



## CONSTITUTION

### 1. NAME

- 1.1 The forum will be known as the Forum for Professional Nurse Leaders, (hereinafter known as **The Forum**).

### 2. OBJECTIVES

The Forum aims to promote leadership in nursing through:

- 2.1 Creating a platform for the effective communication between Nurse Leaders.
- 2.2 The production of a quarterly newsletter to share knowledge and information on new developments in SA healthcare and the nursing profession.
- 2.3 Strengthening the dynamic professional development of leadership and management performance within varied settings of nurse leaders through the production, facilitation and support to innovate and advance the leadership and management skills of nursing leaders
- 2.4 The production of a bi-annual conference and other networking opportunities to share information, best practice and capacity building.
- 2.5 Fostering a spirit of co-operation at the level of Professional Nurses (Leaders) in both the public and private healthcare sectors.
- 2.6. Any other work, project and/or initiative identified by the Forum from time to time.
- 2.7 To create a platform to assist members of the Forum to award CPD credits for their events.

### **3. STATUS**

- 3.1 The Forum is a voluntary association of persons, which represent members in the nursing profession of the Republic of South Africa.
- 3.2 The Forum shall be a legal entity with perpetual succession independent of its members and may act as lawful plaintiff and defendant under this designation.
- 3.3 The Forum may acquire, own and alienate movable and immovable property and may perform all such acts that legal persons are entitled to perform.
- 3.4 Members and office-bearers of the Forum have no rights in the property or other assets of the association solely by virtue of their being members or office-bearers.
- 3.5 Office bearers of the Forum are not personally liable for any loss suffered by any person as result of an act or omission, which occurs in good faith while the office-bearer is performing functions for or on behalf of the Forum.
- 3.6 All proceedings and correspondence of the Forum shall be conducted in English.

### **4. MEMBERSHIP**

#### **4.1 Eligibility**

- 4.1.1 Nurses who are registered with the SA Nursing Council as professional or general nurses may become full members of the Forum.
- 4.1.2 The Forum may confer honorary membership on any person who renders a distinctive service or promotes the objects of the Forum in a distinctive manner.

#### **4.2 Subscription**

- 4.2.1 The amount of the subscription fee(s) per member will be determined at a General Meeting of the Forum.
- 4.2.2 Subscription fees will be payable annually before 31 March of each year.

#### **4.3 Cancellation of Membership**

- 4.3.1 Membership of the Forum will be cancelled:
  - (a) if subscription fees are in arrears for three months or more.
  - (b) upon receipt of a written resignation;
  - (c) upon death of an individual;
  - (d) in the event that a member is presenting behaviour inconsistent with the professional code of conduct and the Forum's objectives.

#### **4.4 Duties of members**

- 4.4.1 Each member shall show a continued interest in the activities and objects of the Forum.

### **5. GENERAL MEETING OF MEMBERS**

- 5.1 The Forum will have at least one (1) General Meeting per year.
- 5.2 The chairperson and secretary shall officiate as chairperson and secretary of such a meeting.
- 5.3 All members in good standing with the Forum and honorary members shall have a vote at a general meeting.
- 5.4 All decisions, excluding constitutional amendments, shall be determined by a 50% + one (1) vote of the members present at the general meeting in favour of the resolution.

### **6. VOTING RIGHTS**

- 6.2.1 Only paid up members have voting rights. Other nurses shall be entitled to attend the meeting but shall not have a vote.
- 6.2.2 Members who are not able to attend annual general meetings will be allowed to vote by proxy. Such proxy shall be submitted in writing to the chairperson in the prescribed manner, prior to the exercising the vote.
- 6.2.3 All votes shall be given personally at a physical or virtual meeting, or electronically, or by proxy in the prescribed manner.
- 6.2.4 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

### **7. EXECUTIVE COMMITTEE**

#### **7.1 Members**

- 7.1.1 The Executive Committee will consist of five members elected by the members of the Forum at a General Meeting.
- 7.1.2 The election of the Executive Committee shall be conducted as follows:
  - 7.1.2.1 Notice of forthcoming elections will be sent out to members [nine (9)] six (6) weeks before the general meeting.

- 7.1.2.2 Written nominations, signed by the proposer, seconder and nominee, (all of whom shall be members),
- 7.1.2.3 Completed nomination must reach the Secretary four (4) weeks before the General Meeting.
- 7.1.2.4 A voting form with a list of the nominees will be circulated to members two (2) weeks before the General Meeting.
- 7.1.2.5 Application for postal or electronic votes must reach the seven days (7) before the Annual General Meeting. Voting is by secret ballot.
- 7.1.3 Exco nominations, elections and co-opting of additional members must promote racial diversity.
- 7.1.4 Elections are to be performed by secret mail ballot or secret ballot otherwise deemed equivalent or acceptable by the Executive committee.
- 7.1.5 The term of office of the Executive Committee will be four years.
- 7.1.6. Executive committee members may not serve over two consecutive terms in the same elected position. This shall not apply to committee members appointed by the Executive Committee to fill a vacancy. Such members shall be eligible for re-election.
- 7.1.7 The Executive Committee will elect from amongst themselves a Chairperson and Vice-Chairperson. A secretary will be appointed by the Executive Committee for performing administrative tasks.
- 7.1.8 The outgoing chairperson of the previous Executive Committee will remain on the Executive Committee for a period not longer than 3 months to ensure continuity and institutional memory.
- 7.1.9 In the event of an Executive Committee member resigning for whatever reason, the Forum members must elect a replacement at its next General Meeting.
- 7.1.10 The Executive Committee may co-opt a maximum of five additional members to serve on the committee on an ad hoc basis. Such members will not have voting rights.

## **7.2 Responsibilities**

- 7.2.1 The Executive Committee will be a working committee responsible for the day to day management of the Forum.
- 7.2.2 The Executive Committee will plan and execute activities to meet the objects of the Forum.
- 7.2.3 Any action requiring a vote of the Executive Committee may be taken without a meeting if such resolution is agreed to electronically/telephonically and signed by all of the members of the Executive Committee.

- 7.2.4 The Executive Committee has the power and authority to raise funds or to invite and receive contributions.
- 7.2.5 The Executive Committee may buy, hire or exchange for any property that it needs to achieve its objectives.
- 7.2.6 The Executive Committee has the right to make by-laws for proper management, including procedure for application, approval and termination of membership.
- 7.2.7 Exco may approve regional structures to assist with service delivery in different regions of the country. Regions will be managed according to the rules as stated in section 7.3

### **7.3 Meetings**

- 7.3.1 The Executive Committee will meet as often as it may deem necessary to fulfil its duties, but no less than twice per annum.
- 7.3.2 The chairperson, or two members of the Executive Committee, can call a special meeting if necessary. Other Executive Committee members must be informed of the date of the proposed meeting (not less than 7 days before it is due to take place). All members of the Executive Committee must be informed which issues will be discussed at the special meeting.
- 7.3.3 If a member of the Executive Committee does not attend three consecutive Executive Committee meetings, without having applied for and obtaining leave of absence from the executive committee, then the executive committee will find a new member to take that person's place.
- 7.3.4 A quorum of the Executive Committee will be three members.
- 7.3.5 Minutes will be taken at every meeting to record the Executive Committee's decisions. The minutes of each meeting will be given to Executive Committee members at least two weeks before the next meeting. The minutes shall be confirmed as a true record of proceedings, by the next meeting of the Executive Committee, and shall thereafter be signed by the chairperson.

## **8 FINANCES**

### **8.1 Financial Year**

- 8.1.1 The financial year of the Forum will close on 28 February of each year.

### **8.2 Financial Records**

- 8.2.1 Proper books of account will be maintained in terms of generally accepted accounting principles.

- 8.2.2 The executive committee shall annually appoint a registered auditor to produce a professional account of the Forum's financial activities (persons to properly examine the books and financial statements of the Forum.)
- 8.2.3 Upon termination of his/her term of office, the treasurer shall hand over to the newly elected treasurer a set of properly checked books within 30 days.

### **8.3 Bank Account**

- 8.3.1 All moneys received will be deposited to the credit of the Forum for Professional Nurse Leaders in a bank cheque account at a bona fide banking institution.
- 8.3.2 All cheques must be signed by two of three signatories who will be the All banking transactions must be authorised by two of three signatories who will be the Chairperson and one or two other Executive Committee members.

### **8.4 Annual Financial Statements**

- 8.4.1 Annual financial statements will be submitted at the first General Meeting of each year by the chairperson.

## **9. AMENDMENTS TO THE CONSTITUTION**

- 9.1 This Constitution may only be amended at a General Meeting of the Forum.
- 9.2 Amendments shall only be effected following a two-thirds majority of the vote of the voting members present in person or by proxy at the meeting, in accordance with this Constitution.

## **10. INTERPRETATION OF THE CONSTITUTION**

- 10.1 If any uncertainty should arise as to the meaning or interpretation of the constitution, the Executive Committee shall act as arbiter in deciding the meaning or interpretation of the clause(s) concerned. The decision of the executive shall be sufficient and binding for all concerned.

## **11. DISSOLUTION OF THE FORUM**

- 11.1 The Forum will only be dissolved after a decision to this effect at a General Meeting where 80% of members present at the meeting vote in favour of the resolution to dissolve.
- 11.2 All moneys in the account of the Forum after dissolution will be donated to a charity organization at the discretion of the Executive Committee after payment of all debts and costs attached to such dissolution.

**CONSTITUTION COMPILED – MARCH 1998**  
**CONSTITUTION AMENDED – MARCH 2000**  
**SECOND AMENDMENT – MARCH 2002**  
**THIRD AMENDMENT – MARCH 2003**  
**FOURTH AMENDMENT – JULY 2009**  
**FIFTH AMENDMENT: 07 MAY 2012**  
**SIXTH AMENDEMENT APPROAVED: 29 AUGUST 2020**

**SIGNED BY CHAIRPERSON:**

**NAME:** F Smith

**SIGNATURE:** \_\_\_\_\_

**DATE:** 27 August 2020

**WITNESS:**

**NAME:** N Geyer

**SIGNATURE:** \_\_\_\_\_

**DATE:** 27 August 2020