

RAPDASA is incorporated as a Non-Profit company, as defined in the Companies Act, 2008 with company registration number 2018/341892/08.

CONSTITUTION

1. NAME

Rapid Product Development Association of South Africa (RAPDASA)

2. DEFINITIONS

RAPDASA: The acronym for Rapid Product Development Association of South Africa

3. OBJECTIVES

3.1. To promote the study, research and implementation of accelerated product development and competitive manufacturing based on concurrent engineering approaches and additive manufacturing technologies.

3.2. To further the exchange of knowledge and experience in concurrent product development and competitive manufacturing among students and practitioners from industry, R&D institutions and training institutions through publications, conferences, seminars, workshops and symposia.

3.3. To uphold and ensure a high standard of professional conduct among the members of the Association.

3.4. To promote collaboration and concurrent engineering among individuals and enterprises involved in product development and competitive manufacturing, nationally, as well as internationally.

RAPDASA pursues these objectives by, inter alia:

- Organising an annual international conference, to which overseas speakers are regularly invited.
- Organising winter and/or summer schools, workshops and seminars through its specialist groups.
- Organising a national design competition
- Giving awards for excellence at various levels.

4. MEMBERSHIP

4.1. Membership of the Association is available for practitioners, researchers and students in the field of product development, design and manufacturing or others who want to contribute to the activities of the Association.

4.2. Participants in the annual international conference of RAPDASA automatically receive membership of the Association for the following year.

4.3. Applications for membership in the interim between conferences are done by completing the prescribed application form and paying a membership fee

4.4. Interim applications are considered and approved by the Management Committee.

4.5. The following membership categories are distinguished:

4.5.1. Full membership

This is the regular membership category and allows the member full participation in the activities of the Association and access to the benefits of membership.

4.5.2. Corporate membership

This membership category allows for corporates and companies to acquire membership on behalf of their employees. Ten employees will each have full participation in the activities of the Association and access to the benefits of membership.

4.5.3. Student membership

Student membership is partially subsidised by the Association and has some limitations as determined by the Annual General Meeting.

4.5.4. Honorary Life Membership

This is the most prestigious membership category of the Association and can be awarded to an individual for their extended effort in making the organisation work, financially, technically and sustainably or for making a special contribution to the advancement of the Association. Honorary Life Membership is awarded by a two third majority vote of the Association.

This membership category is subject to membership rights and restrictions in the constitution. An honorary life member of RAPDASA may use the title of Fellow of RAPDASA.

5. TERMINATION OF MEMBERSHIP

The membership of an individual or corporation or honorary member shall be terminated due to

5.1. Non fulfilment of financial commitments.

5.2. Resignation from the Association by the member.

5.3 Bringing the Association into disrepute

6. MEMBERSHIP FEES

6.1. Full membership

The fee for full membership is equal to 10% of the registration fee of the previous annual RAPDASA conference.

6.2. Corporate membership

The fee for corporate membership is equal to 8% of the registration fee of the previous annual RAPDASA conference calculated for ten (10) participants in the conference.

6.3. Student membership

The fee for student membership amounts to half of the full membership fee.

6.4. All membership fees are payable annually in advance.

6.5. Membership fees are approved by the Annual General Meeting.

7. RESIGNATION

Membership shall be terminated if a member submits a written resignation with reasons for his/her resignation to the Management Committee.

8. MANAGEMENT COMMITTEE

8.1. Election and membership

8.1.1. The Rapid Product Development Association of Southern Africa is managed by a Management Committee elected by the Annual General Meeting.

8.1.2. The Chairperson of the Management Committee is elected by the Annual General Meeting and also serves as the Chairperson of the Rapid Product Development Association of South Africa.

To be eligible for nomination as chairperson, the member will have previously served on the RAPDASA management committee for at least one year. The Chairperson represents the Association in official capacity in bodies or organisations to which RAPDASA is affiliated.

8.1.3. All members of the Management Committee must be members of the Rapid Product Development Association of South Africa.

8.1.4. The Management Committee consists of a chairperson plus a minimum of eight members.

8.2. Meetings

8.2.1. The Secretary shall convene the meetings of the Management Committee in consultation with the Chairperson.

8.2.2. The Secretary shall give written notice of Management Committee meetings to all members of the Management Committee at least 14 days before each meeting. The agenda of the meeting and the minutes of the previous meeting must accompany the notice.

8.2.3. A minimum of two Management Committee meetings must be held between Annual General Meetings.

8.3. Quorum

Fifty percent plus one of the members of the Management Committee will constitute a quorum.

8.4. Chairing of meetings

Management Committee meetings are chaired by the Chairperson, or when he/she is absent, by the Vice Chairperson.

8.5. Voting procedure

Decisions of the Management Committee are normally based on consensus. If consensus cannot be reached, decisions are taken by majority vote. It resides with the Chairperson to decide when voting should be by secret ballot. In case of an equal vote the Chairperson has a casting vote.

8.6. Functions

8.6.1. To manage the matters of the Association between Annual General Meetings and to ensure that commitments as laid down by this Constitution are honoured.

8.6.2. To advise the Annual General Meeting on strategic and operational matters regarding the effective functioning of the Association.

8.6.3. To investigate or execute any matter referred to the Management Committee by the Annual General Meeting for investigation or execution and to report back to the next Annual General Meeting.

8.6.4. To structure and manage the activities of the Association in Specialist Groups based on the development of specialist interest areas in the Association.

8.6.5. To appoint sub-committees or ad hoc committees to act on behalf of the Management Committee.

8.6.6. To act as review or appeal body for all committees appointed by the Management Committee.

8.6.7. To control the collection and expenditure of the funds of the Association.

8.6.8. To act as the disciplinary committee of the Association.

8.7. Rights

Subject to the rights of the Annual General meeting, the Management Committee has the following rights:

8.7.1. To manage the assets and funds of the Association.

8.7.2. To control the activities of sub-committees.

8.7.3. To act on behalf of the Association towards external parties.

8.7.4. To act on behalf of the Association in legal matters.

8.7.5 To co-opt members to the management committee

8.8. Term of Office

The Management Committee and Executive Committee serve for a term of one year.

9. EXECUTIVE COMMITTEE

9.1. Directors

To fulfil the requirements of the Memorandum of Incorporation, RAPDASA will appoint three(3) directors. The directors of RAPDASA will be

- Chairperson
- Vice Chairperson
- and Treasurer of the Management Committee.

The directors will form the Executive Committee of RAPDASA. Additional members may be appointed to the Executive Committee.

9.2. Meetings



The Executive Committee meets on urgent matters. Meetings of the Executive Committee are convened by the Secretary in consultation with the Chairperson and take place after reasonable notice to the members.

9.3. Quorum

Three members constitute a quorum for Executive Committee meetings.

9.4. Chairing

Executive Committee meetings are chaired by the Chairperson, or in his/her absence, by the Vice Chairperson.

9.5. Voting procedure

All decisions of the Executive Committee are taken by consensus. Where no consensus can be reached, such matters shall be referred to the Management Committee.

9.6. Functions

9.6.1. To handle urgent matters of the Association that cannot be delayed to the next Management Committee meeting.

9.6.2. To attend to lesser matters of the Association to ease and streamline the activities of the Management Committee.

9.7. Rights

Subject to the rights of the Management Committee and the Annual General Meeting, the Executive Committee has the right to take decisions and act on behalf of the Management Committee where and when circumstances demand.

9.8. Reservations

9.8.1. All decisions of the Executive Committee are subject to approval by the Management Committee.

9.8.2. Full minutes of each meeting of the Executive Committee must be submitted to the Management Committee.

10. SPECIALIST GROUPS

The Association can structure its activities through the establishment of Specialist Groups, such as

- Product Design
- Additive Manufacturing/3D Printing
- Rapid Prototyping, Rapid Tooling and Manufacturing
- Engineering Analysis
- Reverse Engineering
- Concurrent Engineering
- Education and Training
- Communication

11. ANNUAL GENERAL MEETING

11.1. Date

The Annual General Meeting of the Association must be held no later than 30 November of each calendar year. The Meeting could coincide with the Annual Conference of the Association.

11.2. Place and Time

The Annual General Meeting will be held at a place and time as determined by the Management Committee.

11.3. Notice

Written notice of the Annual General Meeting shall be given by the Secretary to all members via regular mail or e-mail at least one month in advance. The notice shall be accompanied by the agenda of the Meeting and nomination forms for members of the Management Committee.

Minutes of the previous Annual General Meeting and each Special General Meeting held since, the Financial Report of the previous year and other relevant documentation will be available on request from the secretariat one week prior to the AGM.

Motions to be dealt with at the Annual General Meeting should reach the Secretary in writing at least one week prior to the meeting.

11.4. Voting Procedure

Only members of the Association that have paid their membership fees are eligible to vote at an Annual General Meeting. In case of an equal vote the Chairperson has a casting vote.

11.5. Quorum

The members present will constitute a quorum at Annual General Meetings. The Management Committee can reschedule the meeting, should they feel that the number of members present is too small to be representative of the Association (less than 10% of the members of the Association).

11.6. Functions

11.6.1. The Annual General Meeting is the highest authority of the Rapid Product Development Association of South Africa.

11.6.2. The agenda of the Annual General Meeting shall include at least the following:

- Reading of the notice convening the Meeting after the Chairperson has ensured that a quorum is present.
- Signing of the attendance register by the members present and recording of apologies.
- The minutes of the previous Annual General Meeting and all interim Special General Meetings are read or taken as read. Members have the opportunity to offer justified amendments if necessary or to propose that the minutes be approved or adopted (and signed and dated by the chairperson).
- Matters arising from the minutes are dealt with, unless they are shown as separate items on the agenda.
- Submission and approval of the Chairperson's Annual Report.
- Submission and approval of the Financial Statements and Financial Report by the
- Treasurer.
- Reports of sub-committees or ad hoc committees who were requested to investigate certain matters are heard and such matters disposed of.
- Amendment of the Constitution if necessary.
- Motions submitted in advance to the Secretary.
- Motions of thanks.
- Closure of the Meeting.

11.7. Chairing

The Annual General Meeting shall be chaired by the Chairperson of the Association, or in their absence, by the Vice Chairperson.

12. SPECIAL GENERAL MEETINGS

12.1. Convening of Special General Meetings

12.1.1. The Secretary shall convene a Special General Meeting if:

- He/she receives a written request, stating the reason for requesting such a meeting, and signed by at least eight members of the Association.
- He/she is instructed by the Management Committee to do so with the reason for the meeting clearly stated.

12.1.2. The Secretary shall proceed with convening a Special General Meeting within seven days from receipt of such request or instruction. All members shall receive written notice of the Meeting with a statement of the reason for the Meeting at least fourteen days prior to the Meeting.

12.2. Function and rights

At a Special General Meeting only the matters stipulated as reason for convening the Meeting shall be disposed of.

12.3. Quorum

The members present shall constitute a quorum at a Special General Meeting. The Management Committee can reschedule the meeting, should they feel that the number of members present is too small to be representative of the Association (less than 10% of the members of the Association).

12.4. Eligibility to Vote

All members eligible to vote at an Annual General Meeting can vote at a Special General Meeting.

13. FINANCES AND AUDITING

13.1. Bank Account

The bank account of the Association is held at Standard Bank of South Africa. Any changes to bank accounts or signatories will be signed by at least 2 members of the organisation.

13.2. Financial System

The Treasurer is responsible for managing the Financial System of the Association.

13.3. Financial Year

The financial year of the Association runs from 1 July to 30 June.

13.4. Auditing

The financial system of the Association shall be reviewed annually, by an SAICA registered auditor, within three months from the end of the financial year. A Financial Report shall be submitted to the next Annual General Meeting of the Association.

13.5 Procurement Processes

The procurement of goods and services by RAPDASA will be carried out in accordance with the RAPDASA purchasing policy.

14. SECRETARIAT

14.1. The Secretary

14.1.1. A secretary is appointed by the Management Committee.

14.1.2. As an ordinary member of the Association, the Secretary retains all the rights of an ordinary member, such as the right to propose motions and participate in discussions.

14.1.3. The Secretary of the Association also serves as secretary of the Management Committee.

14.2. Duties

14.2.1. Responsible for all records of the Association, including the Constitution, all minutes of meetings, reports of committees or members, Financial Statements and Financial Reports and the membership register.

14.2.2. Responsible for compiling the minutes of all General Meetings, Management Committee Meetings and Executive Committee Meetings, as well as for ensuring that minutes of sub-committee and ad hoc committee meetings are compiled. The Secretary countersigns the minutes for record purposes only.

14.2.3. Responsible for all correspondence of the Association.

14.2.4. In the absence of both the Chairperson and Vice Chairperson at a meeting, the Secretary shall call the meeting to order and immediately arrange for the election of an acting chairperson.

14.2.5. Should the Chairperson wish to participate in the discussion in a meeting and the Vice Chairperson be absent, the Secretary temporarily takes over the chair.

15. AMENDMENT OR REVISION OF THE CONSTITUTION

15.1. The stipulations of this Constitution shall only be amended by a decision supported by at least two thirds of all voting members present at an Annual General Meeting or a Special General Meeting which was convened for this purpose and only after due written notice of the proposal to amend the Constitution. Such a proposal shall reach the Secretary at least four weeks prior to the Meeting and shall be sent in writing to all members of the Association to reach them at least three weeks prior to the Meeting.

15.2. After approval of an amendment of the Constitution as stipulated in above, such amended clause will take effect immediately after the Meeting at which it was accepted.

15.3. Despite the stipulations in above, a proposal to amend the Constitution may be dealt with at a General Meeting without prior notice, provided the proposal for such amendment is accepted unanimously.

16. DISSOLUTION OF RAPDASA

16.1. Dissolution of the Association shall only be by a decision supported by at least two thirds of all voting members present at an Annual General Meeting or a Special General Meeting which was convened for this purpose and only after due written notice of the proposal to dissolve the Association.

Such a proposal shall reach the Secretary at least four weeks prior to the Meeting and shall be sent in writing to all members of the Association to reach them at least three weeks prior to the Meeting.

16.2. Upon approval of the proposal to dissolve the Association by at least two thirds of all voting members present at a meeting as stipulated in 16.1, all assets of RAPDASA shall be transferred into a similar association. The decision on the association into which the assets shall be transferred shall be supported by at least two thirds of all voting members present at this meeting.



Signed:
Chairperson of RAPDASA
Marius Vermeulen

Date: 7 June 2023