



THE INSTITUTE OF PROFESSIONAL ENGINEERING TECHNOLOGISTS

CONSTITUTION

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DEFINITIONS

“The Institute” shall mean the Institute of Professional Engineering Technologists.

“Member” shall mean members of the Institute in all the categories as defined in the By-laws.

“The Statutory Registering Authority” (hereinafter referred to as “the SRA”) shall mean the Engineering Council of South Africa (ECSA) or its successor in title.

“The Council” shall mean the body elected to manage the affairs of the Institute referred to in Section 4 hereof and who may only be elected out of Corporate Members. “Council Members” or “Members of Council” shall bear the same meaning.

“The Finance Committee” shall mean the committee referred to in Section 9, which manages the finances of the Institute and “Committee” shall bear the same meaning.

“Ballot” shall mean a paper ballot or show of hands or electronic ballot by email or other electronic means.

The Institute was previously known as “The South African Association of Registerable Engineering Technologists (SAARET).” References in this constitution to the Institute shall be understood to also refer to SAARET as far as it may be necessary to do so.

1. NAME

The name of the Institute shall be “**The Institute of Professional Engineering Technologists**”
The acronym for the name shall be **IPET**

2. MAIN OBJECTIVE

The Main Objective of the Institute shall be to promote the advancement of the profession of engineering technologists (hereinafter referred to as “the Profession”) and the science of engineering technology.

3. ANCILLARY TO THE MAIN OBJECTIVE

Supporting the Main Objective are the following Ancillary Objectives

- 3.1 To advance the profession by:
 - 3.1.1 representing the profession on a national and international basis;
 - 3.1.2 liaising with the SRA on all matters, including on policy matters, concerning the Profession;
 - 3.1.3 assuring the recognition of registered professionals
 - 3.1.4 enhancing the professional, technical and ethical reputation of the registered professionals.
- 3.2 To further and promote education and training and to encourage professional development of engineering technologists by:
 - 3.2.1 liaising with educational bodies including tertiary educational institutions;
 - 3.2.2 liaising with employers and service providers.
 - 3.2.3 underwriting and supporting a bursary scheme for education in engineering technology.
 - 3.2.4 promoting and encouraging Continuous Professional Development
- 3.3 To advance and uphold the dignity and status of the profession by obtaining recognition from:
 - 3.3.1 all spheres of society;
 - 3.3.2 statutory bodies and Government;
 - 3.3.3 the engineering profession.
- 3.4 To promote research and encourage the writing and presentation of papers, on matters pertaining to the science of engineering.
- 3.4 To deal with and engage in all matters concerning and relating to the profession.

4. THE COUNCIL OF THE INSTITUTE

- 4.1 The management of the Institute shall be vested in the Council of the Institute, who establishes and oversees the execution of policy of the Institute. Elected members of Council shall have voting rights in Council.
- 4.2 The Council shall consist of the persons prescribed in the bye laws and elected by corporate members of the Institute. The election will be held annually by paper or electronic ballot, conducted in advance of the Annual General Meeting. Council Members shall elect from among themselves, at a meeting of Council preceding the Annual General Meeting, the following Executive Committee members:
 - The President;
 - Three Vice Presidents;
 - The Executive Officer who acts as the Secretary;
 - The TreasurerThe Immediate Past-President is not voted into office, as the post shall be automatic by reason of the member’s holding past office. The position shall continue for the period described below

- 4.3 The normal term of office of council members shall be three years. The term of office of the Vice-Presidents shall be one year but they may be eligible to be re-elected for another term.
- 4.4 The Immediate Past-President remains in office until the election of a new president
- 4.5 The President shall hold office for a period not exceeding two consecutive years, in addition to the years that the member has already served as member of Council.
 - 4.6.1 Council may, by vote of a quorum present at a Council meeting, fill any vacancies that occur on Council. Such members shall serve until the end of the annual session of Council.
- 4.7 The six council members with the longest years of service on Council shall retire each year. Notwithstanding such retirement any retired Member of Council may stand for re-election.
- 4.8 Representatives of non-corporate members may be elected to Council as members as described by the Bye-laws. The election will be held annually by paper or electronic ballot prior to the Annual General Meeting.
 - 4.8.1 Should the need arise the Council may co-opt members of the civil community with a proven interest in matters pertaining to engineering technologists as advisors to Council. Their term of office shall normally not exceed one year. The Institute may advertise in the National press or social media platforms to fill these positions.

5. POWERS OF COUNCIL

The Council shall, for purposes of conducting its business, have the power to:

- 5.1 appoint officials and determine their duties, responsibilities and functions;
- 5.2 acquire and sell movable and immovable property;
- 5.3 enter into contracts of lease;
- 5.4 enter into contracts of a general nature;
- 5.5 determine fees to be paid by Members and to collect funds, donations and sponsorships in order to achieve Council's objectives;
- 5.6 invest any moneys collected as Council deems fit;
- 5.7 identify categories of membership of the Institute;
- 5.8 approve a Code of Ethics and Practice and Rules of Conduct for recognition by the Profession and observance by Members;
- 5.9 convene an ethics committee for purposes of inquiring into alleged misconduct on the part of a Member;
- 5.10 publicise the objectives of the Institute in any media;
- 5.11 make representations to the SRA in the interests of the profession and be recognised as a prescribed nominating body;
- 5.12 nominate Members to the Council and committees of the SRA
- 5.13 make Rules and By-laws for compliance by members and for purposes of good administration;
- 5.14 constitute committees of Council for purposes of undertaking work assignments for Council, appoint committee members, determine the term of office of committee members and terms of reference of any committee together with the number of committee members that constitute a quorum;
- 5.15 establish a Finance Committee to manage and administer the finances of the Institution, determine levels of remuneration for services rendered to Council, appoint a Chair and other members to the Finance Committee, determine their term of office and the number of members of the Finance Committee that constitute a quorum;

5.16 empower the Executive Committee, referred to in Clause 4.2, to conduct the day-to-day business of and directional planning for the Institute.

6. DELEGATION OF POWERS OF COUNCIL

6.1 Council may delegate to a committee, established in terms of Clause 5.14 hereof, any powers which it deems fit to delegate, including but not limited to powers to formulate rules and by-laws, but may not divest itself of any responsibilities that it has delegated

6.1.1 Council may appoint an executive committee to undertake the daily management of the Institute. This committee shall consist of the office bearers of the Institute as well as the Administrator and Treasurer and any other officers and committee chairs of the Institute

6.2 Notwithstanding the delegation of powers referred to herein Council shall also be responsible for acts and omissions of any committee to which power has been delegated and may amend, vary or revoke any such decision or resolution.

6.3 Committee members shall, in the first instance, be members of the Institute unless it is necessary to appoint, as a committee member, a non- Institute member by reason of such non-members special knowledge or experience; provided always that the Chair shall be appointed from among Council Members.

6.4 The President shall be an ex-officio member of all committees notwithstanding that he/she may not have been specifically appointed to such committee.

7. LIABILITY OF COUNCIL AND OF COMMITTEE MEMBERS

Council Members, elected in terms of Clause 4.2 hereof, committee members of any committee, appointed in terms of Clause 5.14 hereof, or officials appointed in terms of Clause 5.1 hereof, shall be indemnified by the Institute against any loss, expense or damage arising out of the discharge of their duties; provided that such loss, expense or damage cannot be attributable to any negligent or willful act or omission on the part of such Council Member, committee member or official and provided further that any such act or omission was done in good faith and for the purposes of achieving the objectives of the Institute.

8. CONDUCT OF COUNCIL AND COMMITTEE MEETINGS

8.1 Matters shall be decided by majority vote, on a show of hands or paper based or electronic ballot, of fifty percent plus one of a quorum of Council or of a committee of Council. Chair of the Council or of a committee of Council shall, in the event of a deadlock being reached, have a casting vote, in addition to the initial vote cast by show of hands or paper based or electronic ballot.

8.2 Notices and agendas of meetings shall under normal circumstances be served on Council Members and on committee members at least two weeks prior to a scheduled meeting. In case of extraordinary or emergency circumstances a shorter period of notice may be acceptable. In all cases notification by electronic means such as Email, SMS or other electronic medium is acceptable

8.3 Proper minutes of meetings of Council and of committees of Council shall be kept and distributed to Council and committee members prior to or at the same time that notices and agendas of forthcoming meetings are distributed.

8.4 The form of conduct of meetings of Council and of committees of Council shall mutatis mutandis apply to the conduct of meetings of the Finance Committee referred to in Section 9 hereof.

8.5 The President shall serve as the Chair of Council. In his absence the Chair shall be occupied by one of the Vice-Presidents and in the absence of all of them, Members of Council shall elect a Chair from among members present, provided that there is a quorum present.

8.6 Notwithstanding that the President or Vice-President may be present at a meeting of a committee of Council, members of the committee may elect a Chair from among members present, subject to there being a quorum and provided that such Chair is a Member of Council.

8.7 A quorum of Council shall be fifty percent of members of Council and for a committee of Council fifty percent of the members appointed to the committee by Council. In the event of a quorum not being present by the time advertised for the meeting to commence its business, the Chair shall adjourn the meeting to a time and day that he/she may direct. At this new meeting, 15 minutes after the announced starting time, provided that at least 1% of the members are present, the meeting will be considered constituted.

8.8 Matters shall be decided by majority vote, on a show of hands or paper based or electronic ballot, of fifty percent plus one of a quorum of Council or of a committee of Council. Chair of the Council or of a committee of Council shall, in the event of a deadlock being reached, have a casting vote, in addition to the initial vote cast by show of hands or paper based or electronic ballot.

8.9 Notices and agendas of meetings shall under normal circumstances be served on Council Members and on committee members at least two weeks prior to a scheduled meeting. In case of extraordinary or emergency circumstances a shorter period of notice may be acceptable. In all cases notification by electronic means such as E mail, SMS or other electronic medium is acceptable

9. FINANCE COMMITTEE

A Finance Committee, established in accordance with the provisions of Clause 5.15 hereof, shall control, administer and manage the finances of the Institute, derived in terms of Clause 5.5 hereof, in accordance with requirements of the South African Revenue Services (SARS).

In order not to affect its tax exempt status, the following requirements, as laid down by the SARS, shall be observed by the Institute and may not be changed without the written consent of the Commissioner of Revenue Services.

9.1 Financial Control:

9.2 Council shall, in accordance with the provisions of clause 5.15 hereof, appoint at least three (3) members to the Committee, including a Chair and the Treasurer, provided that the number of members including the Chair shall not be less than three and further provided that the President may not be appointed as Chair. Members of the Committee shall hold office for no longer than two years, but, subject to the provisions of Clause 4.4 hereof relating to the President, any member of the Committee may stand for re-election.

9.3 Under no circumstances shall financial control be vested solely in the President, the Chair or in any one person in particular. The Chair of the Committee shall be responsible for ensuring compliance with the provisions contained herein.

9.4 The Committee shall determine fair and reasonable remuneration for services rendered to the Institute, including remuneration to members of Council and of committee members in respect of services rendered by them. The Committee may, in addition, reimburse at cost any person for any expenses actually incurred while undertaking work on behalf of the Institute.

9.4 All assets, property and funds of the Institute shall be held and registered in the name of the

Institute. The Committee shall, in addition to the powers identified in Clauses 5.2 to 5.6 inclusive, have the power to raise and borrow money, secure payment of money and lend money, open and operate a banking account/s, as it deems fit, for the purposes of conducting the affairs of the Institute.

- 9.5 The accounts of the Institute shall be audited at least once a year by an auditor appointed annually by the Council, who may but need not necessarily be a Chartered Accountant. No Council member, committee member or officer appointed by Council of the Institute may be appointed as auditor.
- 9.6 All documents, cheques or other instruments relating to the finances of the Institute shall be signed, on behalf of the Institute, by at least two persons, duly authorised thereto by a resolution of the Committee.
- 9.7 An annual financial report on the affairs of the Institute shall be sent to its members, together with an audited statement of revenue and expenditure and a balance sheet as accepted at the Annual General Meeting, at the end of each financial year.
- 9.8 Interim financial reports shall be submitted to Council at least at four-monthly intervals.
- 9.9 The Institute shall not carry on any profit-making activities nor shall it participate in any business, profession or occupation conducted by any of its members. It shall not provide any financial assistance, premises, continuous services or facilities to any of its members for the purpose of their conducting any business of their own.

10. MEMBERSHIP OF THE INSTITUTE

The Institute shall consist of the categories of members as defined in the By-laws.

- 10.1 A member may resign from the Institute by submitting a written resignation, together with their Membership Certificate, to the Institute, but shall remain liable for any outstanding fees due to the Institute.
- 10.2 The name of a member who has resigned from membership of the Institute shall be removed from the register of the Institute.
- 10.3 Any member who has resigned their membership of the Institute may apply for re-admission, but shall be liable for the payment of any outstanding fees. A Fellow, formerly eligible for membership under the By Laws, who has resigned will have to comply with membership By Laws before re-admission to that grade of membership will be allowed.
- 10.4 Membership of the Institute shall not confer upon any member any right to a share of or participation in any assets belonging to the Institute.
- 10.5 Any member may have their membership cancelled or suspended, in accordance with the provisions of the By-laws dealing with non-payment of subscriptions or disciplinary matters, and punishments that may be imposed. A member whose membership has been cancelled or suspended shall have the right to appeal to Council. The decision of Council shall be final.
- 10.7 Every member of the Institute shall conduct themselves in a manner which upholds the dignity, standing, reputation and integrity of the Institute and shall subscribe to the code of professional conduct as laid down by the SRA and the code of ethical conduct laid down by the Institute.

11. BRANCHES AND SECTIONS

- 11.1 The Institute may, at its discretion, after receipt of a written request signed by at least ten (10) Members resident in a specific area, form a branch of the Institute in such an area. The affairs of branches shall be conducted as laid down in the Bye-laws promulgated in terms of this constitution.

11.2 The Institute may form sections within the Institute, to encourage the presentation of papers and discussions on technical or other subjects of specific interest to Members. The affairs of such sections shall be conducted as laid down in the Bye-laws promulgated in terms of this constitution.

12. LIQUIDATION OR AMALGAMATION

12.1 The Institute may be wound up and liquidated, or amalgamated, with anybody having the same or similar objectives as the Institute, by resolution of Corporate Members at a Special General Meeting called for that purpose. Notwithstanding voting by a show of hands or ballot referred to elsewhere in this constitution postal votes shall be counted at such meeting. Adoption of the resolution shall require not less than two-thirds of total votes cast by Corporate Members by a show of hands or ballot including postal votes.

12.2 If, upon the winding up or the dissolution of the Institute there remains, after the settlement of all debts and liabilities, any assets, such assets shall not be paid to or distributed amongst the Members of the Institute. The assets shall be transferred to some other body having the same or similar objectives as the Institute and which is exempt from liability for tax as is the Institute. In the absence of any body, referred to herein to which assets can be transferred, assets shall be transferred to an engineering bursary fund or tertiary engineering education institution as determined on the basis set out in Clause 12.1

13. AMENDMENTS TO THE CONSTITUTION

13.1 This Constitution can only be amended by resolution of Corporate Members at an Annual or Special General Meeting called for that purpose. Notwithstanding votes by a show of hands referred to elsewhere in this constitution postal votes shall be counted at such meeting. Adoption of the resolution shall require not less than two-thirds of votes cast by corporate members by a show of hands or ballot including postal votes of Corporate Members.

13.2 Any amendment to the Constitution shall be submitted to the Commissioner of Inland Revenue Services as defined in Section 9.

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