

THE SOUTH AFRICAN SOCIETY OF ENDOSCOPIC SURGEONS (SASES)

CONSTITUTION

1. NAME

The Society is an official group of the Medical Association of South Africa (MASA), an Association incorporated under Section 21, Reg No 05/00136/08, and its name shall be The South African Society of Endoscopic Surgeons abbreviated to SASES (here-in-after called "The Society").

2. MISSION AND OBJECTIVE OF THE SOCIETY

The objects for which the Society is established, are

- 2.1. To promote a high standard of endoscopic surgery by formulating guidelines to basic and advanced training in recognised training centres.
- 2.2. To provide guidelines as to the credentialing and ethics of the practice of endoscopic surgery and to advise and assist official bodies such as the Medical Association of South Africa (MASA) and the South African Medical & Dental Council (SAMDC) on these matters.
- 2.3. To promote the dissemination of knowledge of the science of endoscopic surgery through continued education programmes which will include the holding of regular congresses and/or workshops on the subject, sponsorship of journals, distribution of newsletters, and liaison with allied local and international societies.
- 2.4. To support and encourage laboratory and clinical research in endoscopic surgery.

3. DEFINITION OF ENDOSCOPIC SURGERY

Endoscopic surgery shall include all gastrointestinal endoscopic surgery as well as laparoscopic and thorascopy surgery which may be broadened to include other modalities of this form of surgery.

4. MEMBERSHIP OF THE SOCIETY

4.1. Full Membership:

Any medical practitioner who is registered as a specialist in general surgery and/or other recognised specialities in Surgery (i.e. cardio-thoracic surgery, urology,

paediatric surgery) with the SA Medical & Dental Council (SAMDC) and who is a member of the Medical Association of SA (MASA), shall be entitled to apply for full membership of the Society, provided that the candidate is duly proposed and seconded by two full members of the Society and the application is approved by Council.

4.2. **Affiliated Members**

Medical practitioners registered as practitioners registered as such with the SAMDC who are non-Medical Association members shall be entitled to apply for affiliated membership, provided that they are duly proposed and seconded by two full members and their application are approved by Council. These members will enjoy all the benefits of the Society but shall not be allowed to vote on matters concerning the Medical Association of SA or have the right to be elected to any office of the Medical Association. Membership of the Society shall at all times consist of at least 85% of full members.

4.3. **Associated Membership**

The Society may allow persons who are not medical practitioners but are registered in terms of the Medical, Dental and Supplementary Health Service Professions Act, or who are involved with the discipline or medical science associated with the Society's activity, as Associated members, provided they are duly proposed and seconded by two full members and their application are approved by Council. Associated Members will have no voting rights or the right to be elected to any office. Members who are employed by Industry may, however, not attend Annual General meetings.

4.4 **Honorary Life Membership**

Honorary Life Membership may be granted at the discretion of Council to Members who have retired from active practice or academic positions. They would no longer be liable for annual subscriptions and Council may award a reduced cost to Congresses and subscriptions to Journals.

4.5. **Honorary Membership**

Honorary membership, as defined in the Articles of the Medical Association of SA, may be granted by the Society to persons who qualify for such membership in terms of the Articles of the Medical Association of SA after having been duly proposed and seconded by two Full Members and the proposal duly approved by Council. Honorary members shall be entitled to such privileges as may from time to time be determined by Council.

4.6. **Honorary Vice-Presidencies**

Honorary Vice-Presidency may be bestowed on a Member in recognition of outstanding service rendered to the Society or to endoscopic surgery in South Africa. Nominations for the office will be at the discretion of Council and must be confirmed by a two thirds majority of an Annual General Meeting of the Society. The number of Vice-Presidencies being limited to six at any one time.

4.7 **Election**

Candidates for membership shall be elected by a majority of the Council of the Society after being duly proposed and seconded in writing by any two full members.

4.8 **Termination of Membership**

Every Member shall remain a Member until his membership is terminated either by his resignation in writing addressed to the Honorary Secretary/Treasurer, by the decision of Council or by failing to pay the annual subscription for 2 years. The membership may be re-instated upon payment of the arrears subscription.

4.9 **SUSPENSION**

The activities of the Society shall be suspended if at any time its membership shall be less than thirty (30) full members.

5. CONTROL OF THE SOCIETY

5.1. The general control and direction of the policy and the affairs of the Society shall be vested in the Council of the Society.

5.2. In exercising control over the Society, the Council shall at all times abide by the articles and By-Laws of the Medical Association of SA, and shall promote the wishes of members and the objectives of the Society.

5.3. **The Council**

The Council shall consist of a President, a Vice-President, Honorary Secretary, Honorary Treasurer and five (5) Members of which one (1) will be Immediate Past President. To maintain a regional balance between the provinces of the Republic of South Africa, the academic institutions and the private sector, council may co-opt up to a further 4 Members.

5.4. **The Executive Committee**

The council may appoint an Executive Committee consisting of the President, Vice-President, Honorary Secretary and Honorary Treasurer and one other Member to administer the routine affairs of the Society. This Committee will be responsible to Council.

5.5. **Ad Hoc and special committees**

Council may appoint ad hoc and special Committees to attend to specific matters on a permanent or a temporary basis as the need arises.

5.6. **Election and Term of office Bearers**

- 5.6.1. The President, Vice President and seven (7) members shall be elected at an Annual General Meeting of the Society and shall hold office for two (2) years.
- 5.6.2. The President will not be eligible for re-election but will automatically act as immediate past President for two (2) years.
- 5.6.3. For election, each office bearer will require a proposer and a seconder and the official acceptance of the nominee prior to election which will be by majority vote at an Annual General meeting.
- 5.6.4. The Honorary Secretary, Honorary Treasurer and co-opted members shall be elected by Council.
- 5.6.5. Thirty percent (30%) of full members shall constitute a quorum for Meetings of Council.

5.7 **Duties of Council**

- 5.7.1. Council shall meet at least once a year at such a time and place as Council shall direct, but preferably preceding the Annual General meeting during the Annual Scientific Meeting of the Society.
- 5.7.2. Special meetings of Council shall be held at any time upon call of Council or the President by written notice to each member thirty (30) days prior to the meeting.
- 5.7.3. The President shall be the Chief Executive Officer of the Society, presiding at meetings of the Society as well as meetings of Council.
- 5.7.4. The Vice-President shall perform all the duties and exercise all the powers of the President in the absence of the President.
- 5.7.5. The Honorary Secretary shall keep minutes of all meetings of the Society and the Council and shall conduct all correspondence in connection with the affairs of the

Society. He shall supervise the custody of official records and shall also submit to MASA within 30 days of the Annual General meeting the names of the elected office bearers and a full list of membership.

- 5.7.6. The Honorary Treasurer shall receive and take custody of all securities, funds and monies due to and belonging to the Society. He shall make all disbursements authorised by Council and the Executive committee and shall provide at each Meeting of the Society, a Financial Statement of the Society's activities.
- 5.7.7. Whenever a vacancy occurs, the office may be filled by the Council until the next election.

6. MEETING OF THE SOCIETY

- 6.1. The annual Scientific Meeting of the Society shall, as far as possible, coincide with one of the following congresses or meetings: The South African Gastroenterology Society, The Association of Surgeons of South Africa or the Surgical Research Society of Southern Africa. The meeting may also be held at any other time that Council may determine. Workshops and symposiums may also be arranged from time to time.
- 6.2. The Annual General Meeting (AGM) of the Society shall as far as possible be held during the annual Scientific Meeting of the Society.
- 6.3. Extraordinary General Meetings for the Society may be held from time to time and shall be called by the Council on the written request of eleven (11) full members of the Society.
- 6.4. Voting at these meetings will be by ballot. Proxy votes will be allowed in accordance with the Articles of the Medical Association.
- 6.5. The Minutes of the AGM and the Treasurer's Report shall be submitted to the Secretary-General of MASA within 30 days after the AGM.

7. ACTION OF THE SOCIETY

- 7.1. The Society may take such actions as may be deemed necessary in all matters affecting the legitimate interests of its members, provided that the Medical Association as a whole be not involved or pledged to any action and that any action contemplated by the Society be in conformity with the policies of the Medical Association.
- 7.2. Should the Society refer a matter affecting the interest of its members to the Federal Council or the Board of Trustees of the Medical Association for actions, it shall take no further independent action unless requested to do so by the Federal Council or the Board of Trustees.

8. ORGANISATION OF THE SOCIETY

- 8.1. It shall be competent for the Society to allow the formation of sub-groups of the Society within the framework of one or more branches or divisions of the Medical Association or in such other manner as may be desirable. Such sub-groups maybe allowed powers or independent actions in local matters provided that such action is not in conflict with the general policy and rules of the Society and of the Medical Association in general.
- 8.2. Such sub-groups shall elect a Chairman, an Honorary Secretary, an Honorary Treasurer, and an Executive Committee consisting of three (3) members biennially at an Annual General Meeting of the Sub-Group, which shall be held two months prior to the Annual General Meeting of the Society. The names of the Officers so elected, shall be communicated to the Honorary Secretary of the Society within 30 days of the AGM.
- 8.3. Reports of local action taken shall be submitted by the Honorary Secretary/ Treasurer of the Sub-group to the Honorary Secretary and Treasurer of the Society.
- 8.4. Each Sub-group shall have a minimum membership of six (6) full members.

9. SUBSCRIPTIONS AND FUNDING OF THE SOCIETY

- 9.1. Funding of the Society for its operation and functions shall be derived from the subscriptions of Members and from other sources.
- 9.2. The amount of the annual subscription shall from time to time be determined by Council and presented to the AGM for approval.
- 9.3. Subscription to any journal of the Society may be included in the annual subscription.

10. ANNUAL REPORTS OF THE SOCIETY

The Honorary Secretary/Treasurer shall submit an Annual Report and a financial Statement at the Annual General Meeting of the Society. A copy of each shall thereafter be sent to the Secretary-General of the Medical Association within thirty (30) days of the meeting.

11. AMENDMENTS TO THE CONSTITUTION

- 11.1 Any proposal to amend this Constitution must be received by the Honorary Secretary at least ninety (90) days before the AGM and circulated to the Members of the Society at least forty five (45) days before the AGM.

- 11.2. Amendments to this Constitution shall be effected only if passed by a two-thirds of those voting at a General meeting of the Society.
- 11.3. Any amendments to this Constitution shall be approved by the Federal Council or the Board of Trustees of the Medical Association before becoming operative.

12. DISSOLUTION

- 12.1. Dissolution will occur if the membership of the Society decreases to less than eleven (11) full members. Any other mechanisms of dissolution can only occur if handled in the same manner as amendments to this Constitution.
- 12.2. In the event of the dissolution of the Society, any remaining assets of the Society, after all debts had been settled and all obligations met, shall not be paid or given to, or divided among the members of the Society, but be given or transferred to another Specialist or Special interest Group of the Medical Association of SA engaged in activities similar to those for which this Society was established.
- 12.3. Members attending the final Annual General Meeting of the Society or the Council of the Society will designate such Group or Groups.
- 12.4. The assets may also be transferred or given to the Medical Association of SA.