

**THE**

**CONSTITUTION**

**OF**

**INSTITUTE OF BOTSWANA**

**QUANTITY SURVEYORS**

**1996**

# **CONSTITUTION OF THE INSTITUTE OF BOTSWANA QUANTITY SURVEYORS**

## **PREAMBLE**

Because of the need to nurture and develop the Professional and Practice of Quantity Surveying in Botswana, the Quantity Surveyors of this country have joined together to establish the INSTITUTE OF BOTSWANA QUANTITY SURVEYORS.

### 1. **NAME**

The name of the Society shall be the Institute of Botswana Quantity Surveyors, and is hereinafter referred to as the Institute.

### 2. **INTERPRETATION**

The following words and expressions shall have the following meaning:-

- a) "Institute" shall mean the Institute of Botswana Quantity Surveyors
- b) "Executive Committee" shall mean the governing body of the Institute appointed in terms of this Constitution.
- c) Words signifying the singular shall include plural or vice versa and words signifying the masculine shall include the feminine unless they appear specifically otherwise from the context.
- d) "Member" shall mean a member (of any type) of the Institute.

### 3. **OBJECTIVES**

- a) To promote the advancement of and to facilitate the acquisition of knowledge in the profession of Quantity Surveying.
- b) To promote the general interests of the profession and encourage Botswana to enter the profession.
- c) To regulate the profession in the public interest.
- d) To seek to obtain, and subsequently to maintain, registration of both the title and practice of Quantity Surveyors in Botswana.
- e) To seek to obtain the establishment of standard professional fee scales for professional services performed by Quantity Surveyors and related disbursements, together with periodic reviews to protect the public interest.
- f) To maintain good relations with other professional bodies in Botswana and with similar professional bodies in other countries.

### 4. **SITUATION**

The Institute shall be administered from Gaborone. This shall not preclude the formation of branches of the Institute situated in other localities of the country.

### 5. **MANAGEMENT**

- a) The affairs of the Institute shall be managed by a governing body to be known as the “Executive Committee”.

The Executive Committee shall have the power, on behalf of the Institute to:-

- i) acquire by purchase, gifts, by way of donation, request or otherwise, and hold, possess and manage property both movable and immovable.
  - ii) lease and rent any property on such terms as they shall think fit.
  - iii) open an account at any bank, savings bank or building society operating in Botswana, effect any payment into such account or withdraw any sum therefrom.
  - iv) set the amount of, and ensure that the annual subscription for the various classes of members are fully paid, and that other returns, pertaining to member or class of members, are made.
  - v) appoint such representatives as they shall deem fit to represent the Institute at any professional or social event/activity in Botswana or abroad.
  - vi) sue or be sued, implead or be impleaded under the name of the Institute of Botswana Quantity Surveyors.
  - vii) appoint employees, either permanent or temporary, for such duties and at such remuneration as they deem necessary.
  - viii) the Executive Committee shall not be entitled to commit the Institute by purchase or otherwise in excess of 75% of funds currently held., unless a two thirds majority at a general meeting or an Extraordinary General Meeting shall so authorise.
- b) The Executive Committee may make such regulations and form such sub-committees as they deem necessary for good management of the Institute. In the furtherance of the objectives thereof, and in accordance with the constitution, provided that all such regulations shall be ratified by a simple majority of the members present at the next Annual General Meeting. No further action shall be taken under a regulation which is not ratified provided an alternative is adopted at the AGM, but no power will exist to revoke actions taken in good faith by the Executive Committee under an unratified regulation.
- c) The members of the Executive Committee who shall all be full members of the Institute shall comprise the following officers who shall be elected for a two year term at each alternate AGM.

The Chairman of the Institute

Vice Chairman

Secretary

Vice Secretary

Treasurer

and additional members to be not more than four, one of whom shall be the immediate outgoing chairman. Should a Branch be formed under Clause 16, its members shall be entitled to elect one further member of the Executive Committee as their representative every two years.

- d) The Executive Committee shall meet regularly and at least six times a year, the quorum at such meetings shall not be less than half the members of the Executive Committee, one of whom shall either be the Chairman or Vice Chairman.

**6. DUTIES**

- a) Chairman
  - i) shall chair all general or Executive Committee or Member Practice Sub Committee meetings, at which he is present
  - ii) shall call annual, extraordinary, Executive Committee or member practice meetings at appropriate times and intervals and
  - iii) shall conduct such meetings in a proper and orderly manner, within the level of responsibility delegated to such meetings.
  - iv) shall ensure that an auditor is appointed every year
- b) Vice-chairman
  - i) shall act as chairman in all meetings at which the chairman is not present and
  - ii) shall assume such duties as may from time to time be assigned to him/her by the chairman and Executive Committee
- c) Secretary
  - i) shall draw up minutes of the proceedings of all General and Executive Committee meetings of the Institute
  - ii) keep records which contain therein:
    - a) the names and addresses of each member and the class of membership held
    - b) such other particulars as the Executive Committee may require and
  - iii) shall be the sole custodian of the records of the Institute and keep such records in an orderly manner.
  - iv) shall be responsible for the collection of all mail for tabling the same at Executive Committee meetings and shall expeditiously carry out any correspondence entrusted to him by the Executive Committee.
- d) Vice-Secretary
  - i) shall act as Secretary in the absence of the Secretary and
  - ii) perform such duties as may from time to time be delegated to him/her by the Secretary
- e) Treasurer

- i) shall keep proper books of accounts of the Institute
  - ii) effect or accept any payments
  - iii) give full valid discharge for any debt and sign any receipts thereto
  - iv) pay into the Institute's bank account as soon as possible all monies entrusted to him on behalf of the Institute save and except where he/she is authorised by the Executive Committee to keep such monies as petty cash.
  - v) Prepare Institute's annual accounts at least one month before the AGM each year and at such other times as the Executive Committee may require.
  - vi) Prepare and circulate at the AGM each year for ratification by the members, a budget for the forthcoming year outlining anticipated revenue and expenditure.
  - vii) In conjunction with the Chairman or any other officer authorised by him, sign all cheques for the Institute's bank account.
- f) Additional Members
- Shall perform all such duties assigned to them by the Executive Committee and or by the Chairman.

## 7. **MEMBERSHIP**

The membership of the Institute shall consist of the following:-

- a) Honorary Members
  - b) Full Members
  - c) Associate Members
  - d) Student Members
  - e) Retired Members
- a) An Honorary Member:-
- i) Membership shall be by the invitation of the Executive Committee after obtaining prior approval by ballot of the full members of the Institute.
  - ii) May take part in all activities and general meetings and make use of all facilities provided by the Institute except those which the Executive Committee considers are privy to full members of the Institute.
  - iii) Shall possess no right to voting or intervening in the affairs of the Institute and shall not be liable to pay any subscriptions to the Institute.
- b) A full member shall be elected by the Executive Committee of the Institute upon being proposed and seconded by two full members and shall possess one of the following qualifications.

Either

- i) normally have passed the final examination at the end of an approved minimum three academic years full time study in Quantity Surveying degree or an equivalent qualification as may from time to time be approved by the Executive Committee and have at least three years approved post qualification practical experience in the profession, at least two of which shall have been in Botswana.

- or ii) hold the professional qualification of such recognised professional Institute or body as may be approved by the Executive Committee from time to time and with the same level of experience as required in item (i) above
  
- c) An associate shall be elected by the Executive Committee upon being proposed and seconded by two full members and shall be a person who has passed an examination or holds a qualification referred to in paragraph (b) above, who is in the process of acquiring the approved practical experience therein referred to. An associate will have the right to apply to become a full member on completion of the practical experience referred to in 7 (b) (i) above after such experience is approved by the Executive Committee. An Associate member shall be entitled to attend general meetings and ordinary meetings of the Institute but they shall have no right to vote at these meetings.
  
- d) A student member shall be elected by the Executive Committee upon application to the Secretary and shall be a person following approved training to become a Quantity Surveyor. A student member shall be entitled to attend general meetings and ordinary meetings of the Institute but they shall have no right to vote at these meetings.
  
- e) A retired member:-
  - i) shall be a member who has formally retired from practice but who wishes to continue his connection with the Institute.
  - ii) shall attain such status, on production to the Executive Committee of satisfactory proof that he has retired from practice.
  
  - iii) shall pay one-half of the current annual subscription for the class of membership he held before retirement or such less amount as the Executive Committee may deem fit in the circumstances of each specific case. He shall continue to hold the rights and privileges of the class of membership he enjoyed immediately before retiring.

Any member wishing to resign from the Institute shall submit his resignation to the Secretary. The resignation shall take effect fourteen (14) days from the date of receipt by the Secretary of such notice. In the case of a member of the Executive Committee two month's notice shall be required so as to facilitate a smooth hand over to the new Executive Committee member and to answer any queries which may arise. The Executive Committee is entitled to co-opt another member onto the Executive Committee in the event of a committee member's resignation.

Any person who resigns or is removed from membership shall not be entitled to a refund of his/her subscription, or any part thereof, or any monies contributed by his/her at any time.

## **8. EXECUTIVE COMMITTEE**

- a) The Executive Committee may from time to time draw up regulations which amplify the above but the normal criteria for the acceptability of an examination or professional qualification shall be their conferring in the country of obtaining such examination or qualification, the ability to practice as a Quantity Surveyor and to obtain Registration as a Quantity Surveyor (when such Registration exists). Such regulations may also stipulate what constitutes approved practice and means of recording same and method of submission to the Executive Committee.
  
- b) The Executive Committee may at its discretion delegate a sub committee the task of establishing the eligibility of and the class of membership of an applicant, and of approving an Associate's practical experience. The Executive Committee shall not without good cause fail to ratify the decision of such a sub committee. All

applications for membership must be decided and replied to within 3 months of receipt of such applications.

- c) Such membership subcommittee shall comprise a maximum of five members at least two of whom shall be members of the Executive Committee.
- d) The Executive Committee will support the formation and operation of sub-committees for members of a particular class of membership. Minutes of such meetings shall be sent to the Secretary who shall table matters raised by such a sub-committee at the following Executive Committee meeting.

9. **DESIGNATION**

- a) a full member shall be entitled to use after his name the initials M.I.B.Q.S.

10. **ANNUAL GENERAL MEETING**

- a) The Annual General meeting of the Institute shall be held, unless extraordinary circumstance prevent, in the first quarter of each year on such date and at such place as the Executive Committee shall appoint. Reports by the Chairman and Treasurer shall be presented at the Annual General meeting. The financial year shall end on 31<sup>st</sup> December.
- b) The annual general meeting shall be convened by notices addressed by the Secretary to all members and posted not less than twenty five clear days prior to the date thereof: such notice shall include an Agenda for the meeting, and a copy of the Annual Accounts.
- c) The quorum for an Annual General Meeting shall be one third (1/3) of the full members resident in Botswana including at least two-thirds of the members of the Executive Committee. In the event of the meeting not being quorate, the Chairman will organise a further meeting where the quorum shall be reduced to the members present.
- d) If the meeting, be it executive, annual general, extraordinary general or ordinary, be adjourned for whatever reason members present at the time of such adjournment shall decide on the venue, time and date of the resumption of such and the Secretary shall then accordingly make arrangements for such a resumption and inform members who were not present at the time of adjournment.
- e) Electoral officer  

An electoral officer shall be chosen at the annual meeting.

  - i) He shall at all times be the sole person responsible for conducting elections.
  - ii) He shall run the Institute's affairs after the dissolution of the Executive Committee during the elections.
- f) The business of the Annual General meeting shall be to receive, deliberate upon and Accept the report of the Executive Committee and the audited Annual Accounts, to elect the officers and member of the Executive Committee, (when due), to elect an Auditor and to deliberate and vote on such motions as the Executive Committee shall have included or been asked to include in the Agenda sent out with the convening notice.
- g) Any member wishing to put down a motion for discussion at the Annual Meeting shall submit it in writing to the Secretary at least five days before the date of the Annual General Meeting. An amendment to any motion included in the Agenda or duly notified as set out above will be discussed during the course of the meeting.

- h) A motion of no confidence against a member of a Sub-Committee, the Appellant Body of the Executive Committee or against a Sub-Committee, the Appellant Body or the Executive Committee may be brought in accordance with 10 (g) above and 11 below.

In the event of such motion being successful the affected party shall undertake a proper handover to his successor or a designated body within fourteen (14) days.

- i) Voting shall be by show of hands, or by ballot if so demanded by the majority of Members present. In case of equality of votes, the person presiding shall have a casting vote.
- j) Voting shall be by show of hands, or by ballot if so demanded by the majority of members present. In case of equality of votes, the person presiding shall have a casting vote.
- k) Proxy Voting at general meetings

When a full Member is representing another by proxy he shall have in his possession at the Meeting a written statement signed by the Full Member not present setting out.

- i) the name of the Full Member to whom the proxy vote is given;
- ii) the date and place of the meeting;
- iii) the resolution upon which a proxy vote is given
- iv) whether the proxy vote is to be affirmative negative or discretionary

#### 11. **EXTRAORDINARY GENERAL MEETING**

- a) Extraordinary General Meetings shall be held at such times and places as the Executive Committee may decide, either when requested to do so by one quarter of the Full and Associate members resident in Botswana in writing, or upon their own discretion, but so that any such meeting is held within thirty five days of the receipt of such a request or the reaching of such a decision.
- b) Any notice by one-quarter of Full and Associate Members in Botswana requesting an Extraordinary General Meeting shall set out in full the motion which they intend to put to such meetings.
- c) The Secretary shall convene an Extraordinary General meeting by notice in writing to all members. The convening notice shall give twenty days notice and shall include an agenda for the meeting, which shall set out any motion which is to be put to the meeting.
- d) A quorum shall be as for an Annual General Meeting, as shall be the voting procedures.

#### 12. **ORDINARY MEETING**

Ordinary meetings, for social and/or cultural purposes may be called from time to time by the Secretary on the decision of the Executive Committee. Ordinary Meetings shall be convened by notice in writing to all members. Members may invite guests to attend ordinary meetings



13. **AUDITOR**

- a) Shall be a member of the Accountant's Institute of Botswana who has been appointed at an Annual General Meeting to audit the Institute's books.
- b) After auditing of the said books the auditor will present his report and opinion to the Executive Committee.

14. **ANNUAL SUBSCRIPTION**

- a) All members shall pay annual subscriptions when due to the Institute, at amounts for the various categories of membership which shall be fixed by the Executive Committee from time to time to be ratified by a majority of members present at the annual general meeting.
- b) A member whose subscription is six months in arrears shall cease to be a member of the Institute, provided that he shall be sent a reminder by registered mail after three months by the Treasurer. The Executive Committee shall have the power to waive payments/arrears or time limitations for deserving individual cases.
- c) A member elected at any time in any year shall be liable to pay the full joining fee and annual subscription fee which shall be pro-rated to the number of months remaining at the time of joining before the next annual general meeting.
- d) Any person whose membership application is not successful shall be entitled to a full Refund of their subscription.

15. **DEEDS**

Every deed, act or document relating to the Institute shall be signed by the Chairman and the Secretary.

16. **BRANCHES**

Branches of the Institute in different parts of Botswana may be formed subject to the approval of the Executive Committee, who may issue regulations governing the powers and responsibilities of such branches.

17. **PROFESSIONAL CONDUCT**

All members shall conform to the Rules of Professional Conduct which the Executive Committee (in accordance with clause 5b) may from time to time make by regulations or as stipulated in a Quantity Surveyor's Registration Act. These Regulations shall be published and sent to a new member on his election.

18. **DISCIPLINE**

The Executive Committee shall have the power to caution, reprimand or expel from the Institute any member who, in the reasonable opinion of the Executive Committee, is found to have contravened rules of professional conduct made by the Executive Committee. The Executive Committee shall, before exercising their powers under this sub-section, notify the member concerned in writing, by registered letter, of the complaint, and they shall be asked if they wish to submit a written or verbal explanation to the Executive Committee before the expiry of a period of sixty days. The powers of the Executive Committee under this sub-section can only be exercised by the unanimous decision of a quorum or two-thirds majority

of the Executive Committee Members in attendance whichever shall be the greater after hearing/considering both complaint and the member's explanation and the relevant regulation.

19. **APPELLANT BODY**

- a) There shall be elected at the Annual General Meeting an Appellant Body of three (3) preferably Retired Members, otherwise Full Members, who will not be in the Executive Committee.
- b) It shall be independent of the Executive Committee and shall have the power to co-opt up to two non members of the Institute.
- c) It shall elect from amongst its members a Chairman and a Secretary.
- d) It shall hear appeals arising out of decisions taken under Section 7 (Membership) and 18 (Discipline) which appeals shall be lodged in writing within thirty (30) days after receipt, in writing, of such decision(s).
- e) Before considering an appeal as described in (d) above, the appellant body shall request a written statement from the Executive Committee as to reasons for its decision. The appellant body shall consider such statement, the basis of the appeal and the relevant section of this constitution before reaching its decision which shall be binding.

20. **AFFILIATION**

The Institute may affiliate itself to any local or international body which in the opinion of the Executive Committee would assist to fulfil items 3 (b) (objective). Such affiliation shall be sought by the Executive Committee subject to ratification by simple majority at an AGM or EGM.

21. **SEAL OF THE INSTITUTE**

The seal of the Institute shall be decided by Competition (within six months of inauguration) to be judged by the Executive Committee and this paragraph will in future editions be replaced by a short description of the seal.

22. **AMENDMENT OF CONSTITUTION**

No amendment shall be made to this Constitution except by two-thirds majority of the Full Members present or represent by proxy at an Annual Extraordinary General meeting.

23. **DISSOLUTION**

- a) The Institute shall only be dissolved at an Extraordinary General Meeting called for that purpose at which three quarters of the votes cast are in favour of a resolution to this effect. If no quorum is obtained, the proposal to dissolve the Institute shall be submitted to a further Extraordinary General Meeting which shall be held one month later at which the quorum shall be the members present.

Notice in writing of this meeting shall be posted to all members of the Institute at least 21 days before the date of the meeting.

- b) The dissolution shall be subject to the law existing at that time.
- c) When the dissolution of the Institute has been effected in accordance with the law and this constitution, no further action shall be taken by the Executive Committee in connection with the aims of the Institute other than to notify the trustees of known

existing assets and liabilities of the Institute. Any cash in hand shall be paid to the trustees.

- d) In the event of dissolution, the bank in which the Institute's monies are deposited shall act as trustees and liquidator and shall wind up the affairs of the Institute in accordance with the law, any residual assets should be kept in trust account by the trustees for a period of six (6) months, if at the expiry of the said period a similar professional body shall have been registered in law the accrued residual assets shall be donated to it. If on the other hand, no such similar professional body shall have been registered in law at the expiry of the said period the accrued residual assets shall be donated to a charitable organisation of repute.

24. **INTERIM STEERING COMMITTEE**

Until the election of the Executive Committee at the first Annual General Meeting. The affairs of the Institute will be handled by and Interim Steering Committee, who shall exercise the full powers and functions of the Executive Committee. The Interim Steering Committee of 4-5 members shall be elected from nominations received from the floor at the meeting at which this constitution is adopted. The purpose of the Interim Steering Committee is to process applications for membership, formalise the Registration of the Institute and to arrange the first Annual General Meeting.

When handing over to the Executive Committee and also at the first Annual General Meeting (should this occur before the opening of the Institute's own bank account) the Interim Steering Committee will submit a full account of the financial transactions of the Institute to the Executive Committee. This clause will be omitted from future editions of the Constitution.

**6.0 SUBSCRIPTION RATES**

		<b><u>JOINING</u></b>		<b><u>ANNUAL</u></b>		<b><u>TOTAL SUBSCRIPTION</u></b>	
		<b>P</b>	<b>t</b>	<b>P</b>	<b>t</b>	<b>P</b>	<b>t</b>
6.1	Full membership	100.00		100.00		200.00	
6.2	Associate Membership	100.00		50.00		150.00	
6.3	Student Membership	30.00		15.00		45.00	

Applications will not be considered unless they are accompanied by a remittance (Joining Fee plus Annual Subscription plus Cost of a copy of the Constitution).

**FOR OFFICE USE ONLY**

**DATE APPLICATION RECEIVED** : \_\_\_\_\_  
**REMITTANCE RECEIVED BY** : \_\_\_\_\_  
**DATE PRESENTED TO COMMITTEE** : \_\_\_\_\_  
**DECISION** : \_\_\_\_\_  
**DATE APPLICATANT INFORMED** : \_\_\_\_\_  
**REGISTRATION NUMBER** : \_\_\_\_\_  
**REMARKS** : \_\_\_\_\_

# **NOTES TO APPLICANTS**

The following are required with each application for membership:-

1. The form properly completed.
  2. Your remittance for the type of membership being applied for:

Full membership	-	P200 + P20 for a copy of the constitution
Associate Membership	-	P150 + P20 for a copy of the constitution
Student Membership	-	P 45 + P20 for a copy of the constitution
  3. Photocopies of your certificates duly certified as true copies or signed by a member of the Committee having seen the original and where necessary translated into English and certified accordingly.
  4. \* Application to be signed and dated by proposer and seconder who must be full members of the Institute (Not applicable)
  5. The Declaration on page 3 to be signed and dated by the applicant.
  6. The Executive Committee may request for additional information/documents deemed necessary for the processing of any application.
- \* Not applicable for initial group of applicants.