



# CONSTITUTION OF THE RESEARCH ETHICS COMMITTEE ASSOCIATION OF SOUTHERN AFRICA (REASA)

## 1. NAME

The name of the *formal association incorporated not for gain*, which has been established to pursue common objectives in the area of capacity development of research ethics committee, is the Research Ethics Committee Association of Southern Africa (REASA) (hereafter referred to as “The Association” or REASA).

## 2. PREAMBLE

REASA is an initiative arising from the Advancing Research Ethics Training in Southern Africa (ARESA) programme. The ARESA programme, which was funded by the Fogarty International Centre of the United States National Institutes of Health (NIH), represents a collaboration between the Centre for Medical Ethics and Law, Stellenbosch University, and the Center for Bioethics, University of North Carolina (2010 – 2015). REASA originated from the ARESA programme, but it is not directly affiliated with any tertiary academic institution.

The Constitution of REASA will be ratified at the first Annual General Meeting (AGM) and thereafter may be revised at an AGM after membership consideration and ratification with a simple majority favourable vote.

## 3. VISION

The vision of this independent multidisciplinary membership association is ‘*Connecting research ethics committees in Southern Africa*’, and is indicative of the Association’s commitment to provide a platform for the co-construction of lasting research ethics committee (REC) networks in Southern Africa.

## 4. OBJECTIVES

The objectives of REASA include:

- 4.1 Seeking out and establishing mutually beneficial connections between research ethics committees in Southern Africa.
- 4.2 Promoting the philosophy and practice of ethical human and animal research in Southern Africa.
- 4.3 Providing information, support, and training to its membership by (amongst other

activities):

- a. Dissemination of a Newsletter.
  - b. Organizing scientific meetings and discussions in the field.
  - c. Working in partnership with external agencies, where appropriate, to promote sound ethical standards for research.
- 4.4 Establishing local, national and international networks for the discussion of research ethics-related topics of mutual interest.
  - 4.5 Facilitating co-operation and communication amongst its membership.
  - 4.6 Developing regional policies on research ethics based on the collective view from the regions.
  - 4.7 Providing a mentoring, consultative, and advocacy service for its members.
  - 4.8 Providing capacity development courses and other interventions to build the capacity and capabilities of research ethics committees in Southern Africa.

## **5. MEMBERSHIP**

- 5.1 Membership is open to people residing in or with an affiliation to Southern Africa, i.e. having been born in Southern Africa, who belong to or have belonged to one of the following membership categories:
  - 5.1.1 Individual research ethics committee (animal, human, environmental, and/or safety) members.
  - 5.1.2 Research ethics committee office bearers (chairpersons and/or secretariat).
  - 5.1.3 Research integrity officers.
  - 5.1.4 Individuals with a vested interest in research ethics governance, both nationally and internationally.
- 5.2 Membership requires a once-off initial joining fee and an annual subsidy to be paid to the treasurer. Members joining during the year will be charged *pro rata* membership fees.
- 5.3 Membership will automatically be terminated if the annual subsidy is not paid up within one calendar year.

The membership categories will be reviewed annually, and if there is sufficient demand and resources, capacity extension of membership may occur, subject to a majority vote at an AGM or a special general meeting.

## **6. REGISTER OF MEMBERS**

REASA will maintain a register of members, and will promote the development of regional branches, with individual sub-committees bound by the Constitution.

## **7. ORGANISATION**

- 7.1 The Association will function under the oversight of a central Executive Committee.
- 7.2 Regional branches with similar governance structures will be developed through the Executive Committee.
- 7.3 The Committee should attempt to be representative of its members, with specific reference to regional representation, institutional representation, race, gender, and disability.
- 7.4 General meetings will be held biennially (every two years), at which the Executive Committee will be constituted as follows:
  - 7.4.1 Chair/President
  - 7.4.2 Vice-chair/Vice-President
  - 7.4.3 Secretary
  - 7.4.4 Treasurer
  - 7.4.5 Communication and marketing officer
  - 7.4.6 Education and training officer

- 7.4.7 Animal ethics representative
- 7.4.8 Regional Branch Chairs (once established) to ensure effective communication between the executive and regional committees.
- 7.4.9 Ex-officio members, including the principal investigators of the ARESA Programme and the directors responsible for overseeing the governance of REASA as a Non-Profit Organisation.
- 7.4.10 Up to five additional co-opted members can be included to provide additional representation or to provide specific skills or expertise.
- 7.5 Co-opted members can be nominated by any Committee member, but the decision to co-opt a member into the committee must be supported by 75% of the Committee members.
- 7.6 Co-opted members will be full members with all the powers and duties of a Committee member.

## **8. OFFICE BEARERS AND FUNCTIONS OF THE EXECUTIVE COMMITTEE**

### **8.1 Office bearers**

- 8.1.1 The Chairperson and Vice-Chairperson are responsible for leading (through consensus wherever possible) the functions of the Committee, and to provide and ensure communication with all members of the Committee and the Association.
- 8.1.2 The Chairperson
  - 8.1.2.1 convenes and presides over the Committee meetings;
  - 8.1.2.2 performs such additional functions as determined by the Committee; and
  - 8.1.2.3 oversees the continued management of the membership register and status.
- 8.1.3 In the absence of the Chairperson, the Vice-chairperson convenes and presides over meetings and must ensure a quorum in such cases.
- 8.1.4 The Secretary is responsible for:
  - 8.1.4.1 compiling and distributing an agenda and relevant documents to all members of the Committee prior to a meeting;
  - 8.1.4.2 keeping minutes and communicating the minutes to members after meetings, maintaining the membership register, and ensuring that it is up to date; and
  - 8.1.4.3 performing any additional functions as determined by the Committee.
- 8.1.5 The Treasurer or their nominee will be responsible for:
  - 8.1.5.1 collecting membership fees;
  - 8.1.5.2 issuing membership certificates;
  - 8.1.5.3 general financial management of the Association's affairs; and
  - 8.1.5.4 delivering a financial report at the AGM.
- 8.1.6 All other office bearers are expected to engage actively in the execution of the Association's objectives and perform such additional functions as determined by the Executive Committee.

### **8.2 Term of Office and Election Procedures**

- 8.2.1 The term of office shall be two calendar years, with an option for members to be re-elected for one additional term.
- 8.2.2 The Secretary of the outgoing committee shall notify all members in writing of the date, time, and venue of the AGM at least one calendar month before the aforesaid General Meeting, and in this written notification of the general meeting, the secretary shall call for nominations for Executive Committee vacancies.
- 8.2.3 The closing date for receipt of nominations will be three weeks before the General Meeting.
- 8.2.4 Only paid-up registered members of the Association may nominate Executive and Branch Committee members.
- 8.2.5 Voting at a General Meeting shall be by secret ballot and only paid-up registered

members may vote.

- 8.2.6 The Committee may hold a postal ballot or an online ballot for the election, or may hold the election at the Biennial General Meeting. If the election is held at the Biennial General Meeting, then voting may be in person or by proxy. If the election is held by postal ballot or online ballot, no proxy votes are allowed.
- 8.2.7 The election of the Committee members will be by simple majority vote and the outgoing Chairperson shall have the casting vote where necessary.
- 8.2.8 The outgoing Chairperson (providing they have been in office for a single term) will stay on the Executive Committee as ex officio member for the subsequent two-year term to maintain “institutional memory”.
- 8.2.9 The nominated Chairperson must have been an Executive Committee member.
- 8.2.10 A member who can no longer serve on the Committee must resign in writing. No reason for the resignation needs to be stated. Any vacancy should be filled as soon as possible.
- 8.2.11 In the event that a vacancy arises at other times during a term, a Special Meeting will be called for election.
- 8.2.12 Members will abide by the code of conduct.
- 8.2.13 The conditions of the removal of a Committee member by a 75% majority vote must be considered by the Committee if the member:
  - a. misses more than three consecutive Committee meetings without a valid reason; and/or
  - b. breaches any of the principles of the Constitution or the rules established by the authority of the Constitution; and/or
  - c. is found guilty of a criminal offense; and/or
  - d. is regarded as not performing their assigned duties diligently, honestly, and to the full benefit of the Association.

### **8.3 Meetings**

#### **8.3.1 General Meeting**

- 8.3.1.1 The agenda for the General Meeting shall include, but is not limited to:
  - a. the Chairperson’s report for the preceding term, including reports from other Committee members representing the different portfolios;
  - b. the Treasurer’s report: balance sheet and profit and loss account for the preceding two years;
  - c. the election and appointment of members to the Executive Committee; and
  - d. any other business.
- 8.3.1.2 A simple majority of regular members constitutes a quorum at the General Meeting. Voting will take place by simple majority, with the Chairperson taking the casting vote if necessary.

#### **8.3.2 Special Meetings**

In the event that a vacancy in the Executive Committee arises, and/or an urgent change in the Association’s constitution is identified as being needed, a Special Meeting may be called.

- 8.3.2.1 The process of the Special Meeting must be the same as that of the General Meeting, but should be focussed on the specific agenda items needing ratification/election.

#### **8.3.3 Business Meetings**

The Executive Committee shall determine the frequency and location of its meetings, provided that it shall meet at least twice a year to conduct the business of the Association.

- 8.3.3.1 A quorum at any business meetings shall be a simple majority of the regular members of the Committee.
- 8.3.3.2 Written notice of each business meeting must be given to all Executive Committee members at least seven clear days prior to the planned business meeting.

#### **8.3.4 Emergency Meetings**

In the event of an emergency meeting being required, this may be called at short notice for all those available to attend. Minutes of emergency meetings should be distributed as soon after the meeting as possible to allow for additional input from those unable to attend.

### **8.3.5 Academic Meetings**

A specific function of the Executive Committee will be to arrange at least one annual academic meeting on a research ethics-related theme.

## **9. GUESTS**

Guests (non-members) may be invited to attend the academic functions of the Association.

## **10. FINANCES**

- 10.1 The Association will be set up as an independent Non-Profit Organisation (NPO). A consultant will be employed to set up the initial NPO, ensuring statutory and tax compliance.
- 10.2 A start-up donation of R50 000 has been provided by the ARESA Programme, through an NIH/Fogarty grant.
- 10.3 The Executive Committee shall be empowered to receive, accumulate, spend, and invest funds only for the furtherance of the objectives of the Association.
- 10.4 The Chairperson and Treasurer have signing power.

## **11. COMPETING AND CONFLICTING INTERESTS**

REASA will not compete with existing departments, journal publications, or Centres of Bioethics in Southern Africa. REASA will endeavour to ensure that it does not duplicate services, teaching, or research in the field of research ethics.

When conflicts of interests arise, it is required for the Executive Committee to immediately be made aware of these possible conflicts so as to ensure effective management. This can be done either via an emergency meeting or at the next business meeting.

## **12. AMENDMENT TO THE CONSTITUTION**

- 12.1 No amendment of the Constitution is permitted without a decision at an Annual General Meeting which has been called for that purpose, or by an online ballot.
- 12.2 In case of an online ballot:
  - 12.2.1 Members shall be given fourteen days to register their vote from the date of publication of the online ballot.
  - 12.2.2 Any decision taken by online ballot must be supported by a majority of the votes cast. All members who do not cast a vote are deemed to have abstained from voting.

## **13. DISSOLUTION OF THE ASSOCIATION**

- 13.1 In the event of the Committee or the members deciding that it is necessary to dissolve the Association, then the Committee shall call a Special General Meeting or hold an online ballot.
- 13.2 If a Special General Meeting is called, then the provision of Clause 7.3.2.1 will apply, except that the decision to dissolve the Association must be supported by 75% of the votes cast.

- 13.3 If the dissolution of the Association is to be voted on by an online ballot:
- 13.3.1 Members shall be given fourteen days to register their vote from the date of publishing the online ballot, or thirty days from the date of posting the postal ballot.
  - 13.3.2 Any decision taken by online ballot must be supported by 75% of the votes cast. All members who do not cast a vote are deemed to have abstained from voting.
- 13.4 In the event of a decision being taken to dissolve the Association, the Committee shall then appoint a liquidator to wind up the Association.
- 13.5 The liquidator shall ensure that all the debts and liabilities of the Association are satisfied, and in the event of there being any surplus assets or funds, the liquidator shall ensure that such assets or funds are transferred to a public benefit organisation in South Africa having similar objectives to the Association.

