Southern Gauteng Branch Chairman, the General Manager of the Branch and the Chairperson of the relevant Sector Branch Committee.

## **15 Reimbursement of Expenses**

- 15.1 The Southern Gauteng Branch shall be responsible for all costs relevant to the holding of meetings of the Branch Committee, its sub-committees including the AGM and Special General Meetings.
- 15.2 Such costs shall include all costs incidental to holding the meeting such as venue and equipment hire, meals and refreshments, etc. authorized by the Branch Office and subject to budget limitations.

- 15.3 Personal expenses shall include travel (own car) and economical airfare, hotel accommodation, reasonable claims for meals, car hire as well as any out of pocket expenses and incidental costs as specified in Annexure 2 (Claim Form) of the Branch Regulations and as amended from time to time by the Branch Committee.
- 15.4 The Branch Committee may, in its sole discretion reimburse the expenses incurred by anybody authorized to attend to the business of the Branch, including attendance of meetings, conferences, seminars or any occasion at which their presence is required. Such reimbursement will be made in accordance with 15.3 above.
- 15.5 The Branch Committee may grant financial assistance to Sectors for the holding of meetings. Refer to Standard Operating Procedures of the Branch
- 15.6 Reimbursement claims for personal expenses are to be submitted in the format as attached in Annexure 2

## **16 Establishment of Sub-Committees**

- 16.1 The control and management of the affairs and interests of the Branch shall be vested in the Branch Committee which may appoint sub-committees at its discretion as contemplated in Clause 15.2.5 of the Branch Constitution.
- 16.2 The Management Committee, a sub-committee of the Branch Committee as contemplated in Clause 20 of the Branch Constitution shall deal with urgent matters between Branch Committee meetings.
- 16.3 The Personnel Committee and its duties shall be in accordance with Clause 21 of the Branch Constitution
- 16.4 The Business Committee shall undertake duties and be elected and appointed as described in Clause 19 of the Branch Constitution.
- 16.5 No member shall be eligible for election to any committee or office if he is in arrears with any subscription fee or levy as at date of nomination.

## **17 Discipline**

- 17.1 In terms of Clause 4.20 of the Branch Constitution, in the event that any formal disciplinary action is considered necessary by the Branch Committee, the matter should be referred to the National Executive Committee of the Society for further investigation by the Investigating Sub-Committee as described in Clause 17.1 of the Regulations to the Society's Constitution

## **18 Referendum**

- 18.1 The Branch Committee may at any time or shall on a resolution of an Annual General Meeting or Special General Meeting of the Branch conduct a referendum as envisaged in Clause 28 of the Branch Constitution.
- 18.2 Where a referendum is determined in accordance with the provisions of Clause 28 of the Branch Constitution, the Branch Committee shall:
  - 18.2.1 Determine whether the referendum is to be conducted via postal means or electronically.
  - 18.2.2 In either case, a document shall be prepared setting forth clearly the subject matter and reason for which the referendum is to be taken and embodying a clear YES or NO response by the parties to which the referendum is addressed.
  - 18.2.3 The recipient of a posted referendum document shall complete the form as directed and place and seal it in an envelope supplied by the Branch addressed to "Referendum" and the address to which the document is to be posted.
  - 18.2.4 The referendum document shall include a date on which the referendum closes which shall not be less than 30 days after the date of posting to the recipient.

- 18.2.5 The Branch Committee shall appoint at least two scrutineers one of whom shall be the Branch Chairman or his nominee and the other the General Manager of the Branch, who shall within 48 hours of the expiry of the closure date open all "Referendum" envelopes, record the result and append their signatures thereto.
- 18.2.6 The recipient of an auditable electronic referendum document shall complete the form as directed and direct the response to the specified electronic address of the scrutineers of the Branch.
- 18.2.7 The result of the referendum shall be communicated to the parties participating therein by personal communication, by electronic means and or in the Branch newsletter.
- 18.2.8 Only one response per participant in the referendum shall be allowed.

## **19 Awards and Distinctions**

- 19.1 Nominations for Awards and Distinctions to be bestowed by the Society shall be forwarded to the Executive Director according to the Regulation 20 *et al* of the Society.
- 19.2 Nominations for Awards and Distinctions to be bestowed by the Branch shall be forwarded to the General Manager for tabling at the following Branch Committee meeting.
- 19.3 The Branch Committee shall act as the Awards and Distinctions Committee.
- 19.4 All nominations for awards and distinctions shall be made by a Branch Committee member and seconded by a Branch Committee member.
- 19.5 Once the Branch Committee has evaluated the nomination and support has been obtained from the Committee the intended recipient shall be informed of the intention to confer the award or distinction on him at an appropriate time and venue.
- 19.6 All Awards and Distinctions made by the Branch Committee shall be recorded appropriately in a suitably bound book.
- 19.7 With effect from the 28<sup>th</sup> of September 1999, no new Honorary Life Members of the Branch Committee may be elected. Refer Clause 32.9.3 of the Branch Constitution. Existing Honorary Life Members of the Branch Committee shall continue to enjoy the full membership rights and privileges.

## **20 Bodies in terms of Clause 4.11 of the Branch Constitution**

- 20.1 In the event that the Branch should plan to establish or be involved in any one or more of the activities described in Clause 4.11 of the Branch Constitution the Branch Committee shall seek guidance from the Branch Business Committee.

## **21 Attendance at Branch Committee Meetings**

- 21.1 A member of the Branch Committee who is unable to attend a particular meeting of the Branch Committee, may nominate and empower by proxy, any other member of the Branch Committee attending such meeting to vote on his behalf in respect of any matter at that particular meeting.
- 21.2 The holder of a proxy shall tender to the Chairman of the meeting no later than half an hour prior to the notified time of the commencement of the meeting the proxy which he holds.
- 21.3 Only a proxy duly completed and attested in the form set out as Annexure 3 shall be recognized by the Chairman of the meeting.
- 21.4 In the event of an appointee to the Branch Committee by a Sector being unable to attend a particular meeting of the Branch Committee, the relevant Sector may nominate a substitute to attend the meeting in his stead. Such nomination must reach the Branch Manager

timeously in order for a formal invitation to attend the meeting to be extended to the nominee by the Chairman of the Branch.

- 21.5 A substitute attendee as specified in Clause 21.4 above may only participate in any discussion of the meeting with the permission of the Chairman and may not exercise a vote. Should a vote be required, only the nominated holder of the proxy as specified in Clause 21.1 above may exercise the vote on behalf of the absentee Branch Committee member in question.

## **22 Election of Branch Committee**

- 22.1 At least sixty days before the date fixed for the Annual General Meeting of the Branch, the General Manager shall invite nominations via electronic means (either SMS or e-mail) for members of the Branch Committee for the ensuing year. Nominations must be sent to the Returning Officer appointed by the Branch Committee whom it must reach within five working days (excl. weekends and public holidays) of the original message being sent and via the same electronic means (SMS or e-mail).  
Refer to Clause 14.2 of the Branch Constitution.
- 22.2 Any nominations not in compliance with this Constitution shall be rejected.
- 22.3 Should the number of nominations received be less than the number of members required, the Branch Committee shall make such further appointments as it may think advisable at its first subsequent meeting.
- 22.4 Should the number of nominations received exceed the number required, the Committee shall declare a poll to be necessary and shall thereupon appoint returning officers / scrutineers. These nominations shall be sent via electronic means (SMS or e-mail) to all members of the Branch at least 30 days before the date set for the Branch Annual General Meeting. The Management Committee shall fix a time for the closing of the poll which shall be not less than 21 days before the time fixed for the Annual General Meeting.
- 22.5 The secret ballot shall be conducted as follows:
- 22.5.1 At least 30 days before the date set for the AGM the names of the accepted nominees shall be sent to the members via electronic means (SMS or e-mail).
- 22.5.2 Members will be required to submit their votes via the same electronic means (SMS or e-mail) within five working days (excl. weekends and public holidays) of the original message being sent.
- 22.5.3 The Returning Officer/s shall independently check the recorded votes.
- 22.5.4 The Returning Officer/s, on being satisfied that the number of votes recorded is correct, shall declare the result of the election.
- 22.5.5 In the event of the number of votes recorded for any two or more candidates being found to be equal and thereby affecting the result of the election, the Returning Officer shall immediately determine the election by lot in the presence of the second Returning Officer.
- 22.5.6 The final outcome of the voting shall be kept in safe custody for a period of three months.
- 22.6 At the time of calling for nominations from members of the Branch for the election of six Branch Committee members for any one year, each Sector within the Southern Gauteng Branch area shall submit their nominations of two Sector office bearers to the General Manager of the Branch as Branch Committee members for the ensuing year.
- 22.7 Each Honorary Life Member of the Branch Committee shall submit to the General Manager a document at the time the Branch calls for nominations for Branch Committee elections to indicate their intention or otherwise of joining the Branch Committee as a member of that Committee for the ensuing election year.
- 22.8 Results of voting following an Election Process shall not be published in any media. Interested persons may approach, in person, the Branch Office to view the results.
- 22.9 At the first meeting of the newly elected and nominated Branch Committee the members shall determine a date at which an orientation meeting will be held to apprise Committee

members of the workings of the Branch and their responsibilities as Branch Committee members and Councillors. This orientation programme shall be conducted jointly by the Branch Chairman and the General Manager.

22.10 Filling of Vacancies – Under ordinary circumstances the person with the next highest votes in the election process shall be the person selected.

### **23 Appointment of Business Committee**

23.1 Branch members who shall be appointed for a three year term of office to the Business Committee shall have appropriate, proven financial and business skills and experience. Ref. Clause 19.2.3.1 of the Branch Constitution.

23.2 A member of the Branch Business Committee appointed in terms of Clause 19.2.3 shall not serve for more than a total of four terms of 3 years as a Clause 19.2.3.2 appointee.

23.3 The four additional individuals referred to in Clause 19.2.6 of this Constitution shall be appointed for their special financial, technical or business skills and they are not required to be pharmacists. Such persons shall be appointed for a period as may be determined from time to time by the Branch Business Committee, but the period served as an appointee under this Clause 23 shall not exceed 5 years in the aggregate.

23.4 At any time prior to the appointment of members to the Business Committee, prospective appointees may be invited to submit a short resume on their appropriate experience/business skills.

### **24 Appointment of Branch Management Committee**

24.1 At the first meeting of the newly elected and nominated Branch Committee the members shall elect two Branch Committee members to join the Branch Chairman and the Honorary Treasurer to form the Management Committee.

24.2 A meeting of the current Management Committee shall be called as soon as possible after the closing date for the receipt of nominations, and these nominations shall be examined at that meeting.

24.3 The orientation meeting referred to in Clause 22.9 of the Branch Regulations shall address the role and responsibilities of the Management Committee.

## **Annexure I**

### **RULES OF DEBATE**

1. A member desiring to speak shall identify himself and indicate his intention and address himself to the Chair.
2. A member wishing to speak and indicated such shall be called upon by the Chair, and if more than one member speaks at the same time the member who is called by the Chair shall be entitled to speak first.
3. The Chair may rule how often a member may speak on a question or in debate and may rule as to the time permitted to any speaker.
4. Whenever the Chair rises during a debate any member then speaking or offering to speak shall sit down and all present shall be silent so that the Chair may be heard without interruption.
5. A member may speak on:
  - 5.1 *The question before the meeting; or*
  - 5.2 *Upon any amendment proposed thereto; or*
  - 5.3 *Upon a question or amendment to be proposed by himself; or*
  - 5.4 *Upon a question or procedure; or*
  - 5.5 *Upon a question of order arising out of the debate; or*
  - 5.6 *To move closure; not otherwise.*
6. By the indulgence of the meeting, a member may explain matters of a personal nature although there be no question before the meeting, but such matters may not be debated and he must confine himself strictly to the vindication of his own conduct.
7. In asking any question, no argument or opinion shall be offered, and in answering any question a member shall not be entitled to debate the matter to which it refers.
8. The Chair, after calling the attention of the meeting to the conduct of a member who persists in irrelevance or tedious repetition of either his own arguments or of the arguments used by other member in debate, may direct him to discontinue his address.
9. A member may not:
  - 9.1 *Interrupt another member whilst speaking except:*
  - 9.2 *To request that his words be taken down;*
  - 9.3 *To call attention to a point of order or privilege suddenly arising;*
  - 9.4 *To call attention to "no quorum"*
  - 9.5 *Refer to the Head of State or the Chair with disrespect in debate, or use offensive, insulting, libelous or unbecoming language in reference to any other member or any subject under discussion.*
10. Any member having used objectionable words and not explaining or retracting them, or not offering any apology for the use thereof to the satisfaction of the meeting, shall be censured or otherwise dealt with as the meeting may deem fit; and any member called to order shall sit down unless permitted by the Chair to explain his conduct.
11. A member who has moved or seconded a motion without speaking to it may address the meeting on the subject of such motion at any subsequent period in the debate.
12. A reply shall be allowed to a member who has moved a substantive motion or who has moved an order of the day. Such reply closes the debate and no new matter may be introduced in support of the proposition. No reply, however, is allowed to any member who has moved a motion of procedure or any amendment. The mover of a substantive motion shall have the right to speak on each amendment thereto which may be before the meeting.
13. Every member present and wishing to speak shall have the opportunity of doing so before the reply is made, except where the meeting, on the motion of any member, resolves that a vote be taken without further discussion, in which event the mover shall reply forthwith subject to the provisions under 12 above.
14. Amendments of Motions. An amendment may take the form of;
  - 14.1 An added word or words either by insertion or affixation.



- 14.2 Omission of a word or words.
- 14.3 Substitution of a word or words.
- 14.4 However, an amendment may not be the direct negative of the motion that it seeks to amend.
- 14.5 Only one amendment may be taken at a time.
- 14.6 If an amendment is carried then it replaces the original motion thus becoming the substantive motion.
- 14.7 If it is defeated, however, the original motion becomes the substantive motion and may be subject to further amendment.
- 14.8 The mover of an original motion may not move an amendment thereto, but may accept any proper amendment as part of or in substitution of the original motion.
- 14.9 An amendment to an amendment may not be moved, but may be suggested to the mover of an amendment who may vary his amendment with the consent of the meeting.

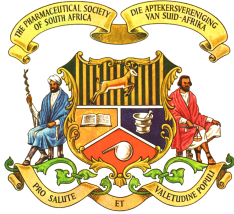
#### **VOTING**

1. All voting at meetings, except when Honorary Officers are elected, or when a division or ballot is called for by any member, shall be by show of hands and the count shall be conducted by the Chair and/or the General Manager who may invite other person/s, not being members entitled to vote, to assist in such counting.
2. Every member present in the meeting when a division is held shall be required to vote in accordance with the full voting power vested in him in the Constitution.
3. After the Chair shall have declared the result of the putting of any question, a member may demand a division of the meeting upon that question, whereupon a division shall take place without further debate.

#### **GENERAL CONDUCT**

1. Order shall be maintained in all meetings by the Chair.
2. The Chair shall order a member whose conduct is grossly disorderly to withdraw immediately and a member ordered to withdraw shall do so forthwith and for the remainder of that meeting.
3. A member desiring to leave the meeting while it is in session shall first engage the attention of the Chair and make due sign of his intention to leave the meeting.  
A member while present at the meeting shall not converse aloud and shall not during a debate read any book, newspaper or document except in connection with the business of such debate or the affairs of the meeting

## Annexure 2



### The Pharmaceutical Society of SA – Southern Gauteng Branch CLAIM FORM

In favour of: \_\_\_\_\_

Postal Address: \_\_\_\_\_ Code: \_\_\_\_\_

Date of Claim: \_\_\_\_/\_\_\_\_/\_\_\_\_

Nature of Meeting/s: \_\_\_\_\_

Date/s of Meeting/s: \_\_\_\_\_

#### REFUND CLAIMED:

1. Locum (at prevailing local tariff)

##### TOTAL

Name of Locum : \_\_\_\_\_

Number of Days : \_\_\_\_\_

Daily tariff : \_\_\_\_\_

R \_\_\_\_\_

2. Travel expenses: Motor: @ R / km.

Number of kms: \_\_\_\_\_ R \_\_\_\_\_

Other (Specify) \_\_\_\_\_ R \_\_\_\_\_

3 Other expenses: [see note (b)]

\_\_\_\_\_ R \_\_\_\_\_

\_\_\_\_\_ R \_\_\_\_\_

CLAIMANT: \_\_\_\_\_ TOTAL CLAIM R \_\_\_\_\_

[Name in full]

SIGNATURE: \_\_\_\_\_ APPROVED: \_\_\_\_\_

#### Payment:

Cheque (to be posted) [ ] Bank Transfer [ ] (complete Bank a/c details below)

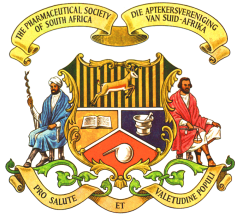
Bank : \_\_\_\_\_ Branch code : \_\_\_\_\_

Account Number : \_\_\_\_\_ Account Name : \_\_\_\_\_

**NOTES:** (a) Where more than one meeting is attended on the same day, please state nature of meeting/s.

(b) "Other expenses" – All supporting documentation must be attached to your claim.

### **Annexure 3**



### **FORM OF PROXY**

For use at the meeting of the \_\_\_\_\_ of the PSSA Southern Gauteng Branch to be held on \_\_\_\_\_ at 52 Glenhove Road, Melrose Estate, Johannesburg.

To the Chairman of the Meeting;

I, \_\_\_\_\_ of \_\_\_\_\_ Johannesburg, being a member of the \_\_\_\_\_ and duly entitled to vote at the Meeting, hereby appoint;

1. \_\_\_\_\_ or failing which, 2. \_\_\_\_\_

as my proxy to attend, speak and vote for me at the Meeting, which is *inter alia* being held for the purpose of considering, approving and adopting with or without modification motions/proposals tabled, and at every adjournment of such Meeting.

My proxy may vote for or against any of such motions (or any amendment thereto) or may abstain from voting as he or she in their sole discretion deems fit.

Signed at Johannesburg on \_\_\_\_\_ 20\_\_\_\_\_

\_\_\_\_\_  
Signature