



# The Association for Mathematics Education of South Africa

## CONSTITUTION

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# THE ASSOCIATION FOR MATHEMATICS EDUCATION OF SOUTH AFRICA

## CONSTITUTION

### PREAMBLE

*We, mathematics teachers, mathematics educators and mathematicians of South Africa, recognising that education is a fundamental human right, and committed as we are to the end of apartheid, other discriminatory measures that mitigate against students realising their fullest potential in mathematics and the development of an education system which is a just expression of the will of the people, hereby affirm the need for a single national Mathematics education association in our country.*

*We therefore adopt this constitution as a guideline for the functioning of a Mathematics education association which will strive for better teaching and greater interest in other activities related to Mathematics education. In doing so, we dedicate ourselves to establishing and maintaining a South Africa in which the doors of learning and culture shall be opened to all.*

### NAME

1. The name of the association shall be The Association for Mathematics Education of South Africa, hereinafter referred to as the Association.

### AIMS

2. The aims of the Association shall be, in general, to promote Mathematics education and, in particular, to enhance the quality of the teaching and learning of Mathematics in South Africa by:
  - 2.1 Providing a forum for all concerned with the teaching of Mathematics at all levels of education.
  - 2.2 Establishing a special fund in the Republic of South Africa for the sole purpose of receiving donations to be used exclusively for educational and training purposes in the Republic which fund shall be administered and controlled by the governing body of the centre which has been formed for the promotion or adult education, vocational training or technical education for the benefit of the students of AMESA.

### Strategies

The Association envisages attaining the main aims by the following strategies:

- 2.2.1 encouraging research related to Mathematics education and bringing the results of such research to the attention of its members;
- 2.2.2 formulating policy statements on matters regarding Mathematics education and promoting such perspectives among its members, policy-making bodies and organs in civil society involved in education;
- 2.2.3 actively engaging in mathematics education projects which will result in the social, economic, political and cultural development of society.

[2.2.3 is intended to convey the importance of a focus on redress. The aims also make possible the functioning of various Special Interest Groups (e.g. Teacher Education, computers, ...) within AMESA.]

2.2.4 encouraging and assisting its members to strive towards a high standard of professionalism in the exercise of their profession.

## **MEMBERSHIP**

3. Membership of the Association shall be open to any person, educational institution and industrial or commercial concern subscribing to the aims of the Association.

4. Four classes of membership shall exist in the Association:

4.1 *Ordinary membership.* All persons practising as mathematics teachers or other educationalists including those in auxiliary teaching services, in both formal and non-formal institutions are eligible as ordinary members. Ordinary members shall be entitled to attend all open meetings of the Association, to vote at such meetings, are eligible for election to executives and committees of the Association and shall receive such publications of the Association as the Council shall decide and as are stated in the Regulations.

[*The Constitution should include only principles and procedures that are not likely to change from year to year, necessitating a change in Constitution. Things such as subscription fees etc. can change from year to year. The Constitution provides that rules for such changing things can be made and updated in an "annexure" to the Constitution, called the Regulations.*]

4.2 *Associate membership.* All persons with an interest in Mathematics education but not practising as mathematics teachers or educationalists and students are eligible as associate members. Associate members shall have the same privileges as ordinary members.

[*Associate members, in particular students, will pay a reduced subscription, and one is then inclined to want to limit their privileges, e.g. that they may not vote or serve on committees. However, this complicates administration, and deprives the Association of positive contributions we believe they can make. Note in paragraph 17 that a Branch may, indeed, be a student branch.*]

4.3 *Institutional membership.* All educational institutions and industrial or commercial concerns with an interest in Mathematics education are eligible as institutional members of the Association. All individual staff members of an institutional member of the Association shall be entitled to attend all open meetings of the Association and are eligible for election to executives and committees of the Association. An institutional member shall have only one vote at meetings and shall receive only one copy of any publication supplied to ordinary members.

4.4 *Honorary membership.* The Annual General Meeting may bestow honorary life membership on any member in recognition of a special contribution to the Association or in the field of Mathematics education. At no time shall the number of such honorary members exceed 15 living members. Honorary members shall have the same privileges as ordinary members, but shall not be required to pay subscriptions.

## **Application for membership**

5. Application for membership shall be lodged, on the prescribed form, with the National Secretary, either directly or via the Regional Secretary. The National Council shall have the authority to accept or refuse any such application.

*[The National Secretary is the elected Office Bearer of the Association. In practice the paid Administrative Assistant at Head Office will handle the form.]*

6. If membership is refused the applicant may appeal to the Annual General Meeting. The appeal shall be lodged with the National Secretary in writing and at least seven days before the next meeting of the Annual General Meeting. The applicant shall be entitled to appear personally at the meeting for the purpose of making representations in support of her or his appeal. The ruling of the Annual General Meeting shall be final, but an unsuccessful applicant may make a fresh application for membership after 12 months have elapsed from the Annual General Meeting's decision.

## **Subscriptions**

7. A subscription for membership categories 4.1 - 4.3, as determined by the Annual General Meeting, shall be payable annually to the Association. The National Executive Committee may determine subscriptions in individual special circumstances. *[on application, e.g for retrenched teachers]*
8. A member shall cease to be a member in good standing if she or he is more than six months in arrears with the payment of subscriptions, unless she or he has been exempted from paying subscriptions. Members not in good standing may participate in the proceedings of the Association, but may not vote, or hold office and are not entitled to any benefits of the Association.

## **Register**

9. An up-to-date register of membership shall be kept by the National Secretary and each Region and shall be audited annually before each Annual General Meeting.

## **Termination of membership**

10. A member may resign from the Association by written notice to the National Secretary or to her or his Regional Secretary.
11. Membership shall lapse when subscriptions are one year in arrears.

*[Compare paragraph 8. After 6 months of not paying a member will not receive further publications, but the name will be archived for notices of congresses etc, but will be "deleted" after one year.]*

12. Should a member, in the opinion of the Regional Committee, conduct herself or himself in a manner which is detrimental to the Association and its members, her or his membership and the benefits arising therefrom may be suspended, or she or he may be expelled from the Association. Before any such sanctions are invoked the Regional Committee shall hold an

enquiry, at which the member shall be afforded an opportunity to present her or his case. The member may appeal against the decision of the Regional Committee to the National Council. The appeal shall be lodged with the National Secretary in writing at least one month before the next meeting of the National Council. The member shall be entitled to appear personally at the meeting for the purpose of making representations in support of her or his appeal. A member may be assisted by a fellow member appointed by her or him at such hearing or appeal. The ruling of the National Council shall be final.

## **REGIONS**

13. A region of the Association shall be established by the National Council either on its own initiative or on the strength of a written request from members.
14. A region shall decide itself on its own rules and regulations which must make provision for annual open elections, provided that such rules and regulations shall conform to the Constitution of the Association.
15. If a region is dissolved, the National Council shall decide how any assets of the region shall be dealt with, in accordance with paragraph 57.
16. A region shall annually submit to the National Council a written report on its activities, including a financial statement.
17. A branch of the Association shall be established by a Regional Committee, either on its own initiative or on the strength of a written request from members. The National Council must approve the establishment of a branch.

## **ANNUAL GENERAL MEETING**

18. The supreme governing body of the Association shall be the Annual General Meeting, consisting of the following members:
  - 18.1 National Office Bearers.
  - 18.2 One representative from each branch, appointed by the branch
  - 18.3  $n \div 100$  (rounded to the next whole number) representatives from each region, appointed by the region, where  $n$  is the number of members in good standing in the region.
19. The Annual General Meeting shall meet at least once every year and shall be convened by the National Council, who shall determine the place and date(s) of the Annual General Meeting. The Annual General Meeting shall normally meet during the national congress of the Association.

*["at least once" leaves the possibility of calling special meetings.]*

20. Notice of a meeting of the Annual General Meeting shall be given in writing and shall be posted to all members at least one month before the date of the meeting. The notice shall include the agenda of the meeting.

21. The Annual General Meeting shall adopt policies in furtherance of the aims and objects of the Association. The Annual General Meeting will specifically have the task of dealing with:
  - 21.1 the confirmation of the agenda;
  - 21.2 the credentials of delegates;
  - 21.3 amendments to the Constitution;
  - 21.4 reports from the National Council;
  - 21.5 reports from the National Office Bearers;
  - 21.6 financial reports, including the auditor's report;
  - 21.7 motions;
  - 21.8 election of the National Office Bearers;
  - 21.9 matters referred to it by the National Council;
  - 21.10 directives to be implemented by the National Council;
  - 21.11 any other matter entrusted to it under this Constitution.
22. The proceedings of the Annual General Meeting shall be open to all members of the Association. All members of the Association shall have the right to speak at the Annual General Meeting.

*[The AGM is an effort to also provide for participatory democracy, where individual members can be informed about the Association and can say their say (although they should preferably say it at branch and regional level). However it has no power and there will be no voting at the AGM.]*

23. A majority of representatives shall constitute a quorum at the Annual General Meeting. In the event that there is no quorum within two hours of the time fixed for the meeting of the Conference, the meeting shall stand adjourned to the next day at the same time and place. At such adjourned meeting the representatives shall form a quorum. A notice of the adjourned meeting shall be telefaxed, telexed or conveyed by telephone to the Regional Secretaries of each region.

### **Procedures for nominations**

24. Nominations for Office Bearers may be submitted by any two members, a branch or a region of the Association. Such nominations must reach the National Secretary not less than three calendar months before the next Annual General Meeting.

*[Three months, because the agenda must still be prepared and then sent out one month before the meeting to give branches time to meet to prepare for the meeting. This also applies to motions. Note that individuals who nominate a person, and indeed the nominee, may not be members of the AGM - they must then be invited to the meeting of the AGM.]*

25. All nominations shall be made in writing and must contain the names of the proposers and the consent of the person nominated. Nominations by a branch or region must be signed by at least four members of the branch committee or Regional committee.
26. The National Council shall make nominations in respect of every vacancy to which no other nomination has been received and may make nominations in addition to those received.
27. The names of all persons nominated for election at the Annual General Meeting shall be included in the agenda of the Annual General Meeting.

## **Procedures for motions and decision-making**

28. Any two members, a branch or a region of the Association may submit a motion to the Annual General Meeting. Any motion on which the Annual General Meeting must vote, must reach the National Secretary not less than three calendar months before the date of the Annual General Meeting and must be included in the agenda for the Annual General Meeting.
29. Any motion that does not comply with paragraph 28 may be put to the Annual General Meeting, but may only be put to the vote if an order motion to this effect is carried unanimously by the Annual General Meeting.

*[Because we have representative democracy, any motions should be circulated beforehand so that it can be discussed at branch level. A new motion from the floor precludes such grass roots consultation, but may nevertheless be put to the vote if everyone agrees to vote on it.]*

30. All members of the Annual General Meeting shall have the right to vote at meetings of the Annual General Meeting and each member shall have one vote. Invited persons shall not have the right to vote.

*[Representatives must be physically present at the meeting of the Conference, i.e. there is no vote by proxy, e.g. one person carrying three votes to which the branch is entitled. If a branch qualifies for three representatives and they send only one, they have only one vote.]*

31. Motions submitted to the Annual General Meeting, other than motions for election or for amending the Constitution, shall be determined by open vote, unless the chairperson or any other member demands a ballot.
32. Any motion submitted to the Annual General Meeting, with the exception of a motion for amending the Constitution, may be carried by a simple majority of votes. In the event of a tie the chairperson shall have a second and casting vote.
33. Motions for election in which the number of nominations is equal to the number of vacancies, shall be declared carried unopposed. Contested elections shall be determined by ballot.

## **NATIONAL OFFICE BEARERS**

34. The Office Bearers of the Association shall be the President, the Vice-President, Treasurer, the Secretary and any other Officers that the Annual General Meeting may deem necessary.

### **Duties of Office Bearers**

35. The National Office Bearers shall have the following duties:
  - 35.1 The President shall preside at meetings of the Annual General Meeting, National Council and the National Executive Committee at which she or he is present, enforce observance of the Constitution and the resolutions of the Annual General Meeting, Council and the Executive Committee, sign the minutes of meetings after confirmation thereof, represent the Association and perform such other duties imposed by the Constitution or decisions of the Annual General Meeting, National Council or Executive Committee.

- 35.2 The Vice-President shall perform such functions of the President as the President may either temporarily or for the rest of his or her term of office be unable to perform, and shall carry out any of the duties of the President as may be delegated to the Vice-President by the National Council or Executive Committee.
- 35.3 The National Treasurer shall be responsible for the supervision of the financial affairs of the Association and perform such other duties as may be required by the Annual General Meeting, National Council or the National Executive Committee.
- 35.4 The National Secretary shall be responsible for all the Association's correspondence, shall draw up and distribute the notices and agendas of meetings of the Annual General Meeting, National Council and National Executive Committee, shall record and read minutes of meetings of the Annual General Meeting, Council and Executive Committee, and shall keep an accurate inventory of the property of the Association.

### **Terms of Office**

36. The National Office Bearers shall hold office for a term of two years. The Office Bearers may be re-elected. The President, however, may be re-elected as President for a second consecutive term but not for a third consecutive term, and may not immediately be elected to another Office at national level. If the President retires before the end of a term of office, a new President shall be elected for a new term of office.

*[It is not stipulated that the President or the other Office Bearers should already have served on Council/Conference. This is ideal for them to know the workings of the Association, but it is assumed that if members of Council are doing a good job they will be elected; if not, the voters can look elsewhere.]*

37. The Office Bearers shall vacate their positions during their term of office if they resign as Office Bearer, cease to be members, if they are not in good standing or if they are recalled by majority vote of the National Council. Vacancies shall be filled by the National Executive Committee, subject to ratification by the National Council.

### **THE NATIONAL COUNCIL**

38. The National Council is constituted annually by the Annual General Meeting to serve from the conclusion of that Meeting until the conclusion of the next Annual General Meeting.
39. The National Council shall annually be constituted as follows:

- 39.1 The National Office Bearers;  
39.2 One representative from each region, appointed by the region.  
39.3 Any persons co-opted by Council.

*[Note: The National Council is the administrative body of the Association. The structure is also based on representative democracy, with a slightly different constituency as the National Conference, namely regions in stead of branches, although there will obviously be an overlap, sometimes forced by financial considerations in sending branch and regional representatives to the same venue. Note that meetings of a Council of about 20 members are going to be very costly indeed.]*

## Meetings of the National Council

40. A meeting of the National Council shall be convened by the President, or by the Secretary if the President or at least half of the serving members of the Council request(s) the Secretary to do so.
41. Notice of a meeting of the Council, including the agenda of the meeting, shall be given in writing and must be sent to the members concerned at least one calendar month before the day set for the meeting.
42. The National Council shall meet at least twice between consecutive Annual General Meetings.
43. A quorum of the National Council shall consist of:  
  
 $n \div 2 + 1$  members if  $n$  is even  
 $(n + 1) \div 2$  members if  $n$  is odd  
  
where  $n$  is the number of serving members.
44. Decisions by the National Council shall as far as possible be reached through consensus and if consensus cannot be reached, by a simple majority of votes.
45. All members of the National Council shall have the right to vote at meetings of the National Council. Invited persons shall not have the right to vote.

*[By mentioning "invited persons", it is clear that Council may invite persons for specific purposes, e.g. regarding issues on which they are knowledgeable.]*

46. Resolutions shall be determined by open vote, except if a ballot is demanded by the chairperson or any other member. The chairperson has a second and casting vote.

## Powers and responsibilities of the National Council

47. The National Council shall be responsible for the management and administration of the affairs of the Association.
48. 48.1 The National Council shall annually present a report to the Annual General Meeting on its activities and on the activities and the state of affairs of the Association, including a financial report.  
  
48.2 The Annual Report of the Association shall be published and distributed by the National Council to all members not later than three months after the Annual General Meeting.
49. The National Council shall specifically have the responsibility:
  - 49.1 of implementing the resolutions of the Annual General Meeting and of dealing with matters entrusted to it;

- 49.2 of administering the Association's assets and employing the moneys to promote the aims of the Association and ensuring that the accounts of the Association be audited at least once per financial year by an independent auditor appointed by the National Council;
- 49.3 of ratifying the decisions of the National Executive Committee;
- 49.4 of adopting policy issues of major importance between Annual General Meetings;
- 49.5 of arranging an annual national congress and such other congresses as it deems necessary to promote the aims of the Association;
- 49.6 of annually appointing the Editorial Committee of the Association's journal.

*[Having used "Conference" for a body, we now use the word congress for an academic meeting.]*

50. To realise its responsibilities the National Council shall have the power:

- 50.1 to act on behalf of the Association whenever the Annual General Meeting is not in session;
- 50.2 to enter into such contracts as it may deem necessary to promote the aims and functioning of the Association;
- 50.3 to appoint, pay and dismiss employees;
- 50.4 to appoint such committees as it may deem necessary to promote the aims and functioning of the Association;
- 50.5 to make Regulations as to matters not provided for in the Constitution and to amend, interpret or repeal such Regulations. Any such amendments in the Regulations shall be included in the next Report of the National Council to the Annual General Meeting for the information of members;
- 50.6 to decide on questions regarding the co-operation with other academic and educational organisations;
- 50.7 to advise the Annual General Meeting on subscription fees;
- 50.8 to authorise one or more of its members or employees to sign documents on behalf of the Association;
- 50.9 to delegate its powers and duties as it deems fit.

### **Restrictions on the National Council's powers**

- 51. In order to meet the requirements of the Commissioner for the South African Revenue Service for recognition as a special fund under section 18A the powers of the National Council shall be limited as follows:
  - 51.1 The Association may not carry on any business undertaking or trading activity unless specifically permitted in terms of section 30(3)(b)(iv) of the Income Tax Act.

- 51.2 The funds of the Association will be used solely for the objects for which it was established, or shall be invested with a financial institution as defined in section 1 of the Financial Services Board Act, 1990 (Act No. 97 of 1990) or in securities listed on a stock exchange as defined in the Stock Exchanges Control Act, 1985 (Act No. 1 of 1985).
- 51.3 No donation to the Association will be accepted which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of section 18A.
- 51.4 Upon dissolution of the Association, the remaining assets must be transferred to:
- a) any similar public benefit organisation, which has been approved in terms of section 30 of the Act; or
  - b) any institution, board or body which is exempt from the payment of income tax in terms of section 10(1)(cA)(i) of the Act, which has as its sole or principal object the carrying on of any public benefit activity; or
  - c) any department of state or administration in the national or provincial or local sphere of government of the Republic, contemplated in section 10(1)(a) or (b) of the Act.
- 51.5 A copy of all amendments to the Constitution must be submitted to the Commissioner for the South African Revenue Service.
- 51.6 The profits (if any) or other income shall be applied in promoting the main objects of the Association.
- 51.7 The income and the property of the Association, whensoever derived, shall be applied solely towards the promotion of its main objects and portions thereof shall not be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, howsoever to the employees of the Association; provided that nothing herein contained shall prevent payment in good faith of reasonable remuneration to any other officer or servant or employee of the Association in terms of service actually rendered to the Association.
- 51.8 Remuneration actually paid must be commensurate with services actually rendered.
- 51.9 The activities of the Association must be confined to the Republic of South Africa.
- 51.10 The powers to pledge, mortgage or hypothecate the assets of the Association or to enter into suretyships may only be exercised in accordance with the objects for which the Association was formed.
- 51.11 The President, Vice-President and Treasurer, not being connected persons in relation to each other, will accept the fiduciary responsibility for the Association. Should they be related, additional members of National Council will be nominated by Council to accept this responsibility. No single person will directly or indirectly control the decision making powers relating to the Association.

## **THE NATIONAL EXECUTIVE COMMITTEE**

52. The National Executive Committee shall conduct urgent matters when the National Council is not in session. Any actions of the National Executive Committee shall be reported to the next meeting of the National Council for ratification.
53. The National Executive Committee shall consist of the President, the National Secretary and two members elected by the National Council from amongst its members, of whom at least one is not a National Office Bearer.

## **LEGAL IDENTITY AND FUNDS**

54. The Association shall act under its own name, dispose of its own assets, be accountable for its own liabilities and be capable of suing and being sued under its own name in any legal proceedings. The members of the Association shall not be personally or jointly liable for the obligations of the Association.
55. The activities of the Association shall be directed solely towards the promotion of the aims of the Association, as set forth in this Constitution.
56. The Association shall not participate in any commercial activities or any other activities with a profit motive, or participate in any business, professional or vocational activities of any of its members, or supply any of its members with financial assistance, premises, continuous services or facilities which are required by its members for practising a business, profession or vocation.
57. The funds of the Association shall be used solely for investment and the promotion of the aims of the Association. The members of the Association shall obtain no share in the assets of the Association during its existence or at dissolution and no profits of the Association shall in any manner be paid or transferred to any person or body.
58. If the Association is dissolved, any assets of the Association shall be transferred to some other association or organisation having aims similar to those of the Association.
59. The financial year of the Association shall run from 1 January to 31 December.  
*[These clauses, as well as 61, are prescribed by the Commissioner of Inland Revenue to exempt an Association from being taxed. AMESA will have to apply to the Receiver.]*

## **AMENDMENT OF THE CONSTITUTION**

60. Subject to clause 51, any two members or a branch or a region or the National Council of the Association may submit a proposal to amend the Constitution, and shall be handled in accordance with paragraph 28.
  - 60.1 The proposal shall be tabled and discussed at the Annual General Meeting. After discussion the proposal shall be put to the vote. Voting shall be by ballot.
  - 60.2 The National Council shall appoint three of its members to count the votes cast at the Annual General Meeting.
  - 60.3 The result of the ballot shall be announced during the Annual General Meeting.

60.4 Not less than a two-thirds majority of the unspoilt votes cast shall be required to make the proposal a resolution of the Association.

61. Any amendment of the Constitution shall be submitted to the Commissioner of Inland Revenue.

## **DISSOLUTION**

62. The Association shall be dissolved by a resolution of the Annual General Meeting adopted in accordance with the provisions of paragraphs 58 and 59.

63. Any proposals of dissolution shall also determine how the assets of the Association must be dealt with in accordance with paragraph 51.7 and 58.