THE CONSTITUTION

OF THE

SOUTH AFRICAN INSTITUTE OF ARCHITECTURAL TECHNOLOGISTS NPC



2026

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FOREWORD TO THE CONSTITUTION

Society's relationship with the built environment involves differing needs and aspirations. These requirements must be recognised, analysed, and provided. As a result, modern design and construction often use new materials and develop new concepts, techniques, and strategies. Incorporating these into alternative procurement strategies and extensive service installations has made the design and construction process more complex than ever. In response to these challenges and in line with the twin concepts of designing for performance and production through technology integration, the discipline of architectural technology has seen rapid growth.

University- and University of Technology-trained architectural technologists possess the expertise to engage fully in all building typologies, from project identification and initiation through to design, design development, documentation, construction, management, and the entire project life cycle.

The South African Institute of Architectural Technologists was established in 1987 to provide a professional platform for architectural technologists, meeting and advancing their professional needs and aspirations. Membership is open to fully qualified and accredited professional architectural practitioners, with a focus on the practice of architectural technology.

The Members describe the Institute as "*A passionate self-governing Institute which believes in loyalty and honesty towards its members and the profession and subscribes to the principles of fairness and transparency in its activities and conduct.*"

Arising from that statement, the

SAIAT VISION (is)

to stimulate the expression of design and the application of technology in architecture

and the

SAIAT MISSION (is)

to cultivate environmentally sensitive and socially considerate building development through responsible architectural practice.

1. NAME AND LOGO

1.1 The name of the Institute is "The South African Institute of Architectural Technologists NPC," abbreviated SAIAT.

1.2 The logo of the Institute:

2. LEGAL STATUS

2.1 The Institute functions as a Voluntary Association and is registered as a Non-Profit Company without Members in terms of the Companies Act, Act 71 of 2008, as amended, with perpetual succession, capable in law of suing and being sued, of acquiring, holding, and alienating movable and immovable property and of performing all such acts as are necessary or incidental to the carrying out of its objectives, functions and duties in terms of this Constitution.

3. DEFINITIONS

Where singular or male terms are used, these shall simultaneously imply plural or female, respectively, unless such interpretation is inconsistent with the context. In this Constitution, unless the context indicates otherwise:

"Act" means the Architectural Profession Act N° 44 of 2000 and any amendments thereto.
"Board of Directors" means the board formed by the Directors.
'Business days' means Mondays to Fridays, excluding public holidays.
'Calendar days' means a period inclusive of all days of the week, irrespective of whether a day is proclaimed as a national public holiday.
'Code of Conduct' means the code of professional conduct drafted in terms of this Constitution and includes the rules and procedures governing investigations, charges, disciplinary hearings and proceedings, penalties, and appeals.
'Constitution' means the latest edition of the Constitution of the Institute.
'Council' means the South African Council for the Architectural Profession established in terms of the Architectural Profession Act (Act 44 of 2000).
"Director" means a director of the company as registered in terms of the Companies Act (Act 71 of 2008), as amended.
'Executive Committee' means the committee composed of the Board of Directors, the President, Vice-President, and the Administration Officer.
'Institute' means the South African Institute of Architectural Technologists NPC.
'Managing Director' means a director elected by the Board of Directors as per the relevant Regulation and who is responsible for the daily operations of the Institute and fulfils the functions as the executive head of the Institute.
'Member' means any person or organisation who is a member of the Institute by virtue of the provisions of this Constitution.
'Membership year' is to be taken from 01 January to 31 December of the same year.
'National Committee of Members' means the committee of Members elected and/or co-opted to assist with the management of member affairs of the Institute established in terms of Clause 6 of this Constitution.
'Non-disclosure agreement' means the undertaking of confidentiality by directors, members, and employees regarding Institute business and matters.
"Non-Profit Company without Members" means a company as defined in the Companies Act (Act 71 of 2008), as amended.
"Peer review" means the evaluation of work by one or more people of similar competence to the producers of the work. Peer review methods maintain quality standards, enhance performance, and establish credibility.

'President' means a member of the National Committee of Members elected by the National Committee of Members as per the relevant Regulation and to fulfil the functions as described in the applicable regulation.

'Regulation' means the latest regulation, including all modifications, alterations, and additions thereto, made and in force in terms of this Constitution, to regulate the affairs of the Institute consistent with this Constitution.

'Regional Chairperson' means a member elected as per the relevant regulation to represent a region on the National Committee of Members.

'Region' means a province or a combination of provinces of the Republic of South Africa.

'Term' means four years starting on 01 July in respect of members of the National Committee of Members.

'Vice-President' means a member of the National Committee of Members elected by the National Committee of Members as per the relevant Regulation and to fulfil the functions as described in the applicable regulation.

'Voluntary association' means a voluntary association as recognised as such by the South African Council for the Architectural Profession and/or the Council for the Built Environment.

4. OBJECTIVES

The objectives of the Institute are to:

4.1 To provide a learned, professional society for architectural professionals engaged in or trained in architecture.

4.2 To provide liaison and co-ordination or representation, to or with other institutes and associations, educational institutions, and statutory or non-governmental bodies or groups both in South Africa and internationally, to further the interests of members of the Institute, of the architectural profession, and the building industry.

4.3 To uphold the dignity and ethical standards of members of the Institute and the architectural profession, and to encourage and foster the culture of responsible architectural practice and professional conduct and integrity.

4.4 To promote environmentally sensitive, sustainable, and socially and culturally considerate building and space development.

4.5 To advise members and members of the public on matters affecting the rights, practice, or status of members and the architectural profession.

4.6 To facilitate and materially assist, where deemed necessary in the interests of the Institute or its members, schemes of continuing education, training, and continuing professional development related to the architectural and building disciplines.

4.7 To fund, grant, accept, and administer awards, bursaries, and prizes in respect of the practice, study of, and research in architecture, as well as in the promotion and recognition of excellence in the practice of architecture.

4.8 To involve and represent architectural professionals in the initiation, promotion, or opposition of any legislation affecting the interests of the members of the Institute and the architectural profession.

4.9 To stimulate the expression of art and culture in architecture and the application of appropriate technology in architecture.

5. MEMBERSHIP

5.1 GENERAL

5.1.1 Membership in the Institute is available to individuals who are suitably qualified, registered, and actively engaged in the profession of architecture.

5.2 APPLICATION, TRANSFER, AND APPEAL

5.2.1 Application for membership to the Institute, re-admission to membership, or the transfer from one category of membership to another is determined by the procedure and criteria as contained in the relevant regulation.

5.2.2 The Board of Directors shall conduct the assessment, acceptance, or rejection of membership applications.

5.2.3 Unsuccessful applicants may appeal against a decision of the Board of Directors to the National Committee of Members, subject to the provisions contained in the regulations.

5.3 CATEGORIES OF MEMBERSHIP AND LETTERS OF DESIGNATION

5.3.1 Membership of the Institute shall be determined in terms of the relevant regulation.

5.3.2 Members shall be provided with an abbreviated designation to identify their membership in, and category of membership, of the Institute.

5.4 RIGHTS, RESPONSIBILITIES, AND LIABILITY OF MEMBERS

5.4.1 RIGHTS OF MEMBERS

5.4.1.1 Membership of the Institute provides a member with rights and responsibilities described below and contained in the relevant regulations.

5.4.1.2 Members may attend and participate in regional, annual general, and extraordinary general meetings, with such attendance and participation being determined by the conditions of membership applicable to the category of membership or any special conditions as determined by the National Committee of Members.

5.4.1.3 Members may request information in writing related to the operations and management of the Institute. Such a request shall give full reasons for the request and the purpose for which the information is required. The information provided is to be treated as confidential and may not be divulged without the consent of the National Committee of Members.

5.4.1.4 Members may be provided, at the discretion of the National Committee of Members, with assistance in matters as provided for in the Constitution.

5.4.1.5 Membership of the Institute shall not confer upon any member any right whatsoever to a share in any assets belonging to the Institute.

5.4.1.6 Where membership of the Institute is suspended or terminated for whatever reason, the member shall forfeit all rights and privileges of membership, including, but not limited to, the use of letters of designation and/or use of material that may imply membership of the Institute, etc.

5.4.2 RESPONSIBILITIES OF MEMBERS

5.4.2.1 Members shall notify the Institute timeously of any change of personal and/or professional status, professional registration, and contact information in a prescribed format.

5.4.2.2 Members are responsible for ensuring that all prescribed fees, fines, and/or levies are paid, and that such are paid within the time specified.

5.4.2.3 Members shall subscribe to and adhere to the regulations regarding the Code of Conduct of the Institute.

5.4.2.4 Members shall not use falsely or permit the use or misuse of the assigned designation and/or membership number provided by the Institute, nor use or permit the use/misuse thereof in any manner to bring the Institute into disrepute.

5.4.2.5 Members have a responsibility to take part in the affairs, activities, benefits, management, courses, meetings, and forums of the Institute at the regional and national levels.

5.4.3 LIABILITY OF MEMBERS

5.4.3.1 The liability of each member is limited to the amount of any subscription, fine, levy, or other debt owed by him to the Institute.

5.4.3.2 A member of the Institute or participant of a region shall not be liable for any of the obligations and liabilities of the Institute solely by virtue of their status as a member of the Institute.

5.4.3.3 A member shall not be personally liable for any loss suffered by any person because of an act or omission which occurs in good faith while the Member is performing functions for or on behalf of the Institute in terms of the Constitution and related regulations.

5.5 RESIGNATION, SUSPENSION, AND TERMINATION OF MEMBERSHIP

5.5.1 RESIGNATION

5.5.1.1 Resigning as a member of the Institute shall be as per the procedure and criteria as contained in the relevant regulation.

5.5.1.2 Where a Member is the subject of disciplinary action by the National Committee of Members, the application for resignation shall not be considered by the Institute from the time the action against the member is started until the National Committee of Members makes the final decision.

5.5.1.3 **a)** A member will cease to be in good standing with the Institute if membership fees are in arrears on 01 January, the start of the membership year.

b) Where an application was received for membership during the membership year, the member will cease to be in good standing with the Institute if any fees are outstanding after a calendar month following the letter of notification of membership.

c) The Institute shall not consider any application for resignation if a member is not in good standing with the Institute. Resignations must therefore be submitted before the start of the new membership year.

d) If a member is not in good standing with the Institute, the Institute may start legal proceedings to recover any outstanding fees.

e) A member regains good standing with the Institute once all outstanding fees and other costs are paid in full.

5.5.1.4 Re-application for membership shall be considered as for new applications, with consideration given to the reasons for resignation.

5.5.2 SUSPENSION OF MEMBERSHIP

5.5.2.1 A member who ceases to be in good standing with the Institute or is the subject of an investigation for disciplinary action may be suspended as a member.

5.5.2.2 **a)** The decision to suspend a member is at the discretion of the Board of Directors, and it may determine the period for such suspension and attach such conditions as it deems necessary in respect of the suspension, or

b) The suspension of membership of a member of the Institute shall be subject to the conditions and directives contained in the relevant regulations.

5.5.2.3 Where the period of suspension or conditions have not been specified, any application to resume membership shall be considered as a new application, with consideration given to the reasons for suspension.

5.5.3 TERMINATION OF MEMBERSHIP

5.5.3.1 The National Committee of Members shall have the power to take such action as it may be considered necessary, including termination of membership, in the case of any member whose continued membership would, in the opinion of the National Committee of Members, be contrary to the interests of the Institute.

5.5.3.2 The termination of membership of a member of the Institute shall further be subject to the conditions and directives contained in the relevant regulations.

5.6 DEATH

5.6.1 Upon the Institute being notified in writing of the death of a member, the Institute's records shall be amended accordingly.

6 MANAGEMENT AND STRUCTURE

6.1 EXECUTIVE COMMITTEE

6.1.1 The Executive Committee is composed of the members of the Board of Directors, the President and the Vice-President. It functions as a sub-committee of the National Committee of Members.

6.1.2 The management of the affairs of the Institute shall be vested in the Executive Committee with the full assistance of the National Committee of Members. The directors' accountability is in accordance with the Companies Act (Act 71 of 2008), as amended.

6.1.3 The Executive Committee shall report to the National Committee of Members and members.

6.2 BOARD OF DIRECTORS

6.2.1 The Board of Directors is composed of three (3) directors, with a minimum of two (2) directors who are members of the Institute. The Managing Director shall be a member of the Institute.

6.3 NATIONAL COMMITTEE OF MEMBERS

6.3.1 The National Committee of Members is composed of

- **a)** the President
- **b)** the Vice President
- **c)** the Regional Chairpersons
- **d)** the Co-opted members
- **e)** the Board of Directors

6.3.2 The members of the National Committee of Members shall serve until their successors (if required) have been elected and have taken office. The National Committee of Members shall consider all matters set out in this Constitution and regulations and take such action as it deems appropriate and consistent therewith.

6.3.3 The number of members on the National Committee of Members shall not exceed the allocation set out below:

a) With voting rights:

Directors	03
Regional chairpersons	13
Co-opted members	04

b) Without voting rights

Co-opted advisors	04

6.4 ELECTION OF THE BOARD OF DIRECTORS AND MEMBERS OF THE NATIONAL COMMITTEE MEMBERS

6.4.1 The directors shall, at any time when a new director is appointed to replace an outgoing director, elect a managing director.

6.4.2 If a position of a director becomes vacant due to death, resignation, or through action taken by the National Committee of Members, the election for the replacement of such director or directors of the Board of Directors shall be done by the members of the National Committee of Members at the first meeting of the National Committee of Members after such vacancy has occurred.

6.4.3 Members of the National Committee of Members representing the regions shall be elected by the regions or co-opted by the members of the National Committee of Members.

6.4.4 The National Committee of Members may co-opt any member at any meeting of the National Committee of Members.

6.4.5 The National Committee of Members shall elect from amongst the regional chairpersons on the National Committee of Members a president and a vice-president.

6.5 TERM OF OFFICE OF THE BOARD OF DIRECTORS, THE NATIONAL COMMITTEE OF MEMBERS, PRESIDENT, AND VICE-PRESIDENT

6.5.1 Directors will serve the Institute as a director until:

a) Death

b) Resignation

c) Order to vacate position by the National Committee of Members due to action taken against the director as per the provisions of the Companies Act.

6.5.2 The National Committee of Members' members shall serve a term of five (5) years of office and, on expiry of their term of office, shall be eligible for nomination and election for a further term.

6.5.3 Co-opted members of the National Committee of Members shall serve on the National Committee of Members for a period as determined by the National Committee of Members.

6.5.4 The President and the Vice-President shall serve a term of five (5) years of office, and on expiry of their term of office, they shall be eligible for nomination and election for a further term.

6.5.5 The term of the National Committee of Members shall start on 01 July and end on 30 June, five (5) years later.

6.6 FUNCTIONS OF OFFICE BEARERS

6.6.1 MANAGING DIRECTOR

6.6.1.1 Co-ordinate and monitor the functioning of the Institute, appointed committees and sub-committees, and regional structures.

6.6.1.2 Chair Executive Committee meetings.

6.6.1.3 Attend Executive Committee, National Committee of Members meetings, and extraordinary meetings.

6.6.1.4 Function as the primary spokesperson for the Institute.

6.6.1.5 Sign documentation on behalf of the Institute.

6.6.1.6 Be responsible for the management and proper record-keeping of the financial affairs of the Institute in line with acceptable accounting practices.

6.6.1.7 Be responsible for budget reporting at National Committee of Members meetings and annual general meetings.

6.6.1.8 Assist the appointed accountants in the preparation of the annual financial statements for presentation at annual general meetings.

6.6.1.9 Record the proceedings of the National Committee of Members, annual general and extraordinary general meetings, and the preparation and dispatch of the related minutes to members as appropriate.

6.6.1.10 Prepare and dispatch all outgoing correspondence, including, amongst other things, notices and regulations.

6.6.1.11 Be responsible for the effective maintenance of the Institute's records, other than financial records, including, amongst other things, the original master copies of the Constitution, regulations, minutes of meetings, etc.

6.6.1.12 Be responsible for the effective maintenance of the Institute's websites and other technology-based information operations.

6.6.1.13 Perform any other tasks assigned by the National Committee of Members upon acceptance.

6.6.2 DIRECTOR

6.6.2.1 Attend Executive Committee, National Committee of Members meetings, general meetings, and extraordinary meetings.

6.6.2.2 When required, deputise for the managing director in the latter's absence.

6.6.2.3 Sign documentation on behalf of the Institute and the National Committee of Members.

6.6.2.4 Perform any other tasks assigned by the National Committee of Members upon acceptance.

6.6.3 NATIONAL COMMITTEE OF MEMBERS

6.6.3.1 Attend National Committee of Members meetings, general and extraordinary meetings.

6.6.3.2 Participate in and assist with the general affairs of the Institute in whatever responsibility may be allocated to them by this Constitution and the National Committee of Members.

6.6.4 REGIONAL CHAIRPERSONS

6.6.4.1 Attend National Committee of Members meetings, general and extraordinary meetings as a member of the National Committee of Members.

6.6.4.2 Participate in and assist with the general affairs of the Institute in whatever responsibility may be allocated to them by this Constitution and the National Committee of Members.

6.6.4.3 Co-ordinate networking with members, other professionals and industry in the region.

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6.6.5 THE PRESIDENT

6.6.5.1 The president shall chair National Committee of Members meetings, annual general meetings, and extraordinary general meetings.

6.6.5.2 The president shall attend Executive Committee, National Committee of Members' meetings, and general meetings.

6.6.5.3 The president shall function as spokesperson for the Institute by promoting the principles, views, and policies of the Institute.

6.6.6 THE VICE-PRESIDENT

6.6.6.1 The vice-president must attend Executive Committee, National Committee of Members' meetings, general and extraordinary meetings.

6.6.6.2 The vice-president, when required, must deputise for the president in the latter's absence.

6.6.6.3 The vice-president shall function as spokesperson for the Institute by promoting the principles, views, and policies of the Institute.

6.7 CONFIDENTIALITY AND USER AGREEMENTS

6.7.1 Before taking up office, members of the National Committee of Members shall sign a non-disclosure agreement and any information technology, software, and/or equipment user agreements where the use of such is consequential to the fulfilment of their respective responsibilities.

6.7.2 Before taking up employment, all salaried staff and/or temporary staff shall sign a non-disclosure agreement and any information technology, software, and/or equipment user agreements where the use of such is consequential to the fulfilment of their respective responsibilities.

7 REGULATIONS, POLICIES, AND CODE OF CONDUCT

7.1 To effect the requirements of the Constitution of the Institute, the National Committee of Members shall draft appropriate regulations that will include policies and a Code of Conduct.

7.2 Such regulations may be amended by a majority vote of members of the National Committee to ensure the continued and effective management and administration of the Institute and the relevance of the Code of Conduct.

7.3 Policies and regulations that do not facilitate the objectives of the Institute's Constitution shall be deemed void and unenforceable.

7.4 Members shall be provided with a copy of each new or amended regulation, including the Code of Conduct, upon the publication of such on the Institute's website.

7.5 Failure by a member to familiarise themselves with the content of a regulation or Code of Conduct document shall not invalidate the regulation or the Code of Conduct.

8 MEETINGS AND COMMITTEES

8.1 MEETINGS

8.1.1 GENERAL MEETINGS

8.1.1.1 The National Committee of Members shall convene such meetings and/or committees as necessary to ensure the effective management and administration of the Institute.

8.1.1.2 Decisions of committees shall be ratified by the National Committee of Members for such decisions to be those of the Institute and thereby binding on the Institute.

8.1.1.3 The rules, procedures, and general requirements to be adhered to with respect to National Committee of Members meetings and appointed committee meetings shall be in terms of the relevant regulations.

8.1.2 ANNUAL GENERAL MEETINGS

8.1.2.1 An annual general meeting shall be convened before the end of October of each year.

8.1.2.2 The notice, venue or platform, chairperson, attendance, quorum, and rules of procedure, including motions, resolutions, voting, and minutes, shall be as per the relevant regulations.

8.1.3 EXTRAORDINARY GENERAL MEETINGS

8.1.3.1 An extraordinary general meeting of members may be convened at any time by the National Committee of Members for consideration of a specific matter.

8.1.3.2 An extraordinary general meeting of members may be convened at any time on request by any member with at least ten (10) other members' signed confirmation.

8.1.3.3 The notice, venue or platform, chairperson, attendance, quorum, and rules of procedure, including motions, resolutions, voting, and minutes, shall be as per the relevant regulations.

8.2 COMMITTEES

8.2.1 COMMITTEES OF THE NATIONAL COMMITTEE

8.2.1.1 The National Committee of Members may convene committees of three or more members from time to time to deal with any affairs of the Institute. At least one (1) member of each committee shall be a director, and the National Committee of Members shall officially ratify all decisions of each committee before such decisions can be adopted as official Institute policy or regulation.

8.2.1.2 The rules, procedures, and general requirements to be adhered to with respect to such committee meetings shall be as per the relevant regulations.

8.2.2 REGIONAL COMMITTEES

8.2.2.1 Regional committees may be established by the Institute's members, subject to approval of the National Committee of Members.

8.2.2.2 The structure, officers, election of officers, terms of office, chairpersons, responsibilities, and meetings shall be as per the relevant regulations.

8.2.2.3 The rules, procedures, and general requirements to be adhered to with respect to regional committee meetings shall be as per the relevant regulations.

9 FINANCIAL, ASSETS, AND ADMINISTRATION

9.1 The objectives of the Institute, together with the management and administration thereof, shall be financed through membership fees, reimbursements for use of the Institute's facilities, purchase of the Institute's merchandise, attendance at the Institute's functions and events, levies, fines, contributions, sponsorships, loans, and fund-raising activities.

9.2 Funds, apart from investments, shall be deposited into bank accounts opened in the name of the Institute.

9.3 All banking accounts in the name of the Institute shall reflect the current authorisation names and signatures of the directors as per this Constitution.

9.4 All funds, fixed property, and assets of the Institute shall be vested in the Board of Directors for the time being in trust for the Institute.

9.5 True accounts shall be kept of all money received and/or expended by the Institute and of the assets and liabilities of the Institute.

9.6 The managing director shall administer the funds of the Institute in accordance with the directions of the National Committee of Members, as set out in the Institute's regulations, and in accordance with accepted accounting practices.

9.7 The controls attached to the operation of the banking accounts of the Institute shall be as set out in the relevant regulations.

9.8 The Institute shall appoint external accountants for the purposes of overseeing and finalising annual financial statements, the submission of income tax returns, and any other matter as required.

9.9 The Institute may execute any profit-making activities in line with the provisions of the Companies Act (Act 71 of 2008), as amended. This will include continuing professional development activities, peer reviews, and learned opinions as required by members, statutory bodies, and the public.

9.10 The Institute may not participate in any business, profession, or occupation executed by any of its members, except as provided in 9.8.

9.11 The Institute may not provide any financial assistance, premises, continuous services, or facilities to its members for the purpose of carrying on any business, profession, or occupation by them.

9.12 The Institute shall maintain, at the discretion of the Board of Directors, affordable insurance cover to ensure against loss of material items by any means, malfeasance on the part of members, and the cost of any legal proceedings and the consequences thereof, instituted against the Institute or against its directors or members acting on its behalf.

9.13 Persons employed by the Board of Directors on behalf of the Institute may be on a casual or permanent basis, the nature of the contract being deemed most appropriate by the Board of Directors.

9.14 All personnel shall report to and be the responsibility of the managing director.

10 CONSTITUTIONAL AMENDMENTS

10.1 This Constitution may only be amended after a motion of amendment is presented at an annual general meeting or an extraordinary general meeting convened specifically for such purpose.

10.2 Motions to amend the Constitution shall be in writing and directed to the managing director of the Institute.

10.3 Where a motion to amend this Constitution is received before the required annual general meeting or is received in respect of a notice of an annual general meeting, such motion will be presented at that annual general meeting. Any proposed amendment arising from the proceedings at the annual general meeting must be proposed as a motion of amendment for an extraordinary general meeting to be set.

10.4 A proposed motion to amend this Constitution, with or without any amendment, shall be presented to the members at such meeting, and in person by the proposer, or in the case of the Board of Directors, by a delegated director.

10.5 Voting on the proposal to amend this Constitution will take place at the meeting.

10.6 Voting to adopt or reject a proposed amendment to this Constitution shall be based on a two-thirds majority of all members' votes cast.

11 TRUSTEE

11.1 If a Board of Directors cannot be constituted, the National Committee of Members shall appoint a trustee.

11.2 The trustee shall convene and hold an extraordinary general meeting to elect a Board of Directors. The trustee may appoint up to four (4) members to assist in the discharge of any duties involved.

11.3 Should a Board of Directors not be convened at the extraordinary general meeting called for this purpose, then a resolution to dissolve the Institute shall be automatically effected without the need for a vote on the matter.

11.4 The dissolution of the Institute shall be effected in terms of this Constitution.

12 DISSOLUTION

12.1 The Institute may be dissolved by a resolution of an extraordinary general meeting on the same basis as for an amendment to this Constitution and taking into consideration Articles 80 and 82 of the Companies Act (Act 71 of 2008), as amended.

12.2 The Institute shall be automatically dissolved at an extraordinary general meeting convened by the trustee, where such a meeting fails to form a Board of Directors.

12.3 A resolution to dissolve shall be immediately followed at the same meeting by a resolution prescribing the terms of winding up the affairs of the Institute according to the Companies Act (Act 71 of 2008), as amended.

12.4 The resolution prescribing the terms of winding up the affairs of the Institute shall be adopted on a simple majority of votes of the members present and entitled to vote.

12.5 The dissolution of the Institute shall include the Institute and any related sub-structure thereof.

12.6 The Institute shall be obliged, upon its dissolution, winding-up, or liquidation, to give or transfer its assets remaining after the satisfaction of its liabilities to another Institute, society, or association with objectives like those of the Institute.

13 REPEAL OF PREVIOUS EDITIONS OF THE CONSTITUTION

13.1 The Members adopted this edition of the Constitution at an annual general meeting held on 10 October 2026.

13.2 All previous editions of the SAIAT Constitution are hereby repealed, subject to section 12(2) of the Interpretation Act 33 of 1957.

THE END