



- 1.4 Interpretation** **Unless otherwise stated, terms used in these Division Rules are defined as:**
- 1.4.1 "Division" means the Joint Division of SAICE and ICE,
- 1.4.2 "ICE" means the Institution of Civil Engineers,
- 1.4.3 "SAICE" means the South African Institution of Civil Engineering,
- 1.4.4 "Committee" shall mean the Division Committee of the Joint Division
- 1.4.5 "corporate member" means:
- i) honorary fellow, fellow or member of ICE; or
  - ii) honorary fellow, fellow, member or associate member of SAICE,
- 1.4.6 "full member" means an individual who enjoys corporate membership of both the ICE and the SAICE
- 1.4.7 "participant" means a person or group of persons which may, in terms of SAICE's Constitution, affiliate with the Division.

## **2. MEMBERSHIP AND AFFILIATIONS**

- 2.1 The membership of the Division shall comprise:
- a) any person who is entitled to the privileges and benefits of ICE membership and:
    - i) who is resident in South Africa; or
    - ii) who applies in writing to the Committee to become a member and is accepted by the Committee as a member.
  - b) any person who is entitled to the privileges and benefits of SAICE membership and who applies in writing to the executive director of SAICE to become a member of the Division and is accepted by the Executive Director as a member of the Division.
- 2.2 Participant means an individual who is not a corporate member of either ICE or SAICE, interest group or company admitted by the committee of the Division as a participant in terms of clause 2.14 of the SAICE Constitution and who or which may, in terms of the SAICE Constitution, affiliate with the Division with only participation and discussion rights within the Division
- 2.3 Members of the Division will only receive benefits accorded to the members of the Institution to which they belong.
- 2.4 Members of either ICE or SAICE who opt to become members of the other institution must satisfy the membership requirements of the other institution

## **3. DIVISION COMMITTEE**

- 3.1 Management** The management of the division shall be entrusted to a committee consisting of members of the Division. This committee shall hold office for one calendar year or until the assumption of office of a duly appointed successor subject to the provisions in clause 3.2.2

## 3.2 Composition and terms of office

3.2.1 The Division Committee shall comprise a Chair, the immediate past Chair and six additional corporate members who may be either elected by the members of the Division or be co-opted by the Division Committee in terms of Rule 3.3.6, as well as any number of co-opted members as decided on by the Committee from time to time, to represent specific portfolios or to fulfil specific tasks. The composition of the Committee shall be such that at least 50% of the members are corporate members of ICE and at least 50% are corporate members of SAICE, with the acceptance that a Committee member may belong to one or both Institutions.

The Chair of the Division shall be a **full member** of the Division

3.2.2 The Division Committee shall elect from its corporate members the following office bearers who shall serve for the terms indicated:

<u>Designation</u>	<u>Term of Office</u>
Chair	2 years
Chair Elect and Vice Chair	At least 1 year
Secretary	At least 2 years
Treasurer	At least 2 years

3.2.3 The Chair or his delegate will represent the Division at the SAICE and ICE Council meetings

3.2.4 The Chair shall be responsible for the duties and services as required of the ICE Country Representative and may delegate duties and normal responsibilities of the Country Representative to other full members of the Division committee

## 3.3 Election of the Committee

3.3.1 The Division Secretary shall on an annual basis, before the 15 September of each year, post a call for nominations of candidates for election to the committee on the Division's website and also notify every member of the Division bearing in mind the representation requirements of both Institutions

3.3.2 Nominations shall be submitted to the Division Secretary before 15 October each year

3.3.3 Two members of the Division shall sign the nomination form of a candidate for the election to the Division committee. Every nomination shall be signed by the candidate to indicate his or her acceptance to be nominated

3.3.4 Should 8 candidates or less be nominated, they shall be considered duly elected.

3.3.5 Should more than 8 candidates be nominated, the Division Secretary shall conduct a ballot of all members before 30 October of each year. All ballot papers that are returned later than the deadline date or that record votes for more than the required number of candidates, shall be invalid.

3.3.6 Should fewer than the required number of committee members be elected or if there is insufficient representation in terms of clause 3.2.1, the Committee may, upon assuming office, co-opt eligible members of the Division to fill the vacancies or create the correct balance of institutional representation as indicated in clause 3.2.1

3.3.7 Should a vacancy occur on the Committee during the year, the Committee may co-opt an eligible member of the Division to fill the vacancy

3.3.8 The Division committee shall submit the names of the members of the Committee and their portfolios for the ensuing year to the executive director of SAICE and the director general and secretary of ICE before 31 January of each year.

### **3.4 Committee meetings**

3.4.1 Ordinary meetings of the committee shall be held at least four times during each calendar year. The first meeting shall be held before the end of February of each year.

3.4.2 A special meeting of the committee shall be called by the Chair on the request by not less than one third of the members of the Committee.

3.4.3 One third of the members of the Committee shall constitute a quorum at a Committee meeting, subject to the condition that the Chair, past Chair or the Chair Elect is present at the meeting.

3.4.4 Any member of the Committee who is absent for three consecutive Committee meetings without the permission of the Committee shall cease to be a member of the Committee.

### **3.5 Sub-committees**

3.5.1 The Committee shall have the power to appoint sub-committees or task teams as it may deem necessary and may appoint any person, whether a member of the Division or not, to sub-committees.

3.5.2 The Division committee shall appoint a sub-committee, chaired by the country representative, to handle matters relating solely to the ICE

## **4. ADMINISTRATION**

4.1.1 The Committee shall compile agendas and keep minutes of all meetings of the Division. A copy of the agenda for the meeting shall be distributed before the meeting and a copy of the minutes shall be submitted within reasonable time after each meeting to the SAICE executive director

4.1.2 The Chair shall submit an annual report of the Division, which includes a concise summary of activities of the Division, as approved by the Division committee, together with the financial statement referred to under Rule 5.2, to the SAICE executive director and to the ICE secretary general before 31 December of each year.

## **5. FINANCE**

### **5.1 Accounts**

5.1.1 The Committee shall arrange for accurate accounts to be kept of all monies collected and expended.

5.1.2 The Committee will be required to open a bank account or accounts at a convenient branch of a national bank (at this stage Standard Bank of South Africa) in accordance with the SAICE arrangements with such bank

## **5.2 Annual Financial Statement**

- 5.2.1 The Treasurer shall prepare an annual statement of revenue and expenditure for each financial year ending 30 November, which shall be scrutinized and certified correct by a person approved by the Committee. This statement shall be presented at the Division's Annual General Meeting of the year, and thereafter submitted to the SAICE executive director and to the ICE director general and secretary together with the Chair's report referred to under Rule 4.1.2.

## **5.3 Annual Budget**

- 5.3.1 SAICE will provide an annual grant to the Division based on the financial statement and provided that the annual report and financial statement has been submitted as stated in rule 5.2.1.
- 5.3.2 SAICE will consider bridging loans as and when submitted by the Division
- 5.3.3 The Treasurer shall submit to the ICE annually, on request, a statement of proposed expenditure for the following financial year. Subject to approval of the statement, ICE shall remit funds to the Division to meet its expenditure.
- 5.3.4 The Treasurer of the Division shall furnish to the director general and secretary of ICE on request financial statements relating to activities.
- 5.3.5 The Treasurer of the Division shall submit financial statements relating to the activities of the Division, to the Division committee at each Committee meeting

## **6. DIVISION MEETINGS**

### **6.1 Annual General Meeting**

- 6.1.1 An Annual General Meeting (AGM) shall be held not later than the end of November each year for all members of the Division
- 6.1.2 The Chair shall submit to the AGM for their consideration, the Chair's Report for the current year.
- 6.1.3 The Treasurer shall present the Financial Report of the current year for consideration regarding approval to the members of the Division

### **6.2 Special General Meeting**

- 6.2.1 A Special General meeting of the Division may be held at any time as and when called for by the Division committee or at the written and signed request of not less than five percent of the corporate members of the Division who are not Division committee members
- 6.2.2 A Special General Meeting of the Division shall be held within 28 days of the receipt by the Division Secretary of a request for such a meeting,
- 6.2.3 Only such business as is set forth in the notice convening the meeting shall be considered at a Special General Meeting.

### **6.3 Notice of meetings**

- 6.3.1 Notices convening an Annual General or Special Meeting shall be communicated to all members of the Division not less than 14 days before the date of the meeting.

**6.4 Voting**

6.4.1 Only eligible members of the Division in terms of clause 2.1 shall be allowed to vote at a meeting of the Division.

6.4.2 Motions put to a meeting shall be decided by a simple majority of votes.

6.4.3 The Chair of the meeting shall have a decisive and a casting vote.

**6.5 Quorum**

6.5.1 The members present at the meeting shall be deemed to represent a quorum.

**7. AMENDMENT OF RULES**

7.1.1 These rules shall only be amended with the approval of Executive Board of SAICE and the Council of ICE