



Constitution
of the
Allied Healthcare Association
of
South Africa

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Constitution of AHASA

SCHEDULE

DEFINITIONS

In this constitution, unless the context otherwise indicates:

- **Administration Manager** means the appointed employee of AHASA, administering the AHASA office in accordance with a job description.
- **AHASA** means the Allied Healthcare Association of South Africa.
- **Association** means AHASA (Allied Healthcare Association of South Africa).
- **The Act** means the Nursing Act, No.33 of 2005
- **Branch Member** means a branch of a member operating independently from the main business and complies with membership criteria (Section 5) and has paid branch member fees.
- **EXCO** means the Executive Committee of AHASA which includes office bearers.
- **EXCO Member** means a natural person who has been elected to the EXCO in his/her own capacity at an Annual General Meeting and represents a member
- **Member** means a business either classified as a health establishment or a health agency by the Act to which membership of AHASA has been granted for the current year.
- **Membership** means membership of the association awarded to a specific Member, who has met the criteria for membership and excludes branch members.
- **Office Bearer** means a position of trust and authority given to a natural person serving as the Chairperson, Vice-Chairperson, Treasurer or Regional Chairperson on the EXCO of AHASA.
- **Regional branch** means a branch of AHASA.
- **Section 21 Company** means a business or group of businesses established in terms of Section 21 of the Companies Act, Act 61 of 1973, as amended.
- **Membership year** means the period of twelve (12) months beginning 1st March and ending 28th February.
- **Code of Ethics refers** to a written set of guidelines issued by AHASA to its members to guide their actions in accordance with its primary values and ethical standards.
- **Technology** refers to meetings that may occur virtually, as mediated by communications technology, such as a telephone conference call, a skyped conference call or a videoconference.
- Any reference to feminine also indicates masculine.

SECTION 1

1. AIMS AND OBJECTIVES

The aims and objectives of AHASA are:

- 1.1 To set standards, policies and objectives for the professional improvement of healthcare throughout South Africa.
- 1.2 To initiate, improve and enhance through its Membership high standards of efficiency and co-operation between all Members.
- 1.3 To encourage ethical business practice in line with the Associations Code of Ethics.
- 1.4 To cultivate Skills Development in line with the national skills objectives.
- 1.5 To hold at least one General Meeting annually.
- 1.6 To represent members of the Association
- 1.7 To provide each Member with the opportunity to have equal representation.
- 1.8 Membership, EXCO and Office Bearers shall not discriminate on the basis of race, colour, religion, national origin, sexual orientation, gender, marital status or disability.
- 1.9 The Association shall, in keeping with South African Statute, meet the principles of Broad Based Black Economic Empowerment to that of an Association and Section 21 Company.

SECTION 2

2. TERRITORY

The area of jurisdiction of AHASA shall be South Africa and any other country seeking affiliation with the Association.

SECTION 3

3. BODY CORPORATE

The Association is a juristic person, independent of its members, capable of acquiring, hiring, holding and disposing of property, of suing or being sued in its corporate name and of performing all such acts as are necessary for or incidental to the performance of its functions and the exercise of its powers.

SECTION 4

4. LANGUAGE

English shall be the only language for official correspondence. Members are free to use the language of their choice in addressing any meeting of the Association, provided the Member arranges for an interpreter.

SECTION 5

5. MEMBERSHIP

- 5.1 The Association shall consist of Members.
- 5.2 Membership is granted by the EXCO to Members that comply with all the criteria for Membership (Section 5.5). A monthly Membership fee shall be paid prior to Membership being granted and a Membership certificate issued. A Member has one vote
- 5.3 Members operating in difference provinces in South Africa shall be required to register all branches as Branch members. All branches are therefore required to be registered with AHASA. The Branch Member shall comply with all the criteria for Membership (Section 5.5) and shall pay monthly or annual Branch Membership fee in full, prior to Membership being granted and a Branch Member membership certificate is issued. A Branch Member has no vote.
- 5.3 Reduced or Section 21 Company membership is granted to a Member registered under Section 21 thus operating as non-profit making enterprises. Agencies applying for the Reduced Member Fee must meet the additional special criteria in order to qualify:
 - 5.3.1 annual turnover of less than R5 million substantiated by a registered accounting officer representing the agency
 - 5.3.2 a copy of the submission of the bi-annual EMP501 submitted to SARS
 - 5.3.3 BBBEE Level 4 status due to exemption in terms of Section 4 of the Statement of the Codes of Good Practice for Broad Based Black Economic Empowerment of 2007.
- 5.4 The Section 21 Company Member shall comply with the criteria for Membership (Section 5.5) and shall pay monthly or annual fees Section 21 Company membership fees in full prior to Membership being granted and individual membership certificates issued. The Section 21 Company Member has one vote.
- 5.5 Criteria for Membership
 - 5.5.1 By subscribing to the association for membership, the Member undertakes to adhere to the Code of Ethics and the Criteria for Membership.
 - 5.5.2 The Member shall exhibit ethical and professional conduct with regard to all matters pertaining to management, recruitment of personnel, clients, and interaction with other Members.
 - 5.5.3 The Member where applicable shall prove compliance with the requirements of the Act.
 - 5.5.4 The Member must prove registration with the South African Revenue Service for Provisional Tax, PAYE/SITE Tax, VAT, Skills Development Levy, UIF and submit a Tax Clearance Certificate annually.
 - 5.5.5 The Member must prove registration with the Compensation Commissioner and ongoing good standing.
 - 5.5.6 The Member must prove registration with the Unemployment Insurance Fund through an ongoing letter of good standing.
 - 5.5.7 The Member must prove registration with the Department of Employment and Labour where applicable and submit a certified copy of the Private Employment Agency (PEA) Certificate.
 - 5.5.8 The Member shall have a registered nurse or suitably qualified healthcare professional on management level responsible for placements where applicable.

- 5.5.9 The Member shall prove compliance with all aspects of the Basic Conditions of Employment Act, Labour Relations Act, Employment Equity Act and any other relevant statute that is promulgated.
 - 5.5.10 The Member shall determine acceptable agreements/contracts between the Member and its panel members and the Member and its clients.
 - 5.5.11 The Member shall provide the Association with proof of professional indemnity insurance.
 - 5.5.12 A representative or representatives of the Member shall attend at least one General Meeting or one Regional Meeting per annum. Where possible, technology should be considered to facilitate members achieving attendance as it is a constitutional requirement.
- 5.6 Application to the Association for Membership shall be in writing to the Administration Manager of the Association and shall be tabled at the next EXCO meeting. The Member shall submit the application for Membership to the Association and indicate the name of the representative of the Member. The EXCO shall consider the application for new membership and notify the applicant of the outcome.
- 5.7 Membership is granted for the current Membership year and is renewable annually. The criteria for Membership is applicable on each renewal of Membership.
- 5.8 New agencies meeting the requirements will be issued with a certificate that is valid for a period of three (3) months. Thereafter a new certificate will be issued at six (6) and twelve (12) month intervals. Only after 12 months of consecutive membership, will the new agency be issued with an annual membership certificate.
- 5.9 Existing members will continue to be issued with an annual membership certificate that is valid for a period of one (1) year.
- 5.10 Members may resign from the Association by giving written notice to the AHASA and any fees paid in advance shall be forfeited. If Membership is reinstated within 24 months of resignation the outstanding fees from prior termination to reinstatement become due and payable to the Association.
- 5.11 It shall remain the responsibility of the Member to maintain Membership and to notify the Administration Manager of the change of address, telephone, fax or e-mail address.
- 5.12 No member of the Association shall be personally liable for the debts of the AHASA.
- 5.13 Membership (of the main member) will be subject to an on-site inspection by the AHASA representative every two (2) years. Inspections will be subject to the AHASA inspection toolkit which will be provided to members, in advance by the administrator.

SECTION 6

6. MEMBERSHIP FEES

- 6.1 A Member shall pay a monthly or annual membership fee in advance of an amount as determined by the EXCO and notification of any change thereof, will be included in the agenda of the General Meeting.
- 6.2 A Branch Member or Section 21 Company or Reduced Member shall pay a monthly membership fee in advance of an amount as determined by the EXCO.
- 6.3 Each member shall receive an invoice for membership fees.

SECTION 7

7. REGIONAL BRANCHES

- 7.1 Regional Branches of the Association may be established in a specific province. All the participating members of Regional Branch shall hold Membership or be a Branch Member. The number of participating Members to validate a region must be three (3) or more members.
- 7.2 Regional Branches must comply with the provisions of the Constitution of the Association and it must be applied *mutatis mutandis*.
- 7.3 Regional Branches must elect a Regional Branch Chairperson and hold regional meetings at intervals as decided upon by the Branch Members. The number of meetings held per annum, may not be less than two (2) meetings per year.
- 7.4 The Regional Chairperson must be elected by the Regional Members at the regional meeting before the Annual General Meeting. This individual will automatically form part of the EXCO. The Regional Chairperson will have full voting powers on the EXCO.

SECTION 8

8. EXCO (EXECUTIVE COMMITTEE)

- 8.1 The Executive Committee of AHASA shall comprise of nine (9) representatives:
Chairperson (1)
Vice-chairperson (1)
Treasurer (1)
EXCO members elected at a General Meeting (4)
Appointed representatives of Regional Branches (2)
- 8.2 The Association shall elect seven (7) EXCO members to serve for a period of one (1) year after which they will be eligible for re-election. The membership of the EXCO may at no time include more than two (2) members operating under the same name or belonging to the same owner/s or belonging to the same group. This includes the Office Bearers, the elected EXCO members and the nominated regional branch members representing a region on the EXCO.
- 8.3 Any vacancy on the EXCO shall be filled by the nomination and election of another EXCO Member from the Association Membership by the EXCO at the first EXCO meeting at which such a vacancy has occurred. The EXCO Member so elected shall hold office until the next General Meeting.
- 8.4 The EXCO shall have all judicial and executive functions common to an organisation. It shall formulate procedures, rules and regulations. The EXCO may co-opt persons from time to time and may form working groups. The co-opted persons have no vote.
- 8.5 The decisions of the EXCO shall be made by a simple majority vote. In the event of an equality of votes the Chairperson shall have the casting vote as well as a deliberate vote.
- 8.6 Five (5) or more members of the EXCO shall form a quorum at a convened meeting of the EXCO.
- 8.7 The EXCO shall meet at least twice (2) times a year.

- 8.8 Should any Member represented on the EXCO, fail to execute duties as determined in the Constitution and specific job descriptions, a quorum of the EXCO has the right to council or reprimand the member.
- 8.9 Each member of the EXCO shall be subject to the criteria of the Associations Code of Ethics.
- 8.10 The EXCO Members will give priority to attending the Regional, EXCO and General Meetings. Technology can be utilised should a member be unable to attend. Members must be prepared to attend meetings when requested and mandated to do so as a representative of the Association and to report on the meeting within two (2) weeks. When requested to perform a specific task, it should be executed promptly and a written report handed to the Chairperson within two weeks after completion of the task.

SECTION 9

9. OFFICE BEARERS

- 9.1 The Chairperson shall be elected by the newly elected EXCO at a General Meeting having been on the EXCO for a period of at least one (1) year. She shall hold office for a period of one (1) year, after which she will be eligible for re-election, to hold a maximum of five (5) terms of office. After holding office for five (5) terms, the Chairperson shall not be eligible for re-election until a period of one (1) year has lapsed.
- 9.2 A Vice-chairperson shall be elected by the newly elected EXCO at a General Meeting. The same requirements as for the Chairperson shall apply to the Vice-chairperson.
- 9.3 The Treasurer shall be elected by the committee members from the newly elected EXCO, to hold office for one (1) year, after which period she will be eligible for re-election.
- 9.4 If the office of Vice-chairperson or Treasurer becomes vacant, the members of the EXCO shall at the first meeting after such vacancy occurs, elect a Vice-chairperson or Treasurer from the members of the EXCO. The person so elected shall hold office until the following General Meeting at which time she shall vacate that office.
- 9.5 The Chairperson shall be responsible to the EXCO and the Association and uphold and promote the aims of the Association. She shall call special meetings of the members of the Association and EXCO in accordance with the constitution and perform other duties usually pertaining to her office. She shall prepare a report dealing with the activities of the Association and deliver this report at the General Meeting. The Chairperson or Vice chairperson will sign membership certificates after the EXCO has accepted a new Member. Upon termination of office, she shall deliver all reports and documents of the EXCO and the Association to her successor.
- 9.6 The Vice-chairperson shall assist the Chairperson during their term of office and shall act as Chairperson when the need therefore arises, or in the absence of the Chairperson shall act as Chairperson for the meeting in question. The Vice-chairperson shall be prepared to accept the position of Chairperson if the position becomes absent and/vacant.
- 9.7 The Administrator will serve as a link between members of the ASSOCIATION and the Chairperson. She shall keep minutes of EXCO proceedings to be read at the next

meeting and keep minutes of General Meetings. She will be responsible for the signing of the minutes by the Chairperson at the EXCO Meetings as well as General Meetings.

- 9.8 The Treasurer shall be responsible for all funds and other property of the Association and shall keep proper account thereof. The Treasurer shall submit the account of all distributed and undistributed funds to her successor. Subject to the provision of this constitution she shall disburse all funds upon order of the Chairperson or the Association and shall perform such other duties as may be prescribed by the Association. She shall present a financial report at each General Meeting. Upon termination of office she shall deliver all records and documents to her successor.
- 9.9 Office Bearers, Administration Manager, Regional Representatives and EXCO Members are subject to the conditions of appropriate job descriptions, which at the discretion of the EXCO may be revised from time to time.

SECTION 10

10. MEETINGS

- 10.1 The Association shall hold one General Meeting per year, during which the election of the new EXCO shall take place. Special meetings may be called by the EXCO or by a notice signed by no less than one fourth (1/4) of the Members. Such notice shall contain the proposed agenda, venue and time and shall be mailed at least four (4) weeks before the date of the proposed meeting, unless circumstances otherwise indicate.
- 10.2 At least four (4) weeks written notice of the General Meeting, is to be given to Members of the Association. A copy of the minutes of the previous General Meeting or special meeting and an agenda shall be issued with the notice of such a meeting.
- 10.3 Any Member may submit in writing any matter of business, which she considers, requires the attention of the Association.
- 10.4 Members may submit proposed amendments to the Constitution with complete motivations in writing to the Administration Manager six (6) weeks prior to the General Meeting.
- 10.5 The Constitution of the Association can be amended by a two-thirds (2/3) majority vote of Members present in person or by proxy at a General Meeting provided that the proposed amendments have been circulated to all Members of the Associations at least four (4) weeks before such a meeting takes place. The amendments shall be fully discussed at such a meeting before voting takes place.
- 10.6 A quorum for a General Meeting shall be one third (1/3) of Members including at least three (3) EXCO members present in person. In the event of a quorum not being present, the Chairperson or Vice-chairperson shall be empowered to postpone the meeting for a minimum of two (2) weeks. The Members present at this postponed meeting must constitute a quorum, provided that all Members have been given notice of this postponed meeting.
- 10.7 The proceedings of any related issues following meetings may only be communicated to the press with the approval of the EXCO and communicated by the Chairperson.
- 10.8 The Administration Manager shall distribute minutes of the General Meetings to the Regional Branch Chairpersons as soon as possible. Regional Branches are encouraged to participate in a proactive manner and pursue the objectives of the Association.

- 10.9 Minutes of the Regional Branch meetings are to be sent to the Administration Manager within four (4) weeks after the meeting. Matters of urgency can be forwarded to the Chairperson directly.

SECTION 11

11. VOTING

- 11.1 All paid up members shall be entitled to one (1) vote in person or by proxy at all meetings of the Association. In the event of equality of votes, the Chairperson shall have a casting vote.
- 11.2 Nomination for Office Bearers or EXCO Members must be made by two (2) Members and the candidates must have been Members for a minimum of one (1) year. The nominees must indicate their willingness to serve, prior to election. Candidates for the EXCO must have been Members for a minimum of one (1) year. Nominations will be called for at the meeting and voting will be done by secret ballot in person or by proxy.

SECTION 12

12. FINANCE

- 12.1 The EXCO shall be empowered to open an account at any registered bank for the purpose of depositing, withdrawing, investing and distributing funds.
- 12.2 Signatures for banking accounts, signatories and authorisations shall be the Chairperson, the Treasurer and/or one (1) EXCO Member or employee. Authorisation for amounts over R1500.00 needs to be obtained from the Chairperson.
- 12.3 The Association's financial year shall be from 1 March to 28/29 February.
- 12.4 The Regional Branches may submit a requisition for funds, which shall be discussed at the following EXCO meeting. Based on the outcome of the decision of the EXCO, finance can be made available to Regional Branches
- 12.5 Travelling costs to any meeting must be borne by the Members individually unless agreed otherwise by the EXCO.

SECTION 13

13. AFFILIATION

At the discretion of the EXCO affiliation to other professional societies and associations may be sought both nationally and internationally.

SECTION 14

14. TERMINATION OF MEMBERSHIP

The Association may terminate Membership of a Member based on unethical business practice, violation of the Code of Ethics or the Criteria for Membership as stipulated in 5.5. Such termination requires the following:

- 14.1 The policy and procedure for an ethical enquiry will be applied.

- 14.2 A written complaint may be filed with the EXCO.
- 14.3 The complaint is to be investigated an Ethics Committee, appointed by the Chairperson. This Committee shall consist of three (3) EXCO Members and she may also appoint an independent and impartial expert.
- 14.4 An opportunity must be given to the Member in question to defend herself in person or in writing before the Ethics Committee, where-after AHASA EXCO will make a decision.
- 14.5 The findings of the Ethics Committee are to be lodged with the EXCO.
- 14.6 Both the Member in question and the Ethics Committee, acting in the best interests of the Association may seek legal advice or representation at their own cost.
- 14.7 The EXCO Members shall hear the appeal and after due consideration make a decision.
- 14.8 The decision of the EXCO is final and binding.
- 14.9 The Member may re-apply for Membership to the Association after a cooling off period of six (6) months. Acceptance of the agency will be at the discretion of the EXCO. Each case will be reviewed and is subject to corrective measures being in place by the deviating agency.

SECTION 15

15. BYLAWS

- 15.1 Amendments to the Constitution that have been ratified by the General Meeting and signed by the Chairperson shall be adopted forthwith and the Webmaster shall be advised timeously thereof to post onto the Association's website.
- 15.2 Following the incorporation of the ratified amendments the Constitution shall read as the adopted document without amendments.
- 15.3 The Association shall meet the requirements of the Basic Conditions of Employment Act and other legislative requirements associated with those of an employer.
- 15.4 The Administration Manager shall attend all General, EXCO and Special Meetings related to the business of the Association and shall hold no vote.

SECTION 16

16. WINDING UP

Should at any time the EXCO find it necessary too wind-up the affairs of the Association for whatever reason, any assets remaining after its debts and liabilities have been settled shall be donated to a charitable association as determined by the EXCO. All existing Members shall be notified of the EXCO's intentions and a Special Meeting shall be called for all remaining Members. Four (4) weeks' notice shall be given of such a meeting and a vote of two-thirds (2/3) majority of those Members present in person or by proxy at such a meeting shall determine the winding up of the Association.

Amended August 1994

Amended June 1997

Amended June 1998

Amended November 2000

Amended November 2001

Amended June 2002

Amended November 2003

Amended June 2005

Amended November 2005

Amended February 2006

Amended November 2007

Amended March 2008

Amended March 2011

Amended October 2016

Amended September 2019

Amended May 2021