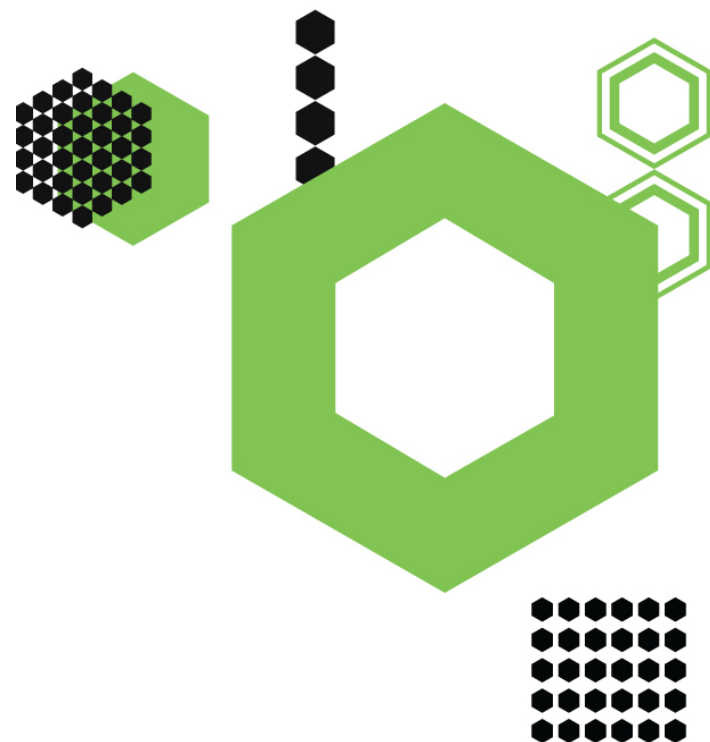


IoDSA Member Disciplinary Regulations



**BETTER DIRECTORS.
BETTER BOARDS.
BETTER BUSINESS.**

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1. DEFINITIONS

Board	means the Board of Directors of the IoDSA;
Balance of Probabilities	means the standard of proof required in a case being an assessment of the preponderance of probabilities that the Interested Party's (complainant's) version is true and accurate and therefore acceptable, and that the other version advanced by the Member (being the subject of the complaint) is therefore false or mistaken and falls to be rejected. In deciding whether that evidence is true or not the External Panel will weigh up and test the allegations against the general probabilities;
Chair	means the person selected to chair the External or Internal Panel.
Code	means the IoDSA Member Code of Professional Conduct applicable to Members of the IoDSA, as amended from time to time;
Committee	means the IoDSA Member Conduct and Disciplinary Committee
Days	means business days, excluding Saturday, Sunday and those days that fall on an official public holiday in South Africa;
External Panel	means the external disciplinary panel, established to adjudicate over a specific case, comprising three or more individuals from an approved pool of external panel members as per Section 4.9 of these Regulations;
Interested Party	means any member of the public, an organisation, an association of persons, Member of the IoDSA or the IoDSA itself, whom/which reasonably believes that he/she/it possesses information or a basis of complaint which may be reasonably indicative of Misconduct on the part of a Member and which information or basis of complaint shall for the purposes of this document be referred to as " a/the complaint ", and which person may be referred to as " the Complainant ";
Internal Panel	means the internal disciplinary panel, established to adjudicate over cases falling within Schedule 1, comprising IoDSA executive management;
IoDSA	means the Institute of Directors in South Africa NPC;
Member Regulations	means the IoDSA Member Regulations, as amended from time to time;
Member	means a member as defined in the IoDSA Memorandum of Incorporation;
Member in good standing	means a Member that has met all the obligations of membership, is up to date with the requisite membership fees, does not have any other outstanding payments due to the IoDSA, and/or has no current disciplinary process(es) in progress;
Misconduct:	means any act or omission, whether intentional or unintentional, which is contrary to one or more of the provisions of the Code;
Regulations	means these IoDSA Disciplinary Regulations, as amended from time to time ¹ ; and
Secretariat	means the administrative function of the IoDSA's overall disciplinary function.

¹ Disciplinary Regulations approved on 24 November 2023; Implementation immediate.

2. INTRODUCTION

The disciplinary process of the IoDSA is intended to regulate the conduct of Members and address and resolve instances of misconduct on the part of a Member in a fair, objective, rational and transparent manner in order to demonstrate due process, protect the public, maintain public confidence in the IoDSA and its Members, and to declare and uphold the highest standards of conduct amongst IoDSA Members in furtherance of the integrity and status of directorship as a profession.

IoDSA Members subscribe to inter alia the Code, regarding their conduct as directors and officers in their professional engagements; and the Member Regulations, regarding their membership of the IoDSA, in general.

3. SCOPE AND APPLICATION

These Regulations shall be binding on all Members of the IoDSA, and subject to Section 11.

4. THE IODSA DISCIPLINARY FUNCTION

- 4.1. The Board shall appoint a Committee to oversee disciplinary matters.
- 4.2. The Executive for Operations and Business Support shall:
 - 4.2.1. be the custodian of these Regulations and ensure that appropriate amendments are initiated and submitted to the Committee and Board for approval, as and when necessary; and
 - 4.2.2. determine administrative processes and procedures, from time to time, to give effective execution to these Regulations.
- 4.3. In the instance of a complaint being pursued, a panel shall be duly constituted in accordance with these Regulations to adjudicate over the matter.
- 4.4. The IoDSA shall have a dedicated Secretariat for disciplinary matters. The Secretariat shall be in attendance at all panel meetings and shall be included in all correspondence.
- 4.5. The Committee, External and Internal Panel shall be supported by the Secretariat whose primary role shall be to establish a panel (in accordance with these Regulations), administer the exchange of documents between the Complainant, Member, the applicable panel and the Committee; and keep a full record of a complaint in an appropriate format or medium for a minimum period of 5 (five) years after the date on which the matter ended.
- 4.6. Complaints can either be adjudicated internally via an Internal Panel (where the misconduct has already been adjudicated by a court of law or similar tribunal or other regulatory body as per Schedule 1) or via an External Panel (where the misconduct is alleged).
- 4.7. The Internal Panel shall comprise only of IoDSA executive management, excluding the IoDSA Complainant where the IoDSA itself raises a complaint.

- 4.8. The Committee shall approve the pool of individuals that may serve as External Panel members and External Panel Chairs.

External Panel Members Criteria

- 4.9. In order to serve as an External Panel member, an individual must hold an NQF 7 or higher qualification and either have:
- 4.9.1. at least five years of board experience, preferably holding the IoDSA CD(SA) designation;
 - 4.9.2. applicable legal and/or business field, background and experience;
 - 4.9.3. appropriate experience in adjudicating disciplinary cases and/or experience serving on disciplinary panels (preferable); and/or
 - 4.9.4. a good understanding of director duties and corporate governance requirements.
- 4.10. In order to serve as an External Panel Chair, an individual must, in addition to the criteria set out in Section 4.9
- 4.10.1. be a practicing (or retired) attorney, advocate, magistrate or judge; and
 - 4.10.2. have appropriate experience in chairing disciplinary enquiries and drafting legally sound findings reports; and/or
 - 4.10.3. have extensive knowledge of disciplinary processes and panels (such as consideration of evidence, standard of proof required, and due process).
- 4.11. The Secretariat and the Committee, if it deems it appropriate to do so under the circumstances, may recommend and approve (respectively) any individual as an External Panel member or Chair outside the criteria set out above and/or to impose any additional criteria deemed fit to ensure consistent quality of External Panel members.
- 4.12. The Committee may remove any individual from the pool of External Panel members for any justifiable reason.

5. SUBMISSION AND RECEIPT OF A COMPLAINT

Complaint Submission

- 5.1. An Interested Party (the Complainant) must refer a complaint to the IoDSA in writing and in the prescribed [Member Complaint Form](#), detailing the particulars relating to the complaint, which section(s) of the Code the Member has allegedly transgressed and further, as far as possible, include any documentation in support of the complaint. The Complainant must ensure that any supporting documentation is validly and legally acquired.
- 5.2. A confidentiality and legal undertaking document will need to be completed and signed by the Complainant.
- 5.3. A complaint must be lodged with the Secretariat via the following e-mail address:

discipline@iodsa.co.za

- 5.4. The IoDSA may in certain circumstances cause disciplinary proceedings to be considered and, in appropriate cases instituted, against any Member or former Member who allegedly contravenes or has contravened any provision of the Code or Regulations.
- 5.5. Where the IoDSA itself is the complainant, the Executive for Certification and Member Services, or his/her nominee, shall assume the role of the Complainant in a particular matter.

Receipt and Initial Review

- 5.6. Upon receipt of a complaint the Secretariat shall attend to the following:
 - 5.6.1. confirm that the complaint relates to an existing Member or past Member of the IoDSA;
 - 5.6.2. determine whether the alleged misconduct relates to a breach of either the Code or Member Regulations; and
 - 5.6.3. determine whether the complaint:
 - 5.6.3.1. relates to a misconduct as listed in Schedule 1, in which instance the Secretariat shall refer the case to an Internal Panel for internal adjudication as set out in section 6 below; or
 - 5.6.3.2. relates to an alleged misconduct and whether the complaint sets out a *prima facie* case of misconduct, in which instance the Secretariat shall refer the case to an independent External Panel for external adjudication as set out in section 7 below.
- 5.7. In matters of a complex nature, the Secretariat shall notify the Executive for Operations and Business Support, who shall determine whether such matter shall be referred to the Committee to determine whether a *prima facie* case of misconduct is present.
- 5.8. Having considered the complaint, the Secretariat may request further particulars from the Complainant, to be given in writing and in the form of a supplementary affidavit, concerning any aspect of the complaint the Secretariat may deem material in the consideration thereof.
- 5.9. Upon receipt of a complaint (and further particulars where these have been furnished), the Secretariat (or the Committee where applicable) may, where it is of the opinion that the complaint does not either relate to a misconduct as listed in Schedule 1 or disclose a *prima facie* case of misconduct, dismiss the complaint and inform the Complainant and Member accordingly.

6. INTERNAL ADJUDICATION

6.1. Process

- 6.1.1. Where the Secretariat (or the Committee where applicable) is of the opinion the case falls within one of the misconduct categories as set out in Schedule 1, the Secretariat shall:
 - 6.1.1.1. furnish the Member with a **Notice of Complaint** (which shall contain the particulars of the

complaint, charges and intended sanctions, including the Complainant's affidavit and any further particulars received), calling upon the Member to furnish an explanation in answer to the charges and any mitigating factors in respect to the sanction(s) to be awarded, in writing and in the form of an answering affidavit, incorporating any documentation in support of their answer, within 10 (ten) Days of receipt of such Notice of Complaint.

- 6.1.1.2. Following the receipt of the Member's answering affidavit, establish an Internal Panel and thereafter provide the Internal Panel with all the documentation received in respect of the matter within 5 (five) Days from receipt of the last document(s) being submitted.

6.2. Internal Panel

- 6.2.1. The Internal Panel shall execute their administrative and adjudication functions in a reasonable, procedurally fair, transparent, and unbiased manner in accordance with the provisions of these Regulations and the principles of natural justice.
- 6.2.2. A member of the Internal Panel shall, at the earliest possible opportunity, recuse himself/herself from the Internal Panel should there be any potential, perceived or actual interest in the matter, bias, prejudice, or conflict of interest on their part in regard to the complaint or the Member. The IoDSA Complainant (where the IoDSA itself raises the complaint) may not be a member of the Internal Panel adjudicating the particular complaint.
- 6.2.3. The Internal Panel members shall select a person among its members to act as Chair.
- 6.2.4. The Internal Panel shall decide each matter on the evidence before it upon the Balance of Probabilities. The decision will be by majority ruling and in the case of a deadlock the chair of the Internal Panel will open further deliberations to get to a majority decision, failing which the chair of the Internal Panel will have a casting vote.
- 6.2.5. Where a decision cannot be reached at a meeting, the meeting shall be adjourned for all Internal Panel members to reconsider the facts and their decision. The Secretariat shall reconvene another meeting within 5 (five) Days from such meeting for the Internal Panel members to discuss the matter afresh.
- 6.2.6. The Internal Panel shall complete the deliberations within a period of 15 (fifteen) Days, calculated from receipt of initial documentation to Final Notice of Findings and Recommendations. The Secretariat may under specific circumstances extend this time period in accordance with Section 12.

6.3. Findings by the Internal Panel

- 6.3.1. The Internal Panel at the end of its deliberations may either:
 - 6.3.1.1. issue a Notice of Findings and Sanction; or
 - 6.3.1.2. refer the case to be adjudicated by an External Panel, where it is of the opinion that the misconduct and evidence provided presents a more complex case which requires

independent external adjudication. In which instance, the Secretariat shall follow the external adjudication procedures as set out in Section 7 below.

- 6.3.2. The Internal Panel chair must provide the Internal Panel's Finding Report to the Secretariat within 10 (ten) Days of a decision being made by the Internal Panel.

6.4. Appeal Process

- 6.4.1. A Member (the Appellant) having been found guilty of a charge or charges may lodge an appeal against the finding and/or sanction of the Internal Panel within 10 (ten) Days of receipt of the Final Notice of Findings and Sanction, by setting out the grounds for appeal in writing and submitting their appeal (Notice of Appeal) to the Secretariat. No new evidence or additional information will be considered in the appeal.
- 6.4.2. The Committee shall serve as the "Appeal Panel" for internal adjudication matters. The Secretariat shall establish a special Committee meeting to hear the Appeal within 20 (twenty) Days of receipt of the Notice of Appeal
- 6.4.3. No Internal Panel member who was involved in the initial consideration of the complaint may serve on to the Appeal Panel.
- 6.4.4. The Appeal Panel shall consider the record of the complaint and the grounds for the appeal within 20 (twenty) Days of receiving the Notice of Appeal. The Appeal Panel may either allow or disallow an appeal. The Secretariat shall inform the Appellant in writing of the Appeal Panel's decision (Notice of Appeal Outcome).
- 6.4.5. In the case of the Appeal Panel dismissing the appeal, the matter will be dealt with as if no appeal has been lodged.
- 6.4.6. Where an appeal is allowed, the Appeal Panel shall consider both the record of the initial complaint and the appeal received from the Member concerned, but may not consider new evidence, except where:
- 6.4.6.1. new information becomes available, and it would be impracticable, in the opinion of the Appeal Panel, to refer the matter back to the (initial) Panel; and/or
 - 6.4.6.2. a dispute arises as to a point of procedure followed by the (initial) Panel, and it is not possible to ascertain from the record, in the opinion of the Appeal Panel and on a Balance of Probabilities, the process that was initially followed.
- 6.4.7. The Appeal Panel shall, in its sole discretion, have the authority to:
- 6.4.7.1. substitute any finding of the (initial) Panel, with a new finding;
 - 6.4.7.2. impose additional sanctions or adjust the sanctions as it deems appropriate; and/or
 - 6.4.7.3. confirm the finding(s) and/or sanction(s) of the (initial) Panel.
- 6.4.8. The Appeal Panel shall execute their adjudication function in a reasonable, procedurally fair,

transparent and unbiased manner in accordance with the provision of these Regulations and the principles of natural justice.

6.4.9. The Secretariat shall keep a full record of the appeal in an appropriate format or medium for a minimum period of 5 (five) years after the date on which the matter ended.

6.4.10. The outcome of the appeal is final and binding on all parties.

7. EXTERNAL ADJUDICATION

7.1. Process

7.1.1. Where the Secretariat (or the Committee where applicable) is of the opinion that the complaint does present a *prima facie* case of misconduct on the part of the Member concerned, the Secretariat shall:

7.1.1.1. furnish the Member with a **Notice of Complaint** (which shall contain the particulars of the complaint and charges, including the Complainant's affidavit and any further particulars received), calling upon the Member to furnish an explanation in answer to the complaint and charges, in writing and in the form of an answering affidavit, incorporating any documentation in support of their answer, within 20 (twenty) Days of receipt of such Notice of Complaint. Following the receipt of the Member's answering affidavit, furnish a **Notice of Response** to the Complainant (which shall contain the Member's answering affidavit), requesting a reply thereto in writing and in the form of a replying affidavit statement, within 10 (ten) Days of receipt of such Notice of Response. The Complainant may elect not to file a replying affidavit. Should a replying affidavit not be received within the 10 (ten) Day period it will automatically be assumed that the Complainant has elected not to file a reply, and the proceedings will continue on such a basis.

7.1.1.2. where a replying affidavit statement is received from the Complainant, furnish the Member with a copy thereof for their records; and

7.1.1.3. finally, establish an External Panel (as per Section 7.2.1) and thereafter provide the External Panel with all the documentation received in respect of the matter within 20 (twenty) Days from receipt of the last document(s) being submitted.

7.2. External Panel

7.2.1. The External Panel shall consist of no less than 3 (three) members. The IoDSA shall identify a person from the approved group of External Panel Chairs to act as Chair of the External Panel for the duration of a specific complaint adjudication process.

7.2.2. The External Panel shall execute their administrative and adjudication functions in a reasonable, procedurally fair, transparent, and unbiased manner in accordance with the provisions of these Regulations and the principles of natural justice.

7.2.3. A member of the External Panel shall, at the earliest possible opportunity, recuse himself/herself from the External Panel should there be any potential, perceived or actual interest in the matter,

bias, prejudice, or conflict of interest on their part in regard to the complaint or the Member.

- 7.2.4. The External Panel shall decide each matter on the evidence before it upon the Balance of Probabilities. The decision will be by majority ruling and in the case of a deadlock the Chair will open further deliberations to get to a majority decision, failing which the Chair will have a casting vote.
- 7.2.5. Where a decision cannot be reached at a meeting, the meeting shall be adjourned for all External Panel members to reconsider the facts and their decision. The Secretariat shall reconvene another meeting within 10 (ten) Days from such meeting for the External Panel members to discuss the matter afresh.
- 7.2.6. The External Panel shall complete the deliberations within a period of 3 (three) months, calculated from receipt of initial documentation to Final Notice of Findings and Recommendations. The Secretariat may under specific circumstances extend this time period in accordance with Section 12.
- 7.2.7. The External Panel may, in its sole discretion, also request any additional information and documentation from the Complainant or Member. In which instance, the Complainant or Member shall be required to provide such additional information within 10 (ten) Days of such request.
- 7.2.8. All communications to the Complainant and the Member shall be via the Secretariat.
- 7.2.9. The External Panel shall make a determination based on the information before it (including the complaint, the Member's answering affidavit, any replying affidavit and any other further particulars received).
- 7.2.10. The External Panel may suspend the adjudication of a complaint, in its sole discretion, pending the outcome of ongoing civil, criminal or employer-based proceedings against a Member where such proceedings concern, in part or in full, the subject matter of the complaint lodged with the IoDSA against the Member.

7.3. Findings by the External Panel

- 7.3.1. The External Panel must, in regard to each charge, determine on a Balance of Probabilities whether misconduct has occurred. The External Panel at the end of its deliberations may either:
 - 7.3.1.1. dismiss the complaint, due to lack of evidence, and provide both the Complainant and Member with a Notice of Dismissal; or
 - 7.3.1.2. where the External Panel is of the opinion that misconduct has not occurred, it shall issue the Member and the Complainant with a Notice of Findings: Not Guilty; or
 - 7.3.1.3. where the External Panel is of the opinion that misconduct has occurred, it shall issue the Member with a Notice of Findings: Guilty and shall give the Member an opportunity to respond (in the form of an affidavit), within a stipulated time, with any mitigating factors to be considered prior to the External Panel determining the appropriate sanction.

- 7.3.2. External Panel Chairs must provide the External Panel's Finding Report to the Secretariat within 10 (ten) Days of a decision being made by the External Panel

7.4. Possible Sanctions

- 7.4.1. Where the External Panel makes a finding of guilt against a Member on one or more charges (after considering the Member's mitigating submission(s), and any aggravating circumstances it deems relevant in the circumstances), the External Panel (via the Secretariat) shall furnish the Committee with its Final Notice of Findings and Sanctions for consideration and approval.
- 7.4.2. The sanction given to a Member may be one or a combination of the following and shall, in the case of multiple sanctions, run concurrently:
- 7.4.2.1. a written admonishment or reprimand, with or without the requirement to issue a written apology to the Complainant and/or the IoDSA and/or any other relevant party;
 - 7.4.2.2. a suspension of membership for a period not exceeding 48 (forty-eight) months after which time the member will automatically be reinstated;
 - 7.4.2.3. an order to successfully complete a competency or ethics related course and/or examination (the cost of which shall be for the Member's account) to the satisfaction of the IoDSA, within a specified period of time;
 - 7.4.2.4. an order to successfully complete personal or professional coaching or counselling (or similar remedial intervention) to the satisfaction of the IoDSA, within a specified period of time (the cost of which shall be for the Member's account);
 - 7.4.2.5. termination of membership for a specified period, at the expiry of which the Member concerned may re-apply for membership, in accordance with the Member Rules and Regulations; and/or
 - 7.4.2.6. a life ban on membership.
- 7.4.3. Should sanctions 7.4.2.2, 7.4.2.5 or 7.4.2.6 be imposed, the following will apply should the Member hold an IoDSA designation:
- 7.4.3.1. In respect of a 7.4.2.2 sanction, automatic revocation of the designation for the duration of the suspension. Reinstatement of the designation will not be automatic, and the Member must apply for a reinstatement as per the Certification Policy, as amended from time to time.
 - 7.4.3.2. In respect of a 7.4.2.5 and 7.4.2.6 sanction, automatic revocation of the designation with no option for reinstatement.
- 7.4.4. Where a finding(s) of guilt is made, a standard contribution to the cost of the disciplinary process will be awarded against the Member (the quantum of which will be determined from time to time by the IoDSA). The contribution award shall be ordered in addition to any other sanction(s) imposed on the Member and shall be payable by the Member to the IoDSA within 30 (thirty) calendar days

of receipt of Final Notice of Findings and Sanction or Notice of Appeal Outcome (should the matter be appealed).

- 7.4.5. The Committee shall consider the External Panel's recommendation(s) for a sanction and shall either approve the External Panel's recommended sanctions, impose additional sanctions or adjust the sanctions as it deems appropriate.
- 7.4.6. The Committee may suspend or defer all or any part of sanction(s) imposed for any period on any condition that it deems appropriate in the circumstances.
- 7.4.7. The Secretariat will notify the Member and the Complainant in writing of the sanction by issuing a Notice of Sanction.
- 7.4.8. Where the Member holds the Certified Director or Chartered Director (SA) designation, the Secretariat will notify the Certification Committee of the finding and imposed sanction.
- 7.4.9. If a Member is dissatisfied with the finding and/or sanction imposed he/she shall have the right to refer the matter for appeal, as provided for in Section 7.5 below.

7.5. Appeal Process

- 7.5.1. A Member (the Appellant) having been found guilty of a charge or charges may lodge an appeal against the finding and/or sanction of the External Panel/Committee within 10 (ten) Days of receipt of the Notice of Sanction, by setting out the grounds for appeal in writing and submitting their appeal (Notice of Appeal) to the Secretariat as per Section 5.3 above. No new evidence or additional information will be considered in the appeal.
- 7.5.2. The Complainant, in the instance of a complaint being dismissed or where the Member is found not guilty, may appeal the finding of the External Panel within 10 (ten) Days of receipt of the Notice of Dismissal, setting out the grounds for appeal in writing and submitting their appeal (Notice of Appeal) to the Secretariat, as provided for in Section 5.3 above. No new evidence or additional information will be considered in the appeal.
- 7.5.3. A Member whose membership, and/or designation, has been suspended as envisaged in Section 7.4, may appeal the suspension decision within 10 (ten) Days of the date of notification of suspension, by setting out the grounds for appeal in writing and submitting their appeal (Notice of Appeal) to the Secretariat, as per Section 5.3.
- 7.5.4. The Secretariat shall identify and establish a new panel (the Appeal Panel), at the first reasonable opportunity, taking into account the timelines in 7.5.6 below.
- 7.5.5. No External Panel member who was involved in the initial consideration of the complaint may be appointed on to the Appeal Panel.
- 7.5.6. The Appeal Panel shall consider the record of the complaint and the grounds for the appeal within 20 (twenty) Days of receiving the Notice of Appeal. The Appeal Panel may either allow or disallow an appeal. The Secretariat shall inform the Appellant in writing of the Appeal Panel's decision

(Notice of Appeal Outcome).

- 7.5.7. In the case of the Appeal Panel dismissing the appeal, the matter will be dealt with as if no appeal has been lodged.
- 7.5.8. Where an appeal is allowed, the Appeal Panel shall consider both the record of the initial complaint and the appeal received from the Member concerned, but may not consider new evidence, except where:
 - 7.5.8.1. new information becomes available, and it would be impracticable, in the opinion of the Appeal Panel, to refer the matter back to the (initial) Panel; and/or
 - 7.5.8.2. a dispute arises as to a point of procedure followed by the (initial) Panel, and it is not possible to ascertain from the record, in the opinion of the Appeal Panel and on a Balance of Probabilities, the process that was initially followed.
- 7.5.9. The Appeal Panel shall, in its sole discretion, have the authority to:
 - 7.5.9.1. substitute any finding of the (initial) Panel, with a new finding;
 - 7.5.9.2. Adjust or recommend any additional sanction(s) to the Committee for consideration and approval; and/or
 - 7.5.9.3. confirm the finding(s) and/or sanction(s) of the (initial) Panel.
- 7.5.10. The Appeal Panel shall execute their adjudication function in a reasonable, procedurally fair, transparent and unbiased manner in accordance with the provision of these Regulations and the principles of natural justice.
- 7.5.11. The Secretariat shall keep a full record of the appeal in an appropriate format or medium for a minimum period of 5 (five) years after the date on which the matter ended.
- 7.5.12. The outcome of the appeal is final and binding on all parties.

8. PUBLICATION OF FINDINGS

Where IoDSA membership is removed and/or terminated in accordance with sections 7.4.2.5 and 7.4.2.6 the outcome of the IoDSA disciplinary process will be published in such form and manner as the Committee determines from time to time, subject thereto that a finding and sanction(s) may only be published once the period for lodging an appeal has expired and no appeal was received, or in the event that the Member's appeal was unsuccessful. Sanctions under sections 7.4.2.1, 7.4.2.2, 7.4.2.3 and 7.4.2.4 may be published at the sole discretion of the IoDSA. Subject to the aforementioned, the findings may, at the sole discretion of the IoDSA, be communicated to other professional associations, regulators or similar forums.

9. EXTERNAL ADVICE

The Internal Panel, External Panel or Appeal Panel may, if it deems it necessary, request appropriate external advice or consultation regarding any matter pertaining to a complaint or any procedural aspect

not covered by these Regulations. The cost associated with such advice shall be borne by the IoDSA.

10. General

10.1.1. A Member may utilise legal representation to assist him/her in answering a complaint. Notwithstanding a Member's right to utilise legal representation in formulating their defense, the member shall personally sign and file all of his/her affidavits. The costs of a Member's legal representation, irrespective of the eventual outcome of the complaint, shall be for the sole and exclusive account of the Member concerned and the Member shall have no claim whatsoever against the IoDSA or any of its officers, members, agents, disciplinary or appeal panel members, or the Complainant, for the payment of such costs.

10.1.2. A Complainant may similarly use legal representation to assist him/her in submitting a complaint and the costs of the Complainant's legal representation, irrespective of the eventual outcome of the complaint, shall be for the sole and exclusive account of the Complainant and the Complainant shall have no claim whatsoever against the IoDSA or any of its officers, members, agents, disciplinary or appeal panel members or Committee for the payment of such costs.

10.1.3. Where the Member is linked to an IoDSA corporate membership, the corporate representative will be copied on all Notices issued by the Secretariat.

11. CONTINUITY

The termination, or voluntary cancellation, of a Member's membership shall in no way derogate from or affect the IoDSA disciplinary function's jurisdiction to adjudicate, at its sole discretion, a complaint(s) of misconduct against a Member which:

- (a) arose prior to the date the Member's membership was terminated or voluntarily cancelled;
- (b) allegedly occurred while the Member was (still) a member of the IoDSA; and/or
- (c) has not yet been resolved.

12. EXCEPTIONS AND EXTRAORDINARY CIRCUMSTANCES

The IoDSA Secretariat may, on a case-by-case basis, reasonably extend the relevant timelines set in these Regulations should the Secretariat deem it fair and appropriate to do so under exceptional or extraordinary circumstances and after consideration of the reasons for (and against, where relevant) such a request.

SCHEDULE 1
INTERNAL ADJUDICATION MISCONDUCT MATTERS AND SANCTIONS

Where one or more of the below applies, such instance(s) will be considered to be an automatic breach of the IoDSA Member Code of Professional Conduct thereby impacting the Member's fit and proper status to be an IoDSA member. In such circumstances, an Internal Panel will consider the offence(s) and may issue a sanction(s) as set out below.

	Misconduct	Sanction
1	Placed under probation in terms of section 162 of the Companies Act 2008	Termination of membership for the period of the probation or life ban
2	Declared a delinquent director in terms of section 162 of the Companies Act 2008	<p>Any one of these offences will warrant a sanction of:</p> <p>Termination of membership and life ban</p>
3	Declared an unrehabilitated insolvent	
4	Removed from an office of trust, on the grounds of misconduct involving dishonesty	
5	Convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for theft	
6	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for fraud	
7	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for forgery	
8	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for perjury	
9	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for an offence involving fraud, misrepresentation or dishonesty, or money laundering, terrorist financing, or proliferation financing activities as those terms as defined in section 1(1) of the Financial Intelligence Centre Act 28 of 2001	
10	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for an offence in connection with the promotion, formation or management of a company, or in connection with any act contemplated in Section 69(2) or (5) of the Companies Act 71 of 2008	
11	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for an offence under the Insolvency Act, 1936 (Act No. 24 of 1936)	
12	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine, or fined more than the prescribed amount for an offence under the Close Corporations Act, 1984 (Act No.69 of 1984)	
13	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine or fined more than the prescribed amount for an offence under the Financial Intelligence Centre Act, 2001 (Act 38 of 2001)	
14	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine or fined more than the prescribed amount for an offence under the Financial Markets Act, 2012 (Act 19 of 2012)	

15	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine or fined more than the prescribed amount for an offence under Chapter 2 of the Prevention and Combating of Corrupt Activities Act 2004 (Act 12 of 2004)	
16	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine or fined more than the prescribed amount for or an offence under the Protection of Constitutional Democracy Against Terrorist and Related Activities Act, 2004 (Act 33 of 2004)	
17	Being convicted in the Republic or elsewhere and imprisoned without the option of a fine or fined more than the prescribed amount for an offence under the Tax Administration Act, 2011 (Act 28 of 2011)	
18	Being subject to a resolution adopted by the Security Council of the United Nations when acting under Chapter VII of the Charter of the United Nations, providing for financial sanctions which entail the identification of persons or entities against whom member states of the United Nations must take the actions specified in the resolution.	
19	Removal, disqualification or barred by a competent authority (including, but not limited to, regulators or statutory bodies, or tribunals/similar forums established by a competent authority) from serving as a director, trustees, executor, curator or other governing body member on the grounds of misconduct involving dishonesty	