

# BYE-LAWS

Bye-laws of the Institute of Quarrying Southern Africa as adopted by Resolution of the Council passed on 17 March 2000.

## PART 1 GENERAL PROVISIONS

### INTRODUCTION AND INTERPRETATION

1. These Bye-Laws shall take effect from 17 March 2000 (hereinafter called “the Specified Day”).

2. A. In these Bye-Laws the following expressions shall have the following meanings, that is to say:

“The Institute” shall mean The Institute of Quarrying Southern Africa, a company incorporated in South Africa under the Companies Act, 1973.

“The Articles” shall mean the Articles of Association of the Institute for the time being in force.

“The Committee” shall mean the Committee of the Institute elected in terms of the Articles.

“The Industry” shall mean the Quarrying Industry.

“The Secretary” shall mean the secretary of the Institute appointed in terms of the Articles.

- B. These Bye-Laws shall be interpreted subject to and in conjunction with the provisions contained in the Articles.

### **CORPORATE MEMBERS AND NON-CORPORATE MEMBERS**

3. A. The first members of the Institute shall be the subscribers to its Memorandum of Association and such other persons as the Council may from time to time elect to corporate membership of the Institute under the provisions of the Articles. Unless the Articles provide otherwise there shall be three classes of corporate members, that is to say:
- (i) Honorary Fellows
  - (ii) Fellows
  - (iii) Members.
- B. The non-corporate members shall be the persons who are non-corporate members on the Specified Day and such other persons as the Council may from time to time elect under the provisions of these Bye-Laws. There shall be two grades of non-corporate member, that is to say:
- (i) Associates; and
  - (ii) Students.
4. The Secretary shall on request provide each corporate and non-corporate member of the Institute with a certificate specifying the grade to which he has been elected. Each certificate shall remain the property of the Institute, and shall be returned to the Institute if and whenever the holder ceases to be a corporate or non-corporate member of the grade specified thereon; but the Committee may permit a certificate to be retained by the holder thereof if in its absolute discretion it thinks fit.

## **NON-CORPORATE MEMBERS**

5. A. A candidate may be elected by the Committee as an Associate if so proposed in writing by not less than two corporate members, if he is engaged in the Industry and:

(i) has reached the age of 21, has passed the Professional Examination of the Institute, or holds an exempting qualification

or

(ii) has reached the age of 21, has obtained an approved technical or administrative qualification and has at least one year's experience in the Industry

or

(iii) has reached the age of 21 and has completed three years' experience in the Industry.

B. A candidate shall be elected by the Committee as a Student if his election as such is proposed in writing by not less than two corporate members, and he:

(i) has reached the age of 16 and normally not more than 21 (unless extended at the discretion of the Committee), and

(ii) is engaged in a course of study or training relating to the Industry

provided always that a Student may seek election either as an Associate or a corporate member upon reaching the required age and being otherwise qualified as an Associate or Member as the case may be, and must so seek election upon reaching the age of 25 (or as soon thereafter as may be practicable) and being otherwise so qualified.

6. A. The power to elect non-corporate members shall be vested in the Committee and shall not be exercised unless the Committee in its absolute discretion shall think fit. The Committee shall determine whether a candidate proposed for election to a particular grade is a candidate who, under provisions of clause 5 hereof, may be elected to that grade and such determination shall bind non-corporate members.
- B. A candidate seeking election to a grade of non-corporate membership shall complete and submit an application in writing in such form and to such person as the Committee or the Bye-Laws from time to time may prescribe.

#### **ENTRANCE FEES**

7. A. Subject to the provisions of sub-clause 7 F. and 7 G. of this clause, corporate and non-corporate members shall pay to the Institute such entrance fees, annual subscriptions and other monies as may from time to time be prescribed by the Committee.
- B. Entrance fees shall be payable at the time of election to the class of corporate or non-corporate membership in respect of which they are due. Provided that where a corporate or non-corporate member of one class is elected into another class any money paid by him before that election as entrance fee in respect of the former class shall be deducted from the amount that would otherwise be payable by him in respect of the class into which he is elected.
- C. Subject to the provisions of sub-clauses 7 D and 7 E of this clause, the first annual subscription shall be payable in full at the time of election to the class of corporate or non-corporate members in respect of which it is due, thereafter, each annual subscription in respect of that class shall be payable on the 1st day of January.
- D. Where a corporate or non-corporate member of one class is elected into another class any money paid or payable by him before or at the time of that

election as annual subscription in respect of the former class for the year in which that election occurs shall be taken into account in determining the amount due from him as annual subscription for that year in respect of the class to which he is elected.

- E. Where a candidate is elected as a non-corporate member on or after 1 July in any year, the subscription payable by him for the year of election shall be one half of the annual subscription for that year in respect of the class to which he is elected.
- F. The Committee may, on grounds of ill health, advanced age, misfortune or on any other grounds which appear to them sufficient, remit suspend or release any entrance fee or annual subscription which has been paid or has become payable by any corporate or non-corporate member.
- G. Where a corporate or non-corporate member has retired from the Industry and has made written application in that behalf to the secretary, the Committee may, if in its absolute discretion it thinks fit, direct the annual subscription payable by the applicant be an amount less than the annual subscription prescribed in respect of the class in which he is elected, but the foregoing power shall not, in the absence of special circumstances, be exercised except where the applicant has attained the age of sixty years.

#### **AFFILIATED NATIONAL BRANCHES**

- 8. The Institute may by resolution of its members seek to become an affiliated national branch of the Institute of Quarrying (UK).
- 9. A. When it becomes an affiliated national branch, a corporate member of the Institute will automatically cease to be a corporate member of the Institute of Quarrying (UK) and at the same time will become an affiliated overseas member of that organisation unless he is and wishes to remain a corporate member of the Institute of Quarrying (UK) in his own right.

- B. Corporate members of the Institute who wish to remain members of the Institute of Quarrying (UK) may do so providing they give written notice of their intention to that body within six months of the date the Institute becomes an affiliated national branch.
  - C. Members of the Institute holding the designation Honorary Fellow of the Institute of Quarrying (UK) will remain corporate members of the Institute of Quarrying (UK) and shall become Honorary Fellows of the Institute of Quarrying Southern Africa.
10. The Chairman of the Institute together with the Chairmen of all other affiliated national branches and together with the Presidents of all affiliated national institutes and the President of the Institute of Quarrying (UK), will become members of a committee known as "The Presidents' Committee" whose terms of reference are appended to these Bye-Laws.
11. A. The Institute will provide such details as the Institute of Quarrying (UK) shall reasonably require of each new member together with a copy of his application for membership and request that he be elected as an Affiliated Overseas Member of the Institute of Quarrying (UK).
- B. The Institute will pay to the Institute of Quarrying (UK) entrance and affiliation fees as agreed from time to time.
  - C. The Institute will with due promptness provide copies of its audited annual accounts together with the minutes of all meetings of its corporate members and of its Committee to the secretary of the Institute of Quarrying (UK), the members of the Presidents' Committee, and the auditors of the Institute of Quarrying (UK).
  - D. The Institute will give prior notice to the Institute of Quarrying (UK) of any intention to alter or add to its Memorandum and Articles of Association or its Bye-Laws.

12. A. If the Institute has reason to believe that the Institute of Quarrying (UK) has failed and continues to fail to a material extent to comply with the terms and conditions agreed to from time to time and at the time the Institute became an affiliated national branch, the Institute shall negotiate through its officers with the officers of the Institute of Quarrying (UK) and by such negotiations seek to reach an amicable solution. If despite such negotiations the Institute of Quarrying (UK) fails or refuses to take steps which in the opinion of the Institute in its sole discretion are appropriate and adequate the Institute may with the consent of not less than three quarters of its members at a general meeting resolve to cease to be an affiliated national branch.
- B. In the event of the Institute's members passing a resolution that on a date specified, the Institute will cease to be an affiliated national branch, the Institute will give notice to the secretary of the Institute of Quarrying (UK) and to the secretaries of all other affiliated national branches.
- C. Within two months of the Institute ceasing to be an affiliated national branches the Institute will change its constitution and name so that neither implies any legal association with the Institute of Quarrying (UK) and it will cease to use, or imply it has a right to use, the Coat of Arms of the Institute of Quarrying (UK).