



1. INTERPRETATION AND DEFINITIONS

For the purposes of this Bye-Law, words importing the masculine gender only, include the feminine or neutral genders or vice versa.

Terms defined in the Statute shall have the same meaning when used in this Bye-Law.

In addition, the definitions below apply for the purposes of this Bye-Law:

“Expert/s” means individuals who are specialists in a particular subject or area.

“Institute’s Representative” means a staff member(s) of the Institute.

“Terms of Reference” means the document which lays down the scope and responsibilities of the individuals forming part of the Groups and Task Forces.

2. GROUPS – APPOINTMENT AND TERM

There shall be different Groups composed of pools of individuals including a chairperson and deputy chairperson for each Group. Groups shall be categorised as either Policy and Technical or Representative.

Council shall appoint members to a specific Group, depending on their area of expertise, for a term of two (2) years and such members shall be eligible for reappointment for further terms subject to Council’s approval. The pool of individuals forming part of a Group shall be composed of:

- (a) Members who have submitted their expression of interest in terms of article 4 of this Bye-Law; and/or
- (b) Experts who, following a direct approach from Council or the CEO, have confirmed their willingness to serve as members of the Group. Such Experts may or may not be Members of the Institute.

Provided that, all members of a Group must satisfy the eligibility criteria outlined in article 5 of this Bye-Law.

3. AD-HOC GROUPS – APPOINTMENT AND TERM

Ad-hoc Groups (hereinafter referred to as “Task Force(s)”) shall be appointed by the CEO depending on the exigencies of the Institute and shall be assigned specific tasks aligned with the objectives of the Institute.

The CEO shall, in consultation with the chairperson of any of the Groups, select individuals, including a leader, from the said Groups to form part of a Task Force(s). Provided that, the CEO shall also have the discretion to appoint Experts who do not form part of any of the Groups but who fulfil the eligibility criteria provided for in article 5 of this Bye-Law, to form part of a Task Force(s).

The CEO shall also have the discretion to substitute the member of any Task Force should the said member be continuously absent or fails to contribute to the meetings of the respective Task Force(s) on which he is appointed.

The term of the Task Force shall terminate once the specific tasks set for the Task Force have been completed. For the avoidance of doubt, should any member of a Group be appointed to form part of a Task Force, the term of any such member shall terminate once the specific tasks set for the Task Force have been completed. The same applies to Experts who do not form part of any Group and who are appointed to sit on a Task Force.

4. EXPRESSION OF INTEREST

A notice shall be sent to Members to express their interest to form part of one or more Group (s). Such notice shall be issued by the Institute to its Members at least six (6) weeks from the expiration of the term of office of the members who formed part of the respective Group (s). Interest shall be expressed in writing in the manner prescribed by Council and within the deadline stipulated by Council.

5. ELIGIBILITY CRITERIA

An individual shall be eligible to be part on any Group provided that:

- (a) he has experience and expertise in the respective field;
- (b) he has a clean criminal record;
- (c) he has not been interdicted or incapacitated; and
- (d) no effective disciplinary action has been taken against him and no sanction has been imposed in his regard whether by the Institute or otherwise.

Provided that Council has absolute discretion to determine whether criterion (a) has been fulfilled by any applicant.

Provided further that for the purpose of article 5(d), Council reserves the right to determine whether an individual who fails to fulfil this criterion is still eligible to sit on any Group.

6. OBLIGATIONS OF GROUP MEMBERS AND TASK FORCE MEMBERS

All individuals forming part of a Group as well as any other individuals appointed to sit on a Task Force are obliged to abide by this Bye-Law and by the Terms of Reference.

Appointed members of any Group or Task Force shall:

- (a) uphold good governance standards;
- (b) discharge their duties in good faith and in the best interest of the Institute;
- (c) not use their position or the information received as a member of a Group or Task Force for one's own personal interests or someone else's or to the detriment of the Institute; and
- (d) be bound by confidentiality.

7. VACANCIES

A vacancy in any Group may arise due to:

- (a) termination of appointment by Council as per article 9; or
- (b) the passing away of a Group member; or
- (c) the resignation of a Group member.

In the eventuality that an Expert has been nominated to sit on any Group or Task Force by his employer upon a request by Council or the CEO, as applicable, a vacancy may also arise should such Expert be no longer associated with his employer or the employer decides to substitute the said Expert or the Institute requests such substitution.

Where there is a vacancy in a Task Force, the CEO may appoint a new individual to fill such post, depending on the expertise required.

8. RESIGNATIONS

Resignations from a Group shall be tendered in writing and Council shall be informed of such resignations.

9. TERMINATION OF APPOINTMENT

Council shall terminate the appointment of a Group member if:

- (a) he no longer meets the eligibility criteria stipulated in article 5; or
- (b) he has failed to act in the manner prescribed in article 6; or
- (c) he is continuously absent or fails to participate in meetings of any Task Force on which he is appointed or
- (d) it transpires that he provided false or inaccurate information when submitting his interest to form part of a Group, and had the information provided been true and correct, would have made him ineligible to form part of the said Group.

10. MEETINGS OF TASK FORCES

Task Forces shall meet as and when necessary. Meetings shall be held either physically or virtually and Task Force members shall make their best efforts to attend all meetings of the respective Task Force. Where a member is unable to be physically present for a meeting, it is possible for him to participate virtually. However, when a member is unable to be present for a meeting, substitutes or alternates are not permitted, unless explicitly authorised by the CEO.

All decisions of the Task Forces shall be ratified by the Officers' Committee or the CEO in order to be binding on the Institute.

An Institute's Representative shall be present for and participate in all the meetings of the various Task Forces and shall also take minutes of the meetings. Minutes shall be approved and endorsed by the leader of the respective Task Force.

Any such meetings may also be attended by representatives of the Officers' Committee or Council.

11. CONFLICT OF INTEREST OR UNAVAILABILITY

Task Force members who have a conflict of interest in relation to any matter being discussed by the Task Force must desist from participating in any meeting during which any matter in relation to which such a conflict exists will be discussed.

Where the leader is, due to a conflict of interest or otherwise, not in a position to chair a meeting of the Task Force, the Institute's representative shall sit in his stead.

12. THIRD PARTIES

A Task Force may invite Experts, representatives of competent authorities or other stakeholders to attend any meeting or part thereof where it is deemed that such participation is beneficial in meeting the Task Forces' responsibilities. The Task Force shall not proceed with issuing the invitation unless approval from the Institute's Representative has been attained.

13. REPORTING

The Institute's Representative shall provide periodic updates to the CEO with respect to undertaken and projected work within the respective Task Force.

14. DISCLOSURE OF PERSONAL DATA

The Institute reserves the right to disclose the personal data of the members of the Groups and Task Forces in accordance with its privacy notice.