

BY-LAWS

OF THE

ACTUARIAL SOCIETY OF SOUTH AFRICA, 2009

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PART I: MEMBERSHIP

1. ELIGIBILITY

1.1 Fellow members

The prescribed examinations for admission as a Fellow member are those approved by the Council from time to time, provided that at least seventy-five percent (75%) of all Voting Members of the Council support such approval. The examinations that are applicable from time to time shall be published.

1.2 Associate members

The prescribed examinations for admission as an Associate member are those approved by the Council from time to time, provided that at least seventy-five percent (75%) of all Voting Members of the Council support such approval. The examinations that are applicable from time to time shall be published.

1.3 Affiliate members

Affiliate members would be expected to meet one (1) or more of the following criteria –

- 1.3.1 be a member, by examination, of another actuarial organisation; or a professional body related to one of the following areas: capital projects, corporate finance, derivatives, enterprise and financial risk management, general insurance, healthcare, investment, life insurance, pensions, personal finance, statistics; or
- 1.3.2 be a partner or principal of a professional firm involved in any of the areas listed above; or
- 1.3.3 hold an executive position in a business involved in one of the areas listed above.

1.4 **Student members**

To be eligible for admission as a Student member a person shall be following a course of study for the examinations approved by the Council from time to time, provided that at least seventy-five percent (75%) of all Voting Members of the Council support such approval. The examinations that are applicable from time to time shall be published by the Council.

1.5 **Certified Actuarial Analysts**

To be eligible for admission as a Certified Actuarial Analyst, a person shall meet the requirements prescribed by Council, taking into account any agreements entered into and accreditation requirements accepted by Council.

1.6 **Library members**

To be eligible for admission as a Library member a person, being one who is not eligible under paragraphs 1.1 to 1.3 above, shall have demonstrated to the satisfaction of the Council that he or she has a serious and substantial interest in actuarial science and merits admission as a Library member.

1.7 Any candidate who applies for membership, and any member who applies for annual renewal of membership, is deemed to have agreed to be bound by the Constitution, By-laws and other documents related to professional conduct and the disciplinary procedure of the Actuarial Society of South Africa ("the Society").

2. **TERMINATION**

2.1 Membership of the Society shall terminate –

2.1.1 if the member resigns by notice in writing to the Council, or is deemed to have resigned under Article 11.2.2.2 of the Constitution;

2.1.2 if the member is expelled from the Society in accordance with the disciplinary procedure referred to in paragraph 22 below;

2.1.3 if the member is declared by a court to be incompetent to manage his or her own affairs;

2.1.4 if a member fails to meet the requirements for continued membership, as set out in paragraph 3 below.

2.2 A member whose membership is terminated in terms of paragraph 2.1 above may apply in writing to the Council to be re-admitted as a member, and the Council may, after considering such written representations as the former member may make in support of his application for re-admission, re-admit the member to membership of the Society on such conditions as the Council in its discretion may determine.

3. REQUIREMENTS FOR CONTINUED MEMBERSHIP

The following are the requirements for continued membership of the Society:

3.1 payment of subscriptions, as determined by the Council;

3.2 meeting the requirements of the Society's Continuing Professional Development Scheme as prescribed from time to time.

3.3 Confirmation by the member that –

3.3.1 he or she has over the past year met the standards of conduct and professional behaviour as required by the Society, or

3.3.2 a complaint relating to his or her professional conduct has been, or is being, investigated by the Society; and

3.3.3 an undertaking that he or she will endeavour to meet the standards of conduct and professional behaviour as required by the Society.

PART II: THE COUNCIL

4. ELECTION

The office bearers and other members of the Council shall be elected or, where appropriate, assume office, as follows –

4.1 **The President:**

4.1.1 The President-Elect shall become President when the office of President becomes vacant for whatever reason.

4.1.2 The President shall retire at the end of the calendar year during which his or her term of office reaches two (2) years except where for any reason he or she assumed office prior to the end of the normal term of office of his or her predecessor, in which case he or she shall serve to the date that would have been the end of his or her normal term of office as President, notwithstanding the two (2)-year limitation on the President's term of office.

4.1.3 In the event of the office of President-Elect being vacant at the time of the office of President becoming vacant, Fellow members of the Council may elect from amongst their numbers a temporary Chair of the Council and shall immediately call an election amongst Fellow members of the Society for both President and President-Elect in the manner prescribed.

4.2 **President-Elect:**

4.2.1 The President-Elect shall be elected from amongst the Fellow members of the Society and, subject to paragraph 4.1.2 above, shall serve for two (2) calendar years following the year of his or her election, unless his or her predecessor assumed the office of President earlier for whatever reason, in which case he or she shall serve as President-Elect to the date that the then-President stands down from the office of President, notwithstanding the two (2)-year limitation on the President-Elect's term of office.

4.2.2 There shall be no election of a President-Elect in the year in which there is an incumbent President-Elect, unless the President-Elect is due to succeed the President at the end of that calendar year or an early election is required as envisaged in paragraph 4.2.1 above.

- 4.2.3 In the event of the office of President-Elect becoming vacant for whatever reason, an election shall be called within twenty-one (21) days of such vacancy having arisen.
- 4.3 The members of the Council to replace those retiring by rotation under Article 5.1.4 of the Constitution and the President and President-Elect, in the event of elections being held for these office-bearers, shall be elected by the Voting Members of the Society from candidates who have been nominated as provided in paragraph 5 below.
- 4.4 The Observer member referred to in Article 5.1.2.5 of the Constitution shall be elected by the Associate members and Student members of the Society from candidates who have been nominated as provided in paragraph 5 below.

5. NOMINATION AND PROCEDURE

- 5.1 Nominations for candidates for election in terms of paragraph 4 above shall—
- 5.1.1 be in writing, signed by two (2) Fellow members (or in the case of the elected Observer member, by two (2) members, who are either Associate or Student members) and be countersigned by the candidate as proof of his or her consent to nomination;
- 5.1.2 be received by the Office of the Actuarial Society by such date as the Council shall specify; and
- 5.1.3 be accompanied by a profile of the candidate containing such information as the Council may require;
- 5.2 If there is only one (1) nomination for any of the offices of President (where applicable) or President-Elect, (where applicable), the person so nominated, or if the number of nominations for the remaining members of the Council does not exceed the number of vacancies, the persons so nominated, shall be deemed to have been duly elected and the President (or the person chairing Council at the time, in the event of the office of President being vacant) shall make a declaration to that effect.

5.3 If more than one (1) candidate is nominated for any of the offices of President (where applicable) or President-Elect (where applicable), or if the number of nominations for the remaining members of the Council exceeds the number of vacancies, an election shall be held for the offices concerned or for the remaining membership under the direction of the President (or the person chairing Council at the time, in the event of the office of President being vacant) by means of a postal, facsimile, e-mail, internet or other electronic ballot conducted as provided in paragraphs 13.4 or 13.5 below, and members shall be notified of the result once it has been confirmed.

5.4 In the case of the Observer member referred to in Article 5.1.2.5 of the Constitution –

5.4.1 if there is only one (1) nomination for the vacancy the person so nominated shall be deemed to have been duly elected and the President shall inform members accordingly;

5.4.2 if more than one (1) candidate is nominated, an election shall be held for the vacancy under the direction of the President by means of a postal, facsimile, e-mail, internet or other electronic ballot conducted as provided in paragraph 13.4 or 13.5 below and members shall be notified of the result once it has been confirmed.

6. CASUAL VACANCIES

6.1 If the office of a member of the Council, other than the President or President-Elect, becomes vacant for any reason, the Council may appoint a Fellow member (or if the vacancy is that of the Observer member referred to in Article 5.1.2.5 of the Constitution, an Associate or Student member and if the vacancy is that of the newly qualified actuary referred to in Article 5.1.7 of the Constitution, a Fellow member who has been admitted as a Fellow member for less than three (3) years to fill the vacancy until the next following election date, as determined by the Council, when the vacancy shall be added to those referred to in paragraph 4.3 above and dealt with accordingly.

- 6.2 If any vacancy is not filled by the Council under paragraph 6.1 above, it shall be added to the vacancies referred to in paragraph 4.3 above and dealt with accordingly.

PART III: ACTUARIAL GOVERNANCE BOARD

7. TERMINATION OF MEMBERSHIP

Membership of the Actuarial Governance Board ("the Board") shall terminate –

- 7.1 upon the completion by a member of two (2) consecutive terms of office;
- 7.2 at the end of the month during which a member reaches eighty (80) years of age;
- 7.3 if the Secretary of the Board receives a resignation in writing from the member;
- 7.4 if the member misses three (3) consecutive meetings without the leave of the Board;
- 7.5 if the member is found guilty of unprofessional conduct by any professional organisation to which that member belongs ;
- 7.6 if the member is found guilty by a competent court of a crime that involves fraud or similar dishonesty;
- 7.7 if a competent court declares the member unfit to manage his or her own affairs; or
- 7.8 if the other members of the Board agree unanimously that the member should resign in the interests of the Board.

8. Casual Vacancies

When a casual vacancy arises, the Board may –

- 8.1 invite the entity that nominated the person whose position has to be filled, to nominate someone to fill that vacancy; or

- 8.2 appoint a member in terms of Article 6.1.7.2 of the Constitution to fill that vacancy until the term of the person whose departure had created the vacancy would have expired, had that person not departed.

PART IV: GENERAL MEETINGS

9. ANNUAL GENERAL MEETING

- 9.1 Notice of the Annual General Meeting of the Society stating the date, hour and place thereof, as determined by the Council shall be dispatched to every member of the Society not less than twenty-one (21) days prior to the date of such meeting.

- 9.2 The notice referred to in paragraph 9.1 above shall include a statement of the business to be conducted at the meeting and shall be accompanied by a copy of -

- 9.2.1 the reports of the Council and the Actuarial Governance Board and the audited financial statements for the prior financial year;

- 9.2.2 any resolution constituting special business to be conducted at the Meeting;

- 9.2.3 a form of proxy as required by paragraph 12 below.

10. SPECIAL GENERAL MEETING

- 10.1 A Special General Meeting shall be convened as provided in Article 10.2.2 of the Constitution upon notice given in writing specifying the date, hour and place thereof. Such notice shall be given not later than twenty-one (21) days after the date on which the Council directed or Voting Members requested that the Meeting be convened in terms of Article 10.2.2 of the Constitution.

- 10.2 The notice referred to in paragraph 10.1 above shall be dispatched to all members of the Society not less than twenty-one (21) days prior to the date of the Meeting and shall be accompanied by -

10.2.1 a copy of every resolution constituting the special business which is to be conducted at the Meeting;

10.2.2 a form of proxy as required by paragraph 12 below.

11. SPECIAL BUSINESS

11.1 As provided in Article 10.1.3 of the Constitution, any business of the Society which is not the ordinary business of an Annual General Meeting shall be special business, the conduct of which shall require the proposal of a special resolution by the Council or by the Voting Members who have requested the Meeting in terms of Article 10.2.2 of the Constitution.

11.2 A special resolution referred to in paragraph 11.1 above shall be in writing and shall specify the terms and effect of the resolution and the reasons for it.

12. PROXY

12.1 A Voting member who wishes to appoint a person as proxy to attend and vote for that member at a General Meeting shall do so in the form specified in the notice of the meeting concerned.

12.2 Unless otherwise instructed, the holder of a proxy may vote as the holder thinks fit.

12.3 The holder of a proxy is entitled to attend and take part in the meeting, to join in demanding a ballot and to vote on a ballot, to the same extent as the Voting Member concerned.

13. POSTAL, E-MAIL AND FACSIMILE, INTERNET AND OTHER ELECTRONIC BALLOTS

13.1 Subject to Article 10.5.1 of the Constitution, the Council may, at its discretion, resolve to call for a postal ballot, e-mail and facsimile ballot, internet ballot or other electronic ballot on any matter.

13.2 Notification to members that any matter is to be determined by means of a postal ballot, e-mail and facsimile ballot, internet ballot or other electronic ballot shall be dispatched at least twenty-eight (28) days prior to the closing

date for the submission of ballots or casting of votes in respect of such ballot. Such notification shall include –

- 13.2.1 details of the matters to be decided;
- 13.2.2 details of arrangements for members to object to the ballot being conducted in this manner, as opposed to at a General Meeting, provided that members shall have not less than seven (7) and not more than fourteen (14) days to lodge such objection;
- 13.2.3 details of the voting procedure, including deadlines;
- 13.2.4 contact details of the Meeting Officer;
- 13.2.5 in the case of an election for office-bearers, names of candidates, details of the positions for which they are candidates, and such other information as may assist members in making a decision; and
 - 13.2.5.1 a ballot paper containing provision for the member to state his or her full names, indicate his or her preference(s) and sign the ballot paper or otherwise identify himself or herself as contemplated in these By-laws, or
 - 13.2.5.2 in the case of an internet ballot or other electronic ballot, details of the voting process.
- 13.3 In the case of a postal ballot –
 - 13.3.1 ballots and/or votes may be submitted by hand-delivery or postal service (registered or otherwise) to the registered address of the Society as notified to members from time to time; and
 - 13.3.2 any ballot and/or vote so received bearing a member's name, membership number and specimen signature shall be deemed to have been submitted by such member.
- 13.4 In the case of an e-mail and facsimile ballot –

- 13.4.1 ballots and/or votes may be submitted by e-mail and/or by facsimile transmission to the address of the Society as notified to members from time to time; and
 - 13.4.2 any ballot and/or vote or electronic communication submitted from:
 - 13.4.2.1 the registered e-mail address or registered facsimile number of a member, or
 - 13.4.2.2 any other e-mail address or facsimile number, bearing a member's name and membership number;
- shall be deemed to have been submitted by such member: Provided that, in the case of a ballot submitted by means of facsimile transmission, same shall only be deemed if the ballot or communication also bears the specimen signature of such member.
- 13.5 In the case of any postal ballot and any e-mail and facsimile ballot –
 - 13.5.1 any ballot and/or vote submitted and/or cast shall only be deemed to have been so submitted and cast after the Meeting Officer and/or the Council has acknowledged receipt of such ballot in writing, notwithstanding anything to the contrary in this paragraph 13;
 - 13.5.2 the Meeting Officer shall retain unopened all ballot papers until the last day for receipt thereof, but shall record the receipt of all ballot papers in a register kept for this purpose;
 - 13.5.3 the President shall appoint at least two (2) persons, one (1) of whom is neither a member nor an employee of the Society, who shall –
 - 13.5.3.1 count the ballot papers;
 - 13.5.3.2 reconcile the ballot papers with the register referred to in paragraph 13.5.2 above;
 - 13.5.3.3 reject any ballot paper and/or vote which is received after the closing date, or does not otherwise comply with the relevant provisions of this paragraph 13, or has been spoilt otherwise, and

- 13.5.3.4 record the result and inform the President thereof in writing.
- 13.6 In the case of an internet ballot –
- 13.6.1 a member may submit and/or cast a ballot and/or vote by means of a website designated by the President for such purposes from time to time: Provided that such member is identified by means of such member's membership number and password. Any ballot and/or vote submitted and/or cast together with a member's name and membership number shall be deemed to have been submitted and cast by such member;
- 13.6.2 any ballot cast or submitted shall only be deemed to have been submitted and cast in accordance with this paragraph 13 after the sender has received acknowledgement of receipt of such ballot;
- 13.6.3 in order to ensure the security and reliable operation of the relevant website and voting process for all members, the Council reserves the right to take whatever action it considers necessary to preserve the security and reliability of such website and voting process from time to time; and
- 13.6.4 the President shall procure that, or shall appoint a service provider which shall be contractually bound to procure that two (2) persons, at least one (1) of whom is neither a member nor an employee of the Society, shall –
- 13.6.4.1 record the receipt of all ballots in a register or record kept for this purpose;
- 13.6.4.2 count the ballot papers or votes;
- 13.6.4.3 reconcile the ballot papers or votes with the register or record contemplated in paragraph 13.6.4.1 above;
- 13.6.4.4 reject any ballot paper and/or vote which is received after the closing date, or does not otherwise comply with the relevant provisions of this paragraph 13, or has been spoilt otherwise; and

- 13.6.4.5 record the result and provide the President with a printed reconciliation of all votes cast.
- 13.7 In the case of any other electronic ballot, the rules and process for such ballot shall be as determined by the Council from time to time, and as notified to members on or before the date of notification of such other electronic ballot as contemplated in paragraph 13.2 above: Provided that such rules shall include a provision that the President shall *mutatis mutandis* comply with the provisions of paragraph 13.6.4 above.
- 13.8 In the case of any postal ballot, e-mail and facsimile ballot, internet ballot or other electronic ballot –
- 13.8.1 the President shall declare the result in due course and shall notify all members of the result;
- 13.8.2 in the case of a postal ballot and e-mail and facsimile ballot, the ballot papers and register referred to in paragraph 13.3 above shall be available for inspection by any Voting Member of the Society for a period of twenty-eight (28) days after the result has been so declared; and
- 13.8.3 in the case of an internet ballot, the printed reconciliation referred to in paragraph 13.6.4.5 above shall be available for inspection by any Voting Member of the Society for a period of twenty-eight (28) days after the result has been so declared.
- 13.9 Notwithstanding anything to the contrary in this paragraph 13, in the case of any e-mail and facsimile ballot, internet ballot or other electronic ballot, no member shall be precluded from submitting a ballot or casting a vote in respect of such ballot by means of –
- 13.9.1 hand-delivery or postal service (registered or otherwise) to the registered address of the Society as notified to members from time to time, in which event the provisions of paragraph 13.3 above, with the necessary changes, shall apply to such ballot or vote; or
- 13.9.2 by e-mail to the e-mail address of the Meeting Officer as notified to members from time to time, in which event the provisions of paragraph

13.4 above, with the necessary changes, shall apply to such ballot or vote; or

13.9.3 by facsimile transmission to the facsimile number of the Meeting Officer as notified to members from time to time, in which event the provisions of paragraph 13.4 above, with the necessary changes, shall apply to such ballot or vote.

13.10 Notwithstanding the provisions of Article 10.5.1 of the Constitution, nothing in this paragraph 13 shall entitle Voting Members, pursuant to Article 10.5.1.2 of the Constitution to demand an internet ballot or other electronic ballot in respect of any matter.

13.11 In this paragraph 13, the following terms shall bear the following meanings –

13.11.1 "e-mail and facsimile ballot" means a ballot in respect of which ballots and votes may be submitted and cast by means of e-mail and/or facsimile transmission as contemplated in paragraph 13.4 above;

13.11.2 "internet ballot" means a ballot in respect of which ballots and votes may be submitted and cast by means of a website as contemplated in paragraph 13.6 above; and

13.11.3 "membership number" of a member means the unique membership number issued to such member by the Society from time to time;

13.11.4 "other electronic ballot" means a ballot in respect of which votes may be submitted and cast by electronic means other than the electronic means as contemplated in an e-mail and facsimile ballot or internet ballot;

13.11.5 "password" of a member means the unique password or device provided to such member or selected by such member and notified to the Council or to an authorised person on behalf of the Council, from time to time;

- 13.11.6 "postal ballot" means a ballot in respect of which ballots and votes may be submitted and cast by means of postal delivery as contemplated in paragraph 13.3 above;
- 13.11.7 "registered e-mail address" of a member means the e-mail address of such member as specified in such member's application form as may be amended in a subscription renewal form or as otherwise notified to the Society in writing from time to time on the giving of at least twenty-one (21) days' prior notice;
- 13.11.8 "registered facsimile number" of a member means the facsimile number of such member as specified in such member's application form as specified in such member's application form or as may be amended in a subscription renewal form or as otherwise notified to the Society in writing from time to time on the giving of at least twenty-one (21) days' prior notice; and
- 13.11.9 "specimen signature" of a member means a signature which reasonably resembles the signature of a member as specified in such member's application form or as may be amended in a subscription renewal form or as otherwise notified to the Society in writing from time to time on the giving of at least twenty-one (21) days' prior notice.
- 13.12 In respect of any password of a member, such member undertakes to comply with the following –
- 13.12.1 to ensure that the password is only used by such member for purposes as contemplated in these By-laws;
- 13.12.2 not to give, disclose or make available the password to any other person;
- 13.12.3 to maintain the absolute confidentiality of such password; and
- 13.12.4 if for any reason the member knows or suspects that the password is no longer secure or may be accessible to or in the possession of any other person, the member must immediately notify the Council thereof,

whereupon the Council shall use its best endeavours to replace such password within a reasonable period after receipt of such notification.

ARTICLE V: GENERAL MANAGEMENT

14. CONDUCT OF BUSINESS

The general responsibility for the administration of the Society shall vest in the executive directors of the Society who shall attend to the maintenance of all necessary records, and perform such other tasks as are assigned to them in the Constitution, these By-laws or by the Council.

15. STAFF

The Council may, at its discretion, but subject to the availability of adequate financial and other resources for the purpose, appoint such employees of the Society to undertake such executive, administrative and other duties in the conduct of the affairs of the Society as the Council may determine.

PART VI: FINANCIAL MATTERS

16. FINANCIAL MANAGEMENT

The general responsibility for the proper financial management of the Society shall vest in an executive director of the Society nominated by the Council who shall attend to the maintenance of all necessary financial records and perform such other tasks as are assigned to that executive director in or by the Constitution, these By-laws or the Council.

17. FINANCIAL STATEMENTS

The executive director of the Society with the responsibility for financial management shall cause to be prepared in respect of every completed financial year, financial statements which comply with Article 11.6.1 of the Constitution.

18. **AUDIT**

The executive director of the Society with the responsibility for financial management shall be responsible for facilitating the audit of the Society's accounts, and all members and employees are required to provide the auditor with such information, explanation or assistance as the auditor deems necessary for the purposes of the audit.

19. **SUBSCRIPTIONS**

The annual subscription of every member as determined by the Council in terms of Article 5.2.2.12 of the Constitution shall be due and payable on the first day of the financial year to which it relates.

20. **INVESTMENTS**

The funds of the Society available for investment in terms of Article 11.4 of the Constitution shall be invested, realised and reinvested under the authorisation of the Council.

21. **FINANCIAL AFFAIRS OF THE ACTUARIAL GOVERNANCE BOARD:**

21.1 The Board shall submit an annual budget to Council:

21.1.1 the expenditure element of which shall not exceed 10% (ten percent) of the Society's budgeted income (excluding any amounts budgeted in respect of examination or exemption fees levied by the Society) for that year; and

21.1.2 which may include provision for commissioning research and consultation with experts.

21.2 Should Council not approve the Budget, even after entering into a period of negotiation with the Board in relation thereto, it shall be submitted to a Special General Meeting of the Society, at which the Chairperson or another representative of the Board shall have the opportunity to address the meeting and motivate the proposed Budget.

21.3 The Voting Members of the Society present in person or by proxy at the meeting shall then decide -

21.3.1 to approve the budget proposed by the Board; or

21.3.2 to reduce the budget proposed by the Board;

and the resolution of the Voting Members shall determine the budget of the Board for the ensuing year.

21.4 Members of the Board attending meetings of the Board shall be entitled to receive honoraria, provision for which shall be made in the budget of the Board. The Council shall approve the quantum of the honoraria from time to time. The amount of the honorarium payable to individual members may be reduced in the event of non-attendance at meetings of the Board at the discretion of the Chairperson of the Board.

PART VII: DISCIPLINE

22. DISCIPLINARY PROCEDURE

The disciplinary procedure shall be determined by the Actuarial Governance Board in terms of Article 6.2.2.1 of the Constitution and will be as set out in Annexure 1 to these By-laws, and any amendments to this Annexure will not be subject to the member approval process as envisaged in Article 8 of the Constitution.

PART VIII: MISCELLANEOUS

23 DESIGNATIONS

Fellow and Associate members may use the designation "actuary" to describe their professional status, subject to such conditions as Council may impose from time to time, and, to indicate their professional qualifications, may -

- 23.1 use the initials "FASSA" in the case of Fellow members;
- 23.2 use the initials "AMASSA" in the case of Associate members;
- 23.3 in the case of Fellow and Associate members who meet the requirements prescribed by Council, use the designation "Chartered Enterprise Risk Actuary" and the initials "CERA";
- 23.4 in the case of members who meet the requirements prescribed by Council, use the designation "Certified Actuarial Analyst" and the initials "CAA"; and
- 23.5 in the case of members who meet the requirements prescribed by Council, use the designation "Technical Member of the Actuarial Society of South Africa" and the initials "TASSA".

23. COPYRIGHT

In the absence of any agreement to the contrary, every paper or communication submitted for discussion at a meeting of the Society, or for inclusion in the publications of the Society, shall become the property of the Society, in which the copyright shall vest. The Council shall, if required by the author, decide within three (3) months from the date when such paper or communication is submitted, whether or not the same is to be published or issued in printed form by the Society. If its decision is in the negative, or if in any case a paper or communication so submitted is not published or issued in printed form by the Society within twenty-four months from the said date, all right and property in the same shall be held to have been relinquished by the Society.