



CONSTITUTION

OF

THE SOUTH AFRICAN SOCIETY OF
OTORHINOLARYNGOLOGY, HEAD AND NECK
SURGERY

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1. INTERPRETATION

In this document, unless inconsistent with or otherwise indicated by the context –

1.1 words importing:

1.1.1 any one gender include the other gender;

1.1.2 the singular include the plural and *vice versa*;

1.1.3 natural persons include created entities (corporate or unincorporated) and *vice versa*;

1.2 the following terms shall have the meanings assigned to them hereunder and cognate expressions shall have corresponding meanings, namely:

"allied health
professionals" those specific interest groups and/or
 individuals identified and/or determined by
 EXCO from time to time;

"business days" all days excluding Saturdays, Sundays

and public holidays;

"constitution"	the constitution of the Society as amended or replaced from time to time;
"EXCO"	the executive committee of the Society constituted in terms of the constitution;
"Society"	the South African Society of Otorhinolaryngology, Head and Neck Surgery;
"effective date"	the date on which this constitution is accepted by the members by a two-thirds majority vote of the members present in person or proxy at a general meeting of the Society and entitled to vote;
"the day committee"	the day committee of the Society established in terms of clause 13.2;
"financial year"	the financial year of the Society ending on the last day of February of each year;
"management company"	ENT Management Group Limited (MANCO), registration number 1996/001888/06;
"member"	a member of the Society in good standing;

"ordinary member"	an ordinary member of the Society as contemplated in clause 8.1.1;
"Republic"	the Republic of South Africa;
"SAMA"	South African Medical Association (Association incorporated under section 21), registration number 1927/000136/08;
"SARS"	South African Revenue Services;
"secretary"	the secretary of the Society from time to time;
"treasurer"	the treasurer of the Society from time to time.

- 1.3 A reference to a party includes that party's successors and permitted assigns.
- 1.4 Any reference to an enactment is to that enactment, as amended, as at the date of signature hereof, and as amended or re-enacted from time to time.
- 1.5 If any provision in a definition in this document is a substantive provision conferring rights or imposing duties on any party, notwithstanding that it is only in the definition clause, effect shall be given to it as if it were a substantive provision in the operative part of this document.

- 1.6 When any period is prescribed in this document, that period shall be reckoned exclusively of the first day and inclusively of the last day unless the last day is not a business day, in which case the last day shall be the next succeeding business day.

2. **NAME**

The name of the Society is the South African Society of Otorhinolaryngology, Head and Neck Surgery.

3. **LEGAL STATUS**

- 3.1 The Society is constituted as a voluntary association.
- 3.2 The Society is a distinct and separate legal entity and body corporate, with the capacity to acquire rights and obligations and having perpetual succession.
- 3.3 All proceedings shall be brought by or against the Society in the name of the Society and the EXCO may authorise any person to act on behalf of the Society and to sign all such documents and to take all such steps as may be necessary in connection with any such proceedings.

4. **NON-PROFIT ORGANISATION**

Notwithstanding anything to the contrary herein contained:

- 4.1 the Society is not formed and does not exist for the purpose of carrying on any business that has for its object the acquisition of gain by the Society or its individual members;

- 4.2 the income and assets of the Society shall be applied solely for investment and for the promotion of the objectives for which it is established;
- 4.3 no part of the income or assets of the Society shall be paid, directly or indirectly, by way of dividend, donation or otherwise, to any person; bar dissolution of the Society, at which instance distribution of assets will be subject to Clause 29.2;
- 4.4 the Society shall not carry on any trading or other profit-making activities.

5. RIGHTS OF MEMBERS

5.1 Membership of the Society:

- 5.1.1 does not confer upon any member a right to any of the moneys, property or assets of the Society;
 - 5.1.2 confers upon the members the privilege of membership subject to such charges and reasonable restrictions as the EXCO may from time to time impose and subject to the constitution of the Society in force from time to time.
- 5.2 A member whose application for membership has been accepted shall be bound by the constitution.

6 OBJECTIVES

The objectives of the Society shall be:

- 6.1 to serve as the overall representative body of otorhinolaryngologists in the Republic;
- 6.2 to promote the practice and professional and allied interests of otorhinolaryngologists in the Republic;
- 6.3 to promote the practice of otorhinolaryngology in keeping with current best international practice;
- 6.4 to act in the best interests of patients requiring otorhinolaryngology care;
- 6.5 to collect clinical and pharmaceutical data in relation to its members and to apply such data to promote the interests of its members in collaboration with the management company;
- 6.6 to maintain and promote the continuing academic standards and training of otorhinolaryngologists in the Republic;
- 6.7 to define and establish relationships amongst otorhinolaryngologists and between otorhinolaryngologists and hospitals, public and private institutions, government authorities, SAMA, the pharmaceutical industry, aligned representative bodies, the medical and health care profession generally, and the public;
- 6.8 to conclude contracts to regulate the relationships contemplated in clause 6.7;

- 6.9 to appoint the management company to render or secure management services to or for the Society and its members on the terms acceptable to the EXCO;
- 6.10 to hold or arrange for the holding of meetings of members of the Society and for congresses and seminars and to defray costs related thereto;
- 6.11 to secure sponsorships, grants and subsidies;
- 6.12 to grant bursaries to its members in an equitable way, subject to financial viability;
- 6.13 to pay out of the funds of the Society all grants, costs, charges and expenses considered by the EXCO to be necessary to the promotion of the Society and its objectives.

7 POWERS OF THE SOCIETY

Subject to the provisions of clause 3 above, the Society shall have all such powers as are necessary for the proper attainment of the objectives set out in clause 6 above and shall, in particular, have the following express powers:

- 7.1 to facilitate the exchange of ideas, priorities and problems in the field of otorhinolaryngology;
- 7.2 to acquire any movable or immovable property for the Society calculated to benefit the Society and to advance its objectives and to maintain, improve and alter any of the Society's property;

- 7.3 to institute, conduct, defend, compound or abandon any legal proceedings by or against the Society or its officers, or otherwise concerning the affairs of the Society;
- 7.4 to open bank accounts in the name of the Society and to draw, accept, endorse, make and execute bills of exchange, promissory notes, cheques and other negotiable instruments connected with the business and affairs of the Society;
- 7.5 to invest and deal with any moneys of the Society not immediately required for the purposes of the Society;
- 7.6 to secure the fulfilment of any contracts or engagements entered into by the Society;
- 7.7 to establish, promote or assist in establishing or promoting and to subscribe to or become a member of any association or Society whose objectives are similar or partly similar to the objectives of the Society, or the establishment or promotion of which may be beneficial to the Society;
- 7.8 to support and subscribe to any institution or Society which may be for the benefit of the Society;
- 7.9 to raise funds to further the objectives of the Society and to accept donations and grants and subsidies;
- 7.10 to recover costs incurred by the Society in respect of congresses and seminars and meetings;
- 7.11 to borrow or raise and give security for the indebtedness of the Society from time to time;

7.12 to enter into any contract commensurate with or which furthers the objectives of the Society including sales and purchase of property of any kind whatsoever.

8 CLASSES OF MEMBERS

8.1 There shall be the following classes of members of the Society, namely:

8.1.1 Ordinary members

Any person who is a registered medical practitioner within the Republic and registered with the Health Professions Council of South Africa, provided that his professional practice is confined solely to the practice of otorhinolaryngology or otorhinolaryngology specializing in head and neck surgery.

8.1.2 Affiliate members

8.1.2.1 Members of allied health professionals may become affiliate members of the Society.

8.1.2.2 Affiliate membership is designed to accommodate:

8.1.2.2.1 allied health professionals;

8.1.2.2.2 otorhinolaryngologists who are not registered to practice in South Africa as such but wish to be associated with the Society.

8.1.2.3 Affiliate members shall not have any vote in the affairs of the Society.

8.1.3 Registrar members

- 8.1.3.1 All post-graduate students registered at a teaching institution in the Republic as a post-graduate student in the specialty of otorhinolaryngology shall be eligible for registrar membership.
- 8.1.3.2 The terms and conditions of registrar membership, including those of fees, shall be decided upon from time to time by the EXCO.
- 8.1.3.3 Registrar members shall not have any vote in the affairs of the Society.

8.1.4 Honorary members

- 8.1.4.1 Honorary membership is bestowed on individuals who are not members of the Society who have made a contribution to the Society which in the view of the EXCO deserves to be recognized by the Society. Honorary members pay no subscriptions and may attend all congresses at ordinary member's rates.
- 8.1.4.2 Honorary members shall have such privileges as may be conferred on them by the EXCO but shall have none of the liabilities of ordinary members and shall have no vote in the affairs of the Society.

8.1.5 Emeritus members

Any member of the Society who attains the age of 70 years and is in good standing is eligible for emeritus membership. Emeritus members pay no subscriptions but have all the privileges of ordinary members including attending congresses at emeritus member's rates, which will be 50% of ordinary member's rates.

8.1.6 International members

8.1.6.1 Application for membership of the Society by foreign nationals residing in a foreign country will be granted to otolaryngologists who qualified at an accredited medical school, and who are in good standing with all otolaryngology societies that they belong to. The application should be supported by at least two otolaryngology peers in the country in which the applicant is residing.

8.1.6.2 Membership fees of international members will be determined by the existing value of the South African currency.

9 MEMBERSHIP

9.1 The body of membership vests within the Society. A register of membership will be maintained by the secretarial services of the Society under guardianship of the Secretary.

9.2 Candidates for membership in any category shall be elected by majority vote of the EXCO after being duly proposed and seconded by a member of the Society.

9.3 A member shall remain a member until the membership is terminated:

9.3.1 by resignation in writing addressed to the secretary; or

9.3.2 by unanimous decision of the EXCO.

9.4 The EXCO shall be entitled by notice in writing to the member concerned to suspend his/her membership if the member is in arrears with the payment of subscription or other dues.

- 9.5 Should any ineligible candidate be inadvertently admitted as a member in any class of membership, the EXCO may declare his/her election void, and it shall give him/her notice to that effect, he/she shall cease to be a member and his/her name shall be erased from the register of members.
- 9.6 Any candidate whose application for membership has been rejected shall not be entitled to seek election again within one year of the date of such rejection. If, however, at any time after the rejection of a candidate, it should appear that such rejection has been made under a misapprehension or mistake as to identity, or owing to incorrect information having been given, the EXCO shall have the power to reconsider such application.
- 9.7 On the election of a member in any class, the secretary shall notify such person, and he/she shall be entitled to a copy of the constitution of the Society.
- 9.8 The EXCO shall have power to readmit a member, who for any reason has relinquished membership of the Society, on such terms and conditions as the EXCO shall determine in each particular case.

10 SUBSCRIPTIONS AND PAYMENT

- 10.1 Annual subscriptions shall be paid by ordinary members of the Society in amount determined from time to time at the annual general meetings of the Society.
- 10.2 Ordinary members in their first year of private practice as otorhinolaryngologists as well as affiliate members and all members who

are in full time academic positions with no private practice shall pay a fee as determined by the EXCO from time to time.

- 10.3 All subscriptions shall become due on the first day of each financial year and shall be paid in twelve equal monthly instalments by debit order or such other method as the day committee may approve from time to time.

11 OFFICE BEARERS

11.1 The Society shall have the following office bearers:

11.1.1 president;

11.1.2 immediate past president;

11.1.3 the president-elect;

11.1.4 secretary;

11.1.5 treasurer; and

11.1.6 eight members who are elected by the members to the EXCO.

11.2 The president, secretary and treasurer shall be nominated by the EXCO and ratified in general meeting of the members and shall hold office for a period of three years.

11.3 The immediate past president shall hold office for a period of three years.

11.4 The members contemplated in 11.1.6 shall hold office for a period of two years after their individual elections.

11.5 Notwithstanding anything to the contrary contained in this constitution, an office bearer of the Society shall cease to hold his/her office when he/she ceases to be a member of the Society.

12 COMPOSITION OF THE EXCO

12.1 The EXCO shall consist of the incumbent president, the immediate past president as well as the president-elect, the secretary and the treasurer (whose nominations shall be ratified in terms of 11.2) and eight members of the Society who shall be elected at annual general meetings of the Society.

12.2 The members shall elect eight members of the Society, who may be representative of the following areas – Central Gauteng, Northern Gauteng, Kwa-Zulu Natal, Western Cape, Eastern Cape, Free State, and one from any geographical area not included in the forementioned areas – having regard to the concentration of numbers of the members in the various areas. At least five areas shall have one representative member provided that no area shall have more than two members representing such area.

12.3 The Chairman of the Board of Directors of the management company and the President of the College of Otorhinolaryngologists shall serve as *ex officio* members on the EXCO during their respective officiating terms, if they are paid-up members of the Society. Failing to be paid-up members they will be relegated to observer status, relinquishing the privileges of *ex officio* status.

12.4 The president shall be entitled to fill any vacancy which may occur amongst the eight members of the Society forming part of the EXCO. The

member appointed to fill such vacancy shall hold office until the next annual general meeting of the Society.

- 12.5 In the event of an EXCO member departing from the geographical area to which the EXCO member was elected, to a different geographical area, resulting in an excess number of representatives in the geographical area migrated to, the elected member shall remain a member of the EXCO until the end of the member's term, whereafter the disproportionate number of EXCO members in the specific geographical area should default to the prescriptions of clause 12.2.
- 12.6 Nominations in writing for the office of the eight members of the EXCO shall be signed by two ordinary members of the Society (save for the retiring members of the EXCO) and delivered to the secretary at least 24 hours before the date and time fixed for the holding of the general meeting of the Society at which election shall take place. In the event that no or an insufficient number of nominations are received, the day committee shall be responsible to nominate in writing, at least 24 hours prior to the date and time fixed for the holding of the general meeting of the Society at which election shall take place, members for the office of the eight members of the EXCO as it deems fit.
- 12.7 No member, save for a retiring elected member of the EXCO, may stand for election as a member thereof unless nominated in terms of clause 12.6 above.
- 12.8 Voting for the election of members of the EXCO shall be by way of ballot, or show of hands as the chairman may decide, or through judicially accepted electronic systems as deemed appropriate by the EXCO.

13 MANAGEMENT OF THE AFFAIRS OF THE SOCIETY

13.1 The management and control of the affairs of the Society shall vest in the EXCO which shall have full power and authority to do any act, matter or thing necessary to achieve the objectives of the Society excepting such matters as are specifically reserved to be dealt with at a general meeting of members.

13.2 The day committee shall be responsible for the day-to-day operations of the Society and shall comprise the following members from the EXCO:

13.2.1 the president;

13.2.2 the treasurer;

13.2.3 the secretary;

13.2.4 the past-president; and

13.2.5 the president-elect.

13.3 The Society in general meeting may review, approve or amend any decision of the EXCO, but no such decision of the Society shall invalidate any action taken by the EXCO in accordance with these rules.

13.4 The EXCO shall be entitled from time to time to issue:

13.4.1 standing orders and rules in relation to the affairs of the Society, which standing orders and rules shall in each instance be subject to confirmation at the immediately following annual general meeting of the Society;

13.4.2 protocols and guidelines relating to clinical procedures and coding thereof.

13.5 Any protocols and guidelines relating to the clinical procedures and coding thereof issued by the EXCO shall take precedence over the protocols and guidelines issued by SAMA.

14 SUBCOMMITTEES AND CO-OPTING

14.1 The EXCO may appoint the following subcommittees:

14.1.1 A commercial/coding subcommittee, which shall be responsible for commercial matters of the Society and which shall interact with the management company;

14.1.2 An Academic heads of department subcommittee, which shall be responsible for training and examinations, and to which shall be co-opted the heads of all academic training departments and a representative of the SA College of ORL, who may be one of the aforementioned heads of department;

14.1.3 A Registrar's subcommittee, which shall be responsible for the management of the affairs of the Registrar's Association;

14.1.4 Any other subcommittee that the EXCO may deem necessary and appropriate for purposes of conducting the affairs and achieving the objectives of the Society.

- 14.2 The subcommittees shall comprise such members of the Society as the EXCO may determine, and the president shall serve as an *ex officio* member of all subcommittees.
- 14.3 The EXCO shall determine the scope of reference and responsibilities of each subcommittee, and shall allocate a separate budget to each subcommittee for the attainment of its purpose.
- 14.4 The president shall report on the activities of the EXCO and each subcommittee at each annual general meeting of the Society.
- 14.5 The EXCO shall be entitled to temporarily co-opt any member of the Society as an additional member of the EXCO for special purposes.

15 SUBGROUPS

- 15.1 The EXCO shall be entitled to establish sub-groups of the Society from time to time.
- 15.2 Such subgroups may be conferred with powers of independent action in local matters only (in other words matters pertaining exclusively to the Republic and which excludes international matters), provided that such action is not in conflict with the policy and rules of the Society in force from time to time.
- 15.3 Subgroups shall comprise:
- 15.3.1 a chairman;
- 15.3.2 an honorary secretary;

15.3.3 a treasurer; and

15.3.4 an executive committee consisting of minimum two members;

which office bearers shall be elected at a general meeting which shall be held by the relevant sub-groups.

15.4 Following the election contemplated in clause 15.3 above, a list of all office bearers of each sub-group shall be furnished to the secretary within 30 (thirty) days of their election.

15.5 Reports of local action taken and of any matter directly affecting the Society in any way shall be furnished by sub-groups to the secretary forthwith.

16 PEER REVIEW

16.1 When the Society is consulted to conduct a peer review, the EXCO will appoint peer review consultants as they deem relevant to the matter at hand to represent the Society.

16.2 The appointed peer review consultants shall be responsible for residing over the relevant peer review matter and procedure, and report to the Society upon completion of the review.

16.3 Should the process of peer review reveal negligent, unprofessional and inappropriate conduct or behaviour, the EXCO will consider the necessity for appropriate steps to correct the situation and prevent perpetuation of the problem.

- 16.4 Appointed peer review consultants should be in good standing with the Society.

17 MANAGEMENT COMPANY

The EXCO shall have a cordial working relationship with the management company. In the event of disagreement, the decision by EXCO shall prevail.

18 MEETINGS OF THE EXCO

- 18.1 Meetings of the EXCO shall be chaired by the president and, in his/her absence, by any member of the EXCO elected for this purpose at the meeting.
- 18.2 The EXCO shall meet as often as the members of the EXCO may deem necessary, but not less than four times a year of which at least two will be face-to-face meetings and the remainder by teleconferences or video conferences or other electronic means.
- 18.3 Not less than seven days notice shall be given of all meetings of the EXCO unless all members of the EXCO agree to accept shorter notice.
- 18.4 The quorum for a meeting of the EXCO shall be a majority of the members of the EXCO present at the commencement of and throughout the meeting.
- 18.5 Any decision of the EXCO shall be by majority vote by show of hands of those present during a meeting, or by means of electronic communication

transparent to all members of the EXCO. Each person entitled to be present and to vote shall have one vote and the chairman of the meeting shall have a casting vote in addition to his deliberative vote.

- 18.6 The secretary shall convene a special meeting of the EXCO on the instructions of the president or upon the written request of at least two members of the EXCO.
- 18.7 The EXCO shall cause a register of all members of the Society, together with their addresses, and proper accounting records, to be kept and it shall further cause minutes to be kept of the appointment of officers and names of members of the EXCO present at any meeting, together with minutes of all resolutions and all proceedings taken at any such meeting.
- 18.8 A resolution in writing which is signed by all members of the EXCO and inserted in the minute book of the EXCO shall be as valid and effective as if passed at a meeting of the EXCO. Any such resolution may consist of several documents in the same form, each of which is signed by one or more members of the EXCO.
- 18.9 All acts done by any meeting of the EXCO or by any person acting as a member of the EXCO shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such member, be as valid as if every such person had been duly appointed and was qualified to be a member of the EXCO.
- 18.10 The proceedings of the EXCO shall be valid notwithstanding any temporary vacancy in the EXCO.

19 ANNUAL GENERAL MEETINGS

- 19.1 The annual general meeting of members of the Society shall be held at such time and place as the EXCO may determine but as close as possible to the annual congress and scientific meeting of the Society.
- 19.2 Notices of the date, time and place for the holding of the annual general meeting shall be posted by letter or by electronic mail to each of the members of the Society at his or her registered address as appearing in the register of members or to an electronic address furnished by the member to the Society (as the case may be), at least thirty days before the date fixed for the holding of such meeting.
- 19.3 The accidental omission to send by post or electronic mail any such notice to any member shall not invalidate the holding of the meeting, or the passing of any resolution thereat.
- 19.4 Notice of the terms of any resolution to be proposed at an annual general meeting, other than concerning ordinary and general business, shall be lodged with the secretary at least sixty days before the date fixed for such meeting.

20 PROCEEDINGS AT ANNUAL GENERAL MEETINGS

- 20.1 At the annual general meeting the EXCO shall present an audited balance sheet and income statement drawn as at financial year-end of the preceding financial year, together with its report.
- 20.2 The ordinary business to be done at an annual general meeting shall be as follows:

- 20.2.1 to confirm the minutes of the previous annual general meeting and any special general meeting held since the previous annual general meeting;
- 20.2.2 to receive and consider the report of the EXCO and the financial statements for the preceding financial year with the auditors report thereon;
- 20.2.3 to elect the office bearers of the Society;
- 20.2.4 to ratify the candidates of the day committee as nominated by the EXCO in terms of 11.2;
- 20.2.5 such other business as the EXCO may table from time to time.

21 SPECIAL GENERAL MEETINGS

- 21.1 The EXCO may at any time, through the secretary, call a special general meeting of members by giving not less than fourteen days notice to members specifying the purpose of the meeting.
- 21.2 The secretary shall convene a special general meeting of members of the Society, upon receiving a requisition signed by not less than twenty ordinary members, specifying any resolution or resolutions proposed to be moved or other business to be discussed. The secretary shall post to each member to his or her registered address or send by electronic mail to his or her electronic mail address a copy of such notice at least fourteen days prior to the holding of the meeting.

- 21.3 The omission to send by post or electronic mail any such notice to any member shall not invalidate the holding of the meeting, or the passing of any resolution thereat.

22 QUORUM AT GENERAL MEETINGS

The quorum for a general meeting of members shall be 10% of the total number of registered members entitled to vote thereat; provided that if no quorum be present within (15) minutes after the time fixed for the meeting, it shall, in the case of an annual general meeting or a special general meeting called by the EXCO, be postponed to the same day and hour in the following week and at such adjourned meeting, the ordinary members present shall be deemed to be a quorum for the transaction of the business of the meeting. In the case of a special general meeting called by requisition of members, if no quorum is present upon the date fixed, and within fifteen minutes after the time fixed for the meeting, it shall be dissolved.

23 CHAIRMAN AT GENERAL MEETING

The chairperson for all general or special general meetings of the members of the Society shall be the president or, in his absence, the past president. Should both be absent, the members present shall elect a chairman for that meeting from among the other members of the EXCO present. An EXCO member should always be present at an official general meeting.

24 ADJOURNMENT OF GENERAL MEETINGS

The chairman of any general meeting may, with the consent of the meeting decided by majority vote, adjourn the meeting from place to place and from

time to time but no business shall be transacted at any adjourned meeting other than that business left unfinished at the adjourned meeting.

25 VOTING

25.1 Only ordinary members shall be eligible and entitled to vote at an annual or special general meeting of members of the Society and each ordinary member shall have one vote.

25.2 Save as otherwise provided in this constitution, any business, resolution or question submitted to such a meeting for decision shall be decided by majority vote of those present and entitled to vote and, in the first instance, by a show of hands. An ordinary member may be represented by a representative whose identity has been notified to the secretary at least forty-eight hours prior to the meeting.

25.3 A declaration by the chairman of the meeting of the result of a show of hands or a ballot, as the case may be, shall be conclusive.

26 AMENDMENTS TO CONSTITUTION

The constitution shall not be repealed or amended save by a resolution adopted by a majority of two thirds of the ordinary members of the Society present at any annual or special general meeting of members of the Society of which due and proper notice of 30 days has been given.

27 MISCONDUCT OF MEMBERS

27.1 A member of the Society shall be guilty of misconduct should he/she in the opinion of the EXCO:

- 27.1.1 commit any breach of this constitution or the rules or by-laws of the Society; or
 - 27.1.2 be guilty of any conduct which places the Society in disrepute; or
 - 27.1.3 fail to make payment of any money due to the Society after due notice.
- 27.2 The hearing and investigation of any complaint as to the conduct of a member, and the procedure to be adopted in connection therewith, shall be in the sole discretion of the EXCO, provided, however, that the member whose conduct is the subject of complaint and investigation shall be informed of the nature of the complaint, or the EXCO shall take any reasonable steps to bring to his or her notice the nature thereof, by posting a registered letter to his or her registered or residential address or otherwise, and/or via electronic mail and message systems. Such member shall be afforded an opportunity of replying to any such complaint, whether in writing or in such other manner as the EXCO may determine.
- 27.3 The EXCO, after investigation, shall have the power in regard to a member who, in its opinion, has been guilty of misconduct as described clause 27.1 above:
- 27.3.1 to expel such member, who shall be ineligible for re-election; or
 - 27.3.2 to deprive such member of any or all of the rights, benefits and privileges of his membership during such time or period as the EXCO in its absolute discretion may deem fit; or
 - 27.3.3 to call upon such member in writing, through the secretary, to resign and, if he fails to tender his resignation within seven days of the date of

such request, to expel such member, who shall then be ineligible for re-election; or

27.3.4 to reprimand and/or censure such member; or

27.3.5 to caution such member; or

27.3.6 to impose such condition upon such member as to the use of the facilities of the Society as the EXCO may in its sole discretion determine.

27.4 The decision of the EXCO under this rule shall be notified to such member by posting a registered letter to such member at his registered or residential address.

28 REGISTER OF MEMBERS

All members shall communicate their addresses from time to time to the secretary who shall keep a register of the names of members and of their addresses.

29 INDEMNITY

Every member, officer or servant of the Society shall be indemnified by the Society against all costs, losses and expense, which he or she may incur or become liable for by reason of any *bona fide* act or thing done by him or her as such in the discharge of their duties, unless the loss in question is caused by his or her own gross negligence, dishonesty or breach of trust.