

# BOTSWANA INSTITUTE OF VALUERS

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## CONSTITUTION

# **CONSTITUTION OF THE BOTSWANA INSTITUTE OF VALUERS**

## **1. NAME**

The name of the Institute shall be the BOTSWANA INSTITUTE OF VALUERS ("The Institute").

## **2. DEFINITIONS AND ABBREVIATIONS**

In this Constitution and the Regulations and Bye-laws framed in terms hereof the following words and phrases shall, unless the context otherwise requires, have the meanings set out hereunder: -

'Annual General Meeting' - the Annual General Meeting of the Institute

'Constitution' - the Constitution of the Institute, as amended or replaced from time to time in terms of clause 20;

'CPD' - Continuing Professional Development.

'General Meeting' - a General Meeting, which shall include an Annual General Meeting and a Special General Meeting of the Institute.

'Member' - a Member of the Institute and shall include a MEMBER, a FELLOW, an Honorary Member, a Life Member, a Retired Member, a Student Member, a Non-Practising Member, and a Non-Resident Member;

'Member of the Council' - a Member of the Council elected in terms of clause 18.5;

'Membership' - the corresponding meaning to Member;

'Membership Roll' - the Membership Roll maintained in terms of clause 5.2.3

'Council' - the governing body elected in terms of clause 18.5;

'Organisation' - shall include a firm, close corporation, company, group of companies, association of companies, partnership, the State, a local authority, statutory body or institution, but shall not include any statutory board or council;

'Regulations' - the Regulations made by the Council from time to time in terms of clause 19 and clause 20;

'BIV' - Botswana Institute of Valuers;

'MIVB' - member of Botswana Institute of Valuers;

'FIVB' - Fellow of Botswana Institute of Valuers;

'BIV Website' means the website of the Institute as displayed on the Internet which may be amended from time to time without notification;

' BIV Logo' - The BIV emblem as presented in different formats from time to time for marketing/branding purposes;

'Special General Meeting' - a Special General Meeting of the Institute ;

'Valuer' - means a person admitted as a member of Botswana Institute of Valuers as determined under clauses 6 and 9 ;

'Written Notice' and/or 'Notices' – where referred to in the Constitution but not pertaining to the Regulations, shall include notices dispatched by post or electronic communication in the form of emails;

Words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine;

The headings herein are provided for convenience only and are not to be taken into account in the interpretation of the Constitution and Regulations

### 3. HEADQUARTERS OF THE INSTITUTE

The headquarters of the Institute shall be at ' Gaborone' or such other address as may subsequently be decided upon by the Council. The Institute shall carry out its activities only in places and premises, which have the prior written approval from the relevant authorities, where necessary.

### 4. OBJECTIVES

4.1 The objectives of the Institute are: -

- 4.1.1 To promote the common interests of persons carrying on the valuers' profession. In so doing the Institute shall not participate in any business, profession or occupation carried on by any of its Members, or the provision to any of its Members of financial assistance or of any premises or continuous services or facilities required by its Members for the purpose of carrying on their business, profession or occupation;
- 4.1.2 To encourage and promote the study of any matters related directly or indirectly to the subject of valuations, to provide facilities for the acquisition of practical and theoretical knowledge of valuing, to conduct or approve examinations on all subjects relating directly or indirectly to valuations;
- 4.1.3 To provide and encourage Continued Professional Development (CPD) for its Members, acknowledging the need for all its Members to obtain such CPD on an ongoing basis in the interests of the advancement of professional valuation standards;
- 4.1.4 To take steps, initiate, promote, support and procure the adoption of such legislation relating to property valuation and to the general practice of valuation as may be necessary to ensure that only persons who have proved themselves competent to value property be allowed to practise as valuers and to seek to ensure that

- Membership of the Institute is accepted as proof of the said competence;
- 4.1.5 To establish, insofar as practicable, uniform methods of valuing property;
  - 4.1.6 To adopt a recommended scale of fees and charges, as laid down by the Council from time to time, for valuing property, immovable or movable, and for other related services;
  - 4.1.7 To provide a forum for exchange of views, to preserve and maintain its integrity and status and with all matters affecting the professional interest of its Members, and generally to promote the interests of the Institute and its Members;
  - 4.1.8 To promote friendly and good relations between Members, to provide for the amicable settlement of professional disputes among Members and regulate the professional conduct of Members;
  - 4.1.9 To establish a code of professional conduct and ethics for Members, and take disciplinary action against defaulting Members;
  - 4.1.10 To print, publish and circulate among Members and other interested persons, papers, books, periodicals, circulars and other literature dealing with property valuation and related matters;
  - 4.1.11 To represent the collective views of its Members to related bodies, public authorities and other interested organisations and persons;

## 5 POWERS

- 5.1 The powers of the Institute are any activities necessary to achieve the Institute's objectives, including but not limited to the following:-
  - 5.1.1 to acquire any property, rights or privileges, necessary or convenient for the furtherance of the objectives of the Institute, to sell, improve, manage, develop, lease or rent immovable property and to dispose of, give in exchange, turn to account, abandon or otherwise deal with all or any part of the property or rights of the Institute, whether movable or immovable, both present and future;
  - 5.1.2 To borrow, lend or raise money for the furtherance of the objectives and commitments of the Institute, with or without security;
  - 5.1.3 To maintain a Membership Roll;
  - 5.1.4 To institute, defend, compound or abandon any action in a competent Court of Law, and to submit or agree to the submission of any matter to arbitration;

- 5.1.5 To promote legislation for the implementation and furtherance of all or any of its objectives;
- 5.1.6 To charge and receive registration fees, annual subscriptions, Members' entrance fees, and other forms of levy as determined by the Council from time to time as well as all other revenues of the Institute;
- 5.1.7 To open and operate an account or accounts with any registered financial institution, and to draw and accept endorsed bills, cheques, promissory notes, bank drafts, and all other negotiable instruments;
- 5.1.8 To invest monies of the Institute not immediately required for any of its objectives or commitments in such a manner as may from time to time be determined by the Council: Provided that the income or profits of any investments or from any other source shall be applied to the furtherance of the Institute's objectives: Provided further that no portion thereof shall be paid directly or indirectly by way of dividend or bonus or otherwise, or by way of profit to its Members: and Provided further that nothing herein shall prevent the payment or remuneration to any officers or its servants or any other Member for actual services rendered to the Institute;
- 5.1.9 To acquire, purchase, lease or rent furniture, office fittings, office equipment, stationery and any other moveable property reasonably necessary for the furtherance of the Institute's objectives, and to dispose of same by way of sale or otherwise, where necessary;
- 5.1.10 To award CPD hours, as laid down by the Council by way of Regulation from time to time;
- 5.1.11 To investigate complaints of unprofessional conduct and dishonourable practices by Members, and to take disciplinary action against Members and/or to refer disciplinary matters to an Inquiry or statutory body;
- 5.1.12 To prescribe the manner in which the BIV's logo may be used by members.

## 6. MEMBERSHIP

As at the date of coming into force of this Constitution, all Members of the Institute shall continue as such, and shall retain the category of Membership held by each of them as at such date.

## 6.1 ELIGIBILITY FOR MEMBERSHIP

- 6.1.1 Any person, over 18 years of age, being of good character, reputation and mental health, shall be eligible for Membership: Provided that the Council may refuse any application by any person who is so eligible if the Council, after due and reasonable enquiries have been made, is of the view that the admission of such person to Membership will not be in the interests of the Institute.
- 6.1.2 The Council may refuse an application by any person
- 6.1.2.1 who has been convicted of an offence in the Republic, or in any foreign country, and was sentenced to imprisonment without an option of a fine, or in the case of fraud, to a fine or imprisonment or both;
- 6.1.2.2 who is an un-rehabilitated insolvent whose insolvency was caused by his or her negligence or incompetence in performing work falling within the scope of the category in respect of which he is applying for registration; or
- 6.1.2.3 who has been removed from an office or trust on account of improper conduct.
- 6.1.3 The Council may admit to membership persons below the 18 years provided there is written consent of their parent or guardian.
- 6.1.4 The Council may admit to membership of the Institute any valuer who is legally registered to practice as a property valuer in Botswana.
- 6.1.5 The Council may admit to membership of the Institute any valuer who is not legally registered to practice as a property valuer in Botswana and who satisfies the Council that;
- 6.1.5.1 he holds a recognised certificate by Council as furnishing sufficient evidence of the possession by the holder thereof of the requisite knowledge and skill for the efficient practice of property valuation, plus a minimum of 2 (two) years practical experience valuing property in Botswana, has completed 2 (two) years of CPD or equivalent , within 10 years immediately preceding the date of his application for membership.

- 6.1.5.2 have passed such an examinations as may from time be approved by Council and a minimum of 2 (two) years practical experience valuing property in Botswana, has completed 2 (two) years of CPD or equivalent, within 10 years immediately preceding the date of his application for membership.
- 6.1.5.3 holds a recognised certificate granted out of Botswana by Council as furnishing sufficient evidence of the possession by the holder thereof of the requisite knowledge and skills for the efficient practice of property valuation plus minimum of 3 years practical experience in valuing property within the 10 years immediately preceding the date of application, of which at least one year shall be experience acquired in Botswana and is at the date of his application, or was within the previous 12 months, a member in good standing of an overseas Institute or Association of Valuers which is an affiliate in terms of clause 7 or with objectives similar to those of Botswana Institute of Valuers.
- 6.1.5.4 he holds a certificate that is or would be recognised by Council for the purposes laid down in clauses 9.1.3 and 18.11.7
- 6.1.5.5 has passed such examinations or examinations as are or would be approved by the Council in terms clauses 9, 18.11 and 19.
- 6.1.6 Admission to membership of the Institute under clause 6.1.4 may be in any particular case be on such terms and conditions as the Council thinks fit.
- 6.1.7 The Council may admit to membership of the Institute any other person who meets any other qualification for membership from time to time prescribed by regulations made by the Institute in terms of clause 19.

## 6.2 CATEGORIES OF MEMBERSHIP

Members shall be classified into the following categories:

- 6.2.1 MEMBERS - being Members other than Fellows, Honorary Members, Life Members, Retired Members, Non-Practising Members or Student Members, entitled to use designations

“Member of the Botswana Institute of Valuers” and the letters MIVB, who attained reasonable standard of professional competence.

6.2.2 FELLOWS - being Members who are entitled to use the designation “Fellow of the Botswana Institute of Valuers” and the letters FIVB.

6.2.2.1 Elevated to the category of Fellow by the Council in its sole discretion, having been satisfied that he has special qualifications and competence and experience justifying such category; or

6.2.2.2 Approved for elevation to the category of Fellow by the Council following the relevant procedures for such approval as set out in clause 9.2

6.2.3 Honorary Members - being persons not practising as Valuers, and admitted as such by the Council by reason of their special achievements, attainments or services rendered.

Honorary Members may attend all General Meetings of the Institute, but shall not be entitled to vote at any such Meeting. They shall not be liable for Membership fees or levies or be required to contribute towards the funds of the Institute.

An Honorary Member shall cease to be an Honorary Member on resignation from Honorary Membership, or on his removal in terms of this Constitution, or should he commence to practise as a Valuer.

6.2.4 Life Members - being members who have performed exceptionally meritorious work for the Institute in furthering its objectives, and who have been elevated to Life Member by the Council on the nomination by at least five members of the Institute. A Life Member shall enjoy all the privileges of Membership but shall not be subject to subscriptions, levies or any other financial liability.

A Life Member shall cease to be a Life Member on resignation from Life Membership or on removal from Membership in terms of this Constitution. A Life Member may continue to use the designation in clauses 6.2.1 or 6.2.2 which applied immediately prior to his elevation to Life Member.

6.2.5 Retired Members - being Members who have been admitted as Retired Members by the Council due to ill health, following submission of a medical report by the Member concerned, or Members who have attained the age of at least 60 years and have ceased to practise and have been admitted as Retired Members.



Such persons shall be entitled to use the designation of FELLOW or MEMBER (whichever category was applicable when the Member retired) and shall enjoy all the privileges of and be bound by all the obligations of Membership. Retired Members shall pay such subscriptions as shall be determined by the Council from time to time.

6.2.5.1 A Retired Member who resumes practice shall, immediately after such resumption, notify his Council in writing. The Council shall thereupon readmit the Member to his former category of Membership and, from the date of such resumption, the Member shall be liable for the payment of the annual subscription applicable to such category.

6.2.6 Student Members - being persons of good character, reputation and mental health who are registered with an educational institution accredited by the Royal Institution of Chartered Surveyors or recognised by the Council, for the purpose of completing a prescribed course in property valuation or who are legally registered as Candidate Valuers in Botswana or who have completed their studies and have the intention of registering as a Candidate Valuers.

6.2.6.1 Any person who applies to a Council for admission as a Student Member shall produce proof of registration as per clause 6.2.6 or proof of registration as a candidate valuer. The Council, in its sole discretion, may call for this proof at any time and for any reason it deems necessary.

6.2.6.2 Every Student Member shall pay to the Institute such registration fee as shall be determined from time to time by the Council, which shall not in any circumstances be refunded or credited to the Student Member.

6.2.6.3 A Student Member shall, if required, write such examinations as may be conducted or approved by the Council.

6.2.6.4 A Student Member shall be entitled to attend General Meetings of the Institute, but shall not be entitled to vote at any such meetings or to be elected to Council.

6.2.6.5 The Council shall be entitled at any time for any reason deemed by it in its sole discretion to be sufficient to deprive a Student Member of his status

as such, and to remove his name from the Roll of Student Members.

6.2.6.6 A Student Member who wishes to become a MEMBER shall re-apply in terms of clause 9.

6.2.6.7 A Student Member shall cease to be a Student Member on registration as a Professional Valuer on admission into membership in terms of clause 6.2.1.

6.2.7 Non-Practising Members - being persons who have ceased to practice, for other than disciplinary reasons, who are not eligible for Retired Membership in terms of clause 6.2.5 and have been admitted as Non-Practising Members by the Council concerned. Non-Practising Members shall pay an annual subscription as shall be determined by the Council from time to time.

A Non-Practising Member who resumes practice shall immediately after such resumption notify the Secretariat in writing. The Secretariat shall readmit the Member to his former category of Membership and from the date of such registration the Member shall be liable for the payment of the annual subscription applicable to such category.

6.2.8 Non- Resident Members - being persons who having previously obtained any category of membership of the Institute, who reside outside the borders of Botswana, and who do not practise in Botswana.

## 7. AFFILIATES/AFFILIATE ORGANISATIONS

7.1 Non – Resident Affiliates / Affiliate Organisations

7.1.1 Affiliates: being

7.1.1.1 Persons who are members of a property valuation association or institute with objectives similar to those of the Institute who are based outside the borders of Botswana; or

7.1.1.2 persons in such countries where there is no such property valuation association or institute, who either belong to a professional real estate body with wider objectives, within which a significant number of its members are involved in property valuation activity, or have such higher academic qualifications, and / or practical experience in the field of property surveying and valuation, as the Council in its sole discretion deems sufficient, and who have, on written application, and in the sole discretion of the

Council, been admitted as Affiliates in terms of Regulations laid down from time to time by the Council.

7.1.2 Affiliate Organisations: being property valuation and surveying orientated associations or institutes with objectives similar to those of the Institute (and) which are based outside the borders of Botswana and which have, on written application and in the sole discretion of the Council, been admitted as Affiliate Organisations.

## 8. VOTING RIGHTS

Every Member , other than an Honorary Member, Student Member, Affiliates or members of Affiliate Organisations shall be entitled to vote at any Meeting which the member is entitled to attend in terms of this Constitution.

## 9. APPLICATION FOR MEMBERSHIP/ELEVATION TO FELLOWSHIP

Every application for Membership shall be made to the Council in the following manner:-

### 9.1 APPLICATION FOR MEMBERSHIP

9.1.1 The Membership Application Form prescribed by the Council from time to time shall be completed by the applicant and submitted to the Secretariat, together with the prescribed entrance fee and annual subscription.

9.1.2 The Council may seek further information with regard to the application from the applicant, or from any other person, and may interview the applicant.

9.1.3 The Council shall consider each application in terms of the requirements of 6.1 and, on endorsement, record its decision and its reasons.

9.1.4 The Council may:-

9.1.4.1 grant or reject the application;

9.1.4.2 delegate the right to grant or reject the application to a Sub-committee appointed by it from its own Members; or

9.1.5 If the Sub-committee approves the application, it shall inform the General Secretary of its decision, which shall be binding on the Council.

9.1.6 The General Secretary shall be informed of the decision on the application, and shall then inform the applicant thereof. If the application is rejected, all monies paid by the applicant shall be returned to him save for the examination fee, if any.

9.1.7 If the application is granted, the General Secretary shall be handed all the documents and papers relating to the application and shall, after receipt of such papers, the entrance fee and the annual subscription, admit the applicant as a Member and issue a Certificate of Membership to him. The date of admission as a Member shall be the date of receipt by the General Secretary of such papers and payments.

## 9.2 APPLICATION FOR ELEVATION TO FELLOWSHIP

### 9.2.1 NOMINATIONS FOR CONSIDERATION

Nomination for elevation of a Member to Fellow may be submitted to a Council by:

9.2.1.1 Members; or

9.2.1.2 Fellows; or

9.2.2 Upon nomination, an application in the form laid down by the Council from time to time shall be completed by the nominator/s and submitted to Council for consideration at the date so stipulated by the Council.

9.2.3 The Council shall consider the application, having regard to its personal knowledge of the character and expertise of the nominee and the criteria laid down in clause 9.2.6.

9.2.4 The Council shall advise the Secretariat of its decision to approve or rejected approval of such application.

Elevation to Fellowship in terms of such procedure shall take effect from the date of approval by the Council

9.2.5 An application for elevation to Fellowship shall be accompanied by such fee as the Council may from time to time determine.

9.2.6 Eligibility for elevation to Fellowship status in terms of this procedure will only apply in the case of a Member with an Institute membership period of not less than ten years (excluding any period of Student Membership) during the full period of which he shall have been actively practicing as a Valuer.

In addition, eligibility for elevation to Fellowship shall have regard to the number of CPD hours obtained by the nominee, in the light of CPD hours requirements as prescribed by the Council from time to time.

## 10. MEMBERSHIP FEES AND LEVIES

10.1 Members shall pay to the Institute such monthly subscriptions and other fees on or before such date as shall be determined by the Council from time to time.

- 10.2 The Council may cancel the Membership of any Member who fails to pay his annual subscription, or any other fees or levies imposed by the Council in terms of this Constitution, within three months of the due date for payment thereof. The Secretariat shall take all such steps as it deems fit to recover any overdue subscription.
- 10.2.1 A person whose Membership has been cancelled in terms of the provisions of clause 10.2 may apply for readmission by completing the prescribed form.
- 10.2.2 Such application shall be processed in terms of the provisions of clause 6: Provided that if such application is made within one year of the date upon which such person's Membership had been cancelled, the Council may, after consideration of the application, in its sole discretion cause a new Membership Certificate to be issued; Provided further that readmission shall in any event be subject to payment of any arrear subscriptions and such readmission fee as shall be determined by the Council from time to time.
- 10.3 A General Meeting of the Institute shall have the power to impose levies from time to time on all Members of the Institute, as the case may be, with the exception of Student, Honorary, Life, Retired and Non-Practising Members, to meet special or unforeseen or any other expenditure, and such levies shall be at uniform rates for all such Members.

## 11. DUTIES OF MEMBERS

- 11.1 Every Member shall adhere to the provisions of the Constitution, the Regulations and Bye-laws, and shall at all times conduct himself and his business in a professional manner in the carrying out of his functions as a valuer, and in the fulfilment of his duties as a Member.
- 11.2 A Member practising in partnership, or who is a shareholder or director of a company, or who carries on business under a trade name or as a close corporation or who is employed by a partnership, company or business, shall not permit his partnership, company, business or close corporation to hold itself out as a Member of the Institute: Provided that the Member shall be entitled to indicate his own Membership by the use of the appropriate letters, MIVB or FIVB, after his name on the letterheads or advertisements of such partnership, company, business or close corporation.
- 11.3 Each Member shall display his Membership Certificate at his place of business, and shall return such Certificate to the Institute on demand when he ceases to be a Member for any reason, where after he shall not be entitled to use any designation or letters referred to in clause 6.

11.4 Each Member shall notify the General Secretary of his address and of any changes thereto from time to time. Letters to a Member at the address notified by him shall be deemed to have been received by him, and no Meeting or any resolution passed thereat shall be invalidated by reason of non-receipt of any notice properly addressed and posted.

12. CONTINUED PROFESSIONAL DEVELOPMENT (CPD)

12.1 Each Member shall be encouraged to devote time to obtain CPD hours.

12.2 The Council shall have the power to impose, amend and vary conditions applicable to CPD hours from time to time by way of Regulation.

13. DISCIPLINARY POWERS

13.1 The Council shall have the power to appoint an Inquiry Committee comprising members of the Council to inquire into cases of improper conduct of which a Member is alleged to have been guilty while being a Member and, if found proved, to impose in respect thereof one of the following penalties, namely:-

13.1.1 A caution and/or reprimand;

13.1.2 a fine, the quantum of which shall be determined by the Council from time to time by way of Regulation;

13.1.3 suspension from Membership; or

13.1.4 expulsion and removal of his name from the Membership Roll: Provided that in the case of alleged improper conduct which forms or which the Institute has reason to believe is likely to form the subject of criminal or civil proceedings in a Court of Law, the Institute may postpone the Inquiry until such proceedings have been determined.

13.2 Whenever a penalty is imposed under clause 13.1 consists of a fine, the amount thereof shall be recoverable by the Institute from the person concerned, and any amounts so recovered shall be paid into the funds of the Institute.

13.3 The acquittal or conviction of a Member by a Court of Law shall not be a bar to proceeding against him under this clause.

13.4 If the improper conduct with which the Member is charged amounts to an offence of which he has been convicted by a Court of Law, a certified copy of the record of his trial and conviction shall, upon identification of the Member, be sufficient proof of the commission by him of such offence, unless the conviction has been set aside by a superior court.

14. INQUIRY BY THE INSTITUTE

- 14.1 For the purpose of any Inquiry under clause 13, the Inquiry Committee shall have the power to:-
- 14.1.1 summon any Member who, in its opinion, may be able to give material information concerning the subject of the Inquiry, or who is believed to have in his possession or custody or under his control any book, document or thing which has any bearing on the subject of the Inquiry, to appear before it at a time and place as specified in the summons, in order to be interrogated or to produce that book, document or thing, and such Inquiry Committee may retain for examination any book, document or thing so produced;
  - 14.1.2 call for and, through its Chairman, administer an oath to, or accept an affirmation from, any Member present at the Inquiry who was or could have been summoned under clause 14.1.1, and interrogate him and require him to produce any book, document or thing in his possession or custody, or under his control;
  - 14.1.3 request any person who, in its opinion, may be able to give material information concerning the subject of the Inquiry or who is believed to have in his possession or custody or under his control any book, document or thing which has a bearing on the subject of the Inquiry, to appear before it at a time and place specified, to give evidence or to produce that book, document or thing; and
  - 14.1.4 appoint any person to advise such Inquiry Committee at its Inquiry on matters pertaining to law, procedure or evidence, and/or to lead evidence and to cross examine witnesses.
- 14.2 A summons for the attendance before an Inquiry Committee, or a Disciplinary Committee established in terms of clause 13, of any Member or for the production of any book, document or thing, shall be as far as possible be in the form prescribed Council and shall be signed by General Secretary and shall be served at the last known address.
- 14.3 If any Member who has been duly summoned under this clause fails, without sufficient cause, to attend at the time and place specified in the summons, or to remain in attendance until excused from further attendance by the Chairman, or if any Member called under clause 14.1.2 refuses to be sworn or to make an affirmation as witness, or fails without sufficient cause to answer fully and satisfactorily to the best of his knowledge and belief all questions lawfully put to him concerning the subject of the Inquiry or to produce any book, document or thing in his



possession or custody or under his control which he has been required to produce, he shall be guilty of an offence: Provided that in connection with the interrogation of any such Member, or the production of any such book, document or thing, the law relating to privilege, as applicable to a witness subpoenaed to give evidence or to produce any book, document or thing before a court of law, shall apply.

- 14.4 Any Member who, having been duly sworn or having made an affirmation, gives a false answer to any question pertaining to the Inquiry, or makes a false statement on any matter pertaining to the Inquiry, shall be guilty of improper conduct.
- 14.5 A Member whose conduct is being inquired into by an Inquiry Committee shall be notified of the complaint made against such Member, and shall be entitled to appear by himself at the Inquiry, or to be legally represented by a qualified person duly authorised thereto by him, to produce evidence, to call and examine witnesses on his behalf and to cross-examine other witnesses.
- 14.6 The General Secretary shall keep or cause to be kept a record of the proceedings at an Inquiry.
- 14.7 Any Member convicted of improper conduct under this clause, shall be liable to one of the penalties in clause 13.1, as determined by the Inquiry Committee.

15. MEMBER'S DISPUTES

Disputes between Members on matters which fall within the ambit of the affairs of the Institute shall be referred to the Council. The decision of the Council relating to each such dispute shall be final and binding on the Members concerned. Where applicable the procedure set out in clause 14 and in the Regulations shall *mutatis mutandis* apply.

16. CANCELLATION, SUSPENSION OR EXPULSION OF MEMBERS

- 16.1 The Council may cancel or suspend the Membership of any Member who:-
  - 16.1.1 is or becomes of unsound mind;
  - 16.1.2 is convicted of an offence which involves dishonesty;
  - 16.1.3 surrenders his Estate as insolvent or where his Estate has been sequestrated;
  - 16.1.4 is or becomes disqualified from being appointed as a director of a Company, member of a Close Corporation or a Trustee .



- 16.1.5 has been convicted of a criminal offence of such a nature as the Council considers would or might react unfavourably upon the Institute; or
- 16.1.6 by his actions has brought the Institute into disrepute.
- 16.1.7 has become legally disqualified from registration as a property valuer.
- 16.2 When a Member's Membership has been cancelled, his name shall be removed from the Membership Roll.
- 16.3 Where a Member has been suspended from Membership, the fact and details of such suspension shall be noted against the Member's name by the General Secretary in the records of the Institute.
- 16.4 A Member who has been suspended, or whose Membership has been cancelled, shall forthwith comply with a demand for the return of his Membership Certificate by the General Secretary in the case of suspension or cancellation. Such Certificate shall, however, be returned to him in the case of suspension after the relevant period of suspension has elapsed.
- 16.5 During a period of suspension, or after cancellation, or after ceasing to be a Member for any other reason, a Member shall not make use of any Membership designation, or claim to be, or hold himself out as, a Member of the Institute.
- 16.6 Notice of the cancellation or suspension of a Member may be given at the discretion of the Council by letter or by way of advertisement.
- 16.7 If Membership is cancelled for disciplinary reasons, then an application for Membership may not be approved by the Council within a period of two years after such cancellation.

## 17. RESIGNATION OF MEMBERS

- 17.1 A Member may resign by submitting to the General Secretary his resignation in writing, accompanied by his Membership Certificate. The General Secretary shall refer the notice of resignation to the Council which shall accept the resignation by not later than the second Council Meeting held after receipt of such notice of resignation: Provided that the Council shall not accept the resignation where an Inquiry into the conduct of such Member is in progress or is to be held: Provided further that a Member who has resigned shall be liable in full for his current financial year's Membership fees and levies.
- 17.2 If at the time of his resignation a Member's subscriptions are fully paid, and he is in all other respects in good standing, he may thereafter apply for re-admission by completing the prescribed form.

17.3 The application shall thereafter be processed in terms of the provisions of clause 6, and if such application is made within one year of the date upon which such Member had resigned, the Council may, after consideration of the application, in its sole discretion cause a new Membership Certificate to be issued, if such application is approved.

18. THE COUNCIL

18.1 COMPOSITION OF THE COUNCIL

18.1.1 The Council shall comprises of the following:

18.1.1.1 The President of the institute

18.1.1.2 Vice President

18.1.1.3 General Secretary

18.1.1.4 Deputy General Secretary

18.1.1.5 Treasurer

18.1.1.6 and four additional members

18.1.2 The Council shall be constituted of full members or fellow members of the Institute

18.1.3 Members of the Council shall elected at the annual general meeting.

18.2 DUTIES OF OFFICE BEARERS

18.2.1 THE PRESIDENT

The President shall be the Chairperson of all meetings of the Council and the Institute and shall have a casting vote.

18.2.2 THE VICE PRESIDENT

The Vice President shall assume the duties of the President in his absence.

18.2.3 GENERAL SECRETARY

The General Secretary shall

16.2.3.1 attend all Council and General meetings of the Institute and record all minutes.

- 16.2.3.2 keep up to date a list of members.
- 16.2.3.3 take custody of all records of the Institute and carry out any duties as directed by the Council or by the Institute or as contained in the Constitution or in any regulations made thereunder.
- 16.2.3.4 send out every notice of meeting and the agenda to members.

18.2.4 TREASURER

The Treasurer shall

- 18.2.4.1 keep the accounts of the Institute and all such accounts shall be open to inspection by any member having an interest in the funds of the Institute.
- 18.2.4.2 effect payment subject to clause 18.2.4.7 below or accept any payment.
- 18.2.4.3 give a full and valid discharge for any debt and sign any receipt thereof.
- 18.2.4.4 immediately pay into the Institute's bank account as all monies received by him, but providing that he may keep in his possession for petty cash such sum as may be prescribed by Regulation of the Council from time to time.
- 18.2.4.5 prepare the Annual Accounts as at the 31 December each year and a statement of accounts at such other time as the President may require.
- 18.2.4.6 produce his books for examination whenever required to do so by the President or the Auditors.
- 18.2.4.7 in conjunction with any other Council member sign all cheques and any other instruments from any Institute bank account due upon authorisation by the Council.

18.2.5 ADDITIONAL MEMBERS

Additional members shall

- 18.2.5.1 assist in the general administration of the Institute and perform duties assigned by the Council from time to time.

### 18.3 PERIOD OF OFFICE

18.3.1 Members of the Council, The Vice President and Treasurer shall remain in office until the next succeeding Annual General Meeting of the Institute.

18.3.2 The President and the General Secretary shall remain in office for two years and shall be eligible for re-elections. The President and the General Secretary shall assume office at the end of the annual general meeting at which they're elected and shall retire at the end of the annual general meeting at which the successors are elected.

### 18.4 REMOVAL FROM OFFICE

A member of the Council shall cease to hold office if:-

- 18.4.1 he resigns as a member of the Council;
- 18.4.2 he is removed from the Council by an Annual General Meeting or by the Council;
- 18.4.3 he ceases to be a Member of the Institute;
- 18.4.4 he is suspended from Membership;
- 18.4.5 he has been adjudged by the Council to have committed a breach of discipline or been guilty of unprofessional conduct; or
- 18.4.6 without leave of the Council he absents himself from three consecutive Council meetings.

### 18.5 ELECTION OF COUNCIL MEMBERS

Elections of Council members are by nominations.

18.5.1 Nominations are to be sent to the General Secretary of the Institute seven (7) days prior to the date of the annual general meeting and are to be on the presentation form which will bear the name of the proposer and seconder and endorsed by the nominee. A proposal from the floor during the meeting may be considered alongside other nominations received by the General Secretary provided the proposal is seconded.

18.5.2 Elections from those nominated for any office of the Institute's Council will be by show of hands or secret ballot as determined by the General meeting for each particular office.

18.5.3 The members shall be elected to office by majority vote and the Chairman of general meeting shall have a casting vote.

#### 18.6 ESTABLISHMENT OF COMMITTEES OF COUNCIL

The Council shall appoint from among its members such Committees as it may deem necessary, which members shall hold office on such Committees during the tenure of office of the Council by which they were appointed.

18.6.1 The Council may at any time in its discretion replace any or all of the members of any such Committees.

18.6.2 The Council may delegate specific powers to a Committee of the Council, and may direct a Committee to exercise specific functions or to carry out specific duties.

18.3.3 The President and Vice-President shall ex officio be members of all Committees thus appointed.

18.3.4 A committee shall have the right to co-opt additional members, who need not be members of the Council.

#### 18.7 VOTING POWERS

18.7.1 Any member of the Council present at any Meeting shall have one vote and, in the case of an equality of votes, the Chairman of the Meeting shall have a casting vote.

18.7.2 A resolution in writing signed by all the Council members being present in the Republic of Botswana at that time, and not less than five are sufficient to form a quorum, shall be as valid and effective as if it had been passed at a duly convened and held Meeting of the Council.

18.7.3 A member of the Council shall be disqualified from voting in respect of any contract or proposed contract, or any litigation or proposed litigation, or any disciplinary matter with the Institute, by virtue of any interest, which he may have therein.

#### 18.8 QUOURM

Unless otherwise decided by an Annual General Meeting, more than 50% of the members of the Council shall constitute a quorum.

#### 18.9 NOTICE OF MEETING

The Council shall, unless otherwise decided upon good cause by the President, meet at least monthly during every financial year and the provisions of the Constitution relating to General Meetings shall apply *mutatis mutandis* to Meetings of the Council, save and except that a Meeting of the Council shall be convened on not less than fourteen days written notice: Provided that, with the consent in writing of all the members of the Council, a Meeting may be convened on less than fourteen days' notice. The said consent may be given at the Meeting which is convened on such shorter notice.

On receipt of a written request by any five members of the Council, the President shall call a Meeting of the Council to consider the matters specified in the request. The said Meeting shall be held within three weeks of the President's receipt of such written request.

#### 18.10 POWERS OF THE COUNCIL

The Council shall have the power and shall be obliged to administer, conduct and control the affairs of the Institute in accordance with this Constitution. The Council shall report on all its activities to Annual General Meetings, which shall have the right to direct the incoming Council in respect of its future activities in terms of this Constitution

#### 18.11 THE FUNCTIONS AND DUTIES OF THE COUNCIL

The Council shall ensure the satisfactory conduct of the affairs of the Institute, and shall have the power to do such things and exercise all such powers conferred on it by the Constitution, which are not reserved by the Constitution for the Institute in General Meetings, and in particular to do all things it may deem desirable and necessary in respect of the following matters, to make Regulations not inconsistent with the Constitution in respect thereof.

Without detracting from the scope of the duties and functions specified in the Constitution, the Council shall:-

- 18.11.1 keep proper books and records and record full minutes of all Annual General Meetings and of Council Meetings, clearly reflecting the decisions taken;
- 18.11.2 keep proper books of accounts reflecting all the financial transactions of the Institute;
- 18.11.3 prepare a detailed income and expenditure account and balance sheet for each financial year, which shall be duly audited and presented to the ensuing Annual General Meeting of the Institute;
- 18.11.4 appoint, in terms of a written contract, an Executive Secretary and such other staff as may be necessary, and fix

the service conditions of such staff. The Executive Secretary shall be appointed by the Council on such terms and shall perform such duties as the Council may deem fit: Provided they are not in conflict with this Constitution;

- 18.11.5 appoint executive officers and signing officers. The signing officers shall be the President, Vice-President and such other members of the Council as may be appointed by it, any one of whom, together with the Executive Secretary, shall have the right to sign all cheques or electronic payments including payment authorisations and documents on behalf of the Institute. The Council shall have the right to delegate the signing of cheques or electronic payments including payment authorisations and documents to persons who are not members of the Council;
- 18.11.6 appoint, when desirable, a member of the Council to act:-
  - 18.11.6.1 as a member of a Committee in the absence of one of its members; and
  - 18.11.6.1 as an Executive Secretary or other member of the staff in order to carry out the necessary functions of the Executive Secretary or other member of the staff during brief absences, or pending new appointments in their place.
- 18.11.7 regulate applications for admission to Membership, including the format of the Membership Application Form prescribed from time to time and to admit to Membership of the Institute persons who in the opinion of the Council are competent and qualified valuers primarily of immovable property, by reason of their possessing the qualifications prescribed by this Constitution, to encourage all such persons to join the Institute and to unite all suitable members of the profession of valuers into a single body
- 18.11.8 maintain and control a Membership Roll;
- 18.11.9 fix the registration fees, annual subscriptions and any other fees or levies payable by Members from time to time, and the times for the payment thereof;
- 18.11.10 make Regulations defining unprofessional conduct and breaches of discipline;
- 18.11.11 frame a recommended tariff of fees and other allowances for property surveys and valuation services from time to time;

- 18.11.12 remove from the Membership Roll the names of persons no longer entitled to Membership;
- 18.11.13 fix the location of the Head Office of the Institute, the place or places for the holding of General Meetings and Meetings of the Council, provided that the Head Office shall be at such place as the Council may by two-thirds majority decide from time to time;
- 18.11.14 utilise the funds of the Institute in any manner which may be necessary or expedient in terms of this Constitution for the proper conduct of the functions of the Institute and in the furtherance of its objectives, and not to distribute any of its profits or gains to any person, and upon its winding up or liquidation, to give or transfer its assets remaining after satisfaction of its liabilities to some other institute, society or association with objectives similar to those of the Institute;
- 18.11.15 lend or invest any of its funds against suitable security;
- 18.11.16 purchase, own, hire, let, sell, alienate or otherwise deal with immovable or movable property;
- 18.11.17 cause all money received by the Institute to be deposited to the credit of an account or accounts with a registered commercial bank or building society in the name of the Institute:-
  - 18.11.17.1 Provided that:- subject to any direction or restriction imposed at an Annual General Meeting of the Institute, such monies shall only be drawn for the purposes of payment of expenditure provided in terms of this Constitution or investment in terms of clauses 18.11.15 and 18.11.6 hereof;
  - 18.11.17.2 Any funds not immediately required for disbursement may be invested in a savings or similar account with any building society or any other registered deposit-receiving institution approved by the Council from time to time.
  - 18.11.17.3 Interest on money invested shall be used by the Institute for any lawful purpose in terms of this Constitution.
- 18.11.18 prescribe a syllabus and other required qualifications for Student Members and conduct or approve examinations



and prescribe conditions for admission of Student Members and Members;

- 18.11.19 award bursaries to Student Members selected by the Council, on such terms and conditions as it may determine from time to time;
- 18.11.20 generally determine and carry out decisions on any matter relating to the control or management of the affairs of the Institute, or the attainment of any of the objectives of the Institute, and carry out the provisions of the Constitution;
- 18.11.21 make or revise regulations, in terms of clause 19, for the attainment of any of the objectives of the Institute and in particular for the professional conduct and ethics to be followed by Members; and
- 18.11.22 if desirable, recommend to an Annual General Meeting the liquidation of the Institute and, subject to clause 18.11.14, to recommend the manner in which any surplus funds shall be disposed of in such event, and thereafter handle such liquidation and disposal as directed by such General Meeting.

## 19. REGULATIONS

- 19.1 Regulations made or revised by the Council in terms of clause 18 shall become binding on Members and on the Institute fourteen days after copies thereof have been posted to all Members. Non-receipt of such copy by any Member/s shall not invalidate such Regulations.
- 19.2 The Council shall be entitled to make different Regulations and/or different categories of Members and to make differential Regulations generally, provided that such Regulations are for the benefit of the Institute and within the bounds of the Constitution.
- 19.3 Regulations made by the Council in force at the date of commencement of this Constitution shall remain of full force and effect until amended or rescinded in the manner provided herein.
- 19.4 The Council shall have the power to make, amend or rescind any Regulation, provided such amendment or rescission does not conflict with this Constitution.
- 19.5 Any Regulation made by the Council and any decision to amend or rescind a Regulation shall be of full force and effect until and unless reversed by a General Meeting of the Institute.

20. AMENDMENT OF CONSTITUTION

- 20.1 Any proposal to amend this Constitution shall be submitted either to an Annual General Meeting of the Institute or to a Special General Meeting of the Institute convened for such purpose.
- 20.2 The Council shall have the power to recommend the alteration of or any addition to this Constitution to any General Meeting.
- 20.3 No proposal to amend this Constitution shall be put to any Annual General Meeting unless notice of the resolution has been set out in the notice convening such Meeting.
- 20.4 No amendment of this Constitution shall be effective unless such amendment receives affirmative votes of 65% of the Members present or represented by proxy and voting at the Annual General Meeting called for the purpose of dealing with such amendment.
- 20.5 At least twenty-one days written notice of such Annual General Meeting shall be given to all Members, and the proposed alteration shall be fully set out in the notice convening such Annual General Meeting.
- 20.6 No alteration or addition/deletion to the Constitution shall be made except at a Annual General Meeting or Special General Meeting with the consent of 65% of the total general members present and they shall not come into force without the written approval of the Registrar of Societies.

21. ANNUAL GENERAL MEETING OF THE INSTITUTE

21.1 SUPREME AUTHORITY

The supreme authority of the Institute is vested in annual general meeting of the members.

21.1 TIME AND VENUE

The Annual General Meeting of the Institute shall be held by 31<sup>st</sup> July of each year and on date and at a time to be fixed by the President. The venue shall be determined by the preceding Annual General Meeting.

21.2 NOTICE OF MEETING

21.2.1 The Annual General Meeting shall be convened on not less than twenty-one days written notice by the General Secretary, who shall at the same time furnish Members with the Agenda for the Meeting.

21.2.2 The notice shall be deemed to have been delivered if sent by prepaid post addressed to the Member at his *domicilium*

or by email to the address listed for the Member in the membership roll, or through advertisement in a newspapers of general circulation.

- 21.2.3 Failure of delivery of such notice referred to in clause 21.2.2 to any Member entitled to receive such notice, or the non-receipt of such notice by such Member, shall not invalidate the proceedings of any such Meeting, or any resolution passed thereat.

### 21.3 AGENDA FOR ANNUAL FOR GENERAL MEETINGS

The Annual General Meeting shall:-

- 21.3.1 receive and consider the President's Report covering the period of the previous financial year;
- 21.3.2 receive and consider the audited income and expenditure account and balance sheet covering the past financial year of the Institute;
- 21.3.3 appoint an auditor for the ensuing year, and determine his remuneration;
- 21.3.4 confirm the appointment of the members of the Council elected for the ensuing year in accordance with the provisions of this Constitution.
- 21.3.5 discuss, deal with and, if so required, vote on any resolutions for proposed amendment of this Constitution, notice of which has been properly given, provided that a resolution which does not have the effect of amending this Constitution shall be discussed and voted upon without due notice if two-thirds of the Members, present or voting by proxy, so desire;
- 21.3.6 in terms of clause 18.10 direct the new Council as the meeting may deem necessary; and
- 21.3.7 deal with any other business which the meeting may deem necessary.

### 22. SPECIAL GENERAL MEETINGS

A Special General Meeting of the Institute shall be convened at the instance of the President:-

- 22.1 whenever he or the Council deems it necessary; or
- 22.2 within thirty days of the receipt by him of a requisition requiring him to do so, signed by at least 25% of the total voting membership of the

Institute, setting out the reasons for the holding of such a Meeting and the resolutions, if any, to be proposed thereat.

The notice convening a Special General Meeting shall state the date, time, venue and the reasons for the Meeting, and quote the resolution or resolutions to be moved at such Meeting. Only the subject matter of the resolution may be debated and voted upon at such Meeting.

- 22.3 If the Council does not within two months after the date of the receipt of requisition to convene a special general meeting, the members who requested for the special general meeting shall convene the special general meeting by giving 30 days notice to voting members setting forth the business to be transacted and simultaneously posting the agenda on the Institute's notice board.

## 23. CONDUCT OF ANNUAL GENERAL MEETINGS

### 23.1 CHAIRMAN

All meetings of the Institute and the Council shall be presided over by the President and in his absence, by the Vice-President. In their absence, the Meeting shall appoint its own Chairman from amongst the members of the Council.

### 23.2 QUORUM

A quorum at any General Meeting of the Institute shall be not less than 51% of the total number of Members of the Institute, present in person.

If there is no quorum present within two hours of commencement of the Meeting, the Meeting shall stand adjourned for seven days at the same venue. Members present at the adjourned Meeting shall form a quorum but shall have no power to amend any part of the existing Constitution.

Proxies furnished for an Annual General Meeting shall be valid at the adjourned Meeting.

### 23.3 VOTING

23.3.1 At all Meetings every Member present in person or by proxy, including the Chairman, shall have a vote and, in the event of an equality of votes, the Chairman shall have a casting vote.

23.3.2 Members not in good standing as determined by the Chairman of the Meeting or in arrears with their subscriptions shall not be allowed to attend or vote or be represented by proxy at such Meeting.

### 23.4 CONDUCT AT MEETINGS

All Meetings shall be conducted in accordance with the requirements of the Constitution and the Regulations and, in the absence therein of any direction on any matter of procedure, the question in issue shall be decided by the Chairman in accordance with the customary procedure governing Meetings of a similar nature.

#### 23.5 APPOINTMENT OF PROXIES

Any Member entitled to vote who is unable to attend any General Meeting in person shall be entitled to appoint a Member to vote thereat, or at any adjournment thereof on his behalf: Provided that the proxy shall be in writing delivered to the General Secretary or Branch Secretary, as the case may be, before the commencement of such Meeting, and such proxy may indicate his preference for or against any proposed resolution to be voted on.

### 24. GENERAL

#### 24.1 MEMBER'S LIABILITY

The liability of Members shall be limited to the amount of subscriptions and other dues which may be payable by them, and such levies as may be imposed in terms of this Constitution and the Regulations. No Member shall be liable to any other Member in respect of any step or action bona fide undertaken by such Member pursuant to the provisions of this Constitution and the Regulations.

#### 24.2 FINANCIAL YEAR

The financial year of the Institute shall commence on the 1<sup>st</sup> of April in each year and terminate on the 31<sup>st</sup> of March in the following year, unless otherwise determined by Regulation laid down by the National Executive.

#### 24.3 ANNUAL RETURNS

Annual return shall be submitted by 30 September every year.

#### 24.4 PROHIBITIONS

24.4.1 The funds of the Institute shall not be used to pay personal fines of members who have been convicted in court of law.

24.4.2 The Institute shall not hold any lottery, whether confined to its members or not, in the name of the Institute or its office bearers, Council or members unless with the prior approval of the relevant authorities.

24.4.3 The Institute shall not raise funds from the public for whatever purposes without the prior approval in writing from the relevant authorities.

#### 24.5 FINANCES

The funds of the Institute shall be applied solely towards the promotion of its objectives and no part thereof shall be paid to any Member by virtue solely of his Membership: Provided that the Council, Branch Executives and Local Committees may reimburse any member of the Council or Member for travelling and other expenses and hotel accommodation while attending meetings or performing special duties. Such expenditure shall be paid out of the funds of the Institute.

#### 24.6 DISCRETIONAL POWERS

In the event of any question or matter pertaining to day-to-day administration, which is not expressly provided for in this constitution, the Council shall have power to use their own discretion. The decision of the Council shall be final unless it is reversed at a Annual General Meeting of members.

#### 24.7 LEGAL STATUS

24.7.1 The institute has perpetual succession, shall be capable in law of suing and of being sued in any competent Court in its corporate name of Botswana Institute of Valuers, and of acquiring, holding and alienating moveable and immovable property, and of performing such acts as are necessary or incidental to the carrying out of its objectives, and the performance of its functions and duties in terms of this Constitution and the Regulations.

24.7.2 All legal rights against Members, or persons who were Members when any legal right accrued, arising out of the Constitution, the Regulations, shall vest solely in the Institute, which shall have the sole power to bring legal action in respect thereof.

24.7.3 All legal actions by Members, or persons who were Members when a right of action accrued, against the Institute arising out of this Constitution, the Regulations, Branch or Local Committee Bye-laws, shall lie solely against the Institute.

#### 24.8 DOMICILIUM

24.8.1 The Institute chooses its domicilium citandi et executandi at PLOT 56314, VILLAGE, UNIT 3, FAIRGROUNDS, GABORONE : Provided that the Council shall be entitled from time to time to change the said domicilium to any selected new

domicilium within the Republic of Botswana. The Council shall give notice to all Members of any such change.

24.8.2 The domicilium citandi et executandi for each Member shall be the address to which the subscription account is mailed: Provided that such Member shall be entitled from time to time to change the said domicilium to any selected new domicilium within the Republic of Botswana, except in the case of Non-Resident Members, and that any change shall only be effective on receipt of written notice thereof by the General Secretary at the Institute domicilium.

#### 24.9 INDEMNITY

Every member of the Council, the General Secretary and other officer or servant of the Institute shall be indemnified by the Institute against, and it shall be the duty of the Council to pay out of the funds of the Institute, all costs, losses and expenses, including travelling expenses, which any such member, officer or servant may incur or become liable to pay by reason of any contract entered into or act or deed done by him as such member, officer or servant or in any way in the discharge of his duties.

#### 24.10 LIABILITY OF THE COUNCIL

No member of the council or Branch Executive shall be liable for the act, receipt, neglect or default of any other member or servant or for joining in any receipt or other act of conformity or for loss or expense sustained by the Institute through the insufficiency or deficiency of title to any property acquired by order of the Council for or on behalf of the Institute or for the insufficiency or deficiency of any security in or upon which any of the monies of the Institute shall be invested or for any loss or damage arising from the insolvency or delictual act of any person with whom any monies, securities or effect shall be deposited or for any loss or damage occasioned by any error of judgement or oversight on his part or for any other loss, damage or misfortune whatsoever which shall happen in the execution of the duties of his office or in relation thereto, unless the same is occasioned by his gross negligence or dishonesty.

#### 24.11 COPY OF AMENDMENTS

If any amendments are made to the Constitution from time to time, the General Secretary shall submit such amendments to the Registrar of Societies on behalf of the Institute.

#### 25. DISSOLUTION

The Institute may be dissolved by a resolution of the Council submitted to the Members of the Institute for decision: Provided that the Institute shall not be dissolved unless 75% of the Members were in favour of such dissolution.

The terms of any such resolution shall provide for the manner in which any surplus assets of the Institute shall be applied, after satisfaction of the debts of the Institute.

Upon dissolution, the certificate of registration should be returned to the office of Registrar of Societies for cancellation.

26. SIGNING OF INSTRUMENTS

Save for the signing powers in terms of clause 18.11.5, no instrument signed on behalf of the Institute shall be valid and binding unless it is signed by two duly authorised Council Members.

27. COMMON SEAL

The seal of the Institute shall be such device as may determined by the Council and the institute shall have its name inscribed in legible characters upon a seal. The seal shall be kept at the registered office in such custody as the Council shall direct.

The Common Seal of the Institute shall not be fixed to any instrument or deed or writing, except by the authority of the council and such deed or writing shall then be signed by not less than two of the seal holders.

There shall be three seal holders who shall be persons holding the offices, for the time being of , the President, Vice President and General Secretary.

The seal shall be affixed to each and every certificate of membership and or Certificate of proficiency issued by the Council.

28. DATE OF COMING INTO OPERATION

This Constitution and any further amendments thereto shall come into operation upon the written approval of the Registrar of Societies.



## ANNEXURE 1

### REGULATIONS

The Council of The Botswana Institute of Valuers has in terms of the provisions of the Constitution, made the following Regulations:

#### 1. MEMBERSHIP CERTIFICATES

1.1 The Membership Certificate issued in terms of clause 9.1.7 of the Constitution shall note the date of the Member's original admission to Membership, and the cost of such certificate shall be determined by the General Secretary from time to time. In the case of re-admission under clause 17.3 of the Constitution the date of the Member's original admission to Membership shall also be noted.

1.2 A Member who has resigned in terms of clause 17.1, or whose Membership has been cancelled in terms of clauses 10.2 or 16 of the Constitution, shall be liable for all costs incurred by the Institute in recovering his Membership Certificate and if any such Member fails to return his Membership Certificate, his name, the fact that he is no longer a Member and the reason for the termination of his Membership may be published in The Valuer, a publication of the Institute and/or in any other publication of the Institute's choice.

#### 2. FALSE STATEMENTS

Should any applicant knowingly make a false statement in his Membership Application Form, and this be brought to the attention of the Council after his admission to Membership, the Council shall investigate and deal with the matter in terms of the provisions of clauses 11 and/or 13 of the Constitution.

#### 3. ACADEMIC QUALIFICATIONS

The following academic qualifications have been approved in terms of clause 6, of the Constitution, subject to the applicant being in possession of the necessary practical experience:

##### 3.1 DEGREES

The following academic qualification have been approved in terms of clause 6 of Constitution and subject to applicant being in possession of the requisite practical experience :

Estate Management

Property Development and Valuation  
Land Economy  
Land Administration  
Property/Estate Surveying  
HND Estate Surveying/Estate Management/ Land Economy  
Royal Institution of Chartered Surveyors accredited general practice educational requirements.

### 3.2 OTHER ACADEMIC QUALIFICATIONS

Other academic qualifications include subject satisfactory completion of required core competencies, demonstrated competency as property valuer including managerial and professional, supporting evidence of relevant experience and knowledge, active full time employment within property valuation discipline for 5 years in Botswana property market, has completed at least 2 years CPD or equivalent and has passed membership examination and interview conducted by the Council.

Architecture  
Civil Engineering  
Town Planning  
Agricultural Economics  
LLB  
BA LLB  
Land Surveying  
Quantity Surveying  
Mechanical Engineering  
Economics  
BComm  
Mathematical Science  
Statistics

### 3.3 OTHER QUALIFICATIONS

Member of the Royal Institution of Chartered Surveyors  
Member of South African Institute of Valuers  
Registration as Valuer or Candidate Valuer in terms of the Real Estate Professionals Act, 2003 or Act of Parliament regulating the profession of valuation in Botswana

## 4. UNPROFESSIONAL CONDUCT

A Member who contravenes or fails to comply with any of the provisions contained in the Constitution or these Regulations shall be guilty of unprofessional conduct and, without derogation from the generality thereof, unprofessional conduct shall also include any:-

4.1 action or conduct involving dishonesty, deceit, fraud or falsities;

- 4.2 criminal conduct which might tend to reflect adversely upon the Institute or its Members;
- 4.3 action or conduct which is negligent, grossly incompetent, or *mala fide* improper in the performance of his professional duties;
- 4.4 conduct involving moral turpitude which is unbefitting or unbecoming to a Member of the Institute; and
- 4.5 action or conduct which is in wilful contempt of the Council or a Disciplinary Committee, or which is in wilful breach of the provisions of the Constitution.

## 5. CODE OF PROFESSIONAL CONDUCT

In carrying on the valuers' profession, a Member shall:-

- 5.1 order his conduct so as to uphold the dignity, standing and reputation of the valuers' profession;
- 5.2 discharge his duties to his employer or client in an efficient and competent manner with complete fidelity and without undue delay;
- 5.3 when engaged to undertake a property valuation, disclose to his principal the existence of any direct or indirect pecuniary interest which he may have in such property;
- 5.4 conduct himself in connection with the undertaking of a property valuation outside the borders of the Republic of Botswana in accordance with these Regulations in so far as they are not inconsistent with the law of the country concerned: Provided that where there are recognised standards of professional conduct in such country outside the Republic, he shall also adhere to those standards;
- 5.5 where he furnishes a property valuation made on the basis of specific instructions, recite such instructions in that property valuation;
- 5.6 sign all written property valuations made by him;
- 5.7 at all times display his Membership Certificate in a prominent position in his place of business or employment;
- 5.8 take cognisance of the recommended tariff of fees as amended from time to time in terms of the provisions of clauses 4.1.6 and 18.11.11 of the Constitution;
- 5.9 include the following minimum information in any valuation:-
  - 5.9.1 the full instruction by the principal;

- 5.9.2 the purpose of the valuation;
- 5.9.3 the basis of valuation, e.g.:-
  - 5.9.3.1 market value;
  - 5.9.3.2 estimated replacement cost less depreciation;  
or
  - 5.9.3.3 estimated new replacement cost;
- 5.9.4 the correct description of the property;
- 5.9.5 the extent of the subject property; and
- 5.9.6 the date the valuation was made and the effective date of the valuation.
- 5.9.7 nature of title and tenure

5.10 where a property to be valued forming part of trustee securities, the valuer must satisfy himself in regard to the provisions of the Trust Deed and call for independent verification from the Trustees that the provisions of the Trust Deed are being adhered to when obtaining instructions to undertake the valuation.

## 6. CONDUCT CONSTITUTING IMPROPER CONDUCT

A Member who contravenes or fails to comply with any of the provisions of the Act, or the provisions of the Constitution or the Regulations, shall be guilty of improper conduct.

It shall also constitute improper conduct for a Member, if he:-

- 6.1 undertakes the making of a property surveying for the execution of which his training and experience have not rendered him competent, unless he associates himself with a person who has had the necessary training and experience in the undertaking of such valuation;
- 6.2 advertises his professional services in a manner which in the opinion of the Institute is self-laudatory or which is not true or factual or which is derogatory to the dignity of the profession;
- 6.3 maliciously or recklessly injures, whether directly or indirectly, the professional reputation, professional prospects, or business of any other Member;
- 6.4 maliciously criticises or disparages the work of another Member, except when required to do so in terms of the Act or any other law, or where any allegation of professional misconduct is made against another Member;

- 6.5 supplants or attempts to supplant another Member in a particular engagement, after definite steps have been taken towards the latter's employment, except with the written consent of the latter;
- 6.6 in his capacity as Member, shares his fees with any person other than a partner, co-director, a Professional Valuer, or a Candidate Valuer, or in the case of an employee, his employer;
- 6.7 accepts remuneration for the making of any property valuation or property surveying services from any person other than his client, his client's authorised representative or agent or his employer;
- 6.8 contrary to the request of the persons concerned or to the provisions of the Act or any other law, divulges verbally or in writing any information of a confidential nature which he has obtained in the exercise of his powers or in the performance of his duties;
- 6.9 either personally or through the agency of any other person, whether or not such person is in his employ, canvasses or solicits professional employment by offering by way of commission or otherwise, to make payment for the securement of such employment;
- 6.10 in connection with any matter which forms or may form the subject of a dispute or litigation, performs work reserved for Professional Valuers or Candidate Valuers, subject to the condition that his remuneration for such work shall be determined in accordance with the outcome of the dispute or litigation;
- 6.11 uses the advantages of a salaried position to compete unfairly with other Members;
- 6.12 perform or agrees to perform work relating to property valuation for a fee which he has reduced to such an extent that he is compelled to reduce the standard of his services to a level which, in the opinion of the Council, is not commensurate with accepted standards and practices in the profession;
- 6.13 is found guilty in a court of law of action or conduct involving dishonesty, deceit or fraud, or of criminal conduct which is unbecoming or unbecoming to a Member of the Institute;
- 6.14 performs his professional duties in a negligent, incompetent or improper manner;
- 6.15 performs work of kind reserved for Professional Valuers or Candidate Valuers, during any period in respect of which he has been suspended under the Act or the Constitution of the Institute;
- 6.16 in the case of:-

- 6.16.1 a Professional Valuer, contravenes or fails to comply with any restriction or condition applicable in respect of him by virtue of the provisions of the Constitution;
- 6.16.2 a Candidate Valuer, contravenes or fails to comply with any restrictions or conditions applicable in respect of him by virtue of the provisions of the Constitution;
- 6.17 contravenes or fails to comply with any requirement contained in a rule made under the Constitution;
- 6.18 becomes guilty of conduct determined in a rule made under the Constitution; and
- 6.19 is in contempt of the Council, an Inquiry or a Disciplinary Committee.

## 7. INQUIRY INTO THE CONDUCT OF A MEMBER

### 7.1 PRELIMINARY INVESTIGATION

The General Secretary shall refer any information which comes to its notice and which prima facie indicates improper conduct on the part of a Member to the Council for consideration.

- 7.1.1 The Council may appoint a Committee of Preliminary Investigation and such Committee may conduct, or cause to be conducted through the Council, an investigation in order to establish whether or not prima facie evidence of such conduct exists.

### 7.2 LODGING A COMPLAINT

Any person lodging a complaint of improper conduct with the General Secretary against a Member (hereinafter referred to as "the complainant") shall:-

- 7.2.1 lodge such complaint in the form of an affidavit or an affirmation, in which he shall detail the specific act or acts relating to the alleged improper conduct with which such Member is charged, and submit evidence in support thereof.
- 7.2.2 indicate his willingness to submit such additional evidence as may be available to him, and which the Committee of Preliminary Investigation may request; and
- 7.2.3 identify any witnesses who may be able to provide evidence in support of the complaint.

### 7.3 REFERRAL OF COMPLAINT BY GENERAL SECRETARY

The General Secretary shall, upon receipt of a complaint referred to in Regulation 7.2 refer such complaint to the Council Committee of Preliminary Investigation to determine whether or not such complaint *prima facie* indicates improper conduct by the Member and the Committee of Preliminary Investigation may conduct, or cause to be conducted through the General Secretary, such investigations which it may deem necessary.

### 7.4 NOTICE TO MEMBER

The Committee of Preliminary Investigation shall cause written notice to be served on a Member (hereinafter referred to as "the defendant") by registered post or by hand whose conduct is the subject of an investigation in terms of Regulation 7.1 or 7.2:-

- 7.4.1 setting out the nature of the alleged improper conduct investigated;
- 7.4.2 providing all information, affidavits, affirmations and evidence referred to in Regulations 7.2 and 7.3, copies of which shall be annexed to such notice;
- 7.4.3 confirming that he is afforded the opportunity of giving an explanation of the matter, in writing, within thirty days from the date of service of such notice;
- 7.4.4 informing him that, should he elect to furnish such explanation, it may be used in evidence; and
- 7.4.5 informing him that failure to furnish a written explanation may be deemed to be proof of *prima facie* evidence of improper conduct.

### 7.5 REFERRAL TO DISCIPLINARY COMMITTEE

If the Committee of Preliminary Investigation is of the opinion that *prima facie* evidence of improper conduct shall refer the matter to the Disciplinary Committee of the Council.

### 7.6 SUBSEQUENT ACTION

After the Disciplinary Committee has made its finding, if appropriate, the matter shall be dealt with in terms of clause 16 of the Constitution, or Regulations 7.7 to 7.22

## 7.7 APPOINTMENT OF PRO FORMA COMPLAINANT

In the event that an Inquiry is decided upon, the Council shall appoint an Inquiry Committee in terms of clause 13 of the Constitution, which Committee shall, inter alia, appoint a pro forma complainant to:-

- 7.7.1 formulate the charge;
- 7.7.2 adduce all evidence in support of the charge at the Inquiry; and
- 7.7.3 cross-examine any witnesses called by the defence at the Inquiry.

The Council may appoint one or more persons to assist the pro forma complainant.

## 7.8 NOTIFICATION OF CHARGE TO DEFENDANT

- 7.8.1 The General Secretary shall notify the defendant of the charge in writing, and request him to attend an Inquiry at a date, time and venue which shall not be earlier than 30 days after the date of service of such notice, and the defendant shall at the same time be furnished with a copy of these Regulations and be informed that any written answer to the charge which he may provide, may be used in evidence at the inquiry.
- 7.8.2 The notice referred to in Regulation 7.8.1 shall be in the form of Schedule 1 to these Regulations and shall be served on the defendant by registered post or by hand.
- 7.8.3 Any notice given in terms of these Regulations shall be deemed to have been served on the date upon which it was served by hand or sent by registered post to the defendant to his *domicilium citandi et executandi* as stipulated in the Constitution.
- 7.8.4 If the defendant fails to attend the Inquiry or to be present at any resumption thereof after a postponement, the Inquiry may deal with the matter in his absence.

## 7.9 INQUIRY PROCEDURE WHEN THE DEFENDANT IS PRESENT

Where the defendant is present at any Inquiry the procedure shall be in accordance with the following rules:-



- 7.9.1 The Chairman of the Inquiry Committee shall read the charge to the defendant.
- 7.9.2 The defendant shall then be asked by the Chairman to admit or deny the charge brought against him.
- 7.9.3 If the defendant admits the charge, the Inquiry Committee may in its discretion find such charge proved without hearing any evidence, or after hearing such evidence as it may deem necessary.
- 7.9.4 If the defendant denies the charge, the Inquiry Committee shall proceed to hear evidence pertaining to the charge.
- 7.9.5 If the defendant refuses or fails directly to admit or deny a charge, the Inquiry Committee shall make a note of such refusal or failure and shall enter a plea of denial on behalf of the defendant and a plea so entered shall have the same effect as if the defendant had in fact denied the charge.
- 7.9.6 The pro forma complainant shall state his case and thereafter adduce evidence in support thereof.
- 7.9.7 The defendant, or his representative, shall be entitled to cross-examine any witness produced by the pro forma complainant.
- 7.9.8 At the conclusion of the case presented by the pro forma complainant, the defendant shall be afforded the opportunity of stating his case or defence either by himself or through his representative, to produce evidence and to call and examine witnesses.
- 7.9.9 If the defendant has stated his defence in writing, his statement shall be read to the Inquiry by the pro forma complainant.
- 7.9.10 The pro forma complainant shall be entitled to cross-examine the defendant, if he has elected to give evidence, and all his witnesses.
- 7.9.11 At the conclusion of the case for the defendant, the Inquiry Committee shall, irrespective of whether the defendant has produced evidence or not, hear the pro forma complainant on the case generally, but shall not hear any further evidence unless it is satisfied that special circumstances exist in which it would be just to do so.

7.9.12 At the conclusion of the address of the pro forma complainant, the defendant, or his representative, shall be entitled to address the Inquiry Committee on the case in defence.

7.9.13 The pro forma complainant shall not be entitled to reply to such address unless:-

7.9.13.1 the defendant, or his representative, has adduced further evidence after the address of the pro forma complainant, in which event such reply shall be confined to matters arising from such evidence; or

7.9.13.2 the defendant, or his representative, has in his address raised any matter of law, in which event such reply shall be confined to the matter of law so raised.

7.9.14 Where a witness is produced by any party, such witness shall first be examined by the party producing him, and then cross-examined by the other party.

#### 7.10 PROCEDURE WHERE DEFENDANT IS NOT PRESENT AT INQUIRY

Where the defendant is not present at any Inquiry the procedure shall be as set out in the following rules:-

7.10.1 Proof of service of the notice of the Inquiry on the defendant shall be produced by the pro forma complainant.

7.10.2 The pro forma complainant shall state his case and then adduce evidence in support thereof.

7.10.3 For the purpose of Regulation 7.10.2 it shall not be necessary for formal evidence to be given on oath and the Inquiry Committee may consider and take cognisance of any evidence or written statement produced as proof by the pro forma complainant.

#### 7.11 CALLING AND QUESTIONING OF WITNESSES BY INQUIRY COMMITTEE

When an Inquiry is being conducted and any person whose evidence may be material has not been called as a witness either by the pro forma complainant or by the defendant, the Inquiry Committee may call such person as a witness.

7.11.1 Members of the Inquiry Committee may, either through or with the permission of the Chairman, question the pro forma complainant, the defendant if he has elected to give evidence, or any witness.

7.12 WITHDRAWAL OF CHARGES

The pro forma complainant may, with the consent of the Chairman, withdraw any charge at any time before a finding has been made thereon by the Inquiry Committee.

7.13 FINDINGS OF INQUIRY COMMITTEE

7.13.1 Any decision of the Inquiry Committee in regard to any point arising in connection with, or in the course of, an Inquiry may be arrived at in camera.

7.13.2 At the conclusion of a hearing, the Inquiry Committee may deliberate thereon in camera.

7.13.3 If the charge brought against the defendant is found not proved, he shall forthwith be advised accordingly.

7.13.4 If the Inquiry Committee has, with regard to any charge, determined that sufficient facts have been proved to its satisfaction to support the charge, it shall decide whether the charge constitutes improper conduct and shall announce its findings in this connection.

7.14 EVIDENCE OF PREVIOUS FINDINGS

7.14.1 After the announcement of a finding referred to in Regulation 7.13.4 the pro forma complainant may adduce evidence of any previous findings by an Inquiry Committee of improper conduct by the defendant.

7.14.2 Evidence of previous findings of improper conduct shall be adduced by means of a certificate under the hand of the General Secretary, and such certificate shall contain the charge preferred at the time, the finding of the Inquiry Committee, and the penalty imposed: Provided that the defendant shall be entitled to challenge the correctness of such certificate, in which event the record of any Inquiry at which the defendant was previously found guilty shall be produced in evidence.

7.15 ADDRESS BY COMPLAINANT REGARDING PENALTY

The Chairman shall afford the pro forma complainant an opportunity of making representations regarding a suitable penalty to be imposed in terms of Clause 13 of the Constitution.

7.16 ADDRESS BY DEFENDANT REGARDING PENALTY

The Chairman shall afford the defendant or his representative an opportunity of addressing the Inquiry Committee in mitigation of the penalty to be imposed.

7.17 EVIDENCE IN MITIGATION BY DEFENDANT

7.17.1 The defendant or his representative shall be entitled to lead evidence in mitigation and concerning the character of the defendant.

7.17.2 The pro forma complainant shall be entitled to cross-examine the defendant, if he has elected to give evidence in mitigation, and all his witnesses, and to lead evidence in rebuttal.

7.17.3 The defendant, or his representative, shall be entitled to cross-examine any witness called by the pro forma complainant for the leading of evidence in rebuttal.

7.18 RE-EXAMINATION OF WITNESS

Any witness, including the defendant, may be re-examined by the party producing him.

7.19 ADDRESS BY COMPLAINANT ON PENALTY

At the conclusion of the evidence as referred in Regulations 7.16 to 7.18, or in the absence thereof, the pro forma complainant shall be entitled to address the Inquiry Committee on the penalty to be imposed on the defendant.

7.20 ADDRESS BY DEFENDANT ON PENALTY

7.20.1 At the conclusion of such address the defendant, or his representative, shall be entitled to address the Inquiry Committee on the penalty.

7.20.2 The pro forma complainant shall not be entitled to reply to such address unless the defendant, or his representative, has in his address raised any matter of law, in which event such reply be confined to the matter of law so raised.

7.21 FINDING BY INQUIRY COMMITTEE

- 7.21.1 The Inquiry Committee may deliberate in camera upon the penalty to be imposed and shall as soon as possible thereafter inform the defendant of such penalty by notice in writing.
- 7.21.2 Where the penalty imposed constitutes suspension from being a Member, for a specified period, the Inquiry Committee shall determine the date on which the penalty shall come into effect and communicate such date to the defendant by means of a written notice signed by the General Secretary and addressed to the *domicilium citandi et executandi* of the defendant.
- 7.21.3 The parties shall be notified by the General Secretary by registered letter of the finding of the Inquiry Committee. The finding of the Inquiry Committee may be notified to Members in The Valuer, the Institute Publication, in part or in full, at the discretion of the Council.

7.22 RIGHT OF APPEAL

- 7.22.1 Either the pro forma complainant or the defendant shall have a right to appeal to the Council against the decision of the Inquiry Committee. Notice of appeal and the grounds thereof shall be lodged with the Council within a period of fourteen days after notification in terms of Regulation 7.21.1.
- 7.22.2 The procedure to be adopted in the hearing of an appeal shall be in line with the procedures above.
- 7.22.3 The decision of the Council shall be final and binding on all concerned and shall not be subject to appeal.

8. FELLOWS

- 8.1 With reference to clause 9.2 of constitution, the Council also shall have the right, at its sole discretion to
- 8.1.1 Require the applicant to be interviewed by representatives of the Council. At the Council's discretion, existing Fellows of the Institute may be co-opted for this function.
- 8.1.2 Require the applicant to supply up to two sample valuation reports completed by the applicant.

8.1.3 Require information from the applicant that he is sufficiently up to date with the latest developments in his field of specialisation as well as general aspects of the profession, including the International Valuation Standards.

8.2 With reference to clause 9.2.6 of Constitution in considering eligibility for elevation to Fellowship the Council shall have regard to the number of CPD hours obtained by the applicant.

9. RETIRED MEMBERS

With reference to clause 6.2.5 of Constitution, deregistration with the Act of Parliament regulating the Valuers' profession is a requirement.

10. BIV LOGO

With reference to clause 5.2.12 of the Constitution, permission is needed from the General Secretary for Members and Members' Companies to use the BIV logo as laid down in official policies from time to time.

**Schedule 1.**

**Form of Notification**

To:.....

You are hereby notified that an inquiry in terms of the Constitution of the Botswana Institute of Valuers will be held at:

.....  
.....

on the .....day of.....20.....at.....

by the ..... when the following complaint which has been lodged against you will be considered:

.....  
.....

You are notified further that you are entitled to appear at such inquiry in person or to be represented by an advocate of the High Court of Botswana or a person duly admitted to practise as an attorney in the Republic, and duly authorised thereto by you, and to produce evidence, to call and examine witnesses on your behalf and to cross-examine other witnesses. Should you desire that your letter dated..... or any further written communication which you may make should constitute your explanation or defence, please notify me to that effect as soon as possible but not later than.....

You are hereby advised that any such communication may be used in evidence at such inquiry.

Should you fail to be present at the inquiry or at the resumption thereof after a postponement, the Institute may consider and deal with the charge in your absence in accordance with the relevant regulations.

A copy of the relevant regulations is enclosed.

Given under the hand of the .....

this.....day of.....20.....

.....

**Signature**