



THE NAMIBIA INSTITUTE OF TOWN & REGIONAL PLANNERS

Established: 24 July 1986

CONSTITUTION

The Constitution includes the following amendments:

1992;	Original Constitution translated and substantially amended.
1995/09/28	Section 5; Election of Vice President at AGM.
1995/09/28	Section 4; Past President's term held to one year.
1996/10/10	Section 3; Permanent residence required.
2000/11/16	All references to "Council" amended to "Board"
	All references to "Corporate Member" amended to Town and Regional Planner
	All references to "Graduate Member" amended to Town and Regional Planner in Training
2008/01/24	Section 3; Office bearers amended
	Section 7; Amendment of constitution by voting members
	Section 8; Requirements for a "Quorum" changed
2013/11/20	Section 2; Amendment of the Objectives
	Section 3; Amendment of Categories for Membership

ARTICLES OF ASSOCIATION

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1. Legal Status

The granting of legal status to the Namibia Institute of Town and Regional Planners.

“The Namibia Institute of Town and Regional Planners” (hereafter called the “Institute”) is a body with legal identity comprising a President, Vice-President, a Board and Members with continuous succession under this name, and can accept and possess a Seal of the Institute.

Powers of the Institute

The Institute is empowered to obtain and to hold fixed and moveable property, and to sell, mortgage, transfer, lease or in any other way to alienate property, and to summons or be summonsed in its capacity as a legal person, and to handle and perform all matters and things which are natural to or relate to a legal personage.

The Crest of the Institute shall be as set out above.

2. Objectives of the Institute

The Institute sets itself the following objectives:-

- to promote the science and art of town and regional planning;
- to uphold, promote and protect the character and interests of the profession;
- to promote good behavior, inhibit malpractice and to decide on all issues of professional practice especially between members of the profession;
- to supervise the conduct of Members of the Institute and to maintain discipline;
- to consider all issues which affect the interests of the profession, to initiate and watch over legislation and all general measures which affect the profession, and, if necessary, to direct petitions in this connection to the NCTRP for amendment of laws or to bring about practices and improvements in legal principles and to promote a legal dispensation judged necessary or desirable;
- to distribute information on progress in the science and art where it can advance the interests of the profession;
- to hold displays and to arrange functions for members of the profession and for other persons with interests of importance to members of the profession, and to discuss subjects which the members deem advisable;
- to print, publish and to distribute reports of the proceedings of meetings as well as papers delivered or supplied;
- to establish and build up a library appropriate to the Institute, by purchase, donation or otherwise;
- to promote tuition and research in town and regional planning and also to institute study bursaries, scholarships and prizes.
- to investigate, evaluate and provide inputs into town, regional and national development issues, i.e. development plans such as the National Development Plans, Vision 2013 etc.

3. **Membership**

The Institute comprises the following membership classes:

- Town and Regional Planners: Persons who possess an approved university degree or professional qualification in town and regional planning and have Board been registered with the NCTRP as Town and Regional Planner.
- Town and Regional Planner in Training: Persons who possess an approved university degree or professional qualification in town and regional planning and are registered as a Town and Regional Planner in training with the NCTRP.
- Affiliate Members: Persons who possess an approved qualification related to the practice of town and regional planning or persons engaged in a profession or occupation, acceptable to the Board, which indicates an interest in the principles and practice of town and regional planning.
- Student members: A person who is enrolled in a tertiary institution for study in an approved qualification to register as town and regional planners.
- Associate members: Organisations, such as Municipalities, with an interest in town and regional planning issues and that want to keep close contact with the town and regional planning profession.
- Retired members: A person who, following at least 10 years of Corporate Membership of the Institute and professional engagement in the practice of Town or Regional Planning has retired from professional practice and has ceased to engage in any town and regional planning work.
- Honorary Membership: An Honorary Member shall be a person not professionally engaged in the practice of Town or Regional Planning who, by reason of his work for the Institute or for the profession, or by reason of his eminence in the science of Town or Regional Planning or related field, the Institute desires to honour; and that person shall remain a member at the pleasure of the Board.
- An Honorary Life Member: Shall be a person professionally engaged in the practice of Town or Regional Planning who, by reason of his work for the Institute or for the profession, or by reason of his eminence in the science of Town or Regional Planning or related field, the Institute desires to honour.

All Members shall be sent notices issued by the Institute and shall be entitled to attend the Annual General Meeting and General Meetings.

Only Town and Regional Planners shall be eligible for election as the President, the Vice-President, the Treasurer and the Secretary and hold office.

Voting rights

All Members shall have the right to vote at Annual General Meetings and General Meetings except as where otherwise indicated in this Constitution.

Only Town and Regional Planners shall have the right to vote to amend or revoke this Constitution.

Only Town and Regional Planners shall have the right to vote to establish, amend or revoke rules pertaining to membership qualifications.

No person who is not a fully paid-up Member may vote at any meeting of the Institute or in any postal ballot, and shall be considered a non-member for the purpose of the vote or for determining a two thirds majority.

Only the Board has the authority to approve applications for membership and its decision on whether qualifications and experience meet the set requirements for a class of membership shall be final.

Qualificational requirements and method of election of Members are set out in the Rules of the Institute.

Liabilities of Members

Any person who accepts Membership of the Institute shall be deemed to have agreed to abide by the provisions of this Constitution and by the Rules of the Institute, and to pay annual membership fees promptly when due.

If it appears to the Board that a Member has willfully contravened the above requirements, he shall be warned by the Board in writing and if, thereafter, the member persists in willfully contravening the said requirements, the Member's membership may be terminated in writing, without prejudice to any fees due and outstanding at the time of the termination.

A Member is responsible for nominating an address to the Board to which all post to that Member should be sent.

The financial liability of Members is limited to the amounts paid or payable to the Institute in terms of this Constitution and the Rules of the Institute.

4. Board

The Board consists of the following officers:

the President;
the Vice-President;
the Treasurer;
the Secretary;
the immediate Past President who will serve as Public Relations Officer; and
such others as may from time to time be designated and elected by the Annual General Meeting.

Meetings of the Board shall be held on a regular basis, but not less than once every three months.

At meetings of the Board, decisions shall be taken by simple majority vote with the president having a casting as well as a deliberative vote.

The quorum of the AGM shall be 40% of the Town and Regional Planners. After 30 minutes of the scheduled start of the AGM the Town and Regional Planners present will be the quorum and 50% plus 1 of the Town and Regional Planners present will form a majority.

5. Elections of the Officers of Board

The Board shall elect the President for the forthcoming two years tenure of the Board and the Vice-President for the forthcoming year out of its own members.

The Vice-President, Secretary and Treasurer and such others as may from time to time be designated shall be elected by the Annual General Meeting.

The term of office of the Board shall stretch from the Annual General Meeting in any one year to a succeeding Annual General Meeting in the next year.

Should an officer die, resign or be deemed to have vacated office by being absent without leave from more than two consecutive Board meetings, the Board may nominate a replacement to fill the vacancy for the rest of that year.

The President, Treasurer and Secretary comprise the trustees of the Institute with respect to any property holdings.

6. Competency of the Board

The Board controls all funds and matters of the Institute and may establish such committees and sub-committees as it deems necessary to assist it in its functions.

The Board has the right to initiate an investigation and to make recommendations to any body created by Act of Parliament to control Town and Regional Planners in Namibia in respect of the professional activities and conduct of Members of the Institute.

The Board shall draft and amend the Rules of the Institute, which amendments shall be of force and binding on Members until the next Annual General Meeting or General Meeting called for that specific purpose to which the amendments shall be submitted for approval failing which they shall lapse.

The Board may on behalf and in the interests of the Institute:
make and receive payments, and employ persons;
obtain and hold fixed and moveable property; and
sell, mortgage, transfer, lease or in any other way alienate property.

The Board may expel or cancel the membership of Members of the Institute for any of the reasons set out in the Rules.

The Board may, on behalf of the Institute, liaise with, join or otherwise establish ties and co-operate with any other organized body of town and regional planners or professional association.

The Board may call upon any person or persons to assist it in any matter or to serve on any sub-committee formed by the Board provided that decision making powers on any substantive matter shall not be delegated.

The Board shall administer the finances of the Institute and shall submit a financial report for approval to each Annual General Meeting.

The Board shall arrange for the holding of General and Annual General Meetings.

7. Amendment of the Constitution

This Constitution may only be amended or the Institute disestablished if two thirds of the all Members with voting rights as set out below have voted in favour.

Voting shall be as follows:

by posting a notice of the proposal with an explanatory paper to the nominated address of every member with voting rights together with a ballot-paper on which that Member may indicate the member's vote for or against the proposal for return to the Board within a time limit set out on the ballot-paper; or

by show of hands or secret ballot at a General Meeting for which 28 days advance notice of the meeting and the proposal has been given and at least two thirds of all Members with voting rights vote in favour of the proposal.

8. General Meeting

An Annual General Meeting shall be held every year for the purpose of considering the financial statements, the election of officers of the Board and such other matters as may arise.

A General Meeting shall be called timeously at the written request stating the business for which the meeting is called of at least one third of the Town and Regional Planners or at the instigation of the Board.

Unless otherwise stated in this Constitution an issue shall be decided by a simple majority vote of those in attendance.

Voting may be by show of hands or by secret ballot.

The President shall take the Chair at all General or Annual General meetings, or, in the event of the President not being available, then the Vice-President or other member of the Board.

All Members have the right to speak once on any matter formally raised, however the Chairman has the right to limit the time granted for addressing the meeting.

A decision of a General or Annual General Meeting is a binding decision of the Institute.

The quorum of the AGM shall be 40% of the Town and Regional Planners. After 30 minutes of the scheduled start of the AGM the Town and Regional Planners present will be the quorum and 50% plus 1 of the Town and Regional Planners present will form a majority.

9. Rules of the Institute

The Board shall draft the Rules of the Institute (hereafter called the "Rules"), which shall incorporate such matters as the following:

- registration fees, application fees, annual membership fees and any other fees payable by Members to the Institute;
- membership and experience qualifications for all classes of Member;
- method of election of Members;
- nomination, duties, responsibilities and rights of honorary members subject to no honorary member having voting rights without becoming a member as set out in Section 3 of this Constitution, and that nominations must be approved at a General or Annual General Meeting;
- expulsion and cancellation of Membership;
- initials which may be written after a Member's name;
- application of funds;
- rules of order at meetings;
- official address;
- register of members and registration certificate;
- travel, board and lodging allowances; and
- the financial year.