

**Constitution  
of the**

**Trainee Accountant Society  
of the Western Cape**

formerly  
***Southern Region Trainee  
Accountants Society  
(Western Cape)***

Adopted June 2008

- 1 Name of the society
  - 1.1 The name of the society shall be the Trainee Accountant Society of the Western Cape. The shortened name shall be TAS. The society falls under the jurisdiction of the Council of the Southern Region of the South African Institute of Chartered Accountants.
  
- 2 Definitions in this Constitution
  - 2.1 "Council" means the Council of the Southern Region;
  - 2.2 "Institute" means the South African Institute of Chartered Accountants;
  - 2.3 "Member" means a person who has satisfied the requirements for membership pursuant to the decision of the Committee of the Trainee Accountant Society of the Western Cape;
  - 2.4 "Committee" means an elected body of trainee accountants to manage the affairs of the Trainee Accountant Society of the Western Cape;
  - 2.5 "Region" means a Region as determined by the Board from time to time, more fully defined in Appendix I to the By-laws of the Institute;
  - 2.6 "Society" means the Trainee Accountant Society of the Western Cape or TAS;

- 2.7 "Southern Region" means the area of jurisdiction of the Society, being the provinces of the Western Cape and Eastern Cape;
- 2.8 "Members in good standing" shall be members who have paid the annual subscription as determined by the Committee for the current calendar year;
- 2.9 "Trainee accountants" shall be all trainee accountants registered with the Institute.
- 2.10 "Interests of members" means generally to do and undertake and advise on all matters, which may be expedient and in the interests of members, associates and students of the Institute.
- 2.11 "Charitable activities" as determined by the committee.
- 2.12 "Chairman" means the Chairperson/s of the Trainee Accountant Society of the Western Cape, or in his/her/their absence, the Co-Chairperson, shall preside at all meetings of the Trainee Accountant Society of the Western Cape Committee. In the absence of the Chairperson and the Co-Chairperson, the members present at the meeting shall elect from their own number a chairperson for that meeting.
- 2.13 "Training contract" means a binding contract between the member and The South African Institute of Chartered Accountants and/or Independent Regulatory Board for Auditors.

2.14 "Auditor" means registered member with the Independent Regulatory Board for Auditors.

### 3 Objectives

3.1 To establish an association for all trainee accountants and in particular, to encourage a companionship and understanding among members.

3.2 To protect the rights and further the interests of such members.

3.3 To provide opportunities for members to meet socially.

3.4 To encourage members to participate in charitable activities.

3.5 To broaden the outlook of members in the fields of accounting and allied disciplines.

3.6 To perform functions delegated by the Southern Region Council.

3.7 To do all such things as may from time to time be necessary for the fulfilment of the above objectives.

### 4 Membership

4.1 All persons serving training contract in terms of the Auditing Profession Act and/or persons serving training contract in terms of The South African Institute of Chartered Accountants By- laws shall be ordinary

members of the society until their period of articles is completed.

- 4.2 All persons who have completed the required period of articles but who have not satisfied the Independent Regulatory Board for Auditors and/or The South African Institute of Chartered Accountants requirements in the Qualifying Examinations shall be ordinary members.
- 4.3 Without prejudice to paragraphs 4.1 and 4.2, membership of the Society shall be deemed to cease on the completion of the calendar year in respect of which the subscription was paid.

## 5 Committee

- 5.1 The affairs of the Society shall be managed by a Committee, comprising not more than 10 members, including the Chairperson and a Southern Region Council representative.
- 5.2 The outgoing Committee shall elect the a maximum of two Chairpersons, for the incoming Committee who should preferably be a member/s of the outgoing Committee
- 5.3 The Committee may co-opt a maximum of 4 member/s on receipt of the detail of the said representative at a meeting following the first meeting of the incoming committee, provided that the possible cooption has been

included in the agenda of items for that particular meeting. The co-opted member shall meet the requirements of the Institute in terms of clauses 4.1 and 4.2. A member so co-opted will be elected for the period up to the meeting preceding the AGM. The co-options will take place at the first meeting after the Committee has been elected.

- 5.4 The outgoing Committee shall elect a maximum of ten committee members annually after due process by the end of March each year.
- 5.5 In the event of no outgoing members being able to retain membership on the Committee for the following year of office, the members of the society shall elect a maximum of 9 members to the Committee who shall be deemed to be members till the next Annual General Meeting.
- 5.6 Only members in good standing shall be eligible for election to the Committee.
- 5.7 Members in good standing seeking election to the Committee shall be nominated by written nomination signed by ten (10) members of the Society and accepted in writing by such candidate stating that he/she is resident in the Southern Region. This form will bear the written consent from the employer of the member. The

outgoing Committee will make the final decision by majority vote.

- 5.8 At the first meeting of the incoming Committee, the following office bearers shall be elected by majority vote: Treasurer, Secretary and Chairperson if not yet elected.
- 5.9 Four members of the Committee shall form a quorum.
- 5.10 Each member of the Committee shall be entitled to one vote at the meetings without prejudicing the Chairperson who shall have a deliberative vote and in the event of equality, shall have the casting vote. Where there are co-chairpersons, each chairperson will have one vote and there will be no casting vote.
- 5.11 Any member of the Committee absent from three consecutive meetings, without apology, of the Committee shall be deemed to have resigned his/her office.
- 5.12 The Committee shall have the power to fill any casual vacancy and any person so appointed will be deemed to have been elected at the Annual General Meeting. The Committee shall be entitled to co-opt a member to the Committee to fill any vacancy that occurs between Annual General Meetings in terms of clause 5.3.
- 5.13 Should the number of Committee members at any time fall below four, the remaining members and the Council nominee and or Regional Director shall in 21 days convene an Special General meeting for the purposes of

electing additional members to the Committee in terms of clause 5.5, 5.6, 5.7.

5.14 The Committee may appoint sub-committees to deal with such matters as they may decide. One of the Chairpersons or his/her/their representative shall be a member of all sub-committees appointed.

5.15 A resolution in writing, signed by all members of the Committee, shall be valid and effectual as if it had been passed at the meeting of the Committee duly convened and held.

5.16 All the members of the outgoing Committee, with the exception of the new Chairperson as elected in paragraph 5.1, shall retire on the appointment of the new committee, but shall be eligible for re-election subject to paragraph 5.4.

## 6 Privileges of members

6.1 Members may be invited to attend the meetings of the Committee at the discretion of the Committee but may not vote on any motion before the committee. As determined by the by-laws in force, members may exercise all other privileges in the manner contemplated by those by-laws.

## 7 Termination of membership

- 7.1 If any member shall commit any breach of the rules of by-laws and regulations of the Society; or do anything that is objectionable to the members; or should any member, in the opinion of the Committee, be guilty of conduct deemed to be unworthy of a member of the Society, or prejudicial to the objectives or reputation of the Society; the Committee shall have power to expel such member from membership of the Society subject to clause 7.2.
- 7.2 At least seven clear days of notice of such Committee Meeting,  
stating the nature of the notion to be proposed, shall be given to the member whose expulsion is proposed. Such member shall be entitled to attend and offer any explanation s/he may consider desirable, and there may be an appeal to the, Council of the Southern Region by either party, whose decision shall be final.
- 7.3 Any expulsion of the member shall forthwith be conveyed to the Council of the Southern Region.

## 8 Annual General Meeting

- 8.1 The Annual General Meeting of the members shall be held within six months after the financial year-end on a date to be fixed by the Committee.

- 8.2 The business of the meeting will be to receive the Chairperson's Report and the audited accounts for the year ending the last day of December of the preceding year.
- 8.3 The Treasurer shall present, in addition to the audited accounts, a review of the Society's financial activities since the date of the audited accounts to the date of the general meeting.
- 8.4 The meeting shall elect an auditor for the ensuing 12 months.
- 8.5 Should the vacancy occur in the office of the auditor during the financial year, a replacement shall be appointed by the Committee.
- 8.6 Twenty-one clear days' notice of the Annual General Meeting shall be given to each member, and such notice shall set forth the nature of the business to be transacted.
- 8.7 No motion shall be proposed other than that of which due notice has been given subject to those agreed to in clause 8.9.
- 8.8 A member desirous of moving any motion at an Annual General Meeting shall give notice thereof in writing to the secretary not less than 7 days before the date fixed for such a meeting, stating the terms of the motions s/he intends to propose.

8.9 The Chairperson of the Meeting shall have absolute discretion in deciding whether business of which due notice had not been given, may be discussed at the meeting.

## 9 Special General Meeting

9.1 The Committee may, whenever they think fit, call an Special General Meeting, and shall do so on receipt of a requisition in writing expressing the object of the meeting and signed by not less than 10 members in good standing the committee may, whenever they think fit, call and Special General meeting, and shall do so.

9.2 The notice convening the meeting shall be issued within 21 days from the receipt of the requisition. Such notice shall state the object for which the meeting has been called. The business to be transacted at such a meeting shall be confined to the purpose given in the notice convening the same.

## 10 Chair at Meetings

10.1 At all meetings, the Chairperson shall preside or in the event of his/her absence, a representative, shall preside.

10.2 If the Chairperson is not present, the meeting shall elect its own chairperson from such members of the Committee as are present.

## 11 Minutes

11.1 Minutes shall be kept of all Committee meetings, Special and Annual General Meetings which shall be signed by the Chairperson of the subsequent Committee or Annual General Meeting respectively.

## 12 Voting Powers

12.1 Each member in good standing with the Society shall be entitled to one vote at any general or special meeting of the Society.

12.2 In the event of an equal number of votes being given for or against any motion, the Chairperson of the meeting shall have a casting vote.

12.3 All members in good standing with the Society shall be entitled to vote by proxy duly executed and delivered or faxed to the Chairperson of the Committee not later than 48 hours before the time of the fixed meeting.

## 13 Quorum

13.1 Fifteen members in good standing shall form a quorum at General and Special General Meetings of the Society.

13.2 In the event of there not being a quorum of members present, the Chairperson shall adjourn the meeting and

reconvene it the same time and day the following week.  
In this event those present will constitute a quorum.

#### 14 Subscriptions

14.1 Members will be required to pay an Annual Subscription to be fixed annually by the Committee.

#### 15 By-Laws

15.1 The Committee shall have power to make by-laws consistent with the constitution, and to deal with the circumstances not provided for by the same.

15.2 The Committee, in amending and making new By-laws, may cover any matter: which the Committee considers necessary or expedient to prescribe for the better execution of this constitution and the furtherance of the objects of the Society.

#### 16 Contracts

16.1 All contracts signed on behalf of the Society must be signed by the Chairperson and a Southern Region Council representative in order for the contract to be binding.

16.2 The present Committee members shall be prohibited from signing contracts, which extend past their term of office. A renewal clause will be allowed. The contract is only renewable, if the new Committee and the (third)

party, consent to the terms of the contract. If contract period is longer than one year and it cannot be renewed annually then the Council of the Southern Region should grant approval.

16.3 If an instance arises where the Committee wishes to sign a contract that extends past its terms of office and this contract is in the interests of the members of the Society, a Committee meeting should be held to discuss the matter and a vote taken. The contract can be signed if there is majority vote in favour of this.

## 17 Amendment to the Constitution

17.1 The Constitution may be amended only in Annual or Special General Meetings with the approval of the poll or the majority of persons present in person or in proxy, provided that persons present, in person and in proxy constitute 10% of all members in good standing. Alterations to this Constitution will have to be approved by the Council of the Southern Region.

## 18 Winding Up

18.1 No member shall be entitled to claim a division of the assets of the Society. In the event of the winding-up or dissolution of the Society, all its property and assets, both movable and immovable, shall become vested in two

Trustees, who shall be the President and the Vice-president for the time being of the. Council of the Southern Region. The Trustees, after satisfaction of all debts and liabilities of the Society shall (donate all remaining funds to the Eden Trust to be used for bursaries to be given in the name of Trainee Accountant Society of the Western Cape.

Constitution as at June 2008