

CONSTITUTION

South African Institute of Range Officers and Instructors

(As amended at a S.A.I.R.O. & I. Board Meeting on 4 May 2019)

1. NAME

- 1.1. The Institute is a non-profit sporting organisation and shall be known as the South African Institute of Range Officers and Instructors, hereinafter referred to as "S.A.I.R.O. & I."
- 1.2. S.A.I.R.O. & I shall act as a specialised committee to the South African Practical Shooting Association, hereinafter referred to as "S.A.P.S.A.", and as such shall be subject to, and not in contravention of, S.A.P.S.A.'s Constitution.

Legal Status

- 1.3. S.A.I.R.O. & I., in its own name, shall be capable in law of suing and of being sued and of acquiring, holding and alienating property, movable and immovable.

2. DEFINITIONS AND INTERPRETATION

- 2.1. Words not defined in S.A.I.R.O. & I.'s rules shall, unless the context indicates otherwise, bear the meanings assigned to them in this Constitution.
- 2.2. Unless inconsistent with the context, all words and expressions imparting the masculine gender shall include the feminine, words signifying the singular number shall include the plural and vice versa.

Definitions

- 2.3. The following expressions shall have the following meanings assigned to them:
 - 2.3.1. **Administrative Officer**
The member of the Management committee, as referred to in Clause 7.3.4, who shall be responsible for all the administrative work of S.A.I.R.O. & I., thereby enabling S.A.I.R.O. & I. to fulfil its function in accordance with this Constitution.
 - 2.3.2. **Annual Executive Council Meeting**
The annual meeting of S.A.P.S.A.
 - 2.3.3. **Board**
 - 2.3.3.1. The Board of S.A.I.R.O. & I. as referred to in Clause 7.2.
 - 2.3.4. **Code of Conduct**
The acceptable standard of behaviour expected of a Range Officer, ensuring that S.A.I.R.O. & I. members are the best trained, the best qualified and the best prepared, to a consistent standard.

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- 2.3.5. **Disciplinary Action**
A process as contemplated in Clause 10.
- 2.3.6. **Disciplinary Committee**
The Disciplinary and Presiding Officers, plus two (2) additional Range Officers in good standing, appointed by the Disciplinary Officer in conjunction with the Management Committee.
- 2.3.7. **Disciplinary Officer**
The person referred to in Clause 10.6 to represent S.A.I.R.O. & I. at a disciplinary hearing.
- 2.3.8. **Dispute Resolution**
The process whereby aggrieved parties attempt to reach agreement, as contemplated in Clause 9.
- 2.3.9. **Due Notice**
The timing of Notifications, as determined by the relevant sections of this Constitution.
- 2.3.10. **Electoral Officer**
The Chairperson, failing which, the Vice-Chairperson, failing which the Chairperson of S.A.P.S.A., failing which the meeting shall elect the Electoral Officer from among its members by majority vote.
- 2.3.11. **Executive Council**
The Executive Council of S.A.P.S.A.
- 2.3.12. **I.P.S.C.**
The International Practical Shooting Confederation.
- 2.3.13. **I.R.O.A**
The International Range Officers Association.
- 2.3.14. **Management Committee**
The Management Committee of S.A.I.R.O. & I. as referred to in Clause 7.3.
- 2.3.15. **Minute Book**
A record of resolutions adopted by the Board at any duly convened Board meeting, which record must be accessible to all Range Officers.
- 2.3.16. **Member**
Any individual affiliated to S.A.P.S.A.
- 2.3.17. **Member in good standing**
Any Range Officer who is a fully paid up member of S.A.P.S.A. and is not under suspension or disciplinary action by either S.A.P.S.A. or S.A.I.R.O. & I.
Range Officers not in good standing will lose all membership benefits until their standing is re-instated.
- 2.3.18. **Member Organisation**
An Affiliated Club, Provincial Association, or Associated Body affiliated to S.A.P.S.A.
- 2.3.19. **Notification**
Any notification, in writing, which is delivered by hand, post, fax or electronically.

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2.3.20. **Policy Document**

A record of a principle as determined by the Board from time to time, in accordance with Clause 7.15.3.

2.3.21. **Presiding Officer**

The person referred to in Clause 10.5 to chair a disciplinary hearing and ensure the process is conducted in accordance with the relevant S.A.P.S.A. Policy.

2.3.22. **Range Officer**

Any member registered with S.A.I.R.O. & I., as provided for in this Constitution.

2.3.23. **Residency**

Residency of a Range Officer as determined in the relevant section of the I.P.S.C. Competition rules.

2.3.24. **Secretary**

The Secretary of S.A.I.R.O. & I. as referred to in Clause 7.3.3.

Interpretation

- 2.4. In the event of any doubt as to meaning of any of the provisions of this Constitution or Policy Documents, the interpretation placed thereon by the Management Committee shall be final and binding upon all Range Officers, provided that this clause shall not apply should a matter be referred to mediation / arbitration in terms of S.A.P.S.A.'s Constitution or should the Board hold another view.

3. OBJECTIVES

The objectives of S.A.I.R.O. & I. in general are to promote, maintain, train, improve and advance Range Officers for competitions, and in particular, without restricting the generality of this clause to:

- 3.1. Provide considered opinion and recommendations to S.A.P.S.A. for implementation.
- 3.2. Consider and advise on aspects relating to the safe conduct of competitions and on the I.P.S.C. Rules of competition.
- 3.2.1. However, the authority to recommend amendments remains with S.A.P.S.A.
- 3.3. Provide assistance to member organisations in instituting their own Range Officers Institutes, when requested by the Chairperson of a member organisation.

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- 3.4. Institute general policies in the form of Policy Documents, as amended by the Board from time to time, at any annual Board Meeting. These include but are not limited to:
 - 3.4.1. The criteria and requirements for Range Officers in accordance with the guidelines laid down by I.R.O.A.
 - 3.4.2. An annual maintenance program, which will promote a sense of pride in being a Range Officer, and endorse a program of international recognition.
 - 3.4.3. The criteria and requirements for course administrators.
- 3.5. Make available training tools; i.e. course outlines, teaching aids, course material and exams, etc.
- 3.6. Appoint Range Officers in accordance with the applicable Policy.
- 3.7. Register all members meeting the requirements provided for in this Constitution, as Range Officers.
- 3.8. Assist the Executive Council with approval of national courses of fire.
 - 3.8.1. However, S.A.I.R.O. & I does not have the authority to approve courses of fire as such.
- 3.9. Provide assistance relating to the hosting of I.P.S.C. Level III or higher matches, in accordance with the relevant S.A.P.S.A. Policy.
- 3.10. Maintain and update a manual for Range Officers, which would contain guidelines and policy for multi-stage match administration, arbitration proceedings, course and match design, etc., in accordance with I.R.O.A guidelines.
- 3.11. Facilitate the resolution of disputes which may arise between Range Officers and the Board.

4. JURISDICTION

- 4.1. S.A.I.R.O. & I. will represent the interests of all its Range Officers, in the Republic of South Africa and beyond its borders, as appropriate.
- 4.2. S.A.I.R.O. & I. has the authority to enforce Range Officers to abide by the Rules of S.A.I.R.O. & I.
- 4.3. Any Range Officer in breach of the Rules of S.A.I.R.O. & I. may be subject to disciplinary action, including but not limited to:
 - 4.3.1. Breach of relevant Policies; or

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- 4.3.2. Actual or implied threat of legal action prior to Dispute Resolution and/or Arbitration.

5. THE RULES OF S.A.I.R.O. & I.

- 5.1. S.A.I.R.O. & I. shall subscribe to, support and endorse the Code of Conduct, as detailed in a Policy Document.
- 5.2. The current I.P.S.C. rules governing the sport of practical shooting shall apply.
- 5.3. The Administrative Officer shall, on request, make available copies of the current I.P.S.C. rules and/or Code of Conduct as relates to this Constitution, to Range Officers and member organisations, on payment of such fee as the Management Committee may from time to time determine.

6. MEMBERSHIP OF S.A.I.R.O. & I.

- 6.1. All Range Officers of S.A.I.R.O. & I. shall:
- 6.1.1. Be members in good standing of S.A.P.S.A.
 - 6.1.2. Meet the Residency requirements in terms of this Constitution
 - 6.1.3. Meet the criteria and requirements of the applicable Policy.
- 6.2. S.A.I.R.O. & I. shall be constituted as follows:
- 6.2.1. Trainee Range Officers and Stats Officers
 - 6.2.2. Provincial and National Range Officers
 - 6.2.3. Provincial and National Stats Officers
 - 6.2.4. National Chief Range Officers and Stats Officers
 - 6.2.5. National Range Masters and Stats Directors
 - 6.2.6. Instructors.
- 6.3. No person shall be entitled to be called, known as or designated as a Range Officer of S.A.P.S.A. and/or S.A.I.R.O. & I., unless he has been duly appointed as such in terms of this Constitution.

Appointments

- 6.4. Member Organisations shall register all members referred to in Clause 6.2.1
- 6.5. Member Organisations shall be responsible for the appointment of Range Officers, as referred to in Clauses 6.2.2 and 6.2.3.
- 6.5.1. Such appointments shall be subject to ratification by the Management Committee.

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Promotions

- 6.6. The Management Committee shall be responsible for the promotion of Range Officers, as referred to in Clauses 6.2.4 and 6.2.5.
- 6.7. The Management Committee may appoint Range Officers as referred to in Clause 6.2.6.
- 6.8. All appointments and promotions will be in accordance with the relevant Policy.

Rights and Benefits of Range Officers

- 6.9. The rights and benefits of membership are subject to:
 - 6.9.1. Registration with S.A.I.R.O. & I. as a Range Officer.
 - 6.9.2. The residency requirements as contained in Clause 2.3.23 of this Constitution.
- 6.10. Range Officers shall be eligible for ~~Eligibility for any~~ re-imbusement, as may be determined from time to time by the Management Committee.
- 6.11. The Management Committee shall issue insignia and a certificate of appointment or promotion to all Range Officers.

Refusal and Suspension of Range Officers

- 6.12. The Management Committee shall, where it considers it to be in the interest of S.A.I.R.O. & I., be entitled to:
 - 6.12.1. Refuse an appointment or promotion, provided that such appointment or promotion does not meet the requirements as laid down in this Constitution; or
 - 6.12.2. Suspend the S.A.I.R.O. & I. membership of any Range Officer; or
 - 6.12.3. Terminate the S.A.I.R.O. & I. membership of any Range Officer.
- 6.13. Any Range Officer whose membership has been terminated or suspended has no claim against S.A.I.R.O. & I. or S.A.P.S.A. for reimbursement of any moneys paid.

7. MANAGEMENT OF THE AFFAIRS OF S.A.I.R.O. & I.

- 7.1. The management of the affairs of S.A.I.R.O. & I. shall be conducted by S.A.I.R.O. & I. members, as referred to in Clause 6.2 of this Constitution.

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Management Structure

7.2. Board

- 7.2.1. The members of the Management Committee as referred to in Clause 7.3.
- 7.2.2. Board members nominated by the various Provincial Associations, and representing the Range Officers of that Provincial Association.

7.3. Management Committee

- 7.3.1. Chairperson
- 7.3.2. Vice-Chairperson
- 7.3.3. Secretary
- 7.3.4. Administrative Officer
- 7.3.5. Development Officer
- 7.3.6. The Chairperson of S.A.P.S.A. or any other person so delegated by the Chairperson of S.A.P.S.A.

7.4. Members of the Management Committee, as referred to in Clauses 7.3.1 and 7.3.5 shall be Chief Range Officers or Range Masters.

7.5. Members of the Management Committee shall have ready access to the internet and email.

7.6. No more than three (3) members of the Management Committee may be affiliated to the same Member Organisation.

Nominations and eligibility

7.7. Nominations for the Board as referred to in Clause 7.2, must be received by the Secretary at least forty (40) days prior to the date of the Board meeting.

7.8. Nominations for Board Members as referred to in Clause 7.2.2 shall be submitted in writing by each Provincial Association.

7.9. Nominations for Management Committee members as referred to in Clauses 7.3.1 to 7.3.5, shall be submitted in writing by any member of the Board.

7.10. Members of the Management Committee as referred to in Clauses 7.3.1 to 7.3.5, shall be eligible for re-election, provided that:

- 7.10.1. No member of the Management committee shall serve more than two (2) consecutive terms in a specific position.
- 7.10.2. Notwithstanding the provisions of Clause 7.10.1 above, all members of the Management Committee shall be eligible for re-election in a different position.

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- 7.10.3. All members of the Management Committee shall be eligible for re-election in the same position after a further Term of Office has passed, following the conditions of Clause 7.10.1.

Terms of Office

- 7.11. Members of the Board nominated in terms of Clause 7.2.2 shall hold office until, and shall retire on, the date of the Annual Board Meeting following their appointment.
- 7.12. Members of the Management Committee elected by majority vote at the Annual Board meeting shall hold office for a period of two (2) years and shall retire on the date of the annual Board meeting two (2) years after their appointment, but subject to the following provisions:
- 7.12.1. Each of the following members of Management Committee shall retire on the date of the annual Board meeting held in the following respective years:
- | | |
|----------------------------------|---------------------------|
| 7.12.1.1. Chairperson | - each odd numbered year |
| 7.12.1.2. Vice-Chairperson | - each even numbered year |
| 7.12.1.3. Secretary | - each even numbered year |
| 7.12.1.4. Administrative Officer | - each odd numbered year |
| 7.12.1.5. Development Officer | - each odd numbered year |
- 7.13. In the event of a vacancy occurring in the ranks of the Management Committee (excluding that of the Chairperson), the remaining members of the Management Committee shall co-opt another Range Officer to fill his place, subject to the provisions of Clause 7.4.
- 7.13.1. The co-opted member shall (notwithstanding the provisions of Clause 7.12.1) only hold office until the next Annual Board meeting following his co-option.
- 7.14. In the event of the Chairperson of the Management Committee ceasing, for any reason, to hold office, the Vice-Chairperson of the Management Committee shall become the Chairperson of the Management Committee and shall hold office until the next Annual Board meeting, following his accession to office.

Powers of the Committees

- 7.15. Board
- 7.15.1. The management, control and administration of the affairs of S.A.I.R.O. & I. shall vest in the Board.
- 7.15.2. The control and administration of all the assets of S.A.I.R.O. & I. shall vest in the Board, but the ownership shall vest in S.A.P.S.A.

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- 7.15.3. In particular, the Board will be responsible for the general policy making of S.A.I.R.O. & I., and the ratification of the acts and actions performed and taken by the Management Committee.
- 7.15.4. Notwithstanding the provisions of Clause 7.12.1, the Board shall be entitled at any Board Meeting to terminate any Management Committee member's appointment by a two thirds (2/3) majority vote, and to elect another in his place.

7.16. Management Committee

- 7.16.1. The Management Committee shall have full authority to act between Board meetings, on behalf of the Board but, notwithstanding any other provisions of this Constitution, the Management will be responsible to the Board and through it, to S.A.P.S.A. for all actions taken by it.
- 7.16.2. The Management Committee shall be entitled to co-opt members to the Management Committee from time to time.
- 7.16.3. The Management Committee shall be entitled to prescribe and maintain standards and requirements, in the form of Policy Documents as referred to in Clause 2.3.20, as it may deem necessary.
 - 7.16.3.1. All such changes are subject to approval by the Board, prior to implementation.

Frequency of Meetings

7.17. Board Meeting

- 7.17.1. The Annual Board meeting shall be held every year, not later than two (2) months after the Annual Executive Council Meeting.

7.18. Extraordinary Board Meeting

- 7.18.1. The Management Committee shall be entitled but not obliged to call such other Board Meetings, as it may deem necessary for the proper conduct of S.A.I.R.O. & I.'s business.
- 7.18.2. The Executive Council or Board shall be entitled to request an Extraordinary Board Meeting.
- 7.18.3. On receipt of a written request addressed to the Secretary and signed by not less than twenty five (25) % of the current Range Officers, the Management Committee shall, within twenty one (21) days, convene an Extraordinary Board Meeting at a time, date and venue to be determined by the Management Committee.
 - 7.18.3.1. In the event of the Secretary failing to call such Extraordinary Board meeting timeously, those Range Officers shall have recourse through the Executive Council.

7.19. Management Committee

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7.19.1. The Management Committee shall meet as often as is required to enable it to discharge its duties.

Notification of Meetings

7.20. The Management Committee shall give written notification of all meetings within the time periods as prescribed in this Constitution.

7.21. Such notification shall state the date, time and venue of the meeting, and shall incorporate an applicable agenda.

7.22. The Secretary shall give written notice to the Board, S.A.P.S.A. and Member Organisations, of all Board meetings.

7.23. Annual Board Meeting

7.23.1. At least three (3) months written notice shall be given.

7.23.2. Such notification shall incorporate a provisional agenda including but not limited to:

- a. The Business of the Meeting, as per Annexure B
- b. Notification of deadlines for the submission of any matters to be included under agenda item h
- c. Notification of Management Committee positions for re-election
- d. Notification of deadlines for the submission of nominations in terms of Clauses 7.7 and 7.8.

7.23.3. All Board members shall notify the Secretary within thirty (30) days of receipt of the notice, of any matters which they wish to be included on the Agenda.

7.23.3.1. Such matters must be fully described and motivated.

7.23.4. The Secretary shall forward the final agenda to all Board members at least thirty (30) days prior to the meeting.

7.24. Extraordinary Board Meeting

7.24.1. In the event that an extraordinary Board meeting is called in terms of Clause 7.18, at least one (1) months notification shall be given.

7.24.2. Such notification shall state the reason for the extraordinary Board meeting.

7.25. Management Committee

7.25.1. Meetings of the Management Committee shall be called by either the Chairperson or the Secretary.

7.25.2. At least ten (10) days notification shall be given to members of the Management Committee.

7.25.3. Should the giving of such notice not be practicable in the circumstances, the Management Committee may meet on shorter notice, provided that at least fifty (50) % of the members of the Management Committee are in agreement.

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- 7.26. Provincial Associations shall immediately upon receipt of notification of a Board meeting, Annual or Extraordinary, advise all Range Officers who are members of that Provincial Association, of the notice calling the Board Meeting.
- 7.27. At the time the final agenda is forwarded in terms of Clause 7.23.4, the Secretary shall also notify the Provincial Association of the number of votes the representative is entitled to in terms of Clause 7.41.

Attendance at Meetings

- 7.28. Board Meeting
- 7.28.1. Members of the Management Committee.
 - 7.28.2. One (1) Board member as nominated by each Provincial Association.
 - 7.28.3. Any other Range Officer with voice but no vote.
- 7.29. Management Committee
- 7.29.1. Members of the Management Committee.
 - 7.29.2. Any other Range Officer or member co-opted in terms of Clause 7.16.2.

Quorum and Conduct for Meetings

- 7.30. Board
- 7.30.1. If less than half ($\frac{1}{2}$) of the voting power of the meeting is present, the meeting will be adjourned for ten (10) minutes, after the lapse of which the meeting will proceed with those members present constituting a quorum.
- 7.31. Management Committee
- 7.31.1. The quorum for a meeting shall be four (4) members, of which two (2) of the following members must be present:
 - 7.31.1.1. The Chairperson; or
 - 7.31.1.2. The Vice-Chairperson; or
 - 7.31.1.3. The Chairperson of S.A.P.S.A.
- 7.32. The person chairing any meeting of S.A.I.R.O. & I. shall be the Chairperson, failing which, the Vice-Chairperson, failing which, the Chairperson of S.A.P.S.A, failing which the meeting shall elect the Chairperson from among its members by majority vote.
- 7.33. If the person chairing the meeting is eligible for election at that meeting to a position on the Management Committee, the Electoral Officer as defined in Clause 2.3.10 shall chair the meeting for the duration of that election.

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- 7.34. The Secretary, or some other appointed person, will prepare comprehensive Minutes of the proceedings of all meetings, and the Minutes shall be placed before the next relevant meeting for confirmation.
- 7.35. The Secretary, or some other appointed person, will record all the Board decisions in a Minute Book, as defined in Clause 2.3.15.
- 7.36. Copies of the Minutes of all meetings shall be distributed to all Board members and S.A.P.S.A., within a period of one (1) month after the meeting.
- 7.37. Once the minutes of any meeting are accepted by the relevant Committee as correct, the signature of the presiding Chairperson and the Secretary shall confirm the correctness thereof.
- 7.38. At Board meetings, decisions may only be taken on those items detailed on the agenda as Special Business.
- 7.38.1. Any other motions are for discussion under non-binding business, in order to establish the feeling of the meeting for possible inclusion on the agenda of the following meeting.
- 7.39. The business of a Meeting shall be proceeded with in applicable order, as determined in Annexure B.

Voting at Meetings

- 7.40. Members of the Management Committee, as defined in Clause 7.3, shall have one (1) vote each.
- 7.41. Board members nominated in terms of Clause 7.2.2 shall be entitled to one (1) vote per ten (10) Range Officers or part thereof, up to a maximum of five (5) votes.
- 7.41.1. These Range Officers must be in good standing in the relevant Provincial Association.
- 7.41.2. The number of votes to which Board members appointed in terms of Clause 7.2.2 are entitled, will be determined on the Range Officer strength of the relevant Provincial Association forty (40) days preceding the date of the meeting.
- 7.42. Matters requiring decision shall be decided by a majority vote.
- 7.43. In the event of an equality of votes, the person chairing the meeting shall have a casting vote in addition to his deliberative vote.

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Proxy Vote

- 7.44. No person entitled to attend, speak and vote at any meeting in terms of this Constitution shall be entitled to appoint a proxy to attend, speak or vote in his place.

8. FINANCIAL ARRANGEMENTS AND ACCOUNTS

- 8.1. S.A.P.S.A. shall annually, and in consultation with S.A.I.R.O. & I, allocate funds to S.A.I.R.O. & I., for the purposes of enabling S.A.I.R.O. & I. to fulfil its function in accordance with this Constitution.
- 8.2. The Management Committee shall annually submit a detailed Income and Expenditure Account of S.A.I.R.O. & I.'s estimated budgetary requirements for the following financial year.
- 8.2.1. Such requirement shall be submitted to the S.A.P.S.A. Treasurer.
- 8.3. In addition to the funds referred to in Clause 8.1, the Executive Council may at its discretion, allocate to the Management Committee further additional amounts as the Executive Council believes is required by S.A.I.R.O. & I in order to fulfil its functions in accordance with this Constitution.
- 8.4. The Management Committee shall, subject to ratification by the Board, be entitled to require all Range Officers to pay such membership fee as it may from time to time require.
- 8.4.1. Such fees shall be payable directly to S.A.P.S.A.
- 8.4.2. Receipts in respect of such payment shall be issued as determined by S.A.P.S.A.
- 8.5. The Management Committee, in collaboration with the S.A.P.S.A. Treasurer, shall administer all funds allocated to it and shall cause to be kept such asset registers and records as are necessary to ensure appropriate control and records of all assets.
- 8.6. The financial affairs of S.A.I.R.O. & I shall be reflected separately as a note in the books of accounts of S.A.P.S.A., and also consolidated therein.

9. DISPUTE RESOLUTION

- 9.1. Any Range Officer having a grievance shall have recourse in terms of the relevant S.A.P.S.A. Policy.

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10. DISCIPLINE

- 10.1. In exercising its discretion in terms of this Constitution, the Board may initiate a disciplinary process, in accordance with the relevant SAPSA Policy.
- 10.2. The relevant Board member must submit a written request, fully described and motivated.
- 10.3. Notwithstanding the conditions of Clause 2.36, if the infraction leading to the decision to take disciplinary action, took place at a national championship, the Range Master for that Championship shall be consulted prior to the decision being taken.
- 10.4. The disciplinary process will commence expeditiously, but no later than three (3) months after the alleged offense, failing which the alleged offense will lapse and be of no further effect.
- 10.5. A Presiding Officer must be appointed by the Management Committee, upon initiation of a disciplinary process.
- 10.6. The Secretary will perform the functions of the Disciplinary Officer, failing which a Disciplinary Officer shall be appointed by the Management Committee.
- 10.7. Any Range Officer appointed to a disciplinary committee:
 - 10.7.1. Shall be a member in good standing; and
 - 10.7.2. Shall not have a vested interest in the outcome; and
 - 10.7.3. Shall not have been a party to the occurrence which gave rise to the disciplinary process; and
 - 10.7.4. The Presiding Officer should have knowledge and/or experience of disciplinary processes.
- 10.8. Any Range Officer against whom a disciplinary process is initiated, shall be reasonably reimbursed for attendance at the subsequent disciplinary hearing, subject to prior approval by the Management Committee.
- 10.9. Members of the disciplinary committee will be reimbursed for all reasonable costs pertaining to the disciplinary process, subject to prior approval by the Management Committee.
- 10.10. Any Range Officer, against whom disciplinary action is taken, shall have the right of appeal in accordance with the relevant SAPSA Policy.

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11. AMENDMENT OF THIS CONSTITUTION

- 11.1. This Constitution may only be amended by a two-thirds (2/3) majority of the votes of the Board members present at an Annual Board Meeting or at an Extraordinary Board Meeting called for that purpose, of which due notice has been given.
- 11.2. S.A.P.S.A. must immediately be notified of all changes to the Constitution as accepted by the Board at such Annual Board Meeting or Extraordinary Board Meeting.

12. DISSOLUTION OF S.A.I.R.O. & I.

- 12.1. S.A.I.R.O. & I. shall only be dissolved other than by operation of law, upon resolution by a two-thirds (2/3) majority of the votes of the members of the Board at a duly constituted Board Meeting.
- 12.2. Once a resolution of dissolution has been passed, the assets after debts and/or claims if any, have been satisfied will be lodged with S.A.P.S.A.

13. INDEMNIFICATION

- 13.1. All Range Officers and appointees of S.A.I.R.O. & I. are hereby indemnified by S.A.I.R.O. & I. against all losses, charges, costs, damages and other expenses and liabilities they may incur or be put to concerning or in connection with the execution of their respective duties as officers of S.A.I.R.O. & I. and none of them shall be held liable for any act or default of the one or other of them or for deficiency or insufficiency of any title or security, nor shall they be liable for any loss occasioned or accident or damage which may happen or occur in the execution of their respective offices, or as a result thereof: provided, however, that any such loss, misfortune or damage was not occasioned by the male fide acts of such officer or through his wilful default or gross negligence.

Signed on this _____ day of _____ at _____

Secretary

Chairperson

CONSTITUTION

South African Institute of Range Officers and Instructors

(As amended at a S.A.I.R.O. & I. Board Meeting on 4 May 2019)

Annexure A – Business of Meetings

1. Annual Board Meeting
 - a. Welcome
 - b. Reading of the notice convening the Annual Board Meeting
 - c. Confirmation of Board Members' credentials, apologies and voting
 - d. Reading and confirmation of the minutes of the preceding annual Board Meeting and any other Extraordinary Board meetings as the case may be
 - e. Matters arising from these minutes
 - f. Ratification or otherwise of actions of the Management Committee
 - g. Chairperson's Report
 - h. Special business of which due notice shall have been given in terms of Clause 7.23.3
 - i. Election of Office Bearers
 - j. Any other non-binding business for Board discussion and direction.

2. Extraordinary Board Meeting
 - a. Welcome
 - b. Reading of the notice convening the Extraordinary Board Meeting
 - c. Confirmation of Board Members' credentials, apologies and voting
 - d. Special business of which due notice shall have been given in terms of Clause 7.24.2
Only such matters as specified in the agenda will be dealt with.

3. Management Committee
 - a. Welcome
 - b. Attendance, apologies and voting
 - c. Reading and confirmation of the Minutes of the previous Management Committee meeting
 - d. Matters arising from the these minutes
 - e. Feedback on funds as may have been allocated by the Association
 - f. Correspondence
 - g. General business.