

AMENDED SEPTEMBER 2015

**CONSTITUTION  
OF THE  
EDUCATION MANAGEMENT ASSOCIATION OF SOUTH AFRICA  
(EMASA)**

**1. INTRODUCTION**

- 1.1 The South African Schools Act (Act 84 of 1996) forms the foundation of a uniform system for the organization, governance and funding of schools which would provide education of progressively high quality for all learners, and in so doing advance democratic transformation of society, combat racism and sexism and other forms of unfair discrimination and intolerance, contribute to the eradication of poverty and the economic well-being of society, uphold the rights of all learners, parents and educators, and promote their acceptance of responsibility for the organization, governance and funding of schools in partnership with the state.
- 1.2 The Education Management Association of South Africa (EMASA, hereinafter referred to as the *Association*) is hereby established to contribute to the study, development, teaching and practice of *education management* appropriate to a transformed system of education in South Africa.

**2. STATUS**

- 2.1 The *Association* is established as a national, inclusive and representative voluntary professional association not for gain
- 2.2 The *Association* is a juristic person acquiring rights and incurring debts only in its own name and to the extent of its own assets
- 2.3 Any financial surplus accruing to the *Association* after deduction of costs, may be used only for the functions listed below in section 4

**3. OBJECTIVES**

3.1 The *Association* is established to unite all those concerned with the study, teaching and practice of *education management* development within the context of the reconstruction and transformation of South Africa's education sector by

- (1) influencing education policy and practice;
- (2) undertaking and supporting appropriate research;
- (3) supporting improved teaching and practice;
- (4) helping to mobilize professional and other resources on behalf of *education management* activities; and
- (5) networking

3.2 The *Association* shall undertake these activities in order to

- (1) foster high standards in the practice, teaching, study and research of *education management* at all levels in South Africa;
- (2) enhance the status of the field of *education management* and generate high standards in the training and development of education managers;
- (3) establish close links among those concerned with the improvement of *education management* in South Africa;
- (4) generate and facilitate the dissemination of knowledge and information about *education management*; and
- (5) address matters of human rights and gender imbalance in the field of *education management*.

#### 4. FUNCTIONS, ACTIVITIES AND PROGRAMMES

In furthering its objectives, the *Association* shall undertake any or all of the following functions, activities and programmes as financial resources allow:

##### 4.1 Providing Professional Support For Education Management

###### 4.1.1 Professional upgrading

- (1) holding, presenting, organizing or promoting, on its own or in association with others, training courses, conferences, workshops and colloquia on *education management*;
- (2) participating in or monitoring *education management* activities outside South Africa and reporting on them;

###### 4.1.2 Liaison and Cooperation

- (3) networking inside South Africa among *education managers* and among organizations and institutions concerned with *education management*, including colleges, institutions and faculties of education, national and provincial associations of school heads, nongovernmental bodies, teachers' organizations, parents associations, governing bodies, learners organizations, members and committees of legislative bodies concerned with education, and national and provincial administrations;
- (4) linking *education managers* with organizations and individuals with similar objectives outside South Africa, especially in the sub-Saharan Africa region;

(5) facilitating exchanges between South Africa and other countries of students, teachers and *education management* practitioners;

#### 4.1.3 Research

(6) working with others to initiate a coherent research programme in *education management* which incorporates research priorities identified by *members*;

(7) initiating, promoting, supporting and conducting research in *education management*;

(8) seeking financial and other support for research undertakings;

#### 4.1.4 Resource Materials

(9) acting as a clearing house for gathering and storing information on, and sharing information about, *education management* inside and outside South Africa;

(10) publishing quality resource materials such as a journal, newsletters, reports and any other types of publication;

(11) promoting the writing and publication of books, book chapters and other relevant contributions in existing regional, national or international journals or publications.

### 4.2 Promoting Education Management Concerns

(1) through the media, raising general awareness – among policy makers, professional staff of training institutions and international and national agencies in particular – of priority issues in *education management*, and the potential of national and international resources to assist in addressing such concerns;

(2) through its conferences and colloquia, providing a visible national forum where *education management* issues can be debated and advanced;

(3) through its membership and constituted executive, contributing to national and provincial debates on *education management* policy and practice;

(4) through its association with others, assisting in promoting appropriate standards and competencies in the *education management* field within the context of the National Qualifications Framework (NQF), developing processes for validating courses and accrediting providers, and making arrangements for recognizing professional competence.

## 5. MEMBERSHIP

5.1 Membership of the *Association* shall comprise all persons who have become members of the *Association* in the manner described in this *constitution* and in accordance with the *rules of the Association*.

5.2 Subject to section 5.4 any person who supports the objectives of the *Association* and is interested in applying them may apply to become a voting member of the *Association*.

5.3 The *executive committee* may, at its discretion but subject to the *constitution* and the *rules*, decide on the eligibility of a person as a *member* of the *Association*, provided that in the case of exclusion reasons are given in writing as provided for in the *rules*.

- 5.4 Every *member* shall pay a membership fee as provided for in the rules and must do so in order to vote.
- 5.5 Membership of the *Association* shall include *associate membership* for organisations that provide management training or who are in the management development field.
- 5.6 Associations of school principals shall be eligible for *associate membership* of the *Association*.
- 5.7 *Associate members* shall be entitled to send representatives to Annual General Meetings and Conferences of the *Association*.
- 5.8 Every *member* of the *Association* may enjoy the rights and privileges provided for in the *constitution* and the *rules*.
- 5.9 There may be a differentiation between categories of *members* of the *Association* in accordance with the *rules* provided that there is an equitable and reasonable basis for such differentiation.
- 5.10 Members of the *Association* are terminated by the resignation in writing of a *member*, or by written notice of termination by the *executive committee* when it considers there are reasonable grounds for such termination, as provided for in the *rules*.

## 6. ASSOCIATION

- 6.1 The *executive committee* may at its discretion, or at the direction of the general assembly, enter into specific working agreements with any other person, organization, federation, body of persons, association or department as it may deem necessary to provide for the exchange of administrative and professional materials or any other form of cooperation.

## 7. COMMITTEES

### 7.1 The Executive Committee

- 7.1.1 The *Association* shall establish an *executive committee* to facilitate its work. The *executive committee* which is empowered to make decisions on behalf of the *Association* shall comprise the following office-bearers of the *Association*:
- (1) President
  - (2) Deputy President
  - (3) Secretary
  - (4) Treasurer
  - (5) Member for publicity and media
  - (6) Member for research and development, and
  - (7) Up to five additional members elected specifically to sit on the *executive committee*.
- 7.1.2 The *executive committee* shall be elected every three years by the *general assembly* from *members* of the *Association*. The *executive committee* shall execute its functions until such time as a new committee is duly elected.
- 7.1.3 The *executive committee* may on a temporary basis fill any vacancies in its ranks from the *members*. Any person so appointed shall hold office for the remainder of the term for which his or her predecessor was appointed and is eligible to serve according to the *rules* established by the *executive committee*.

- 7.1.4 All members of the *executive committee* shall have the right to vote.
- 7.1.5 The *executive committee* may co-opt any person to assist it in discharging its functions. Any such person so co-opted shall not have the right to vote.
- 7.1.6 Fifty percent plus one of the members of the *executive committee* shall constitute a quorum.
- 7.1.7 Subject to the *constitution*, the *executive committee* shall have the power to make any decision or perform any act (including the making of binding *rules*) which is entrusted to it by the *constitution*, or in respect of which it has a mandate from the *general assembly*, or which it deems reasonably necessary or expedient for the achievement of the aims, goals or objectives or the proper functioning or administration of the *Association*.
- 7.1.8 The *executive committee* shall convene at such times and in accordance with such procedures as it may determine at its own discretion, under the direction of the president, the deputy-president or, in their absence, any other member of the *executive committee* nominated by it. At such meetings all matters shall be decided by a majority of voting members, while the person in the chair shall, in addition to consultative vote, also have a deciding vote. 7.1.8.1 Executive Committee Members who miss two consecutive meetings shall be cautioned by the Chair in writing, irrespective of apology tendered or no apology given, and the membership of those members who miss three consecutive meetings, without the sanction of the Chair, shall be investigated and reviewed by the Chair with the EXCO. The outcome of the investigation and review is final.
- 7.1.9 The *executive committee* shall report annually in writing to *members* on the activities of the *Association* during the previous year, the finances of the *Association* and its proposed future programmes.

## 7.2 Other Committees

- 7.2.1 The Executive Committee shall establish and allocate portfolios and roles to individual executive committee members and acceptance thereof by executive members shall be recorded and published.
- 7.2.2 Each executive member in his/her accepted portfolio shall establish a portfolio sub-committee and shall appoint members to this sub-committee to achieve outcomes and tasks captured in the strategic plan of EMASA.
- 7.2.3 The appointing of sub-committee members is the responsibility of each individual executive member. The sub-committee functions within the terms of reference set out by the executive committee.
- 7.2.4 The *executive committee* shall be empowered to dissolve a *sub-committee* and/or its related structures at its discretion where the purpose for which the *sub-committee* and/or its related structure was established has been served or where it is no longer conducive to the efficient and due performance of the functions of the *executive committee*.
- 7.2.5 The *executive committee* may amend or revoke the terms of reference of the powers delegated to a *sub-committee*.

### 7.2.5 SUB-COMMITTEES TERMS OF REFERENCE

- 7.2.5.1 The *executive committee* hereby establishes *sub-committees* to serve in the manner envisaged in its constitutional powers.

7.2.5.2 The purpose of a *sub-committee* is to implement and monitor the work of the *Association* and to make recommendations to the *executive committee* regarding any aspect of the *executive committee's* functions.

7.2.5.3 The *executive committee* may delegate any further powers to a *sub-committee* as it may deem appropriate from time to time.

7.2.5.4 *Sub-committee* meetings may be held face-to-face or through the use of any technology which allows members to participate jointly.

## 8. RESPONSIBILITIES OF OFFICE-BEARERS

8.1 The President shall preside at all meetings of the *executive committee* and the *general assembly*, perform such duties as may from time to time be assigned by them, be a signatory to the account of the *Association*, submit an annual report to the *general assembly* and have the right to call a special meeting of the *general assembly*.

8.2 The Deputy-President shall assist the President in the performance of his or her duties and deputise as required.

8.3 The Secretary shall be the chief administrative officer of the *Association* and shall be responsible for maintaining its records, transacting its business, calling meetings of the *Association*, circulating minutes, preparing agendas and providing administrative support to *sub-committees* and co-opted members of the *executive committee*.

8.4 The Treasurer shall be responsible for the financial business of the *Association*, including the opening and maintaining of books of account in accordance with good accounting practice, collection of membership dues, raising of funds, receipt and custody of funds, discharging the financial obligations of the *Association* and, in conjunction with either the president or secretary, be the signatory to the accounts of the *Association*. He or she shall submit annual reports to the *general assembly* and shall cause the accounts of the *Association* to be audited as the *executive committee* determines.

8.5 The *executive committee* shall be responsible to define the operational mandates of the *sub-committees* for development and research, publicity and media, and any additional members that may from time to time be appointed, on the advice of the *general assembly*.

## 9. THE GENERAL ASSEMBLY

9.1 The *general assembly* shall meet at least once a year at a suitable time and venue, and following reasonable notice to *members*. The meeting shall take place in accordance with the procedures set out in the *rules* made for this purpose by the *executive committee*.

9.2 Fifteen per cent of the *Association members*, or at least one hundred *members*, whichever is less, shall constitute a quorum.

9.3 At its annual meeting, the *general assembly* shall

(1) consider, approve, amend or reject the *rules* as made or amended or submitted for approval by

the *executive committee*;

- (2) consider, and approve or reject the annual report submitted by the *executive committee*;
- (3) consider, and approve or reject amendments proposed to the *constitution* of the *Association*; and may also

- (4) issue instructions to the *executive committee* about the achievement of the objectives of the *Association*, or its effective functioning or administration.

9.4 The *executive committee* may at its discretion and with proper notice convene a special meeting of the *general assembly* and shall convene such a meeting at the written request of not less than fifteen members.

9.5 The president, deputy-president or any other member of the *executive committee* nominated by the president or deputy-president shall act as chairperson at any meeting of the *general assembly* unless the assembly chooses to elect another person as its chairperson.

9.6 At *general assembly* meetings all matters shall be decided by a majority of voting members, while the chair-person shall, in addition to a consultative vote, also have a deciding vote **provided that** the provisions of the *constitution* may only be amended by a two-thirds majority vote of members present, there is prior approval of the Commissioner of Inland Revenue as necessary and the provisions of section 12.2 of the *constitution* are satisfied.

9.7 The *general assembly* may at any time terminate the services of any member of the *executive committee* and replace him or her with another member **provided that** reasons for such termination shall be given in writing.

9.8 The *general assembly* shall every three years

- (1) elect an *executive committee*;

## 10. LOCAL CHAPTERS

10.1 Wherever members consider it expedient for the achievement of the objectives of the *Association* they may, subject to the *constitution*, form a local chapter of the *Association*.

10.2 No chapter of the *Association* may be formed without the prior approval in writing of the *executive committee*.

10.3 The *executive committee* shall set conditions for the formation of a local chapter and define its powers and functions, and may disband any chapter if it deems that there are reasonable grounds **provided that** such reasons are given in writing.

## 11. FINANCIAL ARRANGEMENTS

11.1 The *Association* is funded and provided for by various means and services including

- (1) donations, voting of money, grants and bequests by any person or source which supports the objectives of the *Association*;
- (2) research grants from universities, institutes or sources for research or the publication of research results;
- (3) income or accruals from any service rendered by the *Association*;

(4) income or accruals from any publication of the *Association* or a publication with which the *Association* is involved;

(5) interest on investments

(6) membership fees

- 11.2 The *executive committee* shall establish a special fund in the Republic of South Africa for the sole purpose of receiving revenues accruing to the *Association*, which fund shall be administered and controlled by the *executive committee* provided that the net income, including donations, of the special fund which has not been expended as envisaged in para (a) in the definition of 'education or training purposes' in the Income Tax Act (58 of 1962) and which is available for investment as envisaged in para (b) of this definition, may only be invested with one or more financial institutions as defined in Section 1 of the Financial Institutes (Investment of Funds) Act (1984) and in shares listed on a licensed stock exchange as defined in the Stock Exchanges Control Act (1985).
- 11.3 The *Association* shall be administered in such a manner as to preclude any donor or office-bearer from deriving monetary advantage from moneys paid into or out of the special fund provided that nothing herein contained shall prevent the payment in good faith or reasonable remuneration to any office-bearer, employee or other member of the *Association* in return for services rendered to the *Association* in a professional capacity.
- 11.4 All donations to the *Association* shall be irrevocable and subject to the terms and conditions of the *constitution*.
- 11.5 The *Association* may not acquire immovable property for letting purposes nor may it engage in trading operations or speculative transactions.
- 11.6 The *Association* shall not make loans. The power to put up any assets of the *Association* as security or to stand surety may be exercised only in accordance with the objectives of the *Association*, and with the approval of the *general assembly*.
- 11.7 Reasonable expenses of members of the *executive committee* may be reimbursed from *Association* funds in accordance with guidelines approved by the *general assembly*.
- 11.8 The *executive committee* shall prepare annually a statement of its income and expenditure for the previous financial year, as well as a balance sheet of its financial position at the end of said financial year, and submit them to an auditor approved by the *general assembly*.
- 11.9 Membership fees shall be determined by the *general assembly*. Any change in membership fees will apply the subsequent year and must be communicated to members within one month of the *general assembly* meeting.
- 11.10 The financial year of the *Association* ends on 31 December of each year.

## 12. DISSOLUTION

- 12.1 The *Association* shall be dissolved through decision to this effect taken by a simple majority of members present at a meeting of the *general assembly*.
- 12.2 When the *Association* closes down it has to pay off all its debts. After doing this, if there is money left over, it should not be paid or given to members of the *Association*. It should be given in some way to another non-profit organization that has similar objectives. The *general assembly* can decide what organization this should be.



### 13. GENERAL

13.1 Minutes shall be kept of any meetings which take place in terms of the *constitution*.

13.2 Interpretation of the *constitution* shall be at the discretion of the *general assembly*.

### 14. APPEALS AGAINST THE REMOVAL OF OFFICE-BEARERS AND MEMBERS

14.1 All complaints shall be referred to the Chairperson. The Chairperson shall refer the matter to the *disciplinary committee*. Complaints concerning the Chairperson directly shall be handed over to the *disciplinary committee* for further enquiry.

14.2 A *disciplinary committee* comprising of two *executive committee* members and one member from the *general assembly* will attend to disputes.

14.3 The *disciplinary committee* shall deliberate on all matters considered to be contrary to the interests of the *Association*.

14.4 Any member of the *Association* who is guilty of acts considered to be contrary to the interests of the *Association* and who fails to comply with the principles and *rules* of the *Association*, may be disciplined or expelled by a majority decision of the *disciplinary committee*.

14.5 Such a person may be entitled to represent him/herself.

14.3 In the event of an office-bearer being expelled, the *executive committee* may replace such a member who shall hold office until the next meeting of the *general assembly*.

### 15. INDEMNITY

15.1 The members and office bearers of the *Association* shall be and are hereby personally indemnified from and against all losses, charges, costs, damages, claims and all other expenses and liabilities they may incur in the course of the execution of duties for and on behalf of the *Association*.

### 16. COMMENCEMENT OF THE CONSTITUTION

This constitution was approved and accepted by members of the *Association* at a meeting of the *general assembly* held 18 March 2007.

## DEFINITIONS

In this constitution, unless the context indicates otherwise,

**'The Association'** means the Education Management Association of South Africa (EMASA) founded on the basis of the constitution;

**'chapter'** means an association of members convened at local level and officially recognized in terms of section 10 of the constitution;

**'constitution'** means the constitution of the Association;

**'Education Management'** means the study and practice of and research into management, policy, administration and leadership in the field of education;

**'Education Management Development'** refers to the improvement of management skills, knowledge and values, the appropriate adjustment and revitalization of management infrastructures in education and the evolution of commonly held principles of management appropriate to an education system in transition;

**'Education Managers'** means everyone involved in education management who subscribes to the aims of the Association and is interested in applying its goals;

**'executive committee'** means the committee of office bearers of the Association and additional members elected by the general assembly as specified in section 7 of the constitution;

**'general assembly'** mean all bona fide members of the Association at a meeting convened in terms of the constitution;

**'member'** means a member of the Association in terms of section 5 of the constitution;


**'rules'** means the rules made by the executive committee on the authority of section 7.1.7 or any other section of the constitution;

**'standing committee'** means any standing committee established in accordance with section 7.2.1 of the constitution.



Allison Bengtson: President

Date: 30 September 2015



Matime Papane: Secretary

Date: 30 September 2015