



**THE SOUTH AFRICAN INSTITUTION
OF CIVIL ENGINEERING BY-LAWS**

October 2024

	Clause No.	Clause
	1	MEMBERSHIP AND PARTICIPATION
		Committee and Colleges
Approval Procedures	1.1	Applications for the election, admission or transfer to any membership grade, excluding Honorary Fellow, shall be processed by the Membership Committee or the College of Fellows, as applicable.
Membership Committee	1.1.1	The Membership Committee shall function under the Chair of a corporate member who reports to the Executive Board. The committee shall comprise of members as tabulated in the By-laws. The committee shall consider and, as appropriate, approve or reject all applications for membership, except for grades of Honorary Fellow and Fellow.
College of Fellows	1.1.2	The College of Fellows shall comprise of a minimum of: the immediate Past President; two most recent available Past Presidents; President and President-elect. They shall consider all applications for election to the grade of Fellow.
College Chair	1.1.3	The College of Fellows shall be chaired by the immediate Past President.
College of Honorary Fellows	1.1.4	The College of Honorary Fellows shall comprise of a minimum of three Honorary Fellows that are still active within SAICE as appointed by the Executive Board and shall be chaired by the most recent Past President who is an Honorary Fellow. The College of Honorary Fellows shall operate in accordance with the Guidelines as approved by the Executive Board.
		Corporate members
Election to the grade of Honorary Fellow	1.2	Every proposal for the election of an Honorary Fellow shall be made by three members of the Council and shall include a motivation in the form of a draft citation, to be submitted to the Executive Board and if supported, to the Council for approval. If the proposal receives the support of four-fifths of the Council members present, voting by secret ballot, the nominee shall be duly elected.
	1.2.1	A certificate on which is set out the election of the Honorary Fellow shall be presented to the nominee with a summarised citation at a suitable function of the Institution.
	1.2.2	A record of Honorary Fellows shall be maintained by the Institution.
Election to grade of Fellow	1.3	A corporate member who meets the requirements of the Constitution for the Grade of Fellow may be nominated on the appropriate application form.
	1.3.1	The nominee shall be put forward by three corporate members in good standing which shall be submitted to the Chief Executive Officer for consideration by the College of Fellows.

Each application shall be subjected to review by the membership officers prior to submission to the College of Fellows to ensure compliance with the requirements for consideration as a Fellow.

1.3.2 A person who is not a member of the Institution and who complies with all the requirements of the Constitution, (subject to the approval of Executive Board) having complied with the process as set out below for election as a Corporate Member may be admitted to the Institution and considered for election to the grade of Fellow.

1.3.3 If the College of Fellows is satisfied that the nominee is in all respects a fit and proper person to be a Fellow, the election of the nominee shall be recommended to the Executive Board for confirmation.

1.3.4 Nominees accepted by the Executive Board, will be invited to become Fellows by means of a letter from the Chief Executive Officer.

**Admission/Transfer to
the grade of Member**

1.4 Every nominee for admission to or transfer to the grade of Member shall submit to the Chief Executive Officer an application on the appropriate form for consideration by the Membership Committee.

1.4.1 If the Membership Committee is satisfied that the nominee complies with the requirements of the Constitution, and is in all respects a fit and proper person to be a Member, the nominee shall duly be admitted or transferred.

1.4.2 In reaching such a decision, the Membership Committee shall ensure that the nominee:

1.4.2.1 has a suitable qualification in the technical disciplines of civil engineering or a qualification in a profession associated with civil engineering as proposed by Executive Board and approved by the Council or holds a professorship in any field of Civil Engineering or related field at a South African Higher Education Institution.

1.4.2.2 a record of recognised qualifications and professions is to be maintained by the Institution.

1.4.2.3 is professionally registered in terms of the requirements of the profession in which they have qualified as recognised in 1.4.2.1 (as above) whether statutory or otherwise; or is registered with an international body as proposed by the Executive Board and approved by the Council, or holds a professorship in any field of Civil Engineering or related field at a South African Higher Education Institution..

1.4.2.4 A record of recognised statutory and International bodies is to be maintained by the Institution.

1.4.3 Corporate Members shall maintain professional registration and any other constitutional requirements for the grade of membership.

Non-Corporate Members

**Admission/ transfer to
grade of Associate
Member**

1.5 Every nominee for admission to or transfer to the grade of Associate Member shall submit to the Chief Executive Officer an application on the appropriate application form for consideration by the Membership Committee.

	1.5.1	<p>If the Membership Committee is satisfied that the nominee complies with the requirements of the Constitution, and is in all respects a fit and proper person to be an Associate Member, the nominee shall duly be admitted or transferred from Student membership.</p> <p>Where the nominee does not fully comply, but has a related qualification or experience, then such person shall be admitted as an Associate Other Member.</p>
Admission to the grade of Student Member	1.6	Every nominee for admission to the grade of Student Member shall submit to the Chief Executive Officer an application on the appropriate application form for consideration by the Membership Committee.
	1.6.1	If the Membership Committee is satisfied that the nominee complies with the requirements of the Constitution, and is in all respects a fit and proper person to be a Student Member, the nominee shall duly be admitted.
	1.6.2	Every Student Member, who obtains the requisite qualification for transfer to the grade of Associate Member shall notify the Chief Executive Officer thereof and shall, within 3 months of graduating apply for transfer to the grade of Associate Member.
		Participant
Affiliation of a Participant	1.7	Every applicant for affiliation to a Branch or Division, shall submit to the Chair concerned an application on the appropriate form.
	1.7.1	If the Branch or Division Committee is satisfied with the application, the application is submitted to the CEO for consideration and ratification by the Membership Committee.
	1.7.2	On acceptance of a new participant, the Chief Executive Officer shall issue a certificate of affiliation.
	1.7.3	Participants may elect to receive the Institution's magazine and journal, for which an additional subscription is levied.
	1.7.4	Participants may not be office bearers in Branches and Divisions and do not have a vote.
Constitution and By-laws	1.8	The latest Constitution and By-laws shall be maintained by the Institution and available for viewing at all times.
Certificate of membership/affiliation	1.9	A certificate appropriate to the grade of membership, signed by the President and the Chief Executive Officer shall be issued to every member.
	1.9.1	A Participant shall receive a certificate of affiliation, signed by the Chair of the appropriate Branch or Division and the Chief Executive Officer.
	1.9.2	Certificates of membership or affiliation remain the property of the Institution. Should the holder of the certificate cease to be a member or a participant, the certificate must be returned to the Institution.
Retired and Senior Status	1.10	Members who meet the appropriate criteria listed below may be granted Retired or Senior Status which entitles them to retain their membership at a reduced fee, as determined by the Council.

- 1.10.1 A member who is over 65 years of age and who has been a corporate member for more than ten consecutive years prior to application shall be granted retired status on application to the Chief Executive Officer.
- 1.10.2 The Executive Board on the recommendation of the Membership Committee may grant Retired status on application to a member who is under the age of 65 years and has been a corporate member for more than ten consecutive years prior to application, and who has retired from full-time active work in the profession.
- 1.10.3 Persons with Retired or Senior Status in any grade shall be entitled to use the letters of designation of their grade prior to admission to Retired or Senior Status.
- 1.10.4 The fee appropriate to Retired or Senior status shall become applicable in the financial year following the date of application for such status.
- 1.10.5 Any member over the age of 75 years shall be deemed a Senior Member and shall not be liable for the payment of any membership fees.

Disciplinary Action

- 1.11 **Disciplinary Action**
 - 1.11.1 A member or participant whose expulsion or suspension is under consideration shall be advised by registered letter/courier of the charges or complaints against the member or participant and of the date of the meeting of the Disciplinary Committee as constituted by the Executive Board at which the charges or complaints will be heard. Such registered letter shall be posted at least twenty-eight days before the date of the meeting. Such member or participant shall be entitled to be present and participate at such meeting, accompanied by one advisor of the member or participant's choice, with the cost of such participation and advisor being carried by the member or participant, and shall be entitled to submit, in writing, a defence against the charges or complaints.
 - 1.11.2 The name of a member or participant, who has been expelled, shall be removed from the Branch, Division or Participant List and the Council shall have the power to publish the fact.

Temporary Fee Reduction or Exemption

- 1.12.1 The Membership Committee may grant a temporary fee reduction or fee exemption to a member who provides an acceptable reason as to why the member should be granted such concession. Any such temporary fee reduction or fee exemption duration shall be applied for annually and will be limited to a maximum of 3 years.
- 1.12.2 In the case of members who are located outside the borders of the Republic of South Africa for the duration of a financial year, a temporary fee reduction or exemption as approved by The Council, applied for by application through the Membership Committee will be allowed.
- 1.12.3 The Membership Committee may grant a temporary fee reduction or fee exemption to a student member who provides an acceptable proof of registration as either a part-time or full-time student registered for a civil engineering program. Any such temporary fee reduction or fee exemption duration shall be applied for annually.

Re-admission	1.13	A member whose name has been deleted from the membership roll may be readmitted in accordance with the following procedures:
	1.13.1	A member who has resigned may apply for readmission, whereupon the application will be considered in terms of the rules for new members subject to the provision of clause 1.13.3..
	1.13.2	A member whose name has been struck off the Roll may apply for readmission. Successful applications will be approved once outstanding amounts owed to the Institution have been paid.
	1.13.3	Where a member who resigned, and was in good standing at the time of the resignation, re-applies within three years to be re-admitted, then such application shall not be subject to an application fee.
Resignations	1.14	Resignations from members in good standing shall be accepted. Resignations from members who are not in good standing shall be accepted when all outstanding dues have been paid.
	1.14.1	A member whose application to resign is received during the first three months of a financial year shall not be liable for subscription fees for that year.
	1.14.2	A member whose application to resign is received after the first three months of a financial year shall be liable for pro-rata subscription fees, up to and including the month of resignation, for that year.
	1.14.3	The name of a member who has resigned will be removed from the Roll and such member shall have no claim against the assets of the Institution.
	1.15	No distribution of Institution income or other assets shall be made to members who resign. Payment for subsistence and travel will be made according to the approved travel policy when members travel on official business for the Institution.
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	2	THE COUNCIL
Election of The Council Members	2.1	Calls for nomination for election of corporate members to the Council shall be done annually by means of a suitable notice in the SAICE magazine and an electronic mail to all members.
	2.1.1	Such nominations shall be signed by the nominee, a proposer and seconder, (each being corporate members in good standing) using the standard nomination forms.
Election of Office Bearers	2.2	The Council shall call for nominations from amongst its members for the position of President-elect. Such nomination shall be supported by five of The Council Members. Similarly, nominations for Vice Presidents should be called for. Nominees for Vice Presidents need not be current Council Members, but should have served at least two terms on the Council, or three years on any SAICE structures. This process should occur prior to the first Council Meeting of the year, such that voting can occur at the first Council Meeting of the year. Should more nominations be received than the available positions for office bearers then a secret ballot shall be held.

Election of Executive Board Members	2.3	<p>Prior to the first Executive Board Meeting of the year the Council shall nominate at least 3 of its members to serve on the Executive Board for the year. Of the 6 Council Members on Executive Board, at least one of these shall be from a Branch, one from a Division and one from the under 36 age group.</p> <p>Should more than three nominations be received a secret ballot shall be held amongst the Council Members to select the appointees.</p>
Attendance at Council Meetings	2.4.1	Elected members of the Council shall not be absent from Ordinary Meetings of the Council without an apology.
	2.4.2	All Branches and Divisions shall ensure representation at the Council. The person attending shall be the elected representative <i>or alternate</i> .
Chairing of Meetings	2.5	The President shall chair the Council meetings, unless unavailable, in which case the President-Elect shall chair the meeting, failing which the Council shall elect a chair.
Documentation	2.6	All reports and documentation must be submitted at least 15 working days before The Council meeting to a designated National Office staff member. All documents including an agenda shall be e-mailed to The Council Members 10 working days before a The Council meeting. Items not on the agenda may be added by majority The Council agreement at the meeting.
Establishment of Branches and Divisions	2.7	Approves establishment or de-establishment of Branches, Divisions and Student Chapters.
Non-members at The Council Meetings	2.8	The Council or Executive Board may invite any person (individual or representing an organization) whom it considers has an important contribution to make to the meeting proceedings by way of a presentation.
Reconvening Meetings	2.9	In the event of a quorum not being present at a meeting the meeting shall be re-convened not less than 10 working days, or more than 20 working days from the date at a time and place determined by those present. Due notice shall be given to all The Council members. The Council members present at a such a meeting shall constitute a quorum.
Eligibility	2.10	Corporate members not in good standing shall not be eligible to serve on the Council.
No of Vice Presidents	2.11	The number of Vice Presidents to be elected annually is 4.
3		THE EXECUTIVE BOARD
Chairing of meetings	3.1	The President shall chair the Executive Board meeting unless unavailable, in which case the President-elect shall chair the meeting.
Vacancy	3.2	Should a vacancy occur during the year the Executive Board may co-opt a member of The Council to fill the vacancy on the Board.

4 ADMINISTRATION

Chief Executive Officer	4.1.1	The appointment of the Chief Executive Officer shall be made by the Executive Board.
	4.1.2	The Chief Executive Officer implements directives from the Executive Board and represents the Institution as directed by the Executive Board.
	4.1.3	The Chief Executive Officer shall attend all meetings necessary to carry out his responsibilities or when so directed by the Executive Board or The Council.
	4.1.4	The Chief Executive Officer may establish, within the approved business plan, a secretariat to provide support to members.
Administrative year	4.2	The administrative and financial year of the Institution shall be from 1 January to 31 December.
Amendments to the Constitution	4.3	<p>When a ballot is held, the Chief Executive Officer shall notify each corporate member entitled to vote to amend the constitution by:</p> <ul style="list-style-type: none"> (i) placing a notice to this effect in a prominent place in one edition of the Institution's magazine (ii) sending a similar notice by auditable communication (iii) posting on the Institution's website. (iv) posting a copy of the proposed amended constitution on the Institution's website. <p>The Chief Executive Officer shall thereafter arrange a ballot, giving the closing date and time for the ballot.</p> <p>Such closing date shall not be less than 35 days, nor more than 40 days after the date of the commencement of the ballot. The closing date shall be clearly stated and the ballot closed on the said date and time.</p>
	4.3.1	The Chief Executive Officer shall arrange for the secret ballot to be completed within 4 months of the Council's resolution.
Winding up or amalgamation	4.4	No proposal for winding up or amalgamation shall be submitted to ballot, unless it is supported by the Council, or by the signatures of not less than 100 corporate members in good standing, and unless the proposal sets out the way the surplus assets of the Institution are to be dealt with.
	4.4.1	Upon receipt of such a proposal, the Chief Executive Officer shall arrange for a secret ballot to be completed within 4 months of the receipt of the proposal, and shall forward by auditable communication and placing on the Institution's website a statement of the views of the Council on the proposal.
	4.4.2	Should the Institution be wound up the President, the President-elect and the Vice Presidents shall appoint liquidators and oversee the liquidation.
Amendments to By-laws	4.5	The Council may amend the By-laws, provided that the proposal to change the By-laws is included in the notice convening the meeting. Such amendment shall be approved by not less than two-thirds of the members of the Council present.

	4.5.1	Such resolution shall not become operative until 2 months from the date of the meeting at which it was passed. If during such period any 2 members of the Council so request, a secret ballot of all members of the Council shall be held. Such resolution shall then become operative only if two-thirds of the members of the Council voting, are in favour of the amendment.
	4.5.2	Such amendments shall be brought to the notice of members of the Institution in a manner determined by the Council.
Amendments to Rules	4.6	The Executive Board may amend the Rules, provided that the proposal to amend the Rules is in the notice convening the meeting. Such amendment shall be approved by not less than two-thirds of the members of the Executive Board present.
	4.6.1	Such resolution shall not become effective until ratified by the Council.
	4.6.2	Such amendments shall be brought to the notice of the Division and Branch Committees.
Signatories	4.7	<p>All deeds, documents and instruments that require signature on behalf of the Institution shall be signed by the President and by the Chief Executive Officer. In the absence of the President, documents shall be signed by the President-elect or a Vice President.</p> <p>The Executive Board may, in the absence of a Chief Executive Officer, delegate signing powers to members of the Institution's Executive Management.</p> <p>Three bank signatories, employed by the Institution, must be appointed by resolution from the Executive Board.</p> <p>An Authorised Registered Representative for statutory compliance must be appointed by resolution from the Executive Board.</p>
Minutes	4.8	The National Office shall provide secretarial services to ensure that minutes are kept of all meetings of the Council, Executive Board, Standing Committees and special meetings. Copies of the minutes of all meetings of the Council and the Executive Board shall be sent to all members of the Council.
Archiving	4.9	Approved sets of minutes and any authorized amendments concerning meetings shall be signed and dated by the Chair and duly filed and archived as permanent records. Such records shall be available to any member in good standing of the Institution on request.
Magazine and other publications	4.10	The Council shall cause an official magazine or journal (or both) to be published at such intervals as the Executive Board may determine.
	4.10.1	Every member of the Institution shall, by virtue of his or her annual subscription, be entitled to receive an electronic copy of each issue of the magazine and journal without additional charge.
	4.10.2	The Executive Board may from time to time cause any other publication deemed to be in the interest of members to be issued, and make a charge therefore.

Remuneration Committee	4.11	A remuneration committee shall be established to oversee National Office Staff salaries and the appointment of senior management staff in accordance with agreed staffing organogram.
Senior Staff	4.12	Chief Executive Officer in conjunction with the Remuneration Committee and Chair of Finance Committee shall appoint senior management staff.
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	5	FINANCE
Finance and Audit Committee	5.1	The Executive Board shall establish a Finance and Audit Committee comprising of members as tabulated in Section 10 of these By-laws.
Funds and payments	5.2.1	All payments drawn on behalf of the Institution shall be approved and counter approved by members of staff or committee members according to the procedure approved by the Finance and Audit Committee and accepted by the auditors.
	5.2.2	Proper account shall be kept of all monies received and expended and of all assets and liabilities of the Institution.
	5.2.3	Any activity the Institution engages in for profit shall be deemed to have been through a company established by the Council for such purpose.
	5.2.4	Other than by decision of the Executive Board, the Institution shall not participate in any business, profession or occupation carried out by any of its members, or provide financial assistance to any of the members or provide premises, services or facilities required by its members for purposes of carrying out their business, profession or occupation.
	5.2.5	All finances of the Institution and any companies created by the Institution shall be audited and a consolidated financial statement prepared on an annual basis.
	5.2.6	All financial transactions shall be carried out by means of a bank account held at a registered commercial bank.
Entrance fees and membership subscriptions	5.3	All members, other than Honorary Fellows and Student Members, shall be liable for an entrance fee and for an annual subscription appropriate to their grade of membership as set out in the By-laws, provided that the Council shall have the power to modify or waive any fee or subscription in exceptional circumstances. All members remain personally liable for the payment of the subscriptions.
	5.3.1	The Council may revise the entrance fees and the annual subscriptions only if the proposed changes are approved by at least 75 per cent of The Council members present voting in a secret ballot. A motivation for the proposed change and a statement of the views of the Chair of the Finance and Administration Committee on the proposed changes shall be forwarded to all The Council Members with the agenda for the meeting at which the change will be considered. The annual Budget and membership subscription shall be approved at the last The Council meeting of the year and not later than 30 November.
	5.3.2	All participants shall be liable for an entrance fee and for an annual subscription appropriate to their affiliation in line with the current fees of the Institution.

	5.3.3	The residential classification of members of a Branch shall be determined by their address as given on the Roll on 1 January of each year. It is the Member's responsibility to inform the Institution of changes to their physical address and contact information.
	5.3.4	Members are entitled to free membership of 1 Division of their choice (except for the Geotechnical Division where an additional fee is payable for ISSMGE membership). Membership of additional Divisions shall be charged for as determined by The Council.
Assessments paid to Organisations	5.4	The annual subscription of members may include subscriptions for organisations approved by the Council which shall be paid on their behalf by the Institution.
Due date for membership subscriptions	5.5	Annual membership subscriptions shall become due and payable on 1 January each year.
Neglecting to pay membership subscriptions	5.6	<p>A member of the Institution whose membership subscription is not paid within a period as determined by Executive Board shall be entitled to limited privileges and benefits of membership of the Institution. The extent of the limited privileges and benefits shall be determined by the Executive Board.</p> <p>The name of any member whose subscription is not paid within a period as determined by Executive Board may, by resolution of the Membership Committee, be struck off the Roll, but such member shall nevertheless remain personally liable for all monies due by him to the Institution at the time of such resolution.</p>
	5.6.1	At the discretion of the Membership Committee a member whose name has been struck off the Roll may be re-admitted upon payment of all arrear subscriptions together with such fees as the Membership Committee may determine.
Confirmation of Election	5.7	Upon election or admission to the Institution a member shall be notified thereof by the Chief Executive Officer and shall thereupon become liable for the annual subscription, on a pro rata basis as determined from time to time.
Transfer fees	5.8	Upon transfer from one grade to a higher grade in the Institution a member shall be notified thereof by the Chief Executive Officer and shall thereupon become liable for the difference between the annual subscriptions for the two grades, provided that if he/she is transferred during the last quarter of the financial year he/she shall not be liable for such difference in subscriptions for that year.
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	6	TECHNICAL DIVISIONS
Division Operation	6.1.1	All Divisions, other than Joint Divisions, shall operate in accordance with the Constitution, these By-laws, the Standard Branch Rules and Administration Guidelines.
Joint Divisions	6.1.2	Joint Divisions shall operate in terms of the agreements governing these Divisions.
	6.1.2.1	The partnership shall be governed by a joint agreement that takes into consideration the Governing documents of both Organisations.

	6.1.2.2	Existing Joint Divisions agreements shall be renegotiated to be in-line with the Governing Documents of both Organisations.
Annual Administration Grant	6.2	<p>An annual administration grant will be paid to Divisions according to a formula and annual budget constraints subject to submission of:</p> <ul style="list-style-type: none"> (i) an annual report (ii) acceptable financial statements for the previous year being in good order as determined by the Institutions auditors and (iii) an activity plan for the year in which the grant will be used.
Revision of Technical Sphere	6.3	<p>The Executive Board may consider for recommendation to the Council the revision or broadening of a Division's specialised technical sphere if:</p> <ul style="list-style-type: none"> (i) a request is received from a Division Committee, (ii) a new or expanded technical field is identified, or (iii) other strategic reasons.
Division Disbandment	6.4	Similarly, disbandment of or consolidation of divisions could be considered for reasons given in 6.3.
Admission to Division	6.5	Upon admission to a Technical Division a member of the Division shall be notified thereof by the Chief Executive Officer and shall thereupon become liable for the appropriate annual subscription in the following year.
	6.5.1	Should such monies not be paid within two months of the date of transmission of such notification the Executive Board may declare the admission null and void.
	6.5.2	The first subscription of a member of a Division admitted during the last quarter of the financial year shall cover the period to the end of the succeeding year.
Division Subscriptions	6.6	Annual subscriptions for which participants of Divisions are liable, shall become due and payable on 1 January of each year.
Neglecting to pay Division subscriptions	6.7	A participant of a Division whose subscription is not paid within six months of due date shall not be entitled to any of the privileges and benefits of affiliation to the Division.
	6.7.1	The name of any participant whose subscription is not paid within a period as determined by Executive Board may, by resolution of the Division Committee, be removed from the Division Participant List but such participants shall nevertheless be liable for all monies due by them to the Division at the time of such resolution.
	6.7.2	At the discretion of the Division Committee a participant whose name has been removed from the Division Participant List may be re-admitted upon payment of all arrear subscriptions together with such fees as the Division Committee may determine.
Confirmation of admission of a Participant	6.8	Upon admission to a Technical Division, a participant shall be notified thereof by the Division and shall thereupon become liable for the appropriate entrance fee and annual subscription.

Branch Operation	7.1	Branches shall operate in accordance with the Constitution, these By-laws, the Standard Branch Rules and Administration Guidelines.
Annual Administration Grant	7.2	An annual administration grant will be paid to Branches according to a formula and annual budget constraints, subject to submission of an annual report, acceptable financial statements for the previous year, as determined by the Institution's auditors, and an activity plan for the year in which the money will be used.
Branch Boundaries	7.3	<p>Branch boundaries are generally defined using the postal coding system. The Executive Board may consider recommending revision of the branch boundaries to The Council if:</p> <ul style="list-style-type: none"> (i) a request is received from two adjacent branch committees, (ii) a new concentration of members is caused by a long term large project, establishment of a new academic institution or similar, or (iii) deemed necessary for strategic reasons. <p>Any revisions shall be done in consultation with the affected branch(es).</p>
Branch Disbandment	7.4	Similarly, disbandment of or consolidation of branches could be considered for reasons given in 7.3 after consultation with the branches affected.
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	8	STUDENT CHAPTERS
Student Chapter Rules	8.1	Student Chapters shall operate in accordance with the Constitution, these By-laws, the Standard Student Chapter Rules and Administration Guidelines.
Fee Exemption	8.2	Students members will be granted a fee exemption for as long as they are registered as a full-time student. Such exemption shall be applied for annually by providing proof of registration.
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Special Purpose Companies	9	CREATION OF SPECIAL PURPOSE COMPANIES AND SPECIAL PURPOSE FUNDS
Directors	9.1	<p>In creating such special purpose companies, the Founding Directors of such companies shall be nominated/approved by the Executive Board and one of the directors shall be a member of the Council.</p> <p>The legal appointment of Directors thereafter will be dictated by the legal nature of the entity formed and the terms of the Memorandum of Incorporation.</p>
Annual report and statements	9.2	To ensure effective Corporate Governance, an annual report and audited annual financial statements relating to the activities of any special purpose company or special purpose fund shall be presented to the Council for scrutiny and oversight purposes.
Directors	9.3	Directors of such “special purpose” companies shall be appointed as tabulated in Section 10 of these By-laws.
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	10	Composition of SAICE Committees/Panels/Companies
Committees	10.1	Any panels or committees established from time to time by the Executive Board shall function under the auspices of the Executive Board and comprise a Chair and members as tabulated below.

Directors 10.2 Companies established in accordance with the Constitution shall comprise directors/members as tabulated below.

Quorum 10.3 A quorum at any meeting of units established under this By-law shall be 50% plus 1.

10.4 Membership Committee

Position	Number of	Representation	Membership Status
Chair	1	EB/The Council	The chair shall be a corporate member of the Institution nominated by the committee and ratified by the Executive Board and appointed by the President.
President	1	Ex Officio	Corporate Member
1st Vice president	1	Ex Officio	Corporate Member
The Council member	1	The Council	Corporate or Associate Member
The Council or other member	At least 3	The Council or other member	Corporate or Associate Member – selected or nominated by EB
Under 36 members	2	The Council or other member	Corporate or Associate Member
Membership officer(s)		National Office	One of the Corporate members shall be the Vice Chair.

10.5 Finance and Audit Committee

Position	Number of	Representation	Status
Chair	1	EB/The Council	The Chair of the Finance Committee shall be a Corporate Member with insight in corporate finance, nominated by the committee and ratified by the Executive Board and appointed by the President.
President	1	Ex Officio	Corporate Member
President-elect	1	Ex Officio	Corporate Member
SAICE (Pty) Ltd Representative	1	Pty Ltd	Director/Corporate Member
The Council Member	1	The Council	Corporate or Associate Member.
The Council or other member	3	The Council or other	Corporate or Associate Member
Under 36 member	1	The Council or other	Corporate or Associate Member
Other	up to 5		Any other person or persons whom the Committee or EB considers useful to the functioning of the committee.
Immediate Past President	1	The Council	Corporate Member

One of the Corporate members shall be the Vice Chair.

10.6 Education and Training Committee			
Position	Number of	Representation	Status
Chair	1	EB/The Council	The Chair of the Education and Training committee shall be a Corporate Member with insight into education and training
President	1	Ex Officio	Corporate Member
3 rd Vice President	1	Ex Officio	Corporate Member
The Council Member	1	The Council	Corporate Member
Academic member	1	The Council or other	Corporate Member
The Council or other member	1	The Council or other	Corporate or Associate Member
The Council or other member under 36	1	The Council or other	Corporate or Associate Member
Other	up to 5		Any other person or persons whom the Committee or EB considers useful to the functioning of the committee.
One of the Corporate members shall be the Vice Chair.			
10.7 Branches and Divisions			
In accordance with branch and division rules.			
10.8 Future Leaders Panel			
Position	Number of	Representation	Status
Chair	1	The Council	Corporate Member
Vice Chair	1	Other	Corporate Member
Up to 6 others	6	Other	At least 50% corporate members All of above under 36
10.9 History and Heritage Panel			
Position	Number of	Representation	Status
Chair	1	The Council	Corporate Member
Up to 10 others	10	Other	Corporate or Associate Member (Must have an interest in the subject)
One of the Corporate members shall be the Vice Chair.			
10.10 Alternative Dispute Resolution Panel			
Position	Number of	Representation	Status
Chair	1	Appointed by EB	Corporate Member
President	1	Ex Officio	Corporate Member
Up to 6 others	6	The Council or other	Corporate or Associate Member (Must be an eligible, existing or past appointee on the President's list)
One of the Corporate members shall be the Vice Chair.			
10.11 Professional Development and Projects (NPC)			
Position	Number of	Representation	Status

Chair/director	1		Elected by the PDP Board
Managing Director	1	SAICE Council	Appointed by PDP Board
Directors	At least 3		Appointed by PDP Board who must be corporate members of SAICE, one of whom must be the most senior official of SAICE

	10.12		SAICE (Pty) Ltd
Position	Number of	Representation	Status

Managing Member	1		Appointed by EB
Directors			Appointed by EB depending on needs.

	10.13		Remuneration Committee – a sub-committee of Finance Committee
Position	Number of	Representation	Status

Chair & Chair Finance Committee	1	Appointed by EB	Corporate Member
President	1	Appointed by EB	Corporate Member
Immediate Past President	1	Appointed by EB	Corporate Member
Any person EB considers necessary for specific situation	2		Any suitable qualified person who could contribute