



ceasa

THE CLINICAL ENGINEERING ASSOCIATION
OF SOUTH AFRICA

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THE CLINICAL ENGINEERING ASSOCIATION OF SOUTH AFRICA (CEASA)

CONSTITUTION

DEFINITION

® *Clinical Engineering: the maintenance, management, support, development and quality assurance of healthcare technology as part of safe, cost-effective and sustainable healthcare delivery.*

(Working Committee on Clinical Engineering, 2000)

1. THE ASSOCIATION

- 1.1 The Clinical Engineering Association of South African, hereinafter called: CEASA
- 1.2 Membership of the Association shall be open to all Clinical Engineering personnel and others, who meet the requirements for membership as outlined in section 3.

2. OBJECTIVES

The objectives of the Association shall be as follows:

- 2.1 To promote and develop all aspects of clinical engineering, healthcare technology, and management.
- 2.2 To promote appropriate innovation and cost-effective planning, assessment, technology transfer, evaluation, procurement, operation, maintenance and safety of healthcare technologies.
- 2.3 To promote, advance and assist in the on-going capacity development of all healthcare practitioners with regard to healthcare technologies and their management, in collaboration with health authorities, healthcare providers, industry and regional/international multilateral and bilateral organisations.
- 2.4 To promote and encourage the unrestricted acquisition, exchange and spread of knowledge and information about healthcare technologies and their management.
- 2.5 To organise conferences and forums on all aspects of Clinical Engineering and healthcare technology, and to provide a medium for discussion and communication between persons interested or organisations.

- 2.6 To decide questions of custom and etiquette and to promote high standards and good relations between or amongst members and other bodies interested or having objectives, similar to those of CEASA.
- 2.7 To establish, maintain, control and manage sectors or branches of the Association in South Africa and from time to time determine the constitution, rights, privileges, obligations and duties of such sectors or branches, and when thought fit, to dissolve the same, or modify such rights, or privileges, obligations or duties.
- 2.8 To promote Clinical Engineering and to further its interests by negotiating with the appropriate local and international healthcare authorities.
- 2.9 To promote the registration with the appropriate professional body/bodies of its members as part of their professional advancement.
- 2.10 To promote the liaison and co-operation between associated learned organisations involved in healthcare technology.
- 2.11 To do all such other things as the Association may consider are incidental or conducive to the attainment of all the above objectives, or any one of them.

3 MEMBERSHIP

The following categories of membership are available.

3.1 Full Membership:

A person elected to full membership of the Association shall be required to satisfy the Branch Committee that he (referring to either male or female in this text):

- 3.1.1 Is actively engaged, at the time of submission of his application in Clinical Engineering and that he has had at least two years of proven experience in this field,
- 3.1.2 Is of such a standing and experience as, entitles him to practice in his particular specialisation of Clinical Engineering.
- 3.1.3 Has conducted himself in such a manner that his election to membership will not detract from the dignity or standing of the Association.

3.2 Honorary-Life membership: the Council may elect from the branches, to honorary membership eminent persons, who have rendered outstanding services to Clinical Engineering. Honorary members shall have no voting rights.

3.3 Associate membership: interested individuals who to the discretion of the Branch Committee do not qualify for full membership may become associate members. These members do however have no voting rights.

3.4 Corporate membership: Membership may be given to organisations that are active in the healthcare technology field. Each organisation shall have a single vote. The Council reserve the right to change the privileges of corporate members as may be necessary from time to time.

If any decision regarding membership can not be resolved within a Branch Committee such query will be referred to the Council for resolution. Such referral can take place via the Branch Committee or via the member or proposed member.

4 ELECTION OF MEMBERS

- 4.1 Every person or organisation, desirous of becoming a full /associate /student /corporate member of the Association shall apply in writing or via the Web Application form to the respective authority as listed in 3 above.
- 4.2 The application shall be considered by the respective authority as listed in 3 above, and will communicate the result to applicants within 4 weeks.
- 4.3 The council may, by two-thirds majority decision, exclude any person from membership or expel or suspend any member, for actions which could bring the Association in disrepute. The council shall be obliged to give reasons for its action.
- 4.4 Cancellation of membership must be made in writing by the member/organisation to the appropriate Branch or to the Council.

5. MEMBERSHIP FEES

- 5.1 The initial joining fees for new members and the annual membership fees of all types of members shall be such amounts as determined by and payable on such a date or dates as shall be fixed by the Council on an annual basis and published on the CEASA Website at www.ceasa-national.org.za
- 5.2 Every new member shall, immediately on receipt of written notification of his acceptance, pay his joining fee and pro-rata membership fee for this to become effective.
- 5.3 Any member whose membership fees are in arrears for 12 months or more, having been notified by the treasurer during that period, and having been given a final warning by the Council, shall lose their membership status, but shall remain liable for fees in arrears. Such members shall not be re-admitted to the association until they are once again in good standing with the association.

6. FINANCES

- 6.1 Council shall from time to time make such financial arrangements as are deemed necessary for the proper functioning of the Association and shall cause to keep such books of account and balance sheets as are necessary to exhibit the true and fair view of the financial state of the Association.
- 6.2 The financial year is deemed to run over a full calendar year – January to December.
- 6.3 All council members shall have full insight into the financial status of the council.
- 6.4 Branches may have their own accounts to manage their activities. Such accounts will be subject to the accounting principles as state in 7 below.
- 6.5 Membership fees shall be divided between the Council (25%) and the Branch (75%).
- 6.6 Branches may request motivated financial support from the sector in which it functions.
- 6.7 Expenditure and financial control.
 - 6.7.1.1 Travel Expense Claims
 - a) Flights - Kulula (or equivalent budget carrier) flights to be used and meetings arranged to accommodate these flight times. If the National Council Members choose not to fly they can claim 75% of the said air ticket as travel expenses.
 - b) Car Hire - Kulula Car Hire (or equivalent budget supplier) to be used, choosing the most economical vehicle class. Ensure that the car is pre-booked.
 - c) Accommodation - CEASA Budget supplier Hotel or economic B&B. No overnight allowance can be claimed if alternative arrangements are made.
 - d) All other expenses to be discussed by National Council.
 - 6.7.1.2 Financial Control
 - a) National Account statements to be distributed to the branches each Quarter.
 - b) All records of Expenses claims to be submitted to the National or Branch Treasurer before any claims are processed and paid. Records of all source documents to be kept by the Council Treasurer for a minimum of 5 years.

7. ACCOUNTING PRINCIPALS AND REPORTING

- 7.1 The treasurer shall present the accounts of the Branch or Council to the respective committees at a designated meeting annually for acceptance by the meeting.
- 7.2 The accounts of the Branch or Council shall be examined annually by a third party appointed by the respective committee. The correctness of the income and expenditure accounts and balance sheets shall be ascertained by the third party. The credential and appointment of such third party may be verified by an appropriate structure within the association. (Council for Branch Committees and any Branch for Council Committee)
- 7.3 Annual Financial Statements must be compiled after every year-end but before the annual general meeting by the third party appointed by the Council. Once the annual financial statements were reviewed and signed off at the annual general meeting, an income tax return must be filed with SARS by the third party.

8. SECTORS AND BRANCHES OF THE ASSOCIATION

- 8.1 To carry out the objectives of the Association more effectively, Branches of the Association shall be established, with the consent of the Council.
- 8.2 Branches will be responsible for their own membership drive.
- 8.3 A branch shall preferably not be established with less than 10 members.
- 8.4 A branch shall be distinguished by the name of the town or area in which its meetings are normally held.
- 8.5 Within four weeks before the commencement of each session, which shall be of 2 years in duration and coincide with the financial year, each Branch shall convene a general meeting of all members. The Branch shall elect from amongst its own members, a chairperson who shall be a member and who shall as such become a member of council for the session concerned. The chairperson of the Branch shall be elected for a maximum of two years at a time. At such general meetings, such office bearers and sub-committees as the members deem necessary shall be elected.
- 8.6 Committee members must be full members, preferably be registered with ECSA and practising clinical engineering.
- 8.7 The Council committee may co-opt members from other categories as observers. These committee members will have no voting rights.
- 8.8 In the case of resignation or death of a member of the Branch committee, the committee shall elect a replacement within 60 days, who shall serve until the next general meeting.
- 8.9 Branches may investigate and discuss any matters which they wish, but may take no decisions in the name of the Association. Should they desire any decisions in respect of their wishes to be implemented in the name of the Association, they shall refer such matters to the council, who after due consideration, shall make decisions in the name of the Association.
- 8.10 Branches shall meet as often as deemed necessary by themselves, not less than twice annually.
- 8.11 Branches shall make such rules of procedure as are necessary to administer their sector or branches and committees, provided that in so doing no contravention of the constitution is embodied in such rules.
- 8.12 Should the Branch representatives be unable to attend the council meeting, alternative sector-committee members shall be nominated by the chairperson of the Branch committee.

9. POWERS AND DUTIES OF SECTOR COMMITTEES

- 9.1 The powers and the duties of Branch committees, in addition to such powers and duties specifically detailed elsewhere in these rules, shall include:-
 - 9.1.1 The pursuit of the aims of the Association on a local basis.
 - 9.1.2 The receipt and consideration and approval of applicants for membership as detailed in 3 above.
 - 9.1.3 The organisation of technical programmes, social functions and other local activities.
 - 9.1.4 The submission of copies of minutes of all meetings to the council.
 - 9.1.5 The arranging and holding of annual general meetings.

10 THE COUNCIL OF THE ASSOCIATION

- 10.1 The council shall be formed from the following members:-
- 10.1.1 The chairperson from each sector or his nominee who must be a committee member.
 - 10.1.2 One additional representative from each sector who must be a committee member.
 - 10.1.3 The immediate past president.
 - 10.1.4 The Council Committee may co-opt members to service on the Committee on an ad hoc basis. These committee members will have no voting rights.
- 10.2 The council members shall elect the following from amongst 10.1.1 and 10.1.2 excepting alternates:
- 10.2.1 A president: that will be elected for two years and will not be from the same sector of the immediate past-president. The president shall have a vote and a casting vote.
 - 10.2.2 A vice-president: that will be elected for two years and will not be from the same sector as the past vice-president.
 - 10.2.3 Secretary and treasurer [where this is one person an additional member may be elected]
- 10.3 The council shall meet at least once per year
- 10.3.1 The Council may only make decisions if a quorum of two-thirds of the council members are present.

11 POWERS AND DUTIES OF COUNCIL

- 11.1 The power and duties of the council of the Association, in addition to such powers and duties specifically detailed elsewhere in these rules, shall include:-
- 11.1.1 The pursuit of the objectives of the Association.
 - 11.1.2 The determination of the Association's policy.
 - 11.1.3 Approval of all members as described in Section 3 above.
 - 11.1.4 The provision of assistance in the establishment of new sectors and guidance to existing sectors.
 - 11.1.5 All communication to its members by any means.
 - 11.1.6 The maintenance of the register of members.
 - 11.1.7 The council shall manage and direct the affairs of the Association in accordance with this constitution. Council shall make such arrangements as it deems necessary from time to time for the proper running of the affairs of the Association and appoint such representatives or committees and make or rescind bye-laws for the purpose of regulating the affairs of the Association.
 - 11.1.8 The maintenance of an administration registry and library of publications.

12 AMENDMENTS TO THE CONSTITUTION

- 12.1 A proposal to alter or add to the constitution may be initiated by the council or submitted in writing to the secretary of the Council signed by not less than ten members and shall be considered at the next Council Meeting.
- 12.2 Such proposal if approved by not less than a two-thirds majority of members present at the Council meeting shall be submitted to Branch Committees for consideration.
- 12.3 Provided that each Branch Committee approves the change with no less than two-thirds majority, the change will become effective.

13 DISQUALIFICATION OF MEMBERS OF THE COUNCIL

- 13.1 The office of a member of the Council shall be vacated:-
- 13.1.1 If he ceases to be a member of the Association
 - 13.1.2 If by notice in writing to the Association he resigned his office
 - 13.1.3 If he fails to attend at least three consecutive meetings of the Council unless he has obtained leave of absence of the Council.

14 TAX EXEMPTION REQUIREMENTS

CEASA will comply with the requirements as set out in section 30B of the Income Tax Act

- 14.1 CEASA will submit to the Commissioner a copy of the constitution under which it has been established
- 14.2 CEASA will operate within the following requirements:
 - 14.2.1 CEASA will have a Council / Committee consisting of at least 3 or more persons, who are not connected persons in relation to each other, to accept the fiduciary responsibility of CEASA
 - 14.2.2 No single person may directly or indirectly control the decision-making powers relating to CEASA
 - 14.2.3 CEASA will not directly or indirectly distribute any of its funds or assets to any person other than in the course of furthering its objectives
 - 14.2.4 CEASA will utilise substantially the whole of its funds for the sole or principal object for which it has been established
 - 14.2.5 No member may directly or indirectly have any personal or private interest in CEASA
 - 14.2.6 Substantially the whole of the activities of CEASA will be directed to the furtherance of its sole or principal object and not for the specific benefit of an individual member or minority group
 - 14.2.7 CEASA will not have a share or interest in any business, profession or occupation which is carried on by its members
 - 14.2.8 CEASA will not pay to any employee, office bearer, member or other person any remuneration, as defined in the Fourth Schedule, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered
 - 14.2.9 Substantially the whole of CEASA's funding will be derived from its annual or other long-term members or from an appropriation by the government of the Republic in the national, provincial or local sphere
 - 14.2.10 CEASA will as part of its dissolution transfer its assets to:
 - (a) Another entity approved by the Commissioner in terms of this section;
 - (b) A public benefit organisation approved in terms of Section 30;
 - (c) An institution, board or body which is exempted from tax under section 10(1)(cA)(i); or
 - (d) The government of the Republic in the national, provincial or local sphere;
 - 14.2.11 The persons contemplated in paragraph 6.2.1 will submit any amendments of the constitution of CEASA to the Commissioner within 30 days of its amendment
 - 14.2.12 CEASA will comply with such reporting requirements as may be determined by the Commissioner from time to time
 - 14.2.13 CEASA is not knowingly and will not knowingly become a party to, and does not knowingly and will not knowingly permit itself to be used as part of, an impermissible avoidance arrangement contemplated in Part IIA of Chapter III, or a transaction, operation or scheme contemplated in section 103(5)