



## Constitution

### 1. Name

- 1.01. The official name shall be The Geosynthetics Interest Group of Southern Africa Affiliated to the International Geosynthetics Society (IGS) and the South African Institution of Civil Engineering (SAICE). It shall be referred to as *The Geosynthetics Interest Group of Southern Africa* and herein as GIGSA.
- 1.02. The GIGSA shall be a Chapter of the International Geotextile Society, with the scope of Southern Africa. The GIGSA shall be affiliated to the SAICE Geotechnical Division.
- 1.03 The legal address shall be:

The Geosynthetics Interest Group of South Africa  
c/o The South African Institution of Civil Engineers  
Postnet Suite 82, Private Bag X65  
Halfway House, 1685  
Republic of South Africa

### 2. Objective

- 2.01. To collect, evaluate and disseminate knowledge on all matters relevant to geosynthetics and related products, including
  - 2.01.01. Promote seminars, symposia, conferences, etc.,
  - 2.01.02. Publish or sponsor papers or books,
  - 2.01.03. Maintain reference libraries and collections that relate to the scientific and technological objectives of the GIGSA;
- 2.02. To improve communication and understanding regarding geotextiles, geomembranes and related products and their applications, especially between the geosynthetic and civil engineering communities;

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### Benefactor Members

Engineered Linings ● Kaytech ● Aquatan ● Gundle Geosynthetics ● ARQ Consulting Engineers  
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- 2.03. To promote advancement of the state of the art of geosynthetics and of their applications, including:
  - 2.03.01. Encourage, co-ordinate and/or sponsor research and development in industry, universities, laboratories and other organisations,
  - 2.03.02. Afford recognition of achievement in the advancement of the science and the practical use of geosynthetics.
  - 2.03.03. Encourage academic institutions to provide courses on geosynthetics and their applications,
  - 2.03.04. Encourage, through its members, the standardisation of geosynthetics test methods, equipment and criteria.
- 2.04. The GIGSA shall not become a commercial enterprise.
- 2.05. The GIGSA shall not act counter to the aims, purposes and decisions of the IGS and SAICE.

### **3. Membership**

- 3.01. The GIGSA shall consist of individual members; corporate members; honorary members and affiliate members.
- 3.02 Individual members must be engaged in, or associated with, the research, development, teaching, design, manufacture or use of geosynthetics and their applications, or be otherwise interested in such matters.
  - 3.02.01 Individual members and representatives of Corporate members shall be entitled to be Participant members of the SAICE
  - 3.02.02 Those members of GIGSA who are qualified to be members of SAICE (as Fellows, Members, Technologists, Associates, Graduates or Students) will not be entitled to any membership standing within the SAICE unless they are indeed paid up SAICE members in the appropriate category

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- 3.03 Corporate members must be companies, contractors, distributors, fabricators, laboratories, governmental institutions, universities, consultants, etc. who are engaged in or associated with, the research, development, teaching, design, manufacture or use of geosynthetic products or systems and their applications, or be otherwise interested in such matters.

Each corporate member shall designate a person and alternate to act as its official representative to the GIGSA.

- 3.04. Honorary membership (life or annual) may be bestowed by the GIGSA upon a limited number of persons on the basis of: distinguished position, scientific achievement, outstanding service to the GIGSA or major contributions to the promotion of geosynthetics and their applications. Honorary members of the IGS who otherwise qualify as individual members of the GIGSA shall automatically become honorary members of the GIGSA. Election of honorary membership will be by majority vote of the GIGSA.
- 3.05. All classes of membership (except Affiliate members) must reside or be employed within the geographical bounds of the GIGSA.
- 3.06 Affiliate members are members whose geographical residence or employment is outside the geographical limits of the GIGSA but who otherwise qualify as members.
- 3.07 All GIGSA members must be members of IGS.
- 3.08 Membership in the GIGSA will terminate upon resignation or dismissal.

#### **4. Resignation**

- 4.01 Any member may resign at any time by written notice delivered to the President or the General Secretary of the GIGSA or of IGS.
- 4.02 Such resignation shall take effect on the date specified in the notice or at the termination of the current subscription period if no date is specified.
- 4.03 Such resignation shall not relieve the member from the obligation to pay the subscription fee for the year in which the resignation takes place.

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## 5. Dismissal

- 5.01 Members who act counter to the aims and interest of the GIGSA or of the IGS can be dismissed from the chapter by a 2/3 majority decision of the GIGSA or by IGS. Members may also be dismissed for non-payment of the subscription fees due to the Chapter.
- 5.02 Dismissal for cause cases must formally appear on the Agenda of a GIGSA meeting.  
The General Secretary may automatically administer dismissal for non-payment. Dismissal cases and their reasons must be sent for information to IGS and SAICE within a month of the decision.
- 5.03 Members being considered for dismissal must be afforded an opportunity to comment to and/or appear before the GIGSA before it reaches its decision.
- 5.03 Any member of the GIGSA has a right to appeal to the IGS Council against dismissal for causes. Appellant's membership of GIGSA is suspended pending the IGS decision.

## 6. Subscription and Finances

### 6.01. Subscription

- 6.01.00 Subscription fees shall be paid by all individual, corporate and affiliate members.
- 6.01.01. The annual subscription fees for the GIGSA shall be determined at each General Meeting of the Chapter. They shall include amounts for fees payable to the IGS and to the SAICE, which fees shall be paid over to the relevant societies on behalf of the member. The fees payable to the IGS are decided by the IGS itself according to its bylaws.
- 6.01.02. Necessary changes may, from time to time be recommended by the Executive Committee, for approval by ballot.

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6.01.03. An entrance fee can be levied and is not refundable. It shall not exceed a one-year membership subscription fee.

6.01.04. The subscription fee may differ for the different classes of membership, i.e. for individual, corporate and affiliate members.

## 6.02. Payment of subscriptions

6.02.01. The annual subscription fee shall become due on the first day of January each year unless otherwise decided by the GIGSA.

6.02.02. Subscription fees paid by members joining during the second half of the year shall be levied at half the annual rate.

6.02.03. Any member whose payment is in arrears may be subject to penalty charges as established by the Executive Committee, or, after due notice, be dismissed for non-payment.

## 6.03. Other income

6.03.01. In addition to entrance fees and subscription fees for members, the GIGSA may receive income from:

- \* Gifts, legacies, etc.,
- \* Other activities, such as sale of publications,
- \* Sponsored conferences, etc.

6.03.02. Other income may be used as a fund for financing awards for the GIGSA, for promoting geosynthetics and their applications or for any other purposes that the GIGSA may decide.

## 6.04 Administration of Income

6.04.01. All income funds, including fees and other income, shall be administered as required by the Treasurer under the auspices of the Executive Committee.

## 7. Votes

### 7.01. Allocation of votes

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- 7.01.01. Individual and honorary members shall have one vote. Affiliate members have no voting rights.
- 7.01.02. Corporate members shall have 2 votes.
- 7.02. Proxy
  - 7.02.01. Each member may appoint any other member present at a meeting to act as his/her proxy. Notice of authority to act as proxy must be given in writing to the General Secretary. No member shall represent more than five members by proxy. No Corporate Member shall carry proxies for individual members.

## 8. General Meetings

### 8.01. General meetings

- 8.01.01. An ordinary General Meeting shall be held periodically, at a time and place decided by the previous General Meeting or, in its absence, by the Executive Committee. The interval between two successive General Meetings shall not exceed two years.
- 8.01.02. An Extraordinary General Meeting may be convened at any time to transact special business. The General Secretary shall convene an Extraordinary General Meeting within two months upon the request signed by one fifth of the member votes, or at the direction of the Executive Committee.
- 8.01.03. Copies of the agenda and of the minutes are sent to the secretaries of the IGS and the SAICE Geotechnical Division
- 8.01.04. The General Secretary shall give at least two months notice of Ordinary or Extraordinary General Meetings.
- 8.01.05. Except when acting in accordance with 7.01.02, the Executive Committee may decide to utilise postal ballots of the members instead of calling an Extraordinary General Meeting.

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## 8.02. Function of the Meeting

- 8.02.01. The business of a General Meeting will include the debate on and the approval of: - reports by the President and Treasurer, the Executive Committee on chapter's activities, the appointment of auditors, the approval of the GIGSA accounts, the approval of the subscription fees, and the election of officers for the next term of office.
- 8.02.02. The General Meeting Agenda will include reports from committees, meetings or persons that the Executive Committee considers pertinent.
- 8.02.03. The General Meeting sets the date and place of the next General Meeting.
- 8.02.04. The General Meeting fixes the maximum number of honorary members the GIGSA may elect.
- 8.02.05. The General Meeting decides, by vote, actions to be taken by the GIGSA e.g. specifying time intervals for Conferences, etc.
- 8.02.06. Any member may add an item to the agenda of the General Meeting by submitting a written statement to the General Secretary 30 days prior to the opening of the General Meeting. Additionally, any member may raise a point for discussion at the General Meeting.

## 8.03. Procedures and Voting at the General Meeting

- 8.03.01 Only fully paid members and officially invited guests may attend the General Meeting. Only fully paid individual, corporate and honorary members may vote at the General Meeting.
- 8.03.02. No item of business shall be enacted at the General Meetings unless a quorum comprising 30% of votes is present or represented. In the event that a quorum is not present or represented at the General Meeting, then the Executive Committee

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shall recall the General Meeting within 2 weeks hence, at which convening the quorum rules will be suspended.

8.03.03. Votes of the General Meeting shall be taken by a show of hands, except for personal matters, such as selecting officers, in which case a secret vote by ballot shall be taken. A secret vote shall also be taken if demanded by no fewer than 25% of members of the GIGSA who are present or represented.

8.03.04. Ballots and votes of the General Meeting shall be carried by a simple majority of votes except for those on amendments to the constitution and of dissolution, which must be decided by a 2/3 majority of the votes, cast. In the event of any tie, on a show of hands, the chairman shall cast the deciding vote.

8.04. Members can require to receive the minutes of any General Meeting.

## **9. The Professional Manager**

9.01. The GIGSA may contract with a professional person or organisation, selected by the Executive Committee and approved by the General Meeting, to manage its affairs.

9.02. The Professional Manager can be paid a fee for services, such fee to be negotiated by the Executive Committee and approved by the General Meeting.

9.03. The Professional Manager shall be employed for an initial period of one year, renewable annually.

## **10. Officers**

10.01. The officers of the GIGSA shall be:

- One president,
- One vice-president,
- One general secretary,
- One treasurer.

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## 10.02. Election of Officers

10.02.01. The first President shall be elected at the first General Meeting following approval of the constitution by the IGS and formal setting-up of the GIGSA. The President will be elected for a term of office of two years.

The subsequent President shall be elected at the end of a President's term. The Treasurer and Secretary (if there is no professional Manager) shall be elected at the first General Meeting following approval of the bylaws and formally setting up the GIGSA. They are elected for a term of two years.

10.02.02. No officer in one post can serve for more than two consecutive terms of office, or on the committee for more than ten consecutive years in total.

## 10.03. Responsibility of Officers.

10.03.01. The President will normally chair General Meetings and Executive Committee Meetings: in his absence, or at his request, the Executive Vice-President shall act in his place, in the absence of both the President and the Executive Vice President, the Past President or the Treasurer, respectively, shall chair.

10.03.02. The General Secretary shall conduct the correspondence and ordinary business of the GIGSA on behalf of the President, and shall prepare the agenda for, and record minutes of Executive Committee and General Meetings.

10.03.03. The President, the General Secretary and the Treasurer will be empowered to sign cheques on behalf of the GIGSA. Cheques in excess of R 5 000 shall require two of the signatures.

10.03.04. The treasurer shall keep proper books and accounts and prepare a balance sheet as well as income and expenditure statements for presentation to General Meetings

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- 10.03.05. The Treasurer shall be empowered to accept on behalf of the GIGSA any donation or contribution from individuals or companies.
- 10.04. The Executive Committee will decide upon the working programme of the GIGSA and supervise its finances. The Executive Committee sets the beginning and end of the fiscal year of the GIGSA.
- 10.05. The Treasurer will present to the Executive Committee a statement of the previous fiscal year accounts within four months of the end of each fiscal year.
- 10.06. The Executive Committee can organise or encourage conferences, symposia, or exhibits that should not conflict with the official conferences of the IGS.
- 10.07. Approved expenses incurred by officers in carrying out their duties for the GIGSA may be repaid by the Treasurer in accordance with the current state of funds in the GIGSA accounts.

## 11. Executive Committee

- 11.01 The Executive Committee of the GIGSA shall be comprised of the officers of the GIGSA plus the immediate Past President and a representative of the Committee of the SAICE Geotechnical Division (who may but need not be one of the officers).
- 11.02. The GIGSA may decide to add other members to the Executive Committee.

## 12. Committees

### 12.01 Committee Appointments

- 12.01.01 The Executive Committees may appoint committees to undertake specific duties. The committees report to, and function under the auspices of the Executive Committee.

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12.01.02 The President shall appoint the chairman of each committee. That committee chairman shall be responsible for arranging all committee functions and proceedings.

## 12.02 Committee Procedure

12.02.01 The appointed chairman and four members of the committee (or half of its members, whichever is the lesser figure), shall comprise a quorum.

12.02.02 All members of a committee must be members, in any class, of the GIGSA. All committee members except affiliate members shall have the same voting rights.

12.02.03 A committee may confer and act using postal and telecommunications services.

12.02.04 A committee can set up (a) Task Force(s) for a limited period to undertake (a) specific task(s).

12.02.05 Guests may attend all committee meetings of the GIGSA with the agreement of that committee Chairman, unless prior advice to the contrary is given by the Executive Committee.

12.02.06 Officers of the GIGSA shall be ex-officio members of all committees - they can renounce this right.

12.02.07 A record shall be kept of all attendees of any committee Meeting.

12.02.08 Minutes of all meetings will be kept. Copies of minutes and of all documents issued will be sent to the members of the committee and to the President and the General Secretary of the GIGSA.

12.02.09 Committee recommendations must be endorsed by a General Meeting before taking full effect. These may be adopted by postal vote.

## 13 Language

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13.01 The official language of the GIGSA is English.

## 14. **Amendments to the Constitution and Dissolution of the GIGSA**

### 14.01 Constitution

- 14.01.01. No alteration or amendment of the Constitution shall be made except at a General or Extraordinary Meeting.
- 14.01.02. Amendments to the Constitution may be initiated by the Executive Committee or one half of the member votes of the GIGSA.
- 14.01.03. Notice of proposed amendments shall be included with the notice and agenda of the General Meetings.
- 14.01.04. Notice of proposed amendments must be sent in advance to the IGS and the SAICE. No amendment is final unless agreed to by the IGS and the SAICE Geotechnical Division.
- 14.01.05. In the event of any matter arising for which there is no provision in this Constitution, the Executive Committee may consider the matter and act at their discretion, in the best interest of the GIGSA.

### 14.02 Dissolution of the GIGSA

- 14.02.01. Dissolution of the GIGSA may be decided only by a General Meeting of the GIGSA subject to approval by the IGS and the SAICE or result from a decision of the IGS or the SAICE Councils.
- 14.02.02. Any proposal seeking to dissolve the GIGSA shall be initiated by a quarter of the member votes of the new chapter or by a quarter each of the members of the IGS and SAICE Councils.
- 14.02.03. Notice of the proposed dissolution shall be included with the notice and agenda of the General Meeting or, in the case of the IGS or SAICE Councils taking this initiative, advance notice of at least three months shall be given to the GIGSA.

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- 14.02.04. In the event of a decision to dissolve, the General Meeting shall seek recommendations from the Executive Committee regarding the clearing of all debts and shall decide on the disposal of the assets of the GIGSA.

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ENDS

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