

CONSTITUTION OF

SOUTH AFRICAN GEOMATICS INSTITUTE

1. NAME

The name of the Institute shall be the **SOUTH AFRICAN GEOMATICS INSTITUTE**.
The short title of the Institute shall be **SAGI**.

2. VISION, CHARTER & GOALS OF SAGI

2.1 Vision

To serve our nation with holistic and appropriate solutions in the domains of:

- Land reform and land administration.
- Development and resource management.
- Geo-spatial information and information management

2.2 Charter

- Align our services with the needs of the nation as expressed, *inter alia*, by the people through the Integrated Development Plans (IDPs)
- Promote solutions for land delivery, land reform and land management challenges facing the country and the continent.
- Facilitate the resolution of spatially related challenges facing the country and the region through geo-spatial and design information.
- Develop capacity amongst all our categories of membership and user communities.
- Encourage global competitiveness and “world best practice” amongst all our categories of membership.
- Promote representation within the Geomatics industry to be in line with South African demographics.

2.3 Goals

- To promote sustainable delivery, and maintenance, of appropriate land rights.
- To facilitate/encourage accessible geo-spatial information services.
- To transform the Geomatics industry through empowerment and skills development.
- To contribute to the development of the country and serve its people through the application of Geomatics.
- To advance the discipline of Geomatics (surveying and geo-informatics) in its broadest sense.
- To serve the public in matters connected with Geomatics and to stimulate public interest therein.

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- To promote the interest and to assist in the advancement of its membership.
- To set standards for the conduct of its membership.
- To disseminate and augment knowledge of the survey discipline by every possible means.
- To cooperate with all other scientific and learned bodies where there is a common interest in the advancement of the science of Geomatics.
- To compile and publish maps, records and other documents concerning Geomatics, and the holding of exhibitions, demonstrations and lectures to its membership, other scientific bodies and the public generally, with the object of furthering the aims and objectives of SAGI.
- To render assistance to all categories of membership to register or patent technology or improvements thereto used in the science of Geomatics.
- To render assistance financially or otherwise to persons wishing to further their academic studies in the Geomatics and allied disciplines.
- To do any other matter incidental to the above that may be necessary to carry out the aims and objectives of SAGI.
- To initiate effective and sustainable mentorship programs to empower and capacitate the categories of membership.
- To market the Geomatics industry and all its practitioners.

3 INTERPRETATION

- 3.1 Words importing the singular shall include the plural and vice versa.
Words importing the masculine gender shall include the feminine.
Words importing persons shall include corporations, companies and firms where relevant.
- 3.2 In the constitution, unless the subject or content is inconsistent therewith:
- 3.2.1 “SAGI” means the “South African Geomatics Institute”
- 3.2.2 “The council” means the body elected in terms of Clause 9.
- 3.2.3 The word “member” denotes the grades of membership listed in Clause 8.1, except where the word “member” is specifically used to denote a particular grade of membership.
- 3.2.4 “The act” means the Geomatics Profession Act (Act 19 of 2013) as amended or superseded.
- 3.2.5 “The rules” means any rule created by the council in terms of this constitution.
- 3.2.6 “Institute branches” means the regional institute branches of SAGI established in terms of clause 11.2

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- 3.2.7 “Commissions” mean the domain specific commissions established at the regional level in terms of clause 11.3, and operated through the associated branch commissions established at the regional level in terms of the rules, to represent the various domains in the membership of SAGI.
- 3.2.8 “Voting members” means a paid up member entitled to vote in terms of the constitution.
- 3.2.9 “Working group” means a group of people appointed with specific terms of reference and for a specific time period, by any structure of SAGI.
- 3.2.10 “General meeting” means a series of institute branch general meetings of SAGI members constituted in terms of the rules.
- 3.2.11 “Domain” means an area of work speciality, defined by recognised activities, functions, or application areas.
- 3.2.12 “Statutory Council” means current or any future organisation constituted in terms of legislation governing the registration of members of the geomatics profession.
- 3.2.13 CEO means Chief Executive Officer.
- 3.2.14 EXCO means the Executive Committee of SAGI.
- 3.2.15 “Geomatics” is a field of activities which, using a systematic approach, integrates all the means used to acquire and manage spatial data required as part of scientific, administrative, legal and technical operations involved in the process of the production and management of spatial information. The field of activities includes but is not limited to land surveying, town planning, the various fields of engineering surveying and of geographical information science.

4 **STRUCTURE**

SAGI shall comprise:

- A council,
- An executive committee (EXCO),
- A Secretary/Registrar
- Such regional institute branches as may be deemed fit to be established, and
- Domain specific commissions operating within the regional institute branch structures.

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5 HEADQUARTERS

The council shall determine the location of the administrative office of SAGI from time to time.

6 LANGUAGE POLICY

- 6.1 SAGI will generally conduct its business in English, but working groups, institute branches and/or commissions may conduct their business in any one of the official languages of the country by mutual agreement of the persons within such structure.
- 6.2 For the purpose of interpretation, the English text of the constitution shall be accepted as the official or authorised version. In the event of any doubt or dispute as to the meaning or import of any portion of the constitution or any by-laws framed there under, the interpretation by the council, based on the English text, shall be adopted.

7. REPRESENTATION

In electing or appointing members to any formal structure, body, committee, commission, sub-committee or workgroup of SAGI:

- 7.1 Cognisance shall be taken of the spread of persons present in the membership category from which representatives are being chosen and subject to 7.2 below, one member from each Statutory Council registration level of
 - Professional and above,
 - Surveyor /Technologist/Technician.
 shall be elected or appointed to such structure, if available; provided that representation of a level to council requires a minimum membership of 20% of the total membership of the institute branch, and provided that if more persons than the number of groups represented are required to be elected or appointed, then additional persons shall be chosen in proportion to the membership profile in terms of the above levels of competence in the source membership, and provided further that all members elected or appointed to council, institute branch committees or branch commissions shall be registered with PLATO at the time of their election or appointment
- 7.2 Persons from each under-represented demographic group should be given preference to be represented on each structure of SAGI, when such persons have made themselves available to serve on such structures.

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8. MEMBERSHIP

8.1 Categories of membership

The membership of SAGI consists of:

- Honorary member: Voting
- Life Member: Voting
- Professional member: Voting
- Full member: Voting
- Associate member: Voting
- Retired member: Voting
- Affiliate: Non -Voting
- Student: Non -Voting

8.2 Letters of designation

The following letters of designation (short titles) shall apply to members:

- Honorary Member: Pr/A/M.SAGI(Hon)
- Life Member: Pr/A/M.SAGI(Fellow)
- Professional Member: PrM.SAGI.
- Full Member: M.SAGI.
- Associate Member : AM.SAGI.
- Affiliate Member : Aff.SAGI
- Student Member: Stu.SAGI

A retired member shall be entitled to continue to use the letters of designation applicable to him or her at the time of his or her retirement.

8.3 Definitions of membership categories

8.3.1 *Honorary member*

Any person shall be eligible for election as an honorary member who has rendered outstanding service to the industry or has reached a position of eminence in the field of Geomatics, as deemed by council. Such persons must be nominated and elected by 80% (eighty percent) vote at a council meeting. All honorary members shall be deemed to be honorary members of SAGI for life.

Fellow member

Any person shall be eligible for election as a fellow member who has rendered outstanding service to SAGI. Such persons may be nominated by any member of SAGI. Motivation for nomination to be approved by 80% vote at a council meeting.

8.3.2 *Professional member*

Any person shall be eligible for election as a professional member who is registered in a professional category with Statutory Council.

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8.3.3 *Full member*

Any person who is registered with Statutory Council as a technologist

8.3.4 *Associate member*

Any person who is registered with Statutory Council as a technician

8.3.5 *Affiliate member*

At the sole discretion of the SAGI EXCO Affiliate membership may be granted.

8.3.6 *Student*

Any person who is registered at an institution of higher learning as defined in the Rules.

8.3.7 *Retired*

A person may change his status to that of Retired after application to and approval by the EXCO and may only carry a vote if such member was entitled to vote prior to retirement.

8.4 Nomination of Members

A recommendation from a proposer and seconder, who must be voting members of SAGI in good standing, must accompany each nomination for membership. The forms in accordance with the rules must be submitted, by the specific branch to which such aspirant member will belong, to the vice-president (administration and finance). Applications will be processed as stated in the Rules

8.5 Membership Certificate

Every member shall receive a certificate of membership signed by the president and the vice-president (administration and finance). Certificate content details shall be defined in the Rules.

Certificates of membership shall remain the property of SAGI. Should the holder of such certificate cease to be a member, the certificate must be returned to the relevant branch or to the SAGI national secretary.

8.6 Membership Register

The council shall establish and maintain a membership register, containing the full names, designation, qualifications, registration category and domain specific information of each member. The register must contain information on the primary and additional domains of Geomatics practised by the applicant, if applicable.

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8.7 Fees and Subscriptions

All applications for membership must be accompanied by the entrance fee and the annual subscription as detailed in the rules.

9. SAGI MANAGEMENT

The management of the affairs of SAGI shall be vested in a council, which shall meet at least once per financial year and whose members shall hold office for two years, or until the assumption of office by their duly appointed successor.

9.1 The council shall comprise the following:

9.1.1 A president

9.1.2 A vice-president (Administration and Finance)

9.1.3 A vice-president (Marketing and Transformation)

9.1.4 A vice-president (Education)

9.1.5 A vice-president (Engineering)

9.1.6 A vice-president (GISc)

9.1.7 A vice-president (Cadastral)

9.1.8 All Institute branch chairmen or their alternate

9.1.9 Such other persons as may be co-opted, at the discretion of the president with concurrence of council, in an advisory or observational capacity. Such persons shall not be entitled to vote.

9.2 The persons on Council shall be members of SAGI in good standing and shall have the right to exercise one vote at council meetings provided that the president may exercise a casting vote in the case of deadlock.

9.3 Council members may be re-elected as per the Rules.

9.4 The authority of the council to act for SAGI shall be unlimited, except by this

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Constitution and the Rules or any special directive which may be given at a general meeting the council may exercise any of the functions and responsibilities listed under Clause 10.

10. FUNCTIONS AND RESPONSIBILITIES OF COUNCIL

In order to promote its aims and objectives, the council of SAGI shall have the following functions and responsibilities:

- 10.1 To elect the president, and the vice-presidents. The president of SAGI shall be registered in accordance with the Act in a professional category.
- 10.2 Assign or remove responsibilities of vice- presidents.
- 10.3 To establish new institute branches and to dissolve existing institute branches from time to time, as may be deemed to be in the best interests of SAGI
- 10.4 To delegate such powers and functions to EXCO, institute branches, branch commission chairpersons and working groups as it deems fit.
- 10.5 To appoint working groups; to determine terms of reference for such groups; and to co-opt any person or persons from the membership, whether voting or otherwise, to serve upon such groups during the terms of office of such groups
- 10.6 To encourage and assist the branch committees to establish commissions, to assist in determining the terms of reference for such commissions.
- 10.7 To prescribe a code of ethics for its membership
- 10.8 To create, where necessary, legal entities for the purpose of transacting on behalf of SAGI
- 10.9 To acquire and dispose of any property, movable or immovable, including shares, servitudes and other rights to property.
- 10.10 To raise loans, secured, if need be, by mortgage bonds, debentures or otherwise, upon SAGI's property and to hire, for long or short periods, such goods or property, movable or immovable, as may be necessary.
- 10.11 To build, upon its own property, such buildings as SAGI council may determine.
- 10.12 To open banking accounts, and invest surplus funds in appropriate investment portfolios.
- 10.13 To raise levies, create legal entities and to generate income from services rendered on behalf of the membership, provided that SAGI may not compete with its members.
- 10.14 To disseminate, by way of publication in a journal or through newsletters or other means, matters affecting and/or of interest to the Geomatics and surveying community.
- 10.15 To support land reform, reconstruction and development and other related programmes in the Republic of South Africa.

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- 10.16 To provide professional advisory and other support services to any minister, government department, or public authority.
- 10.17 To make donations to public or private bodies or institutions and to fund bursaries or scholarships for the study of any aspects of Geomatics.
- 10.18 To affiliate with, or become a constituent member of any other organisation, institute or society that can, in any way assist in the promotion of the objectives of SAGI.
- 10.19 To consult with approved educational institutions and employer organisations, on education and training in any of the fields of Geomatics.
- 10.20 To frame or amend, within the provisions of this constitution, rules governing all such matters regarding membership and the management of the affairs of SAGI that are not covered by this constitution, provided that:
 - 10.20.1 The rules shall have the same binding power as this constitution and may be amended from time to time by the council.
No rule framed by council may in any way contradict the provisions of this constitution and in any question of interpretation, the provisions of this constitution shall take precedence
 - 10.22.2 The framing and amendment of any SAGI Rule may be approved by electronic ballot of the majority of Council members.
- 10.23 To employ staff on a full time or temporary basis.
- 10.24 To attend to any other matter incidental to the affairs of SAGI, and execute any action that may be necessary to carry out the vision, charter and goals of SAGI.

11. SAGI ADMINISTRATION

The EXCO as defined in clause 3.2.14, referred to in clause 4 and established in terms of clause 11.1 shall carry out the administrative functions of council during the intervals between council meetings. Regional institute branches shall be established to represent SAGI and carry out its functions at the regional level.

There shall be domain specific commissions on a national level but established, operated and administered through the regional institute branches to deal with the domain specific issues relating to the various domains represented in SAGI.

11.1 EXCO

11.1.1 EXCO shall meet as and when required in terms of the rules, and shall

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have such administrative powers, under the authority of council, as delegated, for the efficient administration of the affairs of SAGI.

11.1.2 The composition of EXCO shall be as determined from time to time by council and shall be incorporated in the rules, subject to the minimum composition of EXCO which shall comprise of the following:

- 11.1.2.1 The president
- 11.1.2.2 The appointed vice-presidents
- 11.1.2.3 The regional branch chairpersons
- 11.1.2.4 A CEO when appointed.
- 11.1.2.5 National Secretary/Registrar

11.2 Institute branches

- 11.2.1 Institute branches shall be established and may be dissolved under conditions and circumstances determined by council, with the consent of a simple majority of the members of such institute branch in a general meeting.
- 11.2.2 The affairs of each institute branch shall be managed by an institute branch committee, the functions of which shall be as determined by council and incorporated in the rules.
- 11.2.3 The institute branch committee shall comprise members elected by the institute branch members as set out in the rules. The President of SAGI shall be an ex-officio member of such committee.
- 11.2.4 The institute branch committee must nominate one of its members in accordance with the rules to serve on council as an alternate to the Chairman.
- 11.2.5 The funding of institute branches and the administration of institute branch funds shall be determined by council and incorporated in the rules, provided that income generated by the branches for purposes pre-defined by the said branch committee as advised to and approved by the EXCO, shall remain with the said branch and recorded appropriately in the central accounting records of SAGI.
- 11.2.6 All assets, funds, books and records established after the inception of SAGI and maintained by any institute branch on behalf of SAGI, including funds generated by any specific branch for pre-defined purposes, shall remain the property of SAGI and shall be handed over to council upon demand.
- 11.2.7 The institute branch must establish branch commissions as set out in the rules. Persons elected to serve on branch commission committees shall be representative in accordance with the principle of representation set out in clause 7 hereinbefore.
- 11.2.8 A branch commission shall only deal with the domain specific interests for which it has been established and shall not be entitled to deal with interests affecting another

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domain, without engaging in discussion with the commission of the affected domain through the branch committee.

11.3 Branch Commissions and membership

- 11.3.1 The president of SAGI shall ex-officio be a member of each branch committee and together with the specific branch chairperson shall also ex-officio be a member of each branch commission.
- 11.3.2 The affairs of each branch commission shall be managed by a branch commission chairman, whose functions shall be as determined by council and incorporated in the rules. .
- 11.3.3 The funding of branch commissions and the administration of commission funds shall be determined by the branch committee and incorporated in the rules.
- 11.3.4 A branch commission shall only deal with the domain specific interests for which it has been established and shall not be entitled to deal with interests affecting another domain, without engaging in discussion with the commission of the affected domain.
- 11.3.5 The chairperson of a branch commission may refer any matter, through the commission vice-president or SAGI president to the EXCO or council for review.
- 11.3.6 All assets, funds, books and records maintained by any commission on behalf of SAGI shall remain the property of SAGI and be handed over to council upon demand.
- 11.3.7 Branch commissions may be dissolved under conditions and circumstances determined by council at the request of the respective branch after a general meeting.

12. FINANCES

The financial affairs of SAGI shall be controlled by council and be administered by the vice president (administration and finance) in accordance with such conditions as shall be determined by council and incorporated in the rules.

- 12.1 Council shall determine the amount and due date for all fees, levies and annual subscriptions payable by members.
- 12.2 The financial affairs of SAGI shall be maintained in good order and in conformity with Generally Accepted Accounting Practise (GAAP) at all times. An auditor shall prepare financial statements for each financial year, on a date determined by council.
- 12.3 Each institute branch shall prepare and submit bank statements and other supporting documentation of the affairs of the institute branch to the vice president administration & finance in good time to have same included in annual national audit prior to the annual

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council meeting.

- 12.4 Funds received from any organisation or institution shall be accounted for separately in the books of SAGI if conditions apply to such funds. Council shall comply with instructions issued by the donor organisation/institution regarding the allocation of funds donated and in the case of a donation from a former Land Survey Institute, the use of such funds shall be authorized by the branch which geographically represents the specific former institute and in consultation and agreement with the Vice president Cadastral of SAGI. Agreement of the Vice President Cadastral of SAGI would only be needed if the use of such funds were to be used in a court case or where the use of such funds would cast SAGI in a negative light. The annual financial statements of SAGI shall clearly show income (including interest) and expenditure of these funds.
- 12.5 Every member of SAGI, voting and non- voting alike, shall have the right to a copy of the audited financial statement providing that this copy may be an abridged version of the complete statement. Any such member wishing to scrutinise the complete financial statement, shall have the right to examine this document and any supporting evidence, provided that the member shall bear the cost of making such documents available.

13. VOTING

The rules governing voting shall be determined by council subject to the following conditions:

- 13.1 Each voting member of a working group, commission, institute branch, the council or EXCO shall have an equal vote when voting on that particular structure.
- 13.2 The president or chairperson will have, in addition to his or her normal vote, a casting vote to decide matters in case of dead-lock.
- 13.3 The council shall have the power to decide when a matter is ordinarily out to the vote at a general meeting or may be decided by postal/electronic ballot of the council and in the case of a general meeting of a branch, the branch committee shall have such power, unless already provided for in this constitution.
- 13.4 Council in terms of the rules shall determine verification procedures and auditing of ballot papers applicable to all voting within SAGI.

14. MEETINGS

The calling and conduct of both general and council meetings shall be subject to the rules.

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15. NOTICES

Notices, of whatever nature, shall be served in accordance with procedures, which shall be determined by council and incorporated in the rules.

16. TRUSTEES

16.2 The acquisition or disposal of any immovable property or any interest therein and the transfer, lease or mortgage thereof shall only be effected under the authority of a resolution of SAGI Council. A notice relating to such acquisition or disposal shall state the general tenor of the resolution to be passed and shall be served in terms of the rules governing the serving of notices regarding general meetings or postal/electronic ballots as the case may be.

16.3 Notwithstanding the provisions of this clause, council may, with the concurrence of the trustees, resolve that the monetary implications of a contemplated transaction do not warrant the calling of a general meeting or a postal/electronic ballot. In such cases, the matter may be decided at a council meeting.

17. CONSTITUTIONAL CHANGES

17.1 Any amendments to this constitution shall only be made through a process of branch institute general meetings and the following shall apply over and above any process laid down in the rules.

17.1.1 Not less than 21 (twenty one) days notice must be given to all members of the date, time and venue of the general meeting.

17.1.2 The notice must disclose the proposed amendments to the constitution together with the reason therefore.

17.1.3 The quorum for the general meeting at the time proposed for deliberating and voting on the amendments shall be 30% (thirty percent) of the members entitled to vote. If within half an hour from the time appointed for dealing with the particular amendments, a quorum is not present, the meeting shall stand adjourned for two hours, after which if a quorum is still not present the members present, in person or by proxy, shall be a quorum for the re-constituted meeting; provided that such number shall not be less than 15% (fifteen percent) of the members, in person or by proxy, entitled to vote.

17.1.4 If the 15% (fifteen percent) proviso mentioned above can also not be met at the time of voting in the re-constituted meeting the decision of the said branch on the said constitution amendments shall be a negative decision.

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- 17.1.5 Where a meeting has been re-constituted as aforesaid, the vice-president (administration and finance) shall, upon a date not later than three working days after re-constituted meeting, send a written notice to each member stating all the relevant details of the said re-adjourned meeting especially the grounds for the postponement and the eventual outcome and requesting, within 14 (fourteen days) any comment and objections
- 17.1.6 Changes to the constitution will require at least a 2/3 (two thirds) majority of the sum of votes of all members present or represented by proxy at all branch general meetings to be carried.
- 17.1.7 Electronic voting will be utilized when necessary.

18. DISSOLUTION OF SAGI

- 18.1 The decision to dissolve SAGI shall only be made by a postal/electronic ballot with a 2/3 (two thirds) majority of all the votes cast with the proviso that national council had beforehand by a unanimous resolution taken the decision to dissolve SAGI, being 80% of all members of council, whether present or absent, during the vote.
- 18.2 Should it be decided to dissolve SAGI, there shall be appointed two liquidators, who shall not be members of SAGI, who shall wind up the affairs of SAGI. Provided all outstanding debts of SAGI have been paid, all remaining assets of whatever nature shall be handed over to SAGI Trust and if not possible for any reason, to such other organisation as, in the opinion of the liquidators, has aims and objectives most nearly resembling those of SAGI or the SAGI Trust, failing such other organisation, to an educational institution to establish and administer a suitable bursary. No member of SAGI, an official or otherwise, will derive any pecuniary benefit from the dissolution of SAGI.

19. INTERPRETATION OF CONSTITUTION AND RULES

In the case of any doubt as to the meaning or interpretation of this constitution and any rules framed there under, council shall be the final arbiter and its decision shall be binding upon members until such time as SAGI shall in terms of clause 17 amend the relevant clause or rule.

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