
Constitution of the **South African Society of Sleep Medicine (SASSM)**

**THE SOUTH AFRICAN SOCIETY OF SLEEP MEDICINE (SASSM)
(SASSM)**

**CONSTITUTION AS ADOPTED ON 21st FEBRUARY 2010 and amended on
4th April 2013**

1. NAME OF SOCIETY

The Society shall be known as

**THE SOUTH AFRICAN SOCIETY OF SLEEP MEDICINE
(SASSM)**

(hereinafter referred to as "**the Society** ").

The Society shall be a body of perpetual succession.

2. NON-PROFIT DISTRIBUTING CHARACTER

The income and property of the Society shall be used solely for the promotion of its stated objectives. No portion of the income or property of the Society shall be paid or distributed directly or indirectly to any person (otherwise than in the ordinary course of undertaking any public benefit activity) or any member of the Executive Committee, provided that nothing contained in this clause shall prevent the payment in good faith to any person of reasonable compensation for services actually rendered to the Society and /or reimbursement of actual costs or expenses reasonably incurred on behalf of the Society .

3. OBJECTIVES

The objectives for which the Society is established are:

- 3.1 To promote the science and practice of Sleep Medicine
- 3.2 To define and establish relationships amongst doctors and specialists involved in the practice of sleep medicine and between sleep medicine specialists and hospitals, public and private institutions, government authorities, medical schemes, the medical profession generally, and the public.
- 3.3. To promote the professional and legitimate interests of sleep medicine specialists.
- 3.4. To promote all matters related to the realisation of the foregoing objectives or any one of them.

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- 3.5. To establish National and International links to promote Education and Development of this Speciality in South Africa.
- 3.6. To seek affiliation with other Medical Associations and Institutions through professional co-operation.
- 3.7. To co-operate with other organisations on matters of mutual interest.
- 3.8. To promote research and publications in the field of Sleep Medicine
- 3.9. To maintain a central information bureau on employment opportunities, exchange programmes, scholarships, graduate and undergraduate training opportunities as a service to members.
- 3.10. To establish libraries for use by members and others.
- 3.11. To enable the rendering of high quality sleep medical services to the general population and to assist in the creation of a fund to render medical services to the needy.
- 3.13. To establish a core set of minimum clinical and technological standards in Sleep Medicine and to use these to set accreditation standards for Sleep Laboratories and Clinics in South Africa
- 3.14. To accredit Sleep Services providers in Southern Africa
- 3.12. Generally to do all such legal acts as may be necessary or expedient in furthering the interests of the Society and the objectives for which it has been formed.

In order to achieve its objects, the Society will be entitled to receive donations from the general public and to generate funds to be used exclusively for the purposes as contemplated in clause 3 above and to do all such other things as are incidental and conducive to the attainment of such objects.

4. MANAGEMENT AND CONTROL

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All the business and affairs of the Society shall be managed and controlled by the Executive Committee, who shall have full power to carry out the objectives of the Society as hereinbefore provided and who shall hold the Societies Funds upon Trust for the application of the income and/or capital thereof for the promotion of such objects.

5. LEGAL STATUS

- 5.1 The Society may own property and enter into contracts in its own name and the members shall not have any claim on these assets.
- 5.2 The Society is both of the following :
- 5.2.1 A non-profit organisation in terms of the Nonprofit Organisations Act 71 of 1997 as amended. The Society is registered as a tax-exempt public benefit organisation (PBO) with South African Revenue Services (SARS) in Pretoria under ref. no. 930032145 dated 21 January 2010. The Society is thus a body corporate with its own legal identity which is separate from that of its individual members; and can continue to exist even if the members of the Executive Committee change; and may sue or be sued in its own name.
- 5.2.2 A sub-group of The South African Medical Association (SAMA) that determines its professional organisational status.

6. MEMBERSHIP

Any person registered with the Health Professions Council of South Africa (HPCSA) is eligible for membership provided that:

- (a) his/her professional practice is confined to the practice of the specialty of Sleep Medicine; or
- (b) the nature of his/her practice is such as to give him/her a special interest in the subject of Sleep Medicine as determined by the executive committee.

6.1 Full Membership

Any medical practitioner who is registered as such with the HPCSA and who is a member of the South African Medical Association (SAMA) shall be entitled to apply for Full Membership.

6.2 Affiliated Members

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Medical practitioners registered as such with the HPCSA but who are not members of SAMA, shall be entitled to apply for Affiliated Membership. These members will enjoy all the benefits of the Society but shall not be allowed to vote on matters concerning SAMA or have the right to be elected to any office of SAMA. These members will enjoy the full benefits of membership of The Society.

Membership of the Society should at all times be at least 75% Full and Affiliated members i.e. registered medical practitioners registered with the HPCSA should comprise at least 75% of members.

6.3 Associate Members

Persons who are not medical practitioners but are either:

6.3.1 Registered in terms of the Health Professions Act and who are involved with the discipline of Sleep Medicine (examples include Clinical Technologists, Nurses, Psychologists, Counsellors, etc), **or**,

6.3.2 Have a substantive academic post (e.g. Professor, Senior Lecturer, Lecturer, etc) at a University or Tertiary Educational Institution in South Africa in the area of medical science or an associated field within the broad framework of Sleep Medicine,

shall be entitled to apply for Associate Membership, provided that the professional body of which they are members, does not object.

Associate Members shall have full voting rights in matters affecting the Society. Their participation in the activities of the SAMA aspects of the Society shall be limited to professional and technical matters. Associate members are eligible to be voted onto the executive committee.

6.4 International membership

International members are people who fulfil the requirements for membership of categories but who reside outside of the Republic of South Africa. International members shall be entitled to all the privileges accorded to full members. These members should be registered with the equivalent of the HPCSA or other relevant body in their home country and be able to demonstrate a status of good standing by their registered society.

6.5 Community members

Community members are persons who are not medical practitioners but have an interest in sleep medicine due to their relationship with someone afflicted by a sleep disorder.

Community members shall be entitled to such privileges as may from time to time be determined by the Executive Committee of the Society.

6.6 Honorary Membership

Honorary Membership, as defined in the Memorandum and Articles of Association of SAMA, may be granted by the Executive Committee of the Society to persons who qualify for such membership in terms of the Memorandum and Articles of Association of SAMA. Honorary Members shall be entitled to such privileges as may from time to time be determined by the Executive Committee of the Society.

6.7 Unattached Membership

Unattached Membership, as defined in the Memorandum and Articles of Association of SAMA, may be granted by the Executive Committee of the Association to persons who qualify for such membership in terms of the Memorandum and Articles of Association of SAMA. Unattached Members shall be entitled to such privileges as may from time to time be determined by the Executive Committee of the Society.

6.8 Election

Candidates for all categories of membership shall be elected by a majority of the Executive Committee after having been duly proposed and seconded in writing by any two Members at least one of which must be a full member and the other a full member or an affiliated or associate member. The candidates for election are to be screened for legitimacy and good standing.

6.9 Termination of Membership

Every member shall remain a member until his/her membership is terminated either by his/her resignation in writing addressed to the Honorary Secretary/Treasurer or by a decision of the Executive Committee, after due process, or by failing to pay the annual subscription.

7. APPLICATION OF INCOME

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- 7.1 The net income of the Society will, unless the Minister of Finance otherwise directs, be applied for the furtherance of its objects as set out in clause 3 above, in the Republic of South Africa. No portion of the net income and property of the Society, wherever so derived shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever, to the members of the Executive Committee or its employees, provided that nothing herein contained shall prevent the payment in good faith of reasonable remuneration to any officer or servant or employee of the Society or in return for services actually rendered to the Society.
- 7.2 All taxes which may be lawfully levied by any governmental or other competent authority on the Executive Committee in their capacities as such or on the assets of the Society shall be paid out of the Society's assets or the income there from.

8. RESTRICTIONS

In order to qualify for exemption from taxes and duties, the Society shall:

- 8.1. Carry on its public benefit activities (or substantially the whole thereof) in the Republic unless the Minister of Finance having regard to the circumstances of the case directs otherwise.
- 8.2. Carry on its activities in a non-profit manner.
- 8.3. Comply with such conditions, if any, as the Minister may prescribe by way of regulation to ensure that the activities and resources of the organisation are directed in the furtherance of its objects.
- 8.4. Submit a copy of this Constitution or any amendment thereto to the Commissioner under which it has been established.
- 8.5. Be required to have at least three persons, who are not connected persons in relation to each other, to accept the fiduciary responsibility of the Society.
- 8.6. Be prohibited from carrying on any business undertaking or trading activity, otherwise than to the extent that is permitted in terms of section 30(3)(b)(iv) of the Act, as amended, but nothing herein contained shall prevent the Society receiving remuneration for the rendering of its services to users thereof.
- 8.7. Be prohibited from accepting any donation which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of section 18A of the Income Tax Act no 58 of 1962! ;

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provided that a donor may not impose conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation.

- 8.8 Ensure that it is not knowingly a party to, and does not knowingly permit itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is or was the reduction, postponement or avoidance of liability for any tax, duty or levy, which, but for such transaction, operation or scheme, would have been or would have become payable by any person under the Income Tax Act 58 of 1962, as amended, or any other Act administered by the Commissioner.
- 8.9 Not pay any remuneration to any employee, office bearer, Executive Committee or other person, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered.
- 8.10 Comply with such reporting requirements as may be determined by the Commissioner.
- 8.11 Take reasonable steps to ensure that the funds which it may provide to any Association of persons as contemplated in section 30(3)(b)(iii) of the Income Tax Act, no 58 of 1962 as amended, are utilised for the purpose for which they are provided.
- 8.12 Become registered in terms of section 13(5) of the Non-Profit Organisations Act 71 of 1997, as amended, within such period as the Commissioner may determine, and comply with any other requirements imposed in terms of that Act.
- 8.13 Ensure that any books of account, records or other documents relating to its affairs are:
- 8.13.1 where kept in book form, retained and carefully preserved by any person in control of the Society, for a period of at least four years after the date of the last entry in any such book; or
 - 8.13.2 where not kept in book form, are retained and carefully preserved by any person in control of the Society, for a period of four years after the completion of the transaction, act or operation to which they relate.
- 8.14 the Society shall not permit the use of its property or funds to support, advance or oppose any political party.
- 8.15 the Society may not :

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- 8.15.1.1. carry on any trading or other profit making activities; or
- 8.15.1.2 participate in any business, profession or occupation carried on by any of its members; or
- 8.15.1.3. provide financial assistance to any of its members; or
- 8.15.1.4. provide to any of its members premises, continuous services or facilities required by them for the purpose of carrying on any business, profession or occupation.

9. EXEMPTION FROM FURNISHING SECURITY

Members of the Executive Committee whether original or assumed shall not be required to file any security for the proper performance of their functions under any law or statute, or under the Trust Property Control Act, 1988, or otherwise.

10. EXECUTIVE COMMITTEE

- 10.1. The general control and direction of the policy and the affairs of the Society shall be vested in the Executive Committee of the Society. The executive committee shall comprise the Working Executive Committee and Subgroup Committee with one member representing each subgroup of the Society Both groups shall comprise the General Executive Committee with each member having the same voting and other rights..
- 10.2. The Working Executive Committee shall hold office for Four years and shall consist of a Chairperson, a Vice-Chairperson, an Honorary Secretary/Treasurer, and five other members. The chairperson, vice-chairperson, honorary secretary and two other members will always be full members of the society i.e. members of SAMA. The three other members of the executive committee can be drawn from full members and/or affiliated members and/or associate members. The Subgroup Committee can have up to twelve members one of which must be an international member.
- 10.3 The members of the outgoing Executive Committee shall be eligible for re-election for one extra term of four years. The election of the members of the Executive Committee shall be by popular vote at every second Biennial general meeting of the Society.
- 10.4 The power to co-opt is determined by members with full membership and who have non voting status from any category.
- 10.5 The Honorary Secretary/Treasurer may call for postal nominations for the new Executive Committee. Apart from the first AGM of the Society in

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2010, notice of the election and a request for nominations will be dispatched at least 30 days before the annual general meeting. Each nomination must be referred to the Honorary Secretary/Treasurer and must be signed by the proposer, the seconder, and the candidate. The closing time for the nominations will be 12 noon on the first day of the annual general meeting.

- 10.6 There shall be recorded on a Roll of Members of the Society the full name and address of each member and any subsequent resignation, suspension or death.
- 10.7 The honorary secretary/treasurer shall keep records of all the meetings of the Society and of its Executive Committee and shall conduct all correspondence concerning the affairs of the Society. He/she shall receive all moneys due to the Society and shall make all disbursements authorised by the Executive Committee.
- 10.8 The Executive Committee agrees that they shall not be entitled to any remuneration arising from services rendered in their capacity as Executive Committee.
- 10.9 Notwithstanding clause 10.8, members of the Executive Committee shall be paid all their travelling and other expenses properly and necessarily expended by them in and about the business of the Society.
- 10.10 Members of the executive committee may be removed from office by a majority vote from the other members of the executive committee.

11. ASSUMING MEMBERS TO THE EXECUTIVE COMMITTEE

On the death, resignation or removal from office of any member of the Executive Committee, and as often as a vacancy shall occur, the remaining members of the Executive Committee shall as soon as conveniently possible assume another member to the Executive Committee in the place and stead of the retiring member. Until such assumption, the remaining Executive Committee members shall be entitled and empowered to act alone as the Executive Committee as long as they are not less than Five members then in the board and acting hereunder. Any assumed Executive Committee member shall have the same rights, powers and privileges as are herein conferred upon the Executive Committee originally appointed under this Constitution.

12. NOTICES FOR EXECUTIVE COMMITTEE MEETINGS

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- 12.1 Notice of all Executive Committee meetings provided for in this Constitution, shall be delivered personally, or sent by prepaid post, to the last address notified by each member of the Executive Committee, or in any other manner as the Board may decide from time to time.
- 12.2 The accidental omission to address notice/s to any person shall not invalidate the proceedings of any meeting.
- 12.3 If posted, notices shall be deemed to have been received seven (7) days after posting.

13. MEETINGS

- 13.1. The Biennial general meeting of the Society shall be held on a date determined by the Executive Committee. The date and time of the meeting will be advertised three months in advance to all members. Items for voting, including procedures for voting by proxy and mail, will be distributed to all members at least one month in advance. Reports from the chairman and treasurer covering the period since the last general meeting will be presented to the members for scrutiny.
- 13.2. Extraordinary general meetings of the Society may be held from time to time and shall be called by the Executive Committee or by the Executive Committee on the requisition in writing of eleven full members of the Society.
- 13.3. Voting by proxy shall be allowed at all general meetings and voting will be by secret ballot, by proxy and mail vote, with a minimum of ten percent (10%) of all members to be present at the meetings.

14. DECLARATION OF INTERESTS

Any member of the Executive Committee who is in any way, whether directly or indirectly, materially interested in a contract or proposed contract which has been or is to be entered into by the Society or who so becomes interested in any such contract after it has been entered into, shall declare his/her interest and full particulars thereof.

15. PATRONS OF THE SOCIETY

The Executive Committee may appoint as Patrons, ex-officio members, any respected and experienced person, locally, nationally or internationally to serve

as advisor to the Society. The Patrons may be called upon to guide, advise and assist the Executive Committee.

16. SUBSCRIPTIONS

A joining fee, as set by the Executive committee, is required from all members in all categories.

An annual subscription shall also be payable by the members of the Society to procure funds for the execution of the work of the Society. Both the joining fee and current annual subscription will be published on the application for membership form. The amount of the subscription shall be determined by the Executive Committee on an annual basis.

17. DELEGATION OF POWER

Any Executive Committee member shall be entitled under Power of Attorney to delegate his powers hereunder as a member of the Executive Committee to any person (including a member of the Executive Committee) subject to such delegation being approved by the Executive Committee.

18. POWERS OF THE EXECUTIVE COMMITTEE

The Executive Committee in their discretion shall invest and deal with the assets of the Society solely for the purpose of the Society and possess and enjoy all powers necessary for such purpose and they shall, inter alia, and without limitation of the general powers and/or discretion's hereby conferred, have the following rights and powers, namely:

- 18.1. to provide for the payment of all expenses relating to repairs, improvements, maintenance, and renovation of the assets of the Society ;
- 18.2. to pay and expend such portion of the Society's Funds or the income thereof as may be necessary for the preservation, maintenance and upkeep of any properties held by the Society ;
- 18.3. to sign and execute all transfers of any immovable or other property or rights, securities, leases, servitudes or other deeds and/or all powers of attorney relating thereto and generally all documents of any nature or kind whatsoever requisite and necessary from time to time in connection with the acquisition or the realisation of Society and/or for carrying out the terms of this Constitution;

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- 18.4. to collect and canvass for and accept donations, bequests, endowments and other benefits for the Society irrevocably from any source whatsoever
- 18.5. to seek, obtain and receive grants-in-aid and other assistance for the purpose of the Society from any other person or any other acceptable source.
- 18.6. to make, amend and repeal by-laws for the regulation of the business of the Society and for the control and remuneration of the officers and servants thereof and for the direction and control of the proceedings of the Society and for the conduct and Executive of any institution controlled by the Society;
- 18.7. to purchase, lease, hire or otherwise acquire movable and immovable property and to provide and equip buildings thereon suitable for the purpose of the Society, and to sell, transfer, lease, donate, or otherwise dispose of movable and immovable property;
- 18.8. to raise or borrow money for the purpose of the Society on an interest-free basis and on such security as may be determined;
- 18.9. to invest money in accordance with the provisions of the memorandum of associations and to vary such investments from time to time.
- 18.10. to enter into any contract of any nature whatsoever which is beneficial to the Society or the beneficiaries;
- 18.11. to determine whether any surplus on the sale of any assets of whatever description of the Society and the receipt of any bonus shares by the Society be regarded as income or capital of the Society and revise any such decision taken by them;
- 18.12. to deposit all securities and other assets at any time held or owned by the Society with banks or Trust companies or other depositories which may be registered in the name of nominees whether in South Africa or elsewhere as the Executive Committee may think fit.
- 18.13. be entitled to employ accountants, attorneys, agents, brokers, administrators, consultants or managers or other professional advisors, to transact all or any activity or business of whatever nature required to be done pursuant to this deed and shall be entitled to pay all such charges and expenses so incurred as a first charge, provided that all such remuneration shall be commensurate with the services actually rendered, and shall not be responsible for the default of any such persons or for any loss occasioned by such employment.
- 18.14. The Executive Committee shall specifically not be entitled to guarantee the obligations of any person whatsoever and bind the

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Society as surety for and co-principal debtor, in solidum, with any person;

- 18.15. The business of the Society shall be managed by the Executive Committee who may exercise all such powers of the Executive Committee, subject to such regulations as may be prescribed by the Members in general meeting, but no regulation prescribed by the Members in general meeting shall invalidate any prior act of the Executive Committee which would have been valid if such regulation has not been made.
- 18.16. The Executive Committee shall forge national and regional bi-lateral relations with organizations, institutions and government agencies. Such relations shall be governed through a Memorandum of Understanding and other relevant documents.
- 18.17. To do all such other things as may be considered to be necessary, incidental or conducive to the attainment of the aims and objectives as set out herein above.
- 18.18. To inform all members of all activities timeously.

19. BANK ACCOUNT

The Executive Committee shall open an account in the name of the Society with a registered Bank. The Board shall ensure that all monies received by the Society and not invested are deposited in the abovementioned bank account as soon as possible after receipt.

20. SIGNATURES

All cheques, promissory notes and other documents requiring signature on behalf of the Society shall be signed in such manner as the Executive Committee resolves from time to time provided that there must be two (2) signatories authorised by the Executive Committee.

21. FINANCIAL YEAR END

The Society's financial year - end shall be the last day of February.

22. BOOKS OF ACCOUNT AND ANNUAL FINANCIAL STATEMENTS

The Executive Committee shall

- 22.1. maintain and keep proper books of account of the Society ;
- 22.2. be entitled, but not obliged to have the books of the Society audited with the power to vary such appointment. The accountant or auditor shall at all times have access to the books, accounts, securities, and investments of the Society and be entitled to such information and explanations from the Executive Committee or their agents or employees of the Society as shall be required.
- 22.3. cause a statement to be prepared for each financial year ending on the last day of February in which shall be set out :
 - 22.3.1 the assets of the Society, including the current valuation of any assets other than cash, save that there shall be no obligation on the Executive Committee to acquire any formal valuations, if not required for any purpose;
 - 22.3.2 the liabilities, if any, of the Society;
 - 22.3.3 a revenue and expenditure account for the year;
 - 22.3.4 such commentary on the financial affairs of the Society and on its general activities as the Executive Committee may deem appropriate;
 - 22.3.5
- 22.4. The annual financial statements should comply with the requirements of generally accepted accounting practice as codified by the Institute of Chartered Accountants of South Africa.
- 22.5. The Financial Statements will be provided by email to all paid up members of the society within 6 weeks of being finalised.

23. ANNUAL NARRATIVE AND FINANCIAL REPORTS

Should the Society be registered as a non-profit organisation in terms of the Non - profit Organisations Act 71 of 1997 (NPO Act) as amended, the Executive Committee shall ensure that the Society prepares an Annual Narrative Report describing the Society's activities, a set of Annual Financial Statements for each financial year and conform with the reporting requirements of the NPO Act (as amended) from time to time.

24. SUB-GROUP COMMITTEES

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- 24.1 The Executive Committee may from time to time appoint sub-groups as they may think fit for the purpose of managing any department or branch or division of the Society. Such sub-groups may be allowed powers or independent action in local matters provided that such action is not in conflict with the general policy and the rules of the Society.
- 24.2 Such sub-group shall elect a Committee consisting of 3 members including a Chairperson, who will represent the sub-group Executive Committee of the Society and an Honorary Secretary/Treasurer, at the general meeting of the sub-group which shall be held prior to the Biennial general meeting of the Society.
- 24.3. Reports of local action taken shall be submitted by the Honorary Secretary/Treasurer of the sub-group to the Honorary Secretary/Treasurer of the Society.
- 24.4. Each sub-group shall have a minimum membership of four members..

25. ARBITRATION AND MEDIATION

- 25.1. Any matter relating to the interpretation of this Constitution or any difference of opinion that may prevail amongst the Executive Committee relating to the administration or management of the Society, or any dispute that may be directly or indirectly related to the Society, shall not be subject to litigation but shall be resolved by arbitration and may dispense with any procedure provided by the Arbitration Act of 1973 as amended.
- 25.2 The arbitration will be held as soon as possible after it is requested with a view to it being completed within thirty days after it has been requested
- 25.3. The arbitration shall be held on an informal basis and the arbitrator shall be either, the legal representative of the Society or someone appointed by the legal representative of the society.
- 25.4. The person(s) declaring the dispute and the Executive Committee, beforehand, may agree to share the costs of the arbitration. In the absence of such agreement the Arbitrator shall decide which parties shall be liable for the costs.
- 25.5. The Arbitrator will be entitled to make such award, including an award for specific performance, an interdict, damages, account of profits, a penalty or otherwise as he in his sole discretion may deem fit and appropriate, and to deal as he deems fit with the question of costs, including if applicable, costs on the attorney and client scale, or own client scale, and his own fees. He shall base his award not only upon the applicable law but also upon the principles of equity and fairness.

- 25.6. The decision of the Arbitrator shall be final and binding upon all parties and capable of being made an Order of Court on application by any of them.

26. INDEMNITY

No Executive Committee member, official or employee of the Society shall be liable in any way for loss or damage that may be suffered by the Society either as the result of any investment of any of the funds of the Society or through any act or omission in the bona fide execution of his duties in terms of this deed or in relation to or in the course of his employment by the Society, unless the same happens through his own fraud, dishonesty or other wilful or unlawful act.

27. PROHIBITION AGAINST IMPROPER TRANSFER OF THE SOCIETY'S PROPERTY

All property or income of the Society shall be utilized solely in the furtherance of its aims and objects and the Executive Committee are accordingly prohibited from transferring any portion thereof directly or indirectly in any manner whatsoever so as to profit any person other than by way of payment in good faith of reasonable remuneration to any officer or employee of the Society (other than the Executive Committee) for any services actually rendered to the Society.

28. ACTIONS BY AND AGAINST THE EXECUTIVE COMMITTEE

The Executive Committee shall be entitled to sue and be sued in any Court having competent jurisdiction in respect of any matter arising out of the Society, and all costs incurred by the Executive Committee as well as any other charges, expenses and disbursements incurred by them in or arising out of their administration of the Society shall be a first charge on the Society's Funds and income thereof.

29. AUGMENTATION OF SOCIETY 'S FUNDS

Any person or corporation shall be entitled from time to time to add to, increase or augment the capital of the Society by irrevocable donation or otherwise as such person or corporation may think fit and all the terms and conditions of this Constitution contained shall mutatis mutandis apply and attach to such additional capital.

30. VARIATIONS

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The provisions of this Constitution may be amended by the Executive Committee at a meeting convened for that purpose by a resolution of a simple majority of the Executive Committee, provided that such variation does not constitute any revocation of the Society, and does not benefit the Executive Committee or members or employees of the Society. A copy of such amendment or variations shall be submitted to the Commissioner for Inland Revenue for his approval before coming into effect. All members must be informed regarding any changes in the constitution and the changes must be formally approved at the following Biennial general meeting.

31. DISSOLUTION OF THE SOCIETY

31.1. The Society shall be dissolved upon a resolution to that effect by a simple majority of the Executive Committee then in office. Not less than twenty-one (21) clear days' notice shall be given of such meeting and the notice convening the meeting shall clearly state the question of dissolution of the Society and disposal of its assets will be considered. If there is no quorum present at such meeting, the meeting shall be abandoned.

31.2. Upon the dissolution of the Society, the Executive Committee, shall, after making provision for the costs of dissolving the Society, transfer the whole of the remaining assets to one or more similar public benefit organizations having similar aims and affiliations as the Society, within the Republic of South Africa which are themselves approved in terms of section 30 of the Income Tax Act. Provided that none of the Society's assets shall be paid or distributed amongst the Executive Committee or the Society's members.

32. ADOPTION OF THE CONSTITUTION

The original Constitution was approved and accepted by the membership of the Society at the first AGM held at **CAPE TOWN** on **20th February 2010**

This current version of the constitution was amended following recommendations made at the Biennial Executive and General Meeting of the Society in Durban in November 2011.

Chairperson

Vice- Chairperson

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