

**SOUTHERN AND EASTERN AFRICAN  
NETWORK FOR ANALYTICAL CHEMISTS  
(SEANAC)**

**DRAFT CONSTITUTION**

July 2003

# **CONSTITUTION OF THE SOUTHERN AND EASTERN AFRICAN NETWORK FOR ANALYTICAL CHEMISTS (SEANAC)**

## **ARTICLE 1**

### **Name, Affiliation and Theme**

- 1.1 The name of the Network shall be Southern and Eastern African Network for Analytical Chemists (SEANAC).
- 1.2 The Headquarters of the Network shall be the University of Botswana in Gaborone, Botswana.
- 1.3 The Network shall be a non-political, non-sectarian, and non-profit making scientific body devoted to the study, promotion and development of all aspects of Analytical Chemistry such as bioanalytical chemistry, chemical engineering, environmental chemistry, social economic exploitation aspect and related areas.

## **ARTICLE 2**

### **Interpretation**

The following words and expressions shall have the following meanings:

- 2.1 "Network" shall mean Southern and Eastern African Network for Analytical Chemists.
- 2.2 "Executive Committee" shall mean the governing body of the Network appointed in terms of this Constitution.
- 2.3 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.
- 2.4 Member shall mean any person, organisation, institute and society duly accepted by the Network and/or paid-up member in accordance with this Constitution.
- 2.5 General Assembly shall mean meeting of members.
- 2.6 Discipline Committee shall mean a committee appointed to be responsible for all matters of discipline.
- 2.7 Appeals Sub-Committee shall mean a committee appointed by Executive Committee and/or Board to be responsible for matters concerning appeals.

- 2.8 National Chapter shall mean national representation of SEANAC from member countries.
- 2.9 Board shall mean the highest Board of SEANAC and shall constitute of member countries representation referred in this constitution as Chapters.
- 2.10 Electoral Officer shall mean person/s appointed by the Board and/or General Assembly to conduct or oversee the election of SEANAC
- 2.11 Trustees shall mean person/s appointed by General Assembly to oversee the dissolution of SEANAC and SEANAC business
- 2.12 Annual General Returns shall mean postal ballot papers.
- 2.13 Registrar of Societies shall mean Member country Legal Institute responsible for registrations of Societies and Networks

### **ARTICLE 3**

#### **Aims and Objectives**

The objects of the Network shall be:-

- 3.1 To promote analytical chemistry in the region through collaboration, research, reasearch training, laboratory management, teaching and information sharing through;
- ?? Student and staff exchange
  - ?? Harmonizing teaching curricula of Analytical Chemistry
  - ?? Dissemination of information through conferences, workshops, publication of Journals and Newsletters
  - ?? Training of technical staff (refresher courses)
- 3.2 To facilitate inventory, access, operation, maintenance and repairs of analytical equipment.
- 3.3 Collaboration with professional organisations with similar aims.

### **ARTICLE 4**

#### **Fuctions**

Functions of the Network shall be to encourage:-

- 4.1 the role of Analytical Chemistry in the society
- 4.2 gender equality in Analytical Chemistry

- 4.3 interdisciplinary research activities
- 4.4 academic/industry relationship
- 4.5 safe laboratory practise
- 4.6 green chemistry
- 4.7 Colloquia among youth

**The Network shall also**

- 4.8 Ensure good laboratory practice (GLP)
- 4.9 Play a role in health and environmental issues of the society
- 4.10 Articulate the role of Analytical Chemistry in society
- 4.11 Facilitate academic and technical staff exchange
- 4.12 Establish communication forum for Analytical chemists

## **ARTICLE 5**

### **Membership, Rights and Obligations**

Membership of the network is open to Universities and related institutions, societies, students, corporate bodies and individuals.

#### **5.1 Membership**

There shall be five (5) classes of membership of SEANAC, Full members, Associate members, Institutional members, Honorary members and Patron members, as the members shall from time to time determine;

##### **5.1.1 Full Membership**

Full membership shall be granted upon application of any scientist engaged in any aspect of Analytical Chemistry research and who has published in a refereed journal.

##### **5.1.2 Associate Membership**

Associate membership shall be granted upon application of a graduate student and any other research staff actively working in the field of Analytical Chemistry.

##### **5.1.3 Honorary Membership**

A full member may grant honorary membership upon nomination to outstanding individuals with substantial contribution to the development of Analytical Chemistry research. Guidelines for the identification and selection of honorary members shall be developed by the Executive Committee and subsequently approved by the members during general meeting.

#### **5.1.4 Patron Membership**

Patron membership, life membership may be granted to a member who settles a lump of money upon application. Guidelines for the identification and selection of life membership (Patron members) shall be developed by the Executive Committee and subsequently approved by the members during general meeting.

#### **5.1.5 Institutional Membership**

Institutions, public or private, which are involved in the utilization and exploitation of Analytical Chemistry.

#### **5.1.6 Application for Membership**

Every application for admission as a member shall be in writing and signed by the applicant or any person authorised by the applicant. Such application shall be in such a form as may from time to time be prescribed by the members of the Network.

#### **5.1.7 Admission to Membership**

The right of admission to membership shall be vested in the Executive Committee, and the Executive Committee shall make regulations for these purposes.

#### **5.1.8 Refusal of Admission to Membership**

The Executive Committee shall have power to refuse or approve any application for membership and the Committee shall give valid reasons for the refusal; provided that the Executive Committee shall report any such refusal or approval to the next General Meeting (GM) for ratification by the GM. If the GM declines by simple majority to ratify refusal of membership, the applicant shall become a member.

### **5.2 Voting Rights**

5.2.1 A full, institutional and/or honorary member shall be entitled to one vote at all meetings such member is required to attend. Each member may, however, send as many observers as it may choose. Associate members have no voting power in any meeting.

5.2.2 An associate member, however, shall receive copies of all minutes of the biannual or Extraordinary meetings, and attend biannual or Extraordinary General Meetings.

### **5.3 Nomination to Executive Committee**

Associate, honorary, institutional and Patron members, shall not be nominated for election to the Executive Committee.

## 5.4 **Membership, Obligations, Rights and Privileges**

### 5.4.1 **Fees**

There shall be registration and annual membership fees. The fees shall vary for different types of membership. The Executive Committee shall set membership fees and members at the General Meeting of the Network shall review and approve the annual subscription fees from time to time. The following shall be fees structure of the Network in equivalent local currency;

<b>Type of Membership</b>	<b>Fees (US \$)</b>
<b>Full Membership</b>	\$20-00
<b>Associate Membership</b>	\$10-00
<b>Honorary Membership</b>	\$10-00
<b>Institutional Membership or equivalent</b>	\$100-00
<b>Patron Membership</b>	

5.4.2 The provisions of this Constitution as well as its bylaws and interpretations made by the Executive Committee shall bind every Network member.

5.4.3 Every member, individual/institutional, with exception of Associate member has the right to vote and run for office in his/her National Chapter.

5.4.4 Every member has the right to receive the publication of SEANAC at special prices determined by Executive Committee of SEANAC or by the National Chapter as the case may be.

5.4.5 National Chapters shall remit 10 % of their income from membership fees to the accounts of SEANAC Secretariat.

## **ARTICLE 6**

### **Termination of Membership**

6.1 A member shall cease to be a member of the Network when such a person:

6.1.1 has not paid the annual subscription for two successive years.

6.1.2 dies

6.1.3 is expelled

6.1.4 voluntarily resigns

6.2 A member who is aggrieved by the decision to terminate his or her membership shall be entitled to appeal to the Appeals Sub-committee within thirty (30) days.

6.3 A member of the Executive Committee intending to resign shall give at least three (3) months notice in writing to the secretary of his/her intention to do so.

- 6.4 When an office bearer ceases to be a member of the Network such an officer shall hand over whatever Network's property is in their possession to the Executive Committee.
- 6.5 Any Executive Committee member under suspension or removed from the office on the decision of an General Meeting shall not be eligible for election to the Executive Committee for a period of time stipulated by the Executive Committee.
- 6.6 When an office bearer ceases to be a member, the Executive Committee may appoint any other member to hold that position until the next elections provided that the time of appointment is more than three months away from the next General Meeting.

## **ARTICLE 7**

### **Executive Committee**

7.1 The SEANAC Executive Committee shall consist of the following office bearers:

- i) Secretary General
- ii) Program Officer/s
- iii) Treasurer
- iv) Two others members (from non coordinating Chapter)

7.2 **The Powers and Duties of the Executive Committee shall be:**

- 7.2.1 In consultation with registered members, amend this Constitution, as it deems appropriate for the better fulfilment of the SEANAC's aims and objectives. A General meeting of the SEANAC membership shall ratify all amendments.
- 7.2.2 To make such rules and regulations under this Constitution as it deems necessary in the interest of SEANAC.
- 7.2.3 To enter into agreements with other organizations for enhancing the capabilities of SEANAC in the pursuit of its objectives.
- 7.2.4 To delegate the exercise of its powers under this Constitution to the Chairperson (Secretary General) for conducting the affairs of SEANAC.
- 7.2.5 To authorise the use of SEANAC funds.
- 7.2.6 To determine the eligibility for membership and the corresponding fees as it deems necessary and appropriate in the interest of SEANAC.
- 7.2.7 To draft short and long-term activity plans of the SEANAC
- 7.2.8 To prepare financial and activity reports for the Board

7.3 **Term of Office**

The terms of office of office bearers shall be two years. General Meeting of SEANAC members may extend the term of office.

## **ARTICLE 8**

### **Board**

- 8.1 The members of the Board shall be elected by each National Chapter and shall hold office for a period of 2 years.
- 8.2 Board meeting shall constitute Board members and Executive Committee members.
- 8.3 The Board shall elect Chairperson from its membership, excluding Executive Committee membership. The secretary of the Board shall be Secretary General of the Executive Committee.
- 8.4 Board Duties shall include;
  - oversee the function of Executive Committee
  - hold meeting once a year
  - draft agenda items for discussion by the General Meeting

## **ARTICLE 9**

### **Organisation of the Network**

- 9.1 The highest body of SEANAC shall be its General Assembly, whose decision shall be based on the votes of paid up members. The Board through the Executive Committee shall implement the decision of the General Assembly. The Executive Committee shall be assisted in its activities by the Secretariat. There shall be a National Chapter of SEANAC in each interested country in Africa.
- 9.2 The Analytical Chemistry Conference shall be one of the major activities of SEANAC and shall be held in a country with an active National Chapter.
- 9.3 Active National Chapter criteria shall be based on;
  - Number of members
  - uninterrupted subscription to the SEANAC
  - active communication with the SEANAC,
  - application by Chapter expressing readiness to hold such a Conference, and scientific contribution (e.g., publication)

## **ARTICLE 10**

### The General Assembly

- 10.1 A general meeting of paid up members shall constitute a **General Assembly** during a conference, workshop or, any other meeting of the Network.
- 10.2 The General Assembly may be specifically called, or it may meet in a special session during a conference, workshop or any other meeting of the Network.
- 10.3 Members will be notified of the convening of the General Assembly at least 6 months ahead of time.
- 10.4 The quorum shall be 25 % or 25, which ever is less, of the paid up members.

## **ARTICLE 11**

### Executive Committee Meeting

- 11.1 The Executive Committee shall meet at least once every six months at such time and place it may consider appropriate to discuss matters pertaining to its duties.
- 11.2 Notwithstanding 11.1 above the Executive Committee may convene an extraordinary meeting when so ever required by the General Secretary or two or more of its members.
- 11.3 Voting at all meetings of the Executive Committee shall be by way of simple majority. In the event of an equality of votes, the Chairperson or any other person presiding shall have right to casting a vote.
- 11.4 A quorum of the Executive Committee shall be four out of seven (4/7) of the members of the Committee.
- 11.5 An Executive Committee member may cease to be a member if such member of the Executive Committee fails to attend three consecutive meetings without notifying the Secretary in advance.

## **ARTICLE 12**

### General and Scientific Meetings

- 12.1 The Network shall hold biannual scientific and general meetings. The two meetings shall be held successively in July of that year. The scientific meeting shall precede the annual general meeting.

- 12.2 Scientific meeting shall be attended by both the membership and invited professionals. The business of the meeting shall be to review Analytical Chemistry research conducted in the previous years and to consider future areas of research and development.
- 12.3 The Annual General Meeting shall be attended by members only. The Annual General Meeting shall:
- i) receive and discuss the Chairperson's and treasurer's reports;
  - ii) elect the Executive committee biannually
  - iii) discuss any such matters that concern the Network.
- 12.4 The procedures and/or rules for the conduct of an Annual General Meeting shall be as follows:-
- 12.4.1 The Chairperson of the Board shall chair the Annual General Meeting. The Secretary General of the Executive Committee shall be the secretary in the AGM.
- 12.4.2 The quorum of an Annual General Meeting shall be two thirds (2/3) of the total membership entitled to vote;
- 12.4.3 All votes otherwise shall be by a show of hands or secret ballot, as the members shall determine
- 12.5 The notice for the general meeting shall be issued at least 30 days prior to the intended date of the meeting. Annual reports shall reach the members at least two weeks before the meeting.

## **ARTICLE 13**

### **Special/Extraordinary General Meeting**

- 13.1 Special or Extraordinary General Meeting may be called by the Executive Committee, whenever the Committee deem it necessary to discuss urgent issues with members.
- 13.2 Notice of the time, date, place and business of such a Special General Meeting (shall be dispatched to all members within twenty-one (21) calendar days prior to the date of such a meeting and shall specify matters to be dealt with.
- 13.3 A Special or Extraordinary General Meeting shall be competent only to deal with the particular business of which due notice has been given.
- 13.4 The procedure and/or rules for the conduct of a Special or Extraordinary General Meeting shall be the same as Article 12.4.

## **ARTICLE 14**

### **Duties of Office Bearers**

#### **14.1 THE SECRETARY GENERAL**

- 14.1.1 The Secretary General shall preside over all meetings of the Executive Committee of SEANAC;
- 14.1.2 The Secretary General shall be responsible for the proper conduct of all meetings referred to in 12.4.1.

#### **14.2 THE PROGRAM OFFICER**

The Program Officer shall;

- 14.2.1 keep proper records of all Networks' activities;
- 14.2.2 attend all Executive and General Meetings of the Network and record the minutes, compile such minutes and send them to the members in time
- 14.2.3 inform by way of sending out notices of meetings and the agenda to all members
- 14.2.4 be responsible for the preparation of the Annual General Returns and other documents required by the Registrar of Societies by the prescribed date
- 14.2.5 keep and maintain a membership register containing names, addresses and dates on which members joined the Network.

#### **14.3 TREASURER**

The treasurer shall keep;

- 14.3.1 keep proper books of accounts for the Network;
- 14.3.2 keep all the Network's funds in a bank approved by the members;
- 14.3.3 prepare Annual Financial Statements, circulate copies of an audited statement and an Auditor's report to members.
- 14.3.4 All cheques shall be signed by at least two officers: the Treasurer, the Secretary General and the Program Officer.

#### **14.4 ADDITIONAL MEMBERS**

Additional members shall;

- 14.4.1 perform all such duties assigned to them by the Executive Committee and/or by the Secretary General.

14.4.2 organize workshops, exchange programs and shall seek necessary funds for the conduct of these programs.

#### **14.5 CO-OPTION**

14.5.1 Notwithstanding the provisions of Articles 7.3 the Executive Committee may on certain instances be empowered to appoint members to serve on the Executive Committee in the event a member of the Executive Committee ceases to be a member prior to next elections provided that such co-option shall be made if the seat will remain vacant for a period of more than three months prior to the next Annual General Meeting;

14.5.2 In the event that the member who ceases to be a member of the Committee has an assistant, then the assistant shall take over his/her duties pending the next elections;

14.5.3 In the event that the member who ceases to be a member has no assistant, then the Executive Committee shall appoint someone to take over.

### **ARTICLE 15**

#### **QUORUM**

15.1 The quorum for any meeting shall be at least 50 % in the case of Annual and Special General meetings.

15.1.1 The quorum for Executive Committee meeting shall be 60 % of the Committee.

### **ARTICLE 16**

#### **SUB-COMMITTEE**

16.1 The Executive shall have power to constitute any standing and Ad Hoc subcommittees either from amongst their members exclusively, or including non-members to handle a defined function by the Executive Committee and shall be entitled to:-

16.1.1 determine what duties, rights, obligations of such sub-committees shall be

16.1.2 delegate to such committees those of its powers it deems necessary

16.1.3 delegate control of such of their finances and other resources that they in their discretion shall deem suitable for the use by such sub-committees in pursuit of the objects of the Society.

## **ARTICLE 17**

### **ADJOURNMENT**

- 17.1 Meetings of the Network may be adjourned due to lack of time or disruption. Adequate notice of an adjourned meeting shall be given.
- 17.2 In the event any meeting has been adjourned, a date shall be set in the same meeting for the next meeting and fourteen (14) calendar days notice shall be given to all the members.

## **ARTICLE 18**

### **VOTE OF CONFIDENCE**

- 18.1 The vote of no confidence against any member of the Executive Committee shall be resolved at a special meeting where a majority of the members of the Network are aggrieved or are at variance with such office bearer or member of Executive Committee's conduct.
- 18.2 In the event a vote of no confidence has been passed against an office bearer or a member of the Executive Committee, such person should vacate the chair in favour of his/her deputy or some other person nominated by the meeting where there is no deputy provided that the nomination shall only be made if the vote is passed more than three months prior to the next Annual General Meeting.
- 18.3 A vote of no confidence shall be passed by simple majority of all the members of SEANAC.

## **ARTICLE 19**

### **DISCIPLINE**

- 19.1 The Executive Committee and/or Disciplinary Committee shall be responsible for all matters of discipline.
- 19.2 The duties of Disciplinary Committee shall be:-
- 19.2.1 to abide by the rules and or guidelines as formulated in the Code of Conduct
  - 19.2.2 to hear all disciplinary matters and pass ruling or sentences, as the Committee shall deem it fit.
  - 19.2.3 to suspend a member from the Network if the circumstances or a particular case warrant for such a move.
  - 19.2.4 to expel a member from the Network (with the approval of the Executive Committee) if the circumstances of a particular case warrant for such a move.
- 19.3 A member who is aggrieved by the decision of the Executive shall be entitled to an appeal through the Appeals Committee.

- 19.4 All appeals shall be in writing and shall state all the grounds of appeal.
- 19.5 A further appeal shall be to the members at Annual or Special General meeting. This decision shall be final. The procedure for appeals shall be the same as procedure in article 18.4 above.

## **ARTICLE 20**

### **SETTLEMENT OF DISPUTES AND APPEALS**

- 20.1 Disputes and appeals shall be the responsibility of the Appeals Sub-committee appointed by the Executive Committee.
- 20.2 Unresolved matters shall be settled by the members at the General or Special meetings. Decisions of these meetings shall be final.
- 20.3 The Secretary General shall notify all the interested parties of the date of hearing thirty (30) calendar days prior to such date of hearing.

## **ARTICLE 21**

### **FINANCE**

- 21.1 Financial transactions of the SEANAC Network shall be through approved banks or other financial institutions.
- 21.2 The financial year of the Network shall commence on July 1<sup>st</sup> and end on June 30<sup>th</sup> of the following year, or any such 12 months period as might be proposed by Executive Committee and endorsed by the General Meeting.
- 21.3 An auditor shall be appointed by the Executive Committee and approved by the Board.
- 21.4 SEANAC accounts shall be audited periodical by the auditor and for that purpose all the records and documents of SEANAC shall be open for inspection by the auditor at any time.
- 21.5 A copy of the auditor's report shall be available to all members at the same time as the notice convening the Biannual General Meeting is sent out.
- 21.6 No auditor shall be an Officer Bearer or member of the Board.

## **ARTICLE 22**

### **Byelaws of SEANAC**

- 22.1 The Executive Committee shall have the power to make Byelaws subject to approval by the Board to cover any matters not fully stipulated in the Constitution and which do not require an amendment to the Constitution. Such Byelaws shall operate from the date of approval by the Board and shall be ratified at the next Biannual Meeting.

## **ARTICLE 23**

### **TRUSTEES**

- 23.1 There shall be Trustees appointed by members during a General meeting.
- 23.2 The Trustees shall be responsible for winding up the affairs of the Network.

## **ARTICLE 24**

### **Dissolution, Disposal of Assets and Liabilities**

- 24.1 In the event of dissolution, dissolution would be by simple majority of paid up members. The assets of SEANAC Network shall be donated to a non-profit making educational or research institute, administered by the Trustees as may be decided by the Executive Committee.
- 24.2 All the Network's assets shall be disposed of when the Network shall be dissolved provided that:-
- 24.2.1 any fifty-one percent (51%) of the members of the Network may propose the dissolution of the Network. Such a proposal shall state the reasons for the dissolution.
  - 24.2.2 a proposal for the dissolution can only be tabled before an Extraordinary General Meeting convened specially for that purpose in accordance with Article 13 of this Constitution.
  - 24.2.3 a written notice of a proposal to dissolve the Network must be given to all members at least thirty (30) calendar days prior to the Extraordinary General Meeting being called for purposes of tabling the dissolution.
  - 24.2.4 a dissolution shall only be passed by a two-thirds (2/3) majority of all the members of the Network with full membership status.

24.2.5 all the members present shall vote for or against dissolution by secret ballot notwithstanding the provisions of Article 12.4.

24.2.6 any member with full membership status who will not be present at the Network Meeting shall be given the opportunity to vote by mail. Such votes shall be submitted sealed to the Secretary prior to the Network Meeting and shall remain sealed.

24.2.7 only the Electoral Officer shall open them at the time of the vote tabulation during the Network Meeting.

24.3 All the liabilities of the Network shall be settled as and when they arise.

24.4 In the event the Network stands dissolved, all the outstanding liabilities of the Network shall be settled first prior to the Network deciding on how it should deal with the remaining assets.

## **ARTICLE 25**

### **Amendment of the Constitution**

25.1 Any member of the Network may propose an amendment to the Constitution.

25.2 The Executive Committee shall, in consultation with registered members, amend the Constitution, as it deems appropriate for the better fulfilment of the SEANAC's aims and objectives. A meeting of the membership shall ratify all amendments, by a simple majority vote. These amendments shall become effective after approval by the Registrar of Societies.

25.3 All the details of the proposed amendment shall be sent to the Secretary of the Executive Committee who shall in turn circulate the proposal to all the members in writing at least sixty (60) calendar days prior to the date of a meeting to be called for the above purpose.

25.4 All amendments to the Constitution shall receive the assent of not less than two-thirds (2/3) majority of the members of the Network present and voting.

25.5 All the amendments shall only be valid if approved by the Registrar of Societies.

## **ARTICLE 26**

### **General Body**

26.1 The Annual or Special meeting shall, by a simple majority of all the members present and voting, resolve matters of deadlock, provided such decision should not in any way contravene any of the provisions of any law/s of the country of the coordinating centre.