



ANASA

ASSOCIATION OF NURSING AGENCIES OF
SOUTH AFRICA

ANASA, PO Box 12339, Clubview 0014

CONSTITUTION

ASSOCIATION OF NURSING AGENCIES OF SOUTH AFRICA

NAME

The Association shall be called the Association of Nursing Agencies of South Africa, and the official abbreviation shall be ANASA.

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SCHEDULE

DEFINITIONS

In this constitution, unless the context otherwise indicates:

- Administration Manager means the appointed employee of ANASA, administering the ANASA office in accordance with a job description.
- Affiliate member means a branch of an agency operating independently from the main branch and which is licensed separately by the SA Nursing Council but pays an annual affiliate membership to ANASA.
- Agency means nursing agency as defined in the Nursing Act, 1978 (Act 50 of 78 as amended) and means health agency as defined in the National Health Act, 2003 (Act 61 Of 2003)
- Agency Branch means a branch of an agency operating independently from the main branch and which is licensed separately by the SA Nursing Council.
- Association means The Association of Nursing Agencies of South Africa.
- Committee or Exco means Executive Committee of the Association of Nursing Agencies which includes the office bearers.
- Executive Committee Member or Exco Member means a natural person who has been elected to the Executive Committee in his/her own capacity at a General Meeting and represents a member agency.
- Licensee means the natural person to whom the South African Nursing Council has awarded a current license to carry on a business of a nursing agency.
- Member means a nursing agency to which membership to ANASA has been granted for the current year and is represented by one person nominated by the licensee.

- Membership means membership of ANASA awarded to a specific agency at a specific locality, who has met the criteria for membership and excludes branches of agencies at other localities.
- Office Bearer means a position of trust and authority given to a natural person serving as the Chairperson, Vice-Chairperson, Secretary or Treasurer on the Exco of ANASA.
- Regional branch means a branch of the Association in a different geographical region.
- Section 21 Agency means an agency or group of agencies established in terms of Section 21 of the Companies Act, Act 61 of 1973, as amended.
- Any reference to a feminine also indicate masculine.

SECTION 1

1. AIMS AND OBJECTIVES

The aims and objectives of ANASA are:

- 1.1 To set standards and objectives for the professional improvement of nursing agencies throughout South Africa or as agreed upon from time to time.
- 1.2 To initiate, improve and enhance through its membership high standards of efficiency and co-operation between all personnel involved in nursing agencies.
- 1.3 To encourage in-service training for all categories of nursing personnel working through an agency, thereby ensuring a specific standard of agency nurse.
- 1.4 To participate in skills and development initiatives.
- 1.5 To hold at least two General Meetings annually.
- 1.6 To represent members of the Association.
- 1.7 To provide each agency with the opportunity to have equal representation.

- 1.8 ANASA's membership, Exco and office bearers shall not discriminate on the basis of race, colour, religion, national origin, sexual orientation, sex, marital status or disability.
- 1.9 ANASA shall, in keeping with South African Statute, meet the principles of Broad Based Black Economic Empowerment to that of an Association and Section 21 Company.

SECTION 2

2 TERRITORY

The area of jurisdiction of the Association shall be South Africa and any other country seeking membership with ANASA.

SECTION 3

3 BODY CORPORATE

The Association is a juristic person, independent of its members, capable of acquiring, hiring, holding and disposing of property, of suing or being sued in its corporate name and of performing all such acts as are necessary for or incidental to the performance of its functions and the exercise of its powers.

SECTION 4

4. LANGUAGE

English shall be the only language for official correspondence. Members are free to use the language of their choice in addressing any meeting of ANASA, provided the member concerned arrange for an interpreter.

SECTION 5

5. MEMBERSHIP

- 5.1 The Association shall consist of licensed nursing agencies.
- 5.2 Full membership is granted by the Executive Committee to an agency that complies with all the criteria for membership. Annual membership fees shall be paid in full prior to membership being granted and an annual membership certificate issued. A full member has one vote.

- 5.3 Affiliate membership is granted by the Executive Committee to branches of an agency situated in different regions/ localities in the Republic of South Africa. The affiliate member shall comply with all the criteria for membership and shall pay annual affiliate membership fees in full prior to membership being granted and an annual membership certificate issued. An affiliate member has no vote and does not receive ANASA correspondence. The choice of full membership as in par 5.2 or affiliate membership rests with the agency.
- 5.4 Section 21 membership is granted to an agency or group of agencies registered under Section 21 thus operating as non - profit making enterprises. The Section 21 member/s shall comply with all the criteria for membership and shall pay annual Section 21 membership fees in full prior to membership being granted and individual annual membership certificates issued. The Section 21 member/s has one vote, irrespective of the number of agencies or branches and will be regarded as one addressee for ANASA correspondence purposes.

Criteria for Membership

- 5.5.1 The agency must subscribe to and accept the responsibility of maintaining interest in the aims and objectives of ANASA by signing and adhering to the ANASA Code of Ethics and the ANASA Criteria for Membership.
- 5.5.2 The agency shall exhibit ethical and professional conduct with regard to all matters pertaining to management, recruitment of personnel and clients, and interaction with other agencies.
- 5.5.3 The agency must be in possession of a valid license from the South African Nursing Council as prescribed by the Nursing Act 50 of 1978.
- 5.5.4 The agency must be registered with the South African Revenue Service for Tax, Vat, Skills Development Levy and UIF if applicable, and submit proof of registration.
- 5.5.5 The agency must be registered with the Compensation Commissioner and submit proof of registration.
- 5.5.6 The agency shall render a 24 hour placement service to its clients.
- 5.5.7 The agency shall have a registered nurse on management level responsible for placements.
- 5.5.8 The agency may not admit to the panel of the agency any person who is not registered or enrolled in terms of the Nursing Act, neither shall such a person be supplied to a client.
- 5.5.9 All employees registering with the agency shall complete an Employee Registration Form on which is clearly indicated whether the employee has other employment.

- 5.5.10 The agency shall determine acceptable agreements/contracts between the agency and its panel members and the agency and its clients.
- 5.5.11 The agency shall require professional indemnity insurance from all members admitted to the panel of the agency.
- 5.5.12 The agency shall pay all employees on the panel of the agency timeously as per contract, irrespective of whether the agency has received payment from the client.
- 5.5.13 The agency shall deduct commission as prescribed by current legislation.
- 5.5.14 The agency shall tax employees correctly according to the South African Revenue Services' requirements as indicated in the Guidelines for Employers (EMP10), including any SARS directives. At present a 25% deduction in case of employees with more than one employer applies.
- 5.5.15 The agency shall provide each employee with a payment advice document at least once monthly. The contents of the payslip shall be in keeping with the requirements of the Basic Conditions of Employment Act, section 23, and shall reflect the employer's name and address, worker's name and occupation, period for which payment is made, total salary or wages and deductions, the actual amount paid and if relevant to the calculations of pay: employee's pay and overtime rates, number of ordinary and overtime hours worked on Sunday and/or a Public Holiday.
- 5.5.16 The agency shall provide each employee annually at the end of the financial year with an IRP 5 or IT 3 within the prescribed period.
- 5.5.17 The agency shall annually apply for and submit to ANASA an IRP 30 certificate from SARS in order to receive an ANASA Certificate of Membership.
- 5.5.18 ANASA recommends that the agency acquire Indemnity Insurance for the agency as a separate legal person.
- 5.5.19 A representative or representatives of the agency shall attend at least one General Meeting or one Regional Meeting per annum. Apologies for non-attendance are required.
- 5.5.20 On membership application and annual membership renewal a Tax Clearance Certificate for the member agency shall be submitted to ANASA.

- 5.6 Application to the Association for membership shall be in writing to the Administration Manager of the Association and shall be tabled at the next Executive Committee meeting. The licensee of the agency shall submit the application for membership to the Association and indicate the name of the representative of the agency, if not the licensee. The Executive Committee shall consider the application for new membership and notify the applicant of the outcome.
- 5.7 Membership will last for a period of one (1) year commencing on 1 July each year, upon which membership has to be renewed. Membership is only renewed once the annual membership fee is paid, a current Tax Clearance Certificate, IRP 30 and a current South African Nursing Council Licence is submitted. The renewal requirements shall apply to affiliate and Section 21 agencies also.
- 5.8 Members may resign from the Association by giving written notice to the Executive Committee and any fees paid in advance shall be forfeited.
- 5.9 It shall remain the responsibility of the member to maintain membership and to notify the Administration Manager of the change of address, telephone, fax or e-mail address.
- 5.10 No member of ANASA shall be personally liable for the debts of the Association.

SECTION 6

6. MEMBERSHIP FEES

6.1 Full Membership Fee.

A full member shall pay an annual membership fee of an amount as determined by the Executive Committee and notification of any change thereof, will be included in the agenda of the General Meeting. Membership fees become due by the 30 June of each year.

6.2 Affiliate and Section 21 Membership Fee.

An affiliate or Section 21 member shall pay an annual affiliate or Section 21 membership fee of an amount as determined by the Executive Committee.

6.3 Pro - rata Membership Fee.

A pro-rata membership fee will be paid depending on the month an agency applies for membership of ANASA:

- Full membership fee: July to September.
- 75% membership fee: October to December.
- 50% membership fee: January to March.
- 25% membership fee: April to June.

6.4 Each member shall receive an invoice for membership fees. The invoice shall reach the member no later than four (4) weeks prior to the due date of 30 June.

SECTION 7

7. REGIONAL BRANCHES.

7.1 Regional branches of ANASA may be established in a specific region or province. All the participating members of a regional branch shall be either full or affiliate members. The number of participating agencies that constitute a branch is three (3) or more agencies.

7.2 Regional branches must accept the Constitution of ANASA and it must be applied *mutatis mutandis*.

7.3 Regional branches may elect a regional branch Chairperson and Secretary and hold regional meetings at intervals as decided upon by the members. The number of meetings held per annum, may not be less than two (2).

7.4 A regional branch may nominate one of its members as an additional member to the Executive Committee, with full voting powers on the Executive Committee.

SECTION 8

8. THE EXECUTIVE COMMITTEE.

8.1 The Executive Committee shall consist of the Chairperson, Vice-chairperson, Secretary, Treasurer and six (6) members elected at a General Meeting. In addition to the office bearers and six members, appointed representatives of Regional Branches as mentioned in par 7.4. are also included in the Executive Committee. Four (4) of the total

membership of the Executive Committee, excluding the Chairperson and Vice-Chairperson, shall be registered nurses. Office bearers, Committee Members and regional representatives of the Executive Committee will not have interchangeable representation.

- 8.2 The Association shall elect six (6) committee members to serve for a period of one (1) year after which they will be eligible for re-election. The membership of the Executive Committee may at no time include more than four (4) members from agencies operating under the same name or belonging to the same owner/s or belonging to the same group. This includes the Office Bearers, the elected Executive members and the nominated regional branch members representing a region on the Executive Committee.
- 8.3 Any other vacancy on the Executive Committee shall be filled by the nomination and election of another member of the Association by the Executive Committee at the first Executive Committee meeting at which such a vacancy has occurred. The member so elected shall hold office until the next General Meeting.
- 8.4 The Executive Committee shall have all judicial and executive functions common to an organisation. It shall formulate procedures, rules and regulations subject to the approval of the members at a General Meeting. The Executive Committee may co-opt persons from time to time and may form working groups. The co-opted persons have no vote.
- 8.5 The decisions of the Executive Committee shall be made by a simple majority vote. In the event of an equality of votes the Chairperson shall have the casting vote as well as a deliberate vote.
- 8.6 Five (5) or more members of the Executive Committee shall form a quorum at a convened meeting of the Executive Committee.
- 8.7 The Executive Committee shall meet at least four (4) times a year.
- 8.8 Should any member elected to the Executive Committee, fail to execute duties as determined in the Constitution and specific job description, a quorum of the Executive Committee has the right to disciplinary action against the member.
- 8.9 Each member of the Executive Committee shall be subject to the criteria of ANASA disciplinary code.

- 8.10 The Executive Committee members will give priority to attending the Executive Committee and General Meetings. Members must be prepared to attend meetings of the South African Nursing Council, DENOSA, the Professional Societies or any other meetings, when requested and mandated to do so as a representative of ANASA and to report on the meeting within two (2) weeks. When requested to perform a specific task, it should be executed promptly and a written report handed to the Chairperson within two weeks after completion of the task.

SECTION 9

9. OFFICE BEARERS.

- 9.1 The Chairperson shall be elected by the Association by the newly elected Executive Committee at a General Meeting having been on the Executive Committee for a period of at least one (1) year. She shall hold office for a period of one (1) year, after which she will be eligible for re-election, to hold a maximum of two (2) terms of office. After holding office for two (2) terms, the Chairperson shall not be eligible for re-election until a period of one (1) year has lapsed.
- 9.2 A Vice-chairperson shall be elected by the newly elected Executive Committee at a General Meeting. Should the Chairperson be elected who is not a registered nurse, the Vice-Chairperson must be a registered nurse. The same requirements as for the Chairperson shall apply to the Vice-chairperson.
The Vice-chairperson may succeed as Chairperson at the end of the Chairperson's term of office if so elected.
- 9.3 The Secretary shall be elected by the committee members from the newly elected Executive Committee immediately after the General Meeting to hold office for one (1) year, after which period she will be eligible for re-election.
- 9.4 The Treasurer shall be elected by the committee members from the newly elected Executive Committee, to hold office for one (1) year, after which period she will be eligible for re-election.
- 9.5 If the office of Vice-chairperson, Secretary or Treasurer becomes vacant, the members of the Executive Committee shall at the first meeting after such vacancy occurs, elect a Vice-chairperson, Secretary or Treasurer from the members of the Executive Committee. The

person so elected shall hold office until the following General Meeting at which time she shall vacate that office.

- 9.6 The Chairperson shall be responsible to the Executive Committee and the Association and uphold and promote the aims of the Association. She shall call special meetings of the members of the Association and Executive Committee in accordance with the constitution and perform other duties usually pertaining to her office. She shall prepare a report dealing with the activities of ANASA and deliver this report at the General Meeting. The Chairperson will sign membership certificates after the Executive Committee has accepted a new member. Upon termination of office, she shall deliver all reports and documents of the Executive Committee and the Association to her successor.
- 9.7 The Vice-chairperson shall assist the Chairperson during their term of office and shall act as Chairperson when the need therefore arises, or in the absence of the Chairperson shall act as Chairperson for the meeting in question. The Vice-chairperson shall be prepared to accept the position of Chairperson if the position becomes vacant.
- 9.8 The Secretary will serve as a link between members of ANASA and the Chairperson. She will have a list of all the members of the Association. She shall keep minutes of Executive Committee proceedings to be read at the next meeting and keep minutes of General Meetings. She will be responsible for the signing of the minutes by the Chairperson at the Executive Committee Meetings as well as General Meetings. She shall be responsible for notifying members of meetings as prescribed and assist with relevant correspondence. Upon termination of her term of office she shall deliver all documents and records to her successor.
- 9.9 The Treasurer shall be responsible for all funds and other property of ANASA and shall keep proper account thereof. The Treasurer shall submit the account of all distributed and undistributed funds to her successor. Subject to the provision of this constitution she shall disburse all funds upon order of the Chairperson or the Association and shall perform such other duties as may be prescribed by the Association. She shall present a financial report at each General Meeting. She shall be responsible for the documentation regarding cheque signatories at the General Meeting prior to the election of a new Executive Committee. Upon termination of office she shall deliver all records and documents to her successor.
- 9.10 Office Bearers, Administration Manager, Regional Representatives and Exco members are subject to the conditions of appropriate job

descriptions, which at the discretion of the Exco may be revised from time to time.

SECTION 10

10. MEETINGS

- 10.1 The Association shall hold two General Meetings per year, one of which shall be held in March of every year, during which the election of the new Executive Committee shall take place. The next will be in September. Special meetings may be called by the Executive Committee or by a notice signed by no less than one fourth (1/4) of the members. Such notice shall contain the proposed agenda, venue and time and shall be mailed at least four (4) weeks before the date of the proposed meeting, unless circumstances otherwise indicate.
- 10.2 At least four (4) weeks written notice of the General Meeting, is to be given to members of ANASA. A copy of the minutes of the previous General Meeting or special meeting and an agenda shall be issued with the notice of such a meeting.
- 10.3 Any member may submit in writing any matter of business, which she considers, requires the attention of the Association.
- 10.4 Proposed amendments to the constitution with complete motivations may be submitted in writing to the Secretary of the Executive Committee.
- 10.5 The constitution of the Association can be amended by a two-thirds (2/3) majority vote of members present in person or by proxy at a General Meeting provided that the proposed amendments have been circulated to all paid-up members of ANASA at least four (4) weeks before such a meeting takes place. The amendments shall be fully discussed at such a meeting before voting takes place.
- 10.6 A quorum for General Meetings shall be one tenth (1/10) of paid-up members including at least three (3) Executive Committee members present in person. In the event of a quorum not being present, the Chairperson or Vice-chairperson shall be empowered to postpone the meeting for a minimum of two (2) weeks. The members present at this postponed meeting must constitute a quorum, provided that all paid-up members have been given notice of this postponed meeting.

- 10.7 The proceedings of any meeting may only be communicated to the press with the approval of the Committee and communicated by the Chairperson.
- 10.8 The Secretary shall distribute minutes of the General Meetings to the Regional Branch Secretaries as soon as possible. Regional branches are encouraged to participate in a proactive manner and pursue the objectives of the Association.
- 10.9 Minutes of the Regional Branch meetings are to be sent to the Secretary as soon as possible after the meeting. Matters of urgency can be forwarded to the Chairperson directly.

SECTION 11

11 VOTING

- 11.1 When decisions are to be made, each full member shall be entitled to one (1) vote in person or by proxy at all meetings of ANASA. In the event of equality of votes, the Chairperson shall have a casting vote.
- 11.2 Nomination for office bearers or Executive Committee members may be made by two (2) paid-up members. The nominees must indicate their willingness to serve, prior to election. Candidates for the Executive Committee must have been members for a minimum of one (1) year. Nominations will be called for at the meeting and voting will be done by secret ballot in person or by proxy.
- 11.3 Each member shall be entitled to one (1) vote either in person or by proxy at the General Meeting at which the election takes place. This includes the Chairperson and Regional Chairperson.

SECTION 12

12 FINANCE

- 12.1 The Executive Committee shall be empowered to open an account at any registered bank or building society for the purpose of depositing, withdrawing, investing and distributing funds.

- 12.2 Signatures for banking accounts and cheque signatories shall be the Chairperson, the Treasurer and one (1) Executive member. Authorisation for cheques over the amount of R1500.00 needs to be obtained from the Chairperson via cheque requisition.
- 12.3 ANASA's financial year shall be from 1March to 28/29 February.
- 12.4 The Regional branches may submit a requisition for funds, which shall be discussed at the following Executive Committee Meeting. Based on the outcome of the decision of the Executive Committee, finance can be made available to regional branches.
- 12.5 Regional branches must annually submit a statement of income and expenditure to the Chairperson on 28 February, each year, only if funding has been provided for by the National Treasurer.
- 12.6 Travelling costs to any meeting must be borne by the member individually unless agreed otherwise by the Executive Committee.
- 12.7 Honoraria may be paid to the Chairperson, Secretary and the Treasurer after each year in office, or any other person as recommended by the Executive Committee. All such payments must be approved at a General Meeting.

SECTION 13

13 AFFILIATION

At the discretion of the Executive Committee affiliation to other professional societies and associations may be sought both national and international.

SECTION 14

14 TERMINATION OF MEMBERSHIP

Membership of the Association may be terminated for any reason considered to be in the best interest of ANASA as stipulated in 5.4. Such termination requires the following:

- The policy and procedure for disciplinary hearing and action as legally prescribed will be applied as far as applicable.
- A written complaint may be filed with the Executive Committee.

- The complaint is to be investigated by a Disciplinary Committee, appointed by the Chairperson. This Committee shall consist of three (3) members of the Executive Committee.
- An opportunity must be given to the member in question to defend herself in person or in writing before the Disciplinary Committee, where-after the Disciplinary Committee will make a decision.
- The findings of the Disciplinary Committee are to be lodged with the Executive Committee.
- Both the member in question and the Disciplinary Committee acting in the best interests of ANASA may seek legal advice or representation at their own cost.
- The members of the Executive Committee who were not members of the Disciplinary Committee shall hear the appeal and after due consideration make a decision.
- The decision of the Executive Committee is final and binding.
- The member may re-apply for membership to ANASA and the application will be reconsidered.

SECTION 15

15 BYLAWS

- 15.1 Amendments to the Constitution that have been ratified by the General Meeting and signed by the Chairperson shall be adopted forthwith and the Webmaster shall be advised timeously thereof to post onto the ANASA website.
- 15.2 Following the incorporation of the ratified amendments the Constitution shall read as the adopted document without amendments.
- 15.3 ANASA shall meet the requirements of the BCEA and other legislative requirements associated with those of an employer.
- 15.4 The Administrative Manager shall attend all General, Executive and Special Meetings related to the business of ANASA. The Administrative Manager shall hold no vote.

SECTION 16

16 Winding up.

Should at any time the Committee find it necessary to wind-up the affairs of the Association, for whatever reason any assets remaining after its debts and liabilities have been settled shall be donated to The National Cancer Association. All existing members shall be notified of the Executive Committee's intentions and a Special meeting shall be called for all remaining members. Four (4) weeks notice shall be given of such a meeting and a vote of two-thirds (2/3) majority of those members present in person or by proxy at such a meeting shall determine the winding-up of the Association.

AUGUST 1994

Amended June	1997
Amended June	1998
Amended November	2000
Amended November	2001
Amended June	2002
Amended November	2003
Amended June	2005
Amended November	2005
Amended February	2006
Amended November	2007
Amended March	2008