

THE SOUTH AFRICAN MONTESSORI ASSOCIATION TRUST**MEMBERS MANDATE governing the Management of the Association
and the National Executive Committee****APPROVED BY MEMBERS PRESENT AT THE ANNUAL GENERAL MEETING ON 4TH JULY 2009****PREAMBLE**

Whereas we are gathered together as Montessori educators working in the South African context;

We are united in our common respect for and commitment to the educational philosophies and methods originated by Maria Montessori;

We understand that there are in South Africa, as in other parts of the world, differing interpretations of and emphases in Montessori education;

However, we regard these differences as sources of strength and constructive debate in our efforts to adapt and grow the Montessori method in the context of the developmental and educational realities of our different countries and our region as a whole;

Our Montessori community is one that values its diversity of cultural contexts, community sites and pedagogical styles, and so seeks to resist narrow dogmas about and sectarian interpretations of Montessori;

Now therefore we constitute the South African Montessori Association and adopt this Members' Mandate to guide its activities in the future.

1. DEFINITIONS
1.1 There shall be a voluntary Association known as the South African Montessori Association Trust, which shall be constituted as laid down in the Trust Document and Members Mandate.
1.2 "Annual General Meeting" shall mean the Annual General Meeting of the Trustees, National Executive Committee and the members of the Association.
1.3 "Association or Trust" shall mean the South African Montessori Association Trust
1.4 "in writing" shall mean written, printed or digital, or partly one and partly another, and other modes of representing or reproducing words in a visible form;
1.5 "members" shall mean the members of the Association as defined in clause 5 hereunder;
1.6 "Montessori" shall by definition imply the essence of the work and writing of Dr Montessori are authentically implemented so as to uphold the philosophy and directives as given in said work and writings;
1.7 "Montessori educator" shall be an educator, researcher or educational development worker, trained or in training, who, by virtue of his work, is involved in or furthers the development of the Montessori method of education;
1.8 "month" shall mean a calendar month;
1.9 "National Executive Committee" shall mean the National Executive Committee of the Association, for the time being and appointed in terms of this constitution of Association.
1.10 "President",
1.11 "General Secretary" and
1.12 "Treasurer" shall mean the incumbents of those positions within the National Executive Committee.
1.13 "the Register" shall mean the register of members kept at the Office;
1.14 "year" shall mean a calendar year;
1.15 "SAMA year" shall mean the time between Annual General Meetings
1.16 "a person" shall be a natural or juristic person.
1.17 Words importing the masculine gender shall include the feminine gender and vice versa, and words importing persons shall include corporations, and vice versa.
1.18 Words in the singular include the plural and vice versa.
1.19 In the event of any dispute as to the interpretation of the Members Mandate, the President and two other members of the National Executive Committee, in consultation with legal advisor/s and trustees, shall make a ruling as to the meaning or procedure that shall prevail. Such a ruling may be challenged by a two-thirds majority vote in the National Executive Committee, in which case the matter shall be referred to the Appeal Tribunal for a decision (see Clause 6.6). Such a decision shall be final. Such a decision shall be ratified at the following Annual General Meeting by all members eligible to vote.

2. Name
2.1 The name of the Association is: the South African Montessori Association Trust and/or "The SAMA Trust".

3. AIMS AND OBJECTIVES
3.1 The aim of the Trust shall be to associate and unite those concerned in the service and development of Montessori education in South Africa.
3.2 This the National Executive Committee shall do by:
3.2.1 recruiting to its membership all persons who support its Aims and Objectives;
3.2.2 contributing to and encouraging the development of Montessori education as a dynamic philosophy and method in the South African context;
3.2.3 contributing to processes of educational change and development;
3.2.4 discussing, dialoguing and conducting research into questions relating to Montessori education;
3.2.5 establishing standards for quality Montessori education and training in South Africa, and assisting educational institutions in developing and maintaining these standards;
3.2.6 providing opportunities for continued professional development for its members, including but not limited to keeping its membership informed, disseminating its policies, publishing the results of its research, and publicising its views on education and related matters;
3.2.7 campaigning and negotiating on behalf of its members to safeguard their right to provide authentic Montessori education;
3.2.8 securing benefits for its members;
3.2.9 co-operating, where appropriate, with other organisations;
3.2.10 securing the solidarity and extending the influence of its members;
3.2.11 doing all other things, not inconsistent with the foregoing, as are conducive to the attainment of the Aims and Objectives of the Trust.

4. POWERS AND RESPONSIBILITIES
<p>4.1 Powers of the Association The Association shall have plenary powers, to enable it to realise its aims and objectives, all powers subject thereto that will be executed only in accordance with the main aims and objectives of the Association as stated in Clause Three (3).</p>
<p>4.2 The National Executive Committee shall further the aims and objectives of the Association in accordance with the policies ratified by the Annual General Meeting. The National Executive Committee shall:</p>
<p>4.2.1 open and operate banking and other trade accounts;</p>
<p>4.2.2 purchase or acquire equipment to carry out its functions.</p>
<p>4.2.3 affiliate with any Association or companies having the same or similar objectives to the Association;</p>
<p>4.2.4 reasonably remunerate any person or persons in cash or in any other way for services rendered;</p>
<p>4.2.5 make donations to other non-profit organisations, which donations will only be made in accordance with the main objectives of the Association, and to receive donations, provided that no donations may be made to members or National Executive Committee members of the Association, or Trustees and that all donations to the Association must be irrevocable and subject to the terms and conditions of the Constitution;</p>
<p>4.2.6 propose policies for ratification by the members of the Association at the Annual General Meeting;</p>
<p>4.2.7 administer, in accordance with the aims and objectives of the Association and in compliance with all relevant legislation, any funds accruing to it;</p>
<p>4.2.8 set up and appoint persons to sub-committees in accordance with ratified policy;</p>
<p>4.2.9 engage and employ paid personnel;</p>
<p>4.2.10 convene and conduct meetings of the Association and of the public;</p>
<p>4.2.11 convene and conduct the Annual General Meeting;</p>
<p>4.2.12 convene and conduct an Annual Conference.</p>

5. MEMBERSHIP
5.1 The Association shall, in accordance with ratified policy:
5.1.1 admit to its membership all persons who support the Aims and Objectives of the Association and who undertake to comply with its code of ethics.
5.1.2 Definitions of categories of membership and the requirements thereof shall be in accordance with Policies ratified.
5.2 The National Executive Committee may by resolution and in accordance with ratified policy refuse to admit any person or institution or organisation as a member;
5.2.1 refuse admission to any person who has breached the Code of Ethics of the Association and whose membership would bring the Association into disrepute. Compelling evidence of such a breach would need to be present.
5.2.3 suspend an existing member; and
5.2.4 terminate the membership of any member.
5.2.5 Any such decisions taken with regard to the contents of 5.1 and 5.2 shall be taken unanimously by the National Executive Committee.
5.3 There shall be two categories of membership.
5.3.1 An individual member shall be any person (Montessori educator, parent, student or any other interested person) wishing to support the aims and objectives of the Association, and honour its Code of Conduct.
5.3.2 An Organisational Member shall be any Montessori school, registered with the relevant legislated authorities; Any Montessori training institution, who is registered with the relevant legislative authorities; and/or any supplier or service provider who wishes formally to affiliate with or associate itself with the Association and abide by the Code of Conduct.
5.3.3 An individual or organisation shall only become a member when he/she/it has applied for membership (new membership or renewal membership) on the prescribed form agreeing to abide by the Code of Conduct and has paid the prescribed fees or the various membership categories as ratified by the AGM.
5.3.4 All persons so eligible and whose applications have been approved, shall be entitled to be members of the Association and to be entered accordingly in the Register. A member shall be entitled to remain a member until it ceases to be so eligible, or until its membership is terminated in accordance with clause 5 hereunder, whereupon it shall automatically cease to be a member of the Association
5.4 Register of Membership The Association shall retain at its registered office a Register of Members of the Association, which shall be open to inspection by any person and which shall specify:
5.4.1 the full name of each member;
5.4.2 the category of membership of the member;
5.4.3 the address of the member;
5.4.4 where applicable, the institution of learning or organisation in which the member is employed;
5.4.5 the amount and dates of the membership subscription paid
5.4.6 the amounts and dates of any other subscription related payments.
5.4.7 No person shall be deemed a member of the Association unless and until his name has been entered into the Register of Members.
5.5 Suspension and Termination of Membership
5.5.1 The National Executive Committee shall suspend a member who:
5.5.1.1 has been found guilty of committing a criminal offense that may bring the Association into disrepute
5.5.1.2 has been charged with an offense under the Children's Act No. 38 of 2005.
5.5.1.3 breaches the provisions of this Constitution and the Association's Code of Conduct and is subject to investigation in terms of the Association's Grievance Procedure.

5.5.2 The National Executive Committee may terminate membership of a member who:
5.5.2.1 has been found guilty by a Court of Law of a criminal offence that may bring the Association into disrepute
5.5.2.2 fails to pay the prescribed membership subscriptions and levies, in terms of the Association's ratified policy on non-payment.
5.5.2.3 after investigation in accordance with the Grievance procedure has been found to have breached the provisions of the Code of Conduct
5.5.2.4 The National Executive Committee shall terminate membership of a member who has been found guilty of an offense under the Children's Act No. 38 of 2005.
5.5.3 Rights of Membership
5.5.3 The rights of a member shall not be transferable, and shall terminate:
5.5.3.1 on his death in the case of an individual and on closure in the case of an organisation.
5.5.3.2 on his suspension;
5.5.3.3 on his ceasing to be a member; and
5.5.3.4 on his resignation.
5.6 Right of Appeal against Suspension and Termination of Membership
5.6.1 Any member whose membership has been duly terminated or suspended in terms of Clause 5.5 shall have the right to appeal against this termination of membership in accordance with the ratified Grievance Policy.
5.6.2 The decision of the Appeals Tribunal shall be final.

6. THE ANNUAL GENERAL MEETING AND NOMINATION AND VOTING PROCEDURES
6.1 An Annual General Meeting of the Association Trust shall be held not less than nine months and not more than fifteen months after the previous Annual General Meeting and shall be known as the Annual General Meeting of the South African Montessori Association Trust.
6.1.1 Notice of the AGM shall be given at least 8 weeks prior to the date of the meeting.
6.1.2 Any intended amendments or policy proposals must be put forward in the notice of the AGM within a specified time before said AGM to ensure that people who are concerned about that issue attend or appoint a proxy.
6.2 Final authority within the Trust shall vest in the Trustees after consultation with members and ratification of all policies at the AGM.
6.3 The Annual General Meeting shall elect the members of the National Executive Committee on the basis of nomination and voting procedure as stated in this constitution. Such nomination and voting procedure shall ensure that all members of the Association shall be able to participate equally and fully in the election of members of the National Executive Committee, whether or not they are able to attend the Annual General Meeting.
6.4 Nomination and Voting Procedures
6.4.1 The Nomination and Voting Procedures shall be managed by the General Secretary;
6.4.2 A call for nominations for the National Executive Committee shall be sent to all members of the Association Trust eight (8) weeks prior to the date set for the Annual General Meeting;
6.4.2.1 Nominations shall be called for, for each position being vacated on the National Executive Committee [President, Treasurer, General Secretary and five ordinary members];
6.4.2.2 Any individual member is eligible for nomination and election to the National Executive Committee in his personal capacity and subject to the following criteria:
6.4.2.3 Persons nominated for President, Secretary and Treasurer must have served previously for at least one year on the National Executive Committee.
6.4.3 Nominations for suitable candidates to serve on the National Executive Committee shall reach the General Secretary, in writing, six weeks prior to the Annual General Meeting; such nominations must be acknowledged in writing within three business days of receipt.
6.4.4 Nominations shall be proposed, seconded by another member, and accepted by the nominee. The proposer, seconder and nominee shall be paid up Individual Members of the Association.
6.4.5 Nominees shall forward a summarised CV's stating relevant experience pertaining to the National Executive Committee position for which they have accepted nomination. Proposers should submit a motivation explaining their reasons for nominating the nominee. Such motivation shall be made available to the members prior to the closing of the ballot.
6.4.6 Incumbent members of the National Executive Committee shall be entitled to stand for re-election at the end of their terms of office.
6.4.7 Should a member wish to nominate more than one person, the nomination form should be copied and completed as required.
6.4.8 The nominee shall make every reasonable effort to be available to be present at the Annual General Meeting in order to be eligible for the position.
6.4.9 Five weeks prior to the AGM, details of all nominees and a ballot paper shall be sent to all members.
6.4.10 Voting shall take place at the AGM or by postal vote.
6.4.11 Each member of THE ASSOCIATION shall be entitled to one ballot which will allow him to vote for all available positions.
6.4.12 Membership numbers and names shall appear on the ballot paper in order to verify that they are paid up members.
6.4.13 Members eligible to vote may return their ballot papers by post to the Association Office. These postal votes must be postmarked no later than one week prior to the Annual

General Meeting. Envelopes should be marked "POSTAL VOTE". All postal votes shall be kept secure by the General Secretary until counting of the votes commences.
6.4.14 Members eligible to vote and attending the Annual General Meeting may return their ballot papers to the ballot box which will be provided. Members will have until two hours prior to the start of the Annual General Meeting to cast their votes.
6.4.15 Each member shall complete his own ballot paper
6.4.16 No proxy votes will be used in the election for the National Executive Committee
6.4.17 All votes, postal and those placed in the ballot box, shall be counted before start of the Annual General Meeting by the General Secretary and two other members of the National Executive Committee.
6.4.18 The nominee (or nominees) who records (or record) the maximum number of votes in any category shall be declared the duly elected member (or members) of the National Executive Committee for that category;
6.4.19 The results shall be verified by two trustees who are not nominated for or currently serving as National Executive Committee members.
6.4.20 The results will be announced at the Annual General Meeting by the outgoing/incumbent General Secretary.
6.5 Voting at the AGM
6.5.1 Each member of the Association shall have one vote in all matters at the Annual General Meeting.
6.5.2 A member of the Association who is unable to be present at the AGM may appoint a proxy who shall also be a member of the Association, according to ratified policy. Such designated proxies shall be considered to be "members present and voting" in the case of all voting during the AGM with the exception of the election of National Executive Committee members i.t.o clause 6.4.16.
6.6 An annual report shall be tabled each year, printed and bound and made available in the public domain, and shall include the following:
6.6.1 The president's report including a review of achievements and activities over the period since the previous report,
6.6.2 The Treasurer's report including financial statements for the previous period which comply with the requirements of the relevant legislation, reviewed by an accounting officer appointed by the Board of Trustees.
6.7 Appeal Tribunal
6.7.1 The four trustees who are not serving National Executive Committee members will constitute an Appeals Tribunal. The appeals tribunal shall operate in accordance with ratified policy.
6.8 A digital audio recording shall be made of the proceedings of the Annual General Meeting
6.9 A quorum of (AWAITING LEGAL CONFIRMATION) members shall be present for an AGM.

7. THE NATIONAL EXECUTIVE COMMITTEE
The National Executive Committee, is elected by the members at the AGM to fulfil the following functions and responsibilities.
7.1 The powers of the so elected office-bearers are as follows:
7.1.1 The President:
7.1.1.1 Acts as Chair of the National Executive Committee and of the Annual General Meeting. If unable for any reason to do so, the president shall appoint another member of National Executive Committee to chair the relevant meeting.
7.1.1.2 Tables the annual report as defined in clause 6.7
7.1.1.3 shall, in the event of any dispute as to the interpretation of this Members Mandate, make a ruling as to the meaning or procedure that shall prevail. Such a ruling may be challenged by a two-thirds majority vote in the National Executive Committee, in which case the matter shall be referred to the Appeal Tribunal for a decision (see clause 6.7). All such decisions are subject to ratification by the Annual General Meeting; and
7.1.1.4 In consultation with the General Secretary, transacts the business of the Association other than the financial business.
7.1.1.5 Makes policy statements on behalf of the Association
7.1.2 The General Secretary:
7.1.2.1 Calls meetings on the National Executive Committee
7.1.2.2 takes minutes during the meetings and makes these available to all members;
7.1.2.3 In the event of the General Secretary being unavailable or unable to take minutes the president will appoint another member of the National Executive Committee to perform this task for relevant meeting.
7.1.2.4 keeps the records of the Association;
7.1.2.5 In consultation with the President, transacts the business of the Association other than the financial business.
7.1.3 the Treasurer:
7.1.3.1 administers the financial affairs of the Association, in accordance with clause 9
7.1.3.2 prepares financial reports, to be presented at the Annual General Meeting.
7.1.3.3 prepares financial reports, to be presented at the Annual General Meeting.
7.1.4 Five ordinary members whose portfolios shall be developed annually in accordance with the needs of the Association and its members;
7.1.5 up to three members who may be co-opted by the National Executive Committee from time to time when special expertise or greater personpower is required to carry out its duties, in accordance with ratified policy.
7.2 An elected member of the National Executive Committee shall hold office for a period of two years.
7.3 With the exception of co-opted members, the members of the National Executive Committee shall be elected according to the following electoral principles and procedures:
7.4 Should any member of the National Executive Committee resign or, for any other reason, cease to be a member at any stage, his position may be filled by a replacing member who has been appointed by the remaining members of the National Executive Committee, at their next meeting, held within two weeks of the resignation.
7.5 Such appointees shall serve on the National Executive Committee until the next AGM at which time they may stand for election in terms of Clause 6.
7.6 Members of the National Executive Committee may be removed from office by a resolution passed by a two-thirds majority of members present and voting at an extraordinary meeting of the National Executive Committee called for that purpose. Any member of the National Executive Committee may call such a meeting. The grounds on which such removal are based, shall in addition to the grounds set out in clauses 5.5 be one or more of the following:

7.6.1	gross dereliction of duty;
7.6.2	failure to carry out instructions of the National Executive Committee;
7.6.3	non-attendance at three meetings of the National Executive Committee without reasonable explanation.

8. MEETINGS OF THE NATIONAL EXECUTIVE COMMITTEE	
8.1	All meetings of the National Executive Committee shall be held at such time and place as may be determined by the General Secretary and be properly conducted in terms of in terms of a written policy and procedure. Such meetings shall be called by seven day's notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and inclusive of the day of the meeting and shall specify the place, the day and the time of the meeting.
8.2	The National Executive Committee shall meet at least ten times per year. Such meetings may take the form of face-to-face meetings or any other format which facilitates discussion. At least three meetings shall be face-to-face.
8.3	From time to time the National Executive Committee may permit or cause to be held Special Meetings of the Association to discuss matters of moment and urgency, or matters affecting certain sections of the membership only. Proposals from such special meetings shall be given due consideration by the National Executive Committee.
8.3.1	No business shall be transacted at any National Executive Committee meeting unless a quorum is present. A quorum is at least sixty percent (60%)
8.4	The National Executive Committee may call Public Meetings to respond to crises and may, by majority vote nominate any National Executive Committee member to chair such meeting should the president not be available to do so.
8.5	Votes of members of the National Executive Committee
8.5.1	Every member at a meeting shall have only one vote whether by a show of hands, or on a poll or ballot.
8.6	Extra Ordinary National Meetings
8.6.1	Extra Ordinary National Meetings may be called by the National Executive Committee to take action on major constitutional issues, including but not limited to:
8.6.2	the dissolution of the National Executive Committee;
8.6.3	the election of a new National Executive Committee in the event of the resignation of a majority of the members of the National Executive Committee.

9. ACCOUNTING RECORDS
9.1 The financial year end of the Association will be the last day of December each year.
9.2 All assets of the Association shall be vested in the Association and shall be held and used by the National Executive Committee in the implementation of the Aims and Objectives of this constitution in accordance with ratified policy.
9.3 Membership subscriptions shall be ratified by the Annual General Meeting and shall be collected by the Treasurer.
9.4 The Treasurer shall keep complete accounting records, in accordance with the relevant legislation, including but not limited to:
9.4.1 Records showing the assets and liabilities of the Association;
9.4.2 A register of fixed assets showing the respective dates of acquisition and the cost thereof, if any, the respective dates of any disposals and the considerations received in respect thereof;
9.4.3 Proper accounting records updated at least monthly;
9.4.4 Arranges for the preparation of annual financial statements (a Statement of Receipts and Payments, an Income Statement, and a Balance Sheet).
9.5 The Financial Statements shall be submitted annually to the Annual General Meeting for approval.
9.6 A minimum of three signatories is required for the Association's bank account, one of which shall be the Treasurer, the second the President and the third shall be a Trustee not currently serving on the National Executive Committee. At least two of the three signatories shall be required for any amendments or transactions of the bank account.
9.7 A bank statement and trial balance shall be tabled at every meeting of the National Executive Committee.
10. AMENDMENTS TO THE MEMBERS MANDATE
10. Amendments to the Members Mandate
Any amendment to this Members Mandate shall be made subject to the approval of a majority of two-thirds of members who are entitled to vote, in person or by proxy at the Annual General Meeting of the Association
11. DISSOLUTION OF THE NATIONAL EXECUTIVE COMMITTEE
11.1 An Extraordinary National Meeting to discuss the dissolution of the Association may be called if requisitioned in writing by a simple majority of members. The Association shall be dissolved by the resolution of a two-thirds majority of those present and voting on the motion. Voting shall be governed by clause 6, on the motion that "That the National Executive Committee of the South African Montessori Association do now dissolve". Should the motion not be carried, no similar motion may be put forward for a period of at least one year.
11.2 The funds and assets of the Association shall, upon the dissolution of the Association and after payment of all its creditors, be donated to an educational charity agreed upon unanimously by the Trustees.