



# CONSTITUTION

of the

**South African Clinical Neuropsychological Association**  
(SACNA)

## **1 NAME**

- (1) The name of the Association shall be the South African Clinical Neuropsychological Association (hereinafter referred to as "SACNA").

## **2 OBJECTIVES**

- (1) The principal objectives of SACNA are to promote the professional development of clinical neuropsychology in:
  - (a) Supporting a unitary and democratic health care system in South Africa that respects the needs and wishes of all people. Accordingly, in allocating funds and continuing education time, SACNA shall give priority to the primary health care needs of all the people of South Africa, urban and rural, by promoting basic skills devolution and the transfer of neuropsychological technology to primary health care workers while nonetheless recognising that the goal of devolution is best served by concurrently developing a core of highly skilled expert practitioners;
  - (b) Helping in the dissemination of knowledge and skills to those interested in clinical neuropsychology;
  - (c) Offering a peer-credentialed training programme for psychologists in the field of neuropsychology;
  - (d) Providing a body of appropriately registered professionals competent to advise on the teaching of neuropsychology and professional matters pertaining to clinical neuropsychology;
  - (e) Educating medical practitioners, allied professionals, and other interested parties about the field of neuropsychology;
  - (f) Providing a means of identifying professionals competent in matters pertaining to clinical neuropsychology;
  - (g) Fostering and encouraging the development of training facilities for clinical neuropsychology;
  - (h) Fostering international co-operation in neuropsychology;

## **3 SEPARATE LEGAL PERSONALITY**

- (1) SACNA is an association with a separate legal personality as it is a voluntary association with perpetual succession, with the ability to sue and be sued in its own name. SACNA is a non-profit association and it came into existence for the purposes of reaching its principal and ancillary objectives as set out in section 2 of this Constitution.
- (2) Therefore:
  - (a) SACNA is a body corporate and has an identity and existence distinct from its members or office-bearers;
  - (b) SACNA shall continue to exist notwithstanding changes in the composition of its membership or office-bearers; and
  - (c) SACNA does not pursue profit for gain, it can act independently in legal claims and defence, obtain and alienate property, make payments in the form of salaries, fees, awards and donations, and can perform any actions which are compatible with its objectives and which result from its objectives.

## **4 INCOME AND PROPERTY**

- (1) As a result of the fact that SACNA is a body corporate, which body corporate does not pursue profit for gain:
  - (a) SACNA's income and property are not distributable to its members or office-bearers, except as reasonable compensation for services rendered; and
  - (b) SACNA's members or office bearers have no rights in respect of SACNA's property or its other assets solely by virtue of their being members or office bearers.

## 5 POWERS OF SACNA

- (1) SACNA has the following powers, namely to:
  - (a) Register psychologists, medical practitioners, students and / or members of the general public as members of SACNA. In this regard, it is specifically recorded that SACNA has established various categories of membership as indicated in sections 7(1)(a) – (f) of this Constitution;
  - (b) Determine whether a particular member qualifies for membership within a specific category of membership as more fully described in sections 7(1)(a) – (f) of this Constitution;
  - (c) Determine the processes to be followed by a member when applying for membership with SACNA;
  - (d) Suspend a member's membership with SACNA by giving written notice to such member in the following events, namely:
    - (i) In the event that membership with the HPCSA is a requirement for the said member's membership with SACNA:
      - (1) The said member's membership with the HPCSA is terminated by the HPCSA or the member is no longer a member of the HPCSA for any other reason whatsoever;
      - (2) The member's membership with the HPCSA has been suspended by the HPCSA and the member has not been re-instated as a member of the HPCSA;
      - (3) The member has been found guilty of any misconduct by the HPCSA, which misconduct is, in the opinion of SACNA, of such a nature that suspension of the member's membership with SACNA is warranted; and / or
      - (4) The member is under investigation by the HPCSA for alleged misconduct and the alleged misconduct is of such a nature that, in the opinion of SACNA, suspension of the member's membership with SACNA is warranted;
    - (ii) In the event that registration with an academic institution is a requirement for a member's membership with SACNA:
      - (1) The member's membership with the said academic institution is terminated by the said academic institution, or the member is no longer a member of the said academic institution for any reason whatsoever;
      - (2) The member's membership with the said academic institution has been suspended by the said academic institution and the member has not been re-instated as a member of the said academic institution;
      - (3) The member has been found guilty of misconduct by the said academic institution, which misconduct is, in the opinion of SACNA, of such a nature that suspension of the member's membership with SACNA is warranted; and / or
      - (4) The member is under investigation by the said academic institution for alleged misconduct and the alleged misconduct is of such a nature that, in the opinion of SACNA, suspension of the member's membership with SACNA is warranted;
  - (e) The Executive Committee shall have power to summarily suspend or expel from membership any member whose actions are contrary to the objectives of SACNA or in contravention of any regulation or by-law of SACNA being enforced at the time. Such suspension or expulsion shall be ratified by a quorum consisting of 20% of the Full Members, who are present at a general meeting, with the exception of expulsion for non-payment of membership fees, which shall be at the sole discretion of the Treasurer and President/President Elect.
  - (f) Collect membership fees from members in terms of an agreement between SACNA and its members;

- (g) Provide members and / or members of the general public with training and appoint experts to lecture at seminars
- (2) SACNA exercises the aforesaid rights and obligations via the Executive Committee.

## **6 ORGANISATIONAL STRUCTURE AND MECHANISMS FOR GOVERNANCE OF SACNA**

### The Executive Committee

- (1) The Executive Committee of SACNA comprises the following executives, namely the:
- (a) President;
  - (b) President Elect;
  - (c) Immediate Past President – who will automatically take office as President in the event that the President resigns or leaves SACNA;
  - (d) Secretary;
  - (e) Treasurer / Membership Secretary – who shall be responsible for opening a bank account at a bank or financial institution and all disbursements shall be authorised by the Treasurer. Furthermore, all financial transactions shall be conducted by means of the said bank account. It is further specifically recorded herein that SACNA’s money shall only be used for the purposes of conducting SACNA’s functions as appears clearly in this Constitution and for advancing SACNA’s principal and ancillary objectives;
  - (f) Two other elected full members to assist in fulfilling various executive committee roles, which include, but are not limited to, Communications, HPCSA liaison, SAMLIS liaison, Educational initiatives and CPD activities.
- and
- (g) Additional executive committee members may be co-opted at the option of the persons mentioned in sections 6(1)(a) – (f) of this Constitution.

### Removal from office:

- (2) An executive shall cease to hold office as such-
- (a) If by notice in writing to SACNA he resigns his office;
  - (b) If he is or becomes of unsound mind;
  - (c) If he surrenders his estate as insolvent, or his estate is sequestrated;
  - (d) If he is convicted of an offence which involves dishonesty;
  - (e) If his membership with the HPCSA is suspended or terminated for any reason whatsoever;
  - (f) If by resolution at a general meeting of SACNA, he is removed from his office, provided that the intention to vote upon the removal from office has been specified in the notice convening the meeting and two thirds of the Full Members present at the general meeting vote in favour of such executive’s removal;
  - (g) If he is or becomes disqualified in terms of sections 69(5), (7)(a) or (b) or section 69(8) of the Companies Act, No 71 of 2008 from being appointed or acting as a director of a company.

### Replacement:

- (3) The Executive Committee may appoint another executive in the place of any executive who has ceased to hold office in terms of subsection (2), for the unexpired part of the term of office of the executive so replaced without having to convene a general meeting.

Powers and obligations of the Executive Committee:

- (4) The Executive Committee shall have a wide range of powers, which powers include, but are not limited to the following, namely to:
- (a) Make decisions regarding the Executive Committee members' various duties and obligations provided, however, that the Executive Committee shall not have the right to make such decisions which are in conflict with the provisions regarding the said duties stipulated in this Constitution;
  - (b) Make decisions regarding all matters stipulated in sections 5(1)(a) – (i) of this Constitution;
  - (c) Co-opt Full Members or Associate Members to assist them;
  - (d) Pass rules ("by-laws") for the management of SACNA provided, however, that the Executive Committee shall not be entitled to pass rules which are in conflict with this Constitution;
  - (e) Make investments of monies held in SACNA's bank account in an interest-bearing account at a bank or financial institution for SACNA's benefit, provided that the Treasurer, together with the President, and/or President-Elect, shall make a decision regarding such investment;
  - (f) Acquire immovable and movable assets for SACNA in order to conduct its activities, provided that the Treasurer, together with the President, and/or President-Elect, agree to the decision to acquire the aforesaid assets, for the purposes of conducting SACNA activities; and generally
  - (g) Manage the day-to-day affairs of SACNA.
- (5) The Executive Committee members shall determine the frequency of Executive Committee meetings and the business conducted at such meetings as they deem fit. A quorum of a meeting of the Executive Committee shall, however, be 50% (fifty percent) of all executives.
- (6) All decisions taken by the Executive Committee shall be taken by means of a majority vote by executives present at a meeting of the Executive Committee or in writing, unless if otherwise agreed by the Executive Committee members or if otherwise stipulated in this Constitution. In the event of a vote in writing, it shall be sufficient that the vote is made by way of e-mail, fax or registered mail.

Limitation on the powers of the Executive Committee:

- (7) The Executive Committee shall not:
- (a) Amend, add to, repeal or replace this Constitution without following the procedures set out in subsections (19) – (20) of this Constitution;
  - (b) Dissolve SACNA without following the procedures set out in subsections (21) – (22) of this Constitution;
  - (c) Incur disbursements without the authorisation of the Treasurer.

General Indemnity:

- (8) An executive shall not be personally liable for any losses and / or damages suffered by any person as a result of any act or omission occurring in good faith while performing his or her functions for or on behalf of SACNA. Neither shall a member or executive become liable for any of the obligations and liabilities of SACNA solely by virtue of their status as member or office bearer of SACNA.

General Meetings:

- (9) The Executive Committee shall convene a normal general meeting at least once every 2 (two) years within a period of 6 (six) months after its financial year, and not longer than 6 months after the end of the second financial year. All other general meetings shall be known as special general meetings.
- (10) The Executive Committee shall convene a special general meeting:
- (a) Whenever it deems it necessary; or

- (b) In the event that at least 25% (twenty five) percent of all Full Members of SACNA requests SACNA in writing to convene such meeting. The said request shall bear the signatures of the Full Members who requests such meeting.
- (11) All Full Members, Life Members and Retired Full Members shall be informed of each general meeting in writing at least 4 (four) weeks prior to such meeting and the notification of such meeting shall be accompanied by an agenda of such meeting. All members of the association shall be entitled to attend general meetings, unless agreed to otherwise by the Full Members, Life Members and Retired Full Members
- (12) A quorum of a general meeting shall comprise 20% (twenty percent) of all Full Members only, but Life Members and Retired Full Members shall also be entitled to vote at general meetings. This may also be done by proxy or electronic vote to ensure a quorum
- (13) Each Full Member, Life Member and Retired Full Member shall have 1 (one) vote. In the event that other members attend a general meeting, such members shall not have any votes;
- (14) All decisions at a general meeting shall be taken by means of a majority decision, Decisions may be taken by a show of hands or a secret ballot (in the event that any Full Member, Life Member or Retired Full Member demands a ballot). This may also be done by proxy or electronic vote to ensure a quorum
- (15) In the event of an equal vote, the President shall have a casting vote.
- (16) The business to be conducted at a general meeting shall be decided upon by the Executive Committee. However, and notwithstanding anything to the contrary contained herein, the following business shall be conducted at each normal general meeting, namely:
- (a) The Treasurer shall circulate a financial report within a reasonable time prior to every normal general meeting to be discussed at each normal general meeting; and
- (b) The election of the Executive Committee. In this regard, it is specifically recorded that:
- (i) Save for the President, an executive may hold more than one office on the Executive Committee;
- (ii) The executives holding office on the Executive Committee shall hold office for the full term, which consists of two full years *i.e* from the date of the normal general meeting at which they were elected until the normal general meeting which is held approximately 2 (two) years after such meeting. The term of office of the executives shall, however, not be less than two years and not be more than three years;
- (iii) Notwithstanding the above, the President, Past President and President Elect may not hold office as such for more than one term successively, *i.e.* from the normal general meeting at which they are elected to the following normal general meeting. Hence the said executives may not be re-elected as such, but they may be elected for another position on the Executive Committee than the one which they held during the preceding term;
- (iv) Nominations for executives serving on the Executive Committee shall be made at each general meeting which is not a special general meeting.
- (c) Removal from office of executives, provided that executives shall only be removed by a two third majority decision of Full Members, Life Members and Retired Life Members attending a general meeting and subject to the provisions of sections 6(2) of this Constitution.
- (17) The Secretary shall take minutes of each general meeting and shall distribute such minutes within a reasonable time thereafter.

Financial year end

(18) The financial year end of SACNA shall be 28 February of each year.

Amendments to this Constitution

- 19) Amendments or additions to the constitution shall be made at a general meeting convened for that purpose or at regular general meetings provided that the proposed amendments or additions shall be specified in the notice convening the meeting. Such amendments or additions shall be carried by a two-thirds majority of those voting.
- 20) Members wishing to propose amendments to the Constitution should advise the Secretary of such proposals two months before the date of the next General Meeting. All such proposals shall be communicated to members of SACNA at least four weeks before the date of the General Meeting. Proposed amendments must be submitted in writing to the Secretary and must be seconded by at least one other Member.

Dissolution of SACNA

- (21) SACNA shall only be dissolved at a general meeting by means of a resolution adopted by two thirds of the Full Members, Life Members and Retired Full Members present at such meeting. Furthermore 2 (two) months' written notice of the said general meeting, the intention to dissolve SACNA as well as the reasons therefore shall be given to all Full Members, Life Members and Retired Full Members.
- (22) In the event of dissolution as aforesaid, the assets remaining after all SACNA's liabilities have been met, shall be transferred to another non-profit organisation with similar objectives to those of SACNA, which non-profit organisation shall be decided upon in accordance with a resolution adopted by two thirds of the total number of Full Members, Life Members and Retired Life Members in writing (excluding electronic votes) or two thirds of Full Members, Life Members and Retired Life Members present at a general meeting.

**7 SACNA MEMBERSHIP**

- (1) SACNA has established the following categories of membership and qualifications required for such memberships, namely:
- a) **Full Member.** Any person who has qualified in terms of the "grandparenting" procedure before 31<sup>st</sup> August 1987, or any Associate Member who meets the following criteria:
- i. Has been a registered psychologist for at least two years, OR has had a minimum of five years supervised working experience in neuropsychological assessment and treatment and is a registered psychologist. The statutory year of community service counts towards this experience.
  - ii. Has passed an examination of knowledge and skills in clinical neuropsychology OR demonstrated that they have conducted substantial independent research in clinical neuropsychology, substantial being defined as a Masters or Doctoral thesis or the publication of peer-reviewed research, at the discretion of the Credentialing Committee.
  - iii. Submits at least 2 (two) comprehensive neuropsychological assessments or case studies focusing on assessment or intervention which demonstrate an acceptable level of competence to the examining board appointed by the Executive Committee of SACNA. The examiners may require candidates who have not had extensive clinical supervision to present themselves for an additional clinical examination. Reports should be submitted within a maximum of 12 months after successfully completing the knowledge examination or having a dissertation accepted by the SACNA credentialing committee.

- iv. Supplies the names of two referees who can attest to the experience and competence of the applicant.
  
- b) **Associate Member.** Any person who is a registered psychologist with an interest in clinical neuropsychology.
  
- c) **Student Member.** Any person who is a registered student at a university in South Africa with at least a Bachelors degree and a major in psychology.
  
- d) **Subscriber Member.** Any professional, qualified individual with an interest in neuropsychology.
  
- e) **Life Member.** A full member who is granted honorary life membership by the executive committee in recognition of the contribution he/she has made to neuropsychology in South Africa. Life members are exempt from payment of annual subscription fees, whether or not they continue to retain their statutory registration.
  
- f) **Retired Full member.** A full member who no longer practises but who wishes to retain membership privileges. Retired full members pay a reduced annual subscription fee, whether or not they continue to retain their statutory registration.

Rights and privileges of membership with SACNA:

- (2) Members shall have the following rights and privileges, namely:
  - (a) Eligibility for membership of the Executive Committee: Only the following members shall be eligible for membership on the Executive Committee, *i.e* shall be entitled to be elected as office-bearers of the Executive Committee, namely:
    - (i) Full Members, Life Members and Retired Full Members shall be entitled to be office-bearers (executives). It is, however, specifically recorded herein that no other members shall be elected as office-bearers of the Executive Committee, but Associate Members may be co-opted members of the Executive Committee
    - (ii) members who are in good standing with SACNA with respect to payment of annual subscription fees and any other amounts due, owing and payable to SACNA
    - (ii) members who have been members of SACNA for at least 1 (one) year;
  - (b) Full Members and / or Associate Members may be appointed by the Executive Committee as Chairpersons of Regional Branches. The provisions of section 7(3)(a) shall apply *mutatis mutandis*;
  - (c) Full Members, Life Members and Retired Full Members shall be notified and have the right to attend General Meetings;
  - (d) Each Full Member, Life Member and Retired Full Member has 1 (one) vote at a general Meeting or has the right to vote in writing. In the event of a vote in writing, such vote shall be valid in the event that it is made by e-mail, fax or registered mail;
  - (e) To access resources such as articles published on SACNA's web site by logging in with a unique user name and password; and
  - (f) SACNA shall be entitled to assign specific rights and privileges to members in respect of each category of membership.
  
- (3) The aforesaid rights and privileges are subject to the condition that SACNA has not suspended or cancelled a person's membership with SACNA.



Duties and obligations of members

- (4) Members shall have the following duties and obligations, namely:
- (a) All members shall abide by the regulations and by-laws of SACNA and endeavour as best they can to further the objectives of SACNA;
  - (b) Members shall ensure that they remain up to date with the payment of their annual membership fees to SACNA. SACNA shall be entitled to determine and / or amend the annual subscription fees in terms of a SACNA by-law.
  - (c) Full members shall maintain professional competence in the field of clinical neuropsychology to the satisfaction of SACNA, which maintenance of professional competence shall reflect current scholarship and recent advances. It is therefore incumbent on full members to participate in continuing education as determined from time to time by the executive committee. Failure to do so may result in termination of full membership.

**8 INTERPRETATION AND DEFINITIONS**

- (1) The following words shall have the following meanings in this Constitution, namely:
- (a) “executive” or “office bearer” means a member of the Executive Committee
  - (b) “Executive Committee” means the Executive Committee described in section 6 of this Constitution and shall consist of the executives described in sections 6(a) – (e) of this Constitution;
  - (c) “general meeting” means a normal general meeting or a special general meeting;
  - (d) “HPCSA” means the Health Professions Council of South Africa established in terms of the Health Professions Act, No. 56 of 1974;
  - (e) “member” means any member of SACNA described in sections 7(1)(a) – (e) of this Constitution;
-