

CHAPTER 5 MEETINGS OF THETA

Annual General Meeting

1. THETA shall meet for its annual general meeting at least once in each year within not more than six months after the end of each financial year of THETA and within not more than 13 months after the date of the last preceding annual general meeting of THETA. The time, date and place of such meeting shall be determined by the chairperson in consultation with the Executive Committee.
2. The business of THETA, when meeting as the annual general meeting of THETA, shall include:
 - 2.1 the consideration of the annual financial statements of THETA, the annual report of THETA's affairs and the report of the Auditor-General;
 - 2.2 the appointment of an auditor;
 - 2.3 the discussion of any matter referred to in or arising out of the financial statements or the reports;
 - 2.4 the discussion of any matter of which notice shall have been given to the chief executive at least 28 days before the date of the annual general meeting;
 - 2.5 the transaction of such other business as is required to be transacted by THETA under this constitution or the Act;
 - 2.6 the election of the office-bearers of THETA, and, where applicable under the provisions of this constitution, the selection of its members, the election of the members and office bearers of the standing committees and the election and selection of the members of chambers;
 - 2.7 the approval of the annual budget and business plan prepared by the Resources Committee for submission to the Minister; and
 - 2.8 the delegation of the functions, rights, duties and powers to members, employees, committees or chambers.
31. Members shall each be paid an honorarium of R300 for attendance at an annual general meeting.

Other meetings

32. In addition to the annual general meeting, THETA shall meet at least once more in each financial year.
33. Other meetings of THETA:
 - 33.1 may be held at a time, date and venue and for the transaction of such business as may be determined by THETA itself;

- 33.2 may be convened by the chairperson at a time, date and venue and for the transaction of such business as may be determined by the chairperson when, in the chairperson's opinion and after consultation with the Executive Committee, circumstances justify such a step;
- 33.3 shall be convened by the chairperson at a time, date and venue determined by the chairperson in the circumstances provided for in 35.
34. Members shall each be paid an honorarium of R300 for attendance at a meeting of THETA.

Requisitioned meetings

35. The chairperson shall, on the requisition of not less than one-third of the members of THETA, within 14 days of the lodging of the requisition issue a notice to members of THETA convening a meeting of THETA for a date not less than 21 and not more than 35 days from the date of the notice.
- 35.1 The requisition shall state the objects of the meeting which shall be to transact some business which by this constitution is required or permitted to be transacted by THETA. The requisition shall be signed by the requisitionists and lodged at the registered office of THETA. It may consist of several documents in like form, each signed by one or more requisitionists.
- 35.2 If the chairperson does not within 14 days from the date of the lodging of the requisition issue a notice as required under 35, the requisitionists may themselves on 21 days' notice convene a meeting, stating the objects thereof, but no meeting so convened shall be held after the expiration of three months from the date upon which the requisition was lodged.
- 35.3 Any meeting convened by the requisitionists under 35.2 shall be convened in the same manner as nearly as possible as that in which meetings of THETA are to be convened by the chairperson.
- 35.4 Any reasonable expenses incurred by the requisitionists by reason of the failure of the chairperson to convene a meeting shall be repaid to the requisitionists by THETA.

Procedure

36. THETA shall regulate its meetings as it deems fit. The quorum necessary for the transaction of business shall be one-third of its members from time to time, one half of whom shall be members referred to in **Error! Reference source not found.** or **Error! Reference source not found.**
37. THETA may act despite vacancies in its membership so long as a quorum is present.

38. Acts or decisions of THETA will not be invalid only because of a defect or irregularity in the appointment of a member or the election of the chairperson or other office-holder or in choosing a member to chair a meeting.
39. If within half an hour after the time appointed for the meeting a quorum is not present, the meeting, if convened upon a requisition of members, shall be dissolved. In any other case, the meeting shall stand adjourned to a day not earlier than seven days and not later than twenty-one days after the date of the meeting at the same time and place. If no quorum be then present within half an hour after the time appointed for the meeting, the members then present shall constitute a quorum and may transact the business for which the meeting was called. If the same place be not available, the members present shall by majority vote adjourn to an available place.
40. The chairperson of THETA or such person as shall be acting in the place of the chairperson under **Error! Reference source not found.** shall preside at all meetings of THETA.
41. The person presiding at any meeting of THETA shall ensure that minutes of such meetings are kept.

Voting

42. At all meetings of THETA:
 - 42.1 Members of THETA including the ex officio members shall each have one vote except the member appointed under 20.8 who shall be a non-voting member.
 - 42.2 Proxy votes will not be allowed.
 - 42.3 All questions shall be determined by a majority of votes. In the case of an equality of votes, whether on a show of hands or on a ballot, the presiding officer of the meeting shall have a second or casting vote.
 - 42.4 All questions shall be decided on a show of hands unless a ballot is (before or on the declaration of the result of the show of hands) demanded by the presiding officer of the meeting or by five members personally present. The demand for a ballot may be withdrawn.
 - 42.5 Unless a ballot is so demanded, a declaration by the presiding officer at the meeting that a resolution has, on a show of hands, been carried or carried by a particular majority, or lost or not carried by a particular majority, and an entry to that effect in the book containing the minutes of the proceedings of THETA shall be conclusive evidence of the fact, without proof of the number or proportion of the vote recorded in favour or against any such resolution.
 - 42.6 If a ballot is duly demanded, it shall be taken in such manner and either at once or after an interval or adjournment as the presiding officer at the meeting directs. The result of such ballot shall be deemed to be the

resolution of THETA. Scrutineers shall be elected to determine the result of the ballot.

Notice of Meetings of THETA

43. The annual general meeting of THETA shall be called by not less than twenty-one days' notice in writing. Any other general meeting or meeting of THETA shall be called by not less than fourteen clear days' notice in writing. Notice of a general meeting, other than the annual general meeting, may be dispensed with if each of the members of THETA so agrees.
44. The notice shall be exclusive of the day on which it is served or deemed to have been served and of the day for which it is given. It shall specify the place, the day, the hour and the business of the meeting and shall be given in the manner provided for in this constitution to each member of THETA.
45. A meeting of THETA shall, notwithstanding the fact that it is called by shorter notice than that specified in this article, be deemed to have been duly called if it is so agreed by ninety per cent of the members of THETA.
46. Any notice required or permitted to be given to any member of THETA under this constitution shall be given in the manner and in accordance with the provisions of this clause.
47. A notice may be given by THETA to any member either personally, by telefax or electronic mail or by sending it by post in a pre-paid letter addressed to such member at the telefax, electronic mail or delivery address, as the case may be, supplied by him or her to THETA at the time when he or she became a member of THETA or at such other address within the Republic of South Africa as he or she may have notified THETA in writing from time to time.
48. Any notice by post shall be deemed to have been served on the fifth day after the day when the letter containing it was posted. Notice sent by telefax or by electronic mail shall be deemed to have been received on the next business day after transmission. In proving the giving of the notice by post, it shall be sufficient to prove that the letter containing the notice was properly addressed, pre-paid and posted. In the case of telefax or electronic mail, it shall be sufficient to prove that the notice was transmitted to the correct address.