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1. Preamble

1.1. We the members formed this association for the best interest of the school, parents, teachers and learners in order to promote quality of teaching and learning which is aligned to the Fourth Industrial Revolution.

1.2. To ensure that all School Governing Body members are continuously capacitated; to enable them to perform their duties to the best of their abilities.

1.3. We believe that the education of our children is the future key for the entire nation.

1.4. We strive to promote the best interest of governing bodies in schools and to enforce quality teaching and learning through continuous engagements with all relevant parties.

1.5. Whereas the SASA Act 84 of 1996 as promulgated in the Constitution of South Africa gives the school governing body the mandate to govern their schools, the association hereby intends to empower the SGBs in matters of governance through workshops and trainings.

- Colours. shall be used interchangeably as appearing on the association's logo.
- Slogan is:

2. Name

2.1 The name of the association hereby voluntarily constituted is called Universal Association of School Governing Bodies. Its shortened name shall be its acronyms UASGB and hereinafter constituted as laid down in this constitution.

3. HEAD OFFICE

The Head Office of the Association shall be at a place as it would be determined by the National Executive Committee ("NEC").

4. Definitions

- **Association** shall mean Universal Association of School Governing Bodies.
- **National Congress** shall mean the highest decision making structure in the association.
- **Constitution** shall mean the supreme laws of the association.
- **Affiliation fees** shall mean an amount determined by the NEC that shall be paid by all members of the association once off. The affiliation fee shall be validated by a subscription fee that could be paid once off or monthly to cover a 12 months period.

5. Acronyms

UASGB shall mean Universal Association of School Governing Bodies.

NEC shall mean National Executive Council.

PEC shall mean Provincial Executive Council.

REC shall mean Regional Executive Council.

BEC shall mean Branch Executive Council shall mean Universal Association of Schools Governing Bodies.

SASA shall mean South African School Act 84 of 1996 as amended.

SGB shall mean School Governing Body

SNC shall mean Special National Congress.

DBE shall mean Department of Basic Education.

GDE shall mean Gauteng Department of Education.

MEC shall mean Member of Executive Council.

HOD shall mean Head of Department.

NOB shall mean National Office Bearers.

POB shall mean Provincial Office Bearers.

ROB shall mean Regional Office Bearers.

NWC shall mean National Working Committee.

NC shall mean National Congress.

6. LEGAL STATUS

6.1 The Association shall be a body corporate with perpetual succession, capable of entering contractual and other relations on its own separate from its members and office bearers.

6.2 The association is a juristic person who can sue or be sued on its own name apart from its members and management.

6.3 It shall own movable and immovable properties and assets apart from its members.

6.4 The liability of members shall be limited to the amount of their subscriptions outstanding or other monies due to the Association at any time.

6.5 No member or office bearer has any right over the properties of the association.

6.6 The association is not to be used for personal gain.

7. AIMS AND OBJECTIVES OF THE ASSOCIATION

7.1 To promote the best interest of the school by improving quality teaching and learning.

7.2 To ensure the accessibility of quality education at public schools and to inspire public confidence in public schooling.

7.3 To strive for the fulfilment of a national unitary, non-racial, non-sexist, and democratic education system that shall benefit all.

7.4 To build School Governing Bodies into effective organs of civil society that can interact with each other and interface with the government on the transformation of public schools.

7.5 To ensure the application of good governance in public schools by capacitating all SGBs through constant training and parental involvement.

8. MEMBERSHIP

The membership of the association is in two-folds and divided as follows:

- 8.1 Schools are the primary members by affiliation to the association on behalf of the SGBs members.
- 8.2 For any school to be a member in good standing, shall have complied with clauses 8.6, 8.7 and 8.8 of this constitution as defined below.
- 8.3 The secondary membership of the association shall be elected SGBs and any qualified individual member of the local community who have the interest of both the school and learners at heart.
- 8.4 The person shall have been elected by parents for a school governing body position, interviewed and appointed by the association and the school based on the proficiency of the person.
- 8.5 Must subscribe and adhere to the aims and objectives of the association and to qualify as a member in good standing, the person shall have complied with clauses 8.6, 8.7 and 8.8 below.
- 8.6 Completed and signed affiliation form.
- 8.7 Paid a once off affiliation fee determined by the NEC.
- 8.8 Paid annual/monthly subscription fee determined by the NEC.

9. Application for individual membership

- 9.1 Application form for membership of the association must be completed and submitted to the branch.
- 9.2 The branch will send it to the REC, who will forward it to the PEC, who will then forward it to the NEC for approval or rejection.
- 9.3 The NEC may refuse an application for membership of the association on reasonable grounds however; the applicant so refused is entitled to appeal against the decision to the Special National Congress which has the authority to reverse the decision of the NEC.

10. Termination of the membership

- 10.1 Any form of misconduct, misrepresentation of facts, any utterances written or spoken that is deemed to be derogatory or bringing the association into disrepute will result in the termination of membership.
- 10.2 Nevertheless, thorough investigation shall be invoked before to determine the wrong-doing and the party concerned shall be offered an opportunity to respond to the allegations as contained in the association's disciplinary policy and procedure.
- 10.3 Any member may resign from the Association after giving one month written notice to the secretariat which must be forwarded immediately to the NEC to attend.
- 10.4 Upon receipt of the resignation letter, the NEC must deploy two members from the PEC to conduct the exit interview.

11. Powers of the Association

The powers of the association are vested in the following organs of supremacy:

- National Congress
- Special National Congress
- National Executive Committee
- National Working Committee

11.1 National Congress

11.1.1 The National Congress must convene at least once every five years at a date, time and place determined by the NEC. A special meeting of the national congress must be called by the President upon resolution of the NEC or upon a written request by at least fifty plus one percent of the members of the association or five provinces.

11.1.2 The written notice of the National Congress meeting must be forwarded to all eligible members three months before the date of the meeting. This notice must be accompanied by the agenda or programme.

11.1.3 The quorum for meeting of the National Congress is at least fifty percent plus one of the delegates and if counted per province, each province must be represented by at least fifty percent plus one of its delegates.

11.1.4 If the quorum is not reached at the time of the meeting, a grace period of two hours must be observed and if the quorum is still not met even after the grace period, the meeting must stand adjourned to be reconvened within a month.

11.1.5 The President and the NEC members present must negotiate the availability of the venue and announce the date and time of the next meeting before the delegates disperse since the venue booked would have not been used due to the postponement.

11.1.6 At such adjourned meeting delegates present will form a quorum at the agreed starting time of the meeting. No grace period will be observed and all decisions taken shall be resolute and binding.

12. Composition

12.1. The National Congress consists of

12.2. All elected NEC, PEC, REC and BEC members.

12.3. A minimum of two and a maximum of four members from each branch.

12.2.4. However, the NEC has the right to allocate provincial delegates by proportional representation from the number of members in good standing from each province as far as the budget allows.

12.2.5 The names of delegates to the National Congress must be submitted in writing by the Provincial Secretary to the General Secretary of the Association at least one month before the date on which the National Congress is due to take place.

12.2.6. Nevertheless, in the case of a Special National Congress such names may be submitted in writing at the commencement of the Special National Congress.

13. Conduct of the National Congress

The National Congress must:

13.1. Confirm or amend the agenda.

13.2. Consider and accept or reject the credentials of delegates.

13.3. Consider and decide upon any amendments to the Constitution.

13.4. Receive and consider the following reports.

13.5. The Chairperson's report.

13.6. The Organisational or Secretariat report.

13.7. The Treasurer's report and the audited financial statements of the Association.

13.8. The reports of all projects and of all heads of departments shall be included in the organisational report.

13.9. To consider resolutions on general and specific policy matters and any other matter deemed to be relevant and of interest to the Association.

13.10. Elect or re-elect certain members of the NEC; and

14. Composition of the NEC Office Bearers

14.1. The National Executive Council Office Bearers will comprise of the President, First Deputy President, Second Deputy President, General Secretary, Deputy General Secretary, Treasurer, and four additional members.

15. Election and Voting Procedure

15.1 Delegates must be nominated and duly seconded before they could stand for elections.

15.2. Voting for these positions must be by secret ballot, but if only one nomination is received for a particular position, the candidate so nominated and seconded must be declared duly elected without a ballot being taken.

15.3. Nominations for members of the NEC must be submitted to the NEC in writing at least three months prior to the date of the National Congress.

15.4. Only members in good standing are eligible for nomination.

15.5 An official of a Provincial Education Department in governance unit, school principal or an office bearer of a teacher organisation at provincial level is not eligible for nomination.

15.6. The Association must appoint an electoral officer to oversee the election process. The electoral officer may appoint assistant electoral officers with the approval of the NEC.

15.7. Only delegates whose credentials have been accepted may vote at the National Congress. Each delegate has one vote on any matter moved at the National Congress.

15.8. The National Congress has the autonomy to elect additional members to run the affairs of the association in all levels of its structures.

16. Resolutions

16.1. Resolutions to be moved by the National Congress must be submitted in writing and delivered to the General Secretary not less than two days before the National Congress is held; but the National Congress has the right to consider special resolutions which may arise during deliberations.

16.2. Unless otherwise provided for in this constitution, every matter considered by the National Congress must be on motion duly seconded and must be decided upon by the majority of delegates present by means of voting.

16.3. All NEC members elected by the National Congress shall resume their duties immediately after the National Congress adjourn and any misconduct from any member going forward shall be investigated and subsequently subjected to the Association's Disciplinary Policy and procedure.

17. Powers and duties of the NEC

17.1. The management of the affairs of the Association are vested in the NEC. The NEC has all such powers and duties as are necessary to fulfil the objectives of the Association except where such powers or duties are expressly reserved to a National Congress by this Constitution. Without derogating from the generality of its powers and duties the NEC:

17.2. May assume all such powers are consistent with this Constitution as necessary to realise the objectives of the Association.

17.3. Must interpret, implement and promote the objectives of the Association;

17.4. Must co-ordinate the activities of the Association;

17.5. Must consider and decide upon applications for membership of the Association subject to an appeal to the National Congress or (National Working Committee in the event of an application being refused);

17.6. Must establish and fund projects and activities in accordance with the objectives of the Association.

17.7. Must administer the financial affairs of the Association;

17.8. May borrow or raise funds or apply for any financial or other assistance which in the opinion of the NEC, is in the interests of the Association;

17.9. Must open and operate one or more banking accounts in the name of the Association into which all monies received must be deposited and must fully control such funds.

17.10. May invest the funds and assets of the Association in funds or securities nominated by the National Congress and ensure that such investments are in the interest of the association; also that annual statements of such funds are available at the next National Congress.

17.11. May decide what amount of the funds should be invested and what amount should be retained for administrative and other expenses;

17.12. May acquire by purchase, lease or otherwise, any movable or immovable property on behalf of the Association.

(17.13. May sell, exchange, lease or mortgage any of the assets of the Association in order to attain the objectives or sell all the assets of the Association to pay off its debts when the Association is closing down in accordance with the National Congress resolution.

17.14. May enter such contracts and engage in such transactions as may be necessary to achieve the objectives of the Association.

- 17.15 May engage and discharge a National Co-ordinator and other employees and set their terms and conditions of employment;
- 17.16. Must appoint a competent auditor to examine and report upon the accounts of the Association at least once each year and remunerate the auditor accordingly;
- 17.17. Must approve the annual audited financial statement or balance sheet and the annual budget of the Association and submit all relevant documents to the National Congress.
- 17.18. May institute or defend legal proceedings in the name of the Association, appoint attorneys to act on behalf of the Association and appoint any qualified person to sign any document pertaining to legal proceedings on behalf of the Association;
- 17.19. May establish and dissolve provincial structures of the Association;
- 17.20. May call a Special National Congress to fill vacancies occurring in the position of President, First Deputy President, Second Deputy President, Treasurer, General Secretary, and Deputy General Secretary;
- 17.21. Must endeavour to settle disputes which may arise within the Association;
- 17.22. May register the name and, if necessary, the Constitution and rules of the Association under any law and for compliance; must ensure that such registrations are uncompromisingly carried out.
- 17.23. May determine membership fees; regulate conditions of membership and discipline members as provided for in this Constitution and in other policies of the association.

18. Powers and duties of Office Bearers

18.1 President

The powers and duties of the President are:

- 18.1.1 To preside over all meetings of the National Congress, the NEC, the Special National Congress, and the National Working Committee and to conduct such meetings in accordance with this Constitution; and
- 18.1.2 To sign the official minutes of all the meetings of the National Congress, the NEC, the Special National Congress, and the National Working Committee and generally, together with other office bearers of the Association to supervise the affairs of the Association;
- 18.1.3 All such other duties as determined by the National Congress, the Special National Congress National Executive Committee and the National Working Committee.

18.2. First Deputy President

- 18.2.1 The First Deputy President must in the absence of the President, exercise the powers and carry out all the duties of the President.

18.3. Second Deputy President

- 18.3.1. The Second Deputy President is responsible for all policy matters of the association by ensuring that policies are in line with the laws of the Republic of South Africa.

18.4 General Secretary

18.4.1. The General Secretary is responsible for documenting all minutes and resolutions of the National Congress, the NEC, Special National Congress and the National Working Committee and presents such correspondence to every structure that is eligible to receive it.

18.4.2 Sending out of notices and minutes of all National Congress meetings of the NEC, Special National Congress, and the National Working Committee and such other committees and sub-committees as may be appointed from time to time.

18.4.3 The preparation and circulation of annual reports and activities of the Association which must include statements of income and expenditure and a balance sheet certified by the Association's auditors, together with the auditor's report to the NEC; and

18.4.4 Such other duties as determined by the National Congress, the NEC, the Special National Congress or the National Working Committee.

18.5 Deputy General Secretary

18.5.1 The Deputy General Secretary must in the absence of the General Secretary, exercise the powers and carry out the duties of the General Secretary.

18.6 Treasurer

18.6.1 The Treasurer is responsible for the supervision of the financial affairs of the Association by;

18.6.2 Presenting a financial report of the Association at National Congress, the NEC, Special National Congress and the National Working Committee; and

18.6.3 Such other duties as are reasonably required of the Treasurer from time to time by the National Congress, and the NEC, Special National Congress or National Working Committee.

19. Meetings of the NEC

19.1. The NEC must meet at least twice a year on dates fixed by the General Secretary in consultation with the President.

19.2. The General Secretary must, in consultation with President, draw up an agenda for such meetings and give all the members of the NEC not less than Fourteen days before such meeting. However, no meeting of NEC is invalid only because of the non-receipt of such notice and agenda by any member of the NEC.

19.3. The quorum for meetings of the NEC is at least three office bearers, plus fifty percent plus one of additional members.

19.4. In the event of a meeting of the NEC not forming a quorum two hours after the time for its commencement, the meeting stands adjourned and may be reconvened not earlier than seven days and not later than ten days thereafter.

19.5. At such adjourned meeting members of the NEC present constitute a quorum and all decisions are binding.

19.6. The annual report and audited financial statements must be placed in the agenda for consideration and approval at the next NEC meeting of each year.

19.7. The NEC may call a special meeting if such need arises, not less than seven days notice of such a special meeting must be given to the members of the NEC. At such meeting, only those issues which occasioned the necessity of such a special meeting may be discussed.

19.8. All resolutions before the NEC are decided upon a motion duly seconded by two-thirds majority of votes by show of hands unless such meeting decides on a secret ballot. In an event of there being less than a two-thirds majority in favour of the motion, that motion lapses.

20. National Working Committee

20.1. Composition

20.1.1. The National Working Committee consists of the President, First Deputy President, Second Deputy President, Treasurer, General Secretary, Deputy General Secretary and such employees of the Association as are determined by the NEC.

20.1.2. The National Working Committee does not have the power to make or amend any policy of the Association, but can make recommendations that can be ratified by the National Congress.

20.1.3 The NWC is responsible to attend to complex issues that fall outside the day to day routine management of the NEC.

20.1.4. The General Secretary in consultation with the President must prepare an agenda as required in this Constitution;

20.1.5. Must consider correspondence received and refer them appropriately to their respective departments.

20.1.6. Must assist the office-bearers in the exercise of their duties by facilitating continual on the job training.

20.1.7. Must deal with such other matters as are specifically delegated to it by the NEC in a manner consistent with decisions of the National Congress, the Special National Congress and the NEC. All decisions of the National Working Committee are subject to confirmation by the NEC.

21. Meetings of the Nation Working Committee

21.1. The National Working Committee must meet at least once between meetings of the NEC and these meetings must be convened by the General Secretary in consultation with the President.

21.2. The General Secretary must give at least seven days notice of a National Working Committee meeting except in the case of an urgent meeting where two days notice must be given. Every notice of a meeting must have attached agenda. The minutes of all meetings of the National Working Committee must be submitted to the NEC.

21.3 The quorum for a meeting of the National Working Committee is at least three National Office Bearers and 50% plus one of the employees of the Association as determined by the NEC.

22. Other Committees

22.1. The NEC may establish an ad-hoc committee to assist it in the performance of its functions and must determine:

22.2. The membership of the committee; its functions and its terms of reference.

22.3. The said ad-hoc committee meetings will be chaired by a member of the NEC and the establishment of the ad-hoc committee is not restricted to the members of the NEC. Nevertheless, the entire NEC is collectively and individually responsible for the decisions of the ad-hoc committee.

23. Special National Congress

23.1. Composition

The Special National Congress will be composed of the following structures.

23.1.2. All members of the NEC; all members of the PEC, all members of the REC and all members of the BEC.

23.1.3 The number of delegates from each province will be determined by the National Congress

24. Powers and duties of the Special National Congress

24.1 The Special National Congress has the following powers and duties.

24.2 To receive and consider the General Secretary's reports;

24.3 To review progress on the implementation of the decisions of the National Congress.

24.4 To attend to appeals made of membership that has been refused by the NEC.

25. Meetings of the SNC.

25.1 Meetings of the Special National Congress must be convened at least once between meetings of the National Congress, or more frequently if it is considered necessary by the NEC, on fourteen days written notice to members with agenda attached.

26. Quorum for meetings of the Special National Congress.

26.1 At least fifty percent plus one of the delegates from each structure entitled to attend must be present.

27. Establishment of Provincial Conference of the Association.

27.1 The Provincial Office Bearers, the Regional Office Bearers and the Branch Office Bearers are the custodians of the Provincial Conference. The POBs are expected to initiate and be supported by the Region and Branch leadership

28. Composition of the Provincial Conference

28.1. The POB, the ROB and the BOB must determine the number of delegates that each Region and each Branch is entitled to, which must include a minimum number per Branch and additional delegates proportional to the number of members in a Branch.

28.2. The National Office Bearers will attend the Provincial Conference as ex-officio but will be provided with a platform to address the delegates on pertinent issues of the organization; including the strategic direction the Association has to take.

28.3. The NOB's are further expected to assist the POB's to respond to questions posed by the delegates.

29. Powers and duties of the Provincial Conference.

29.1 A Provincial Conference has such powers and duties as may be assigned to it by the NEC but includes the following powers;

29.2 To implement and give effect to the decisions of the National Congress, the Special National Congress and the NEC;

29.3 To examine provincial problems and to co-ordinate activities and ways of overcoming such problems;

29.4. To facilitate and encourage co-operation of members in the province in regard to education and other matters affecting the schools, learners and the community at large.

29.5. To consider reports of the activities of member and Branches within the province;

29.6. To elect a provincial Chairperson, Deputy Chairperson, Provincial Secretary, Deputy Secretary, Treasurer and three additional members;

29.7. To establish and demarcate such Branches as are necessary to facilitate the work of the Association.

29.8. Despite anything to the contrary in this Constitution, the Provincial structure is a subordinate body to the NEC and its decisions may be confirmed, amended or reversed by the NEC which also has the right to limit any one or more of the aforementioned powers and duties of the Provincial structure by resolution.

30. Powers and duties of provincial office-bearers

30.1. The powers and duties of provincial office-bearers are as determined by the NEC.

30.2. To serve as a strong link between the Regions within its jurisdiction and the National Office Bearers.

30.3. To immediately attend to issues of both the Regions and Branches as soon as such are brought to their attention and if the POB's are not able to resolve the issue, defer the matter immediately to the NEC. However the case may be, all protocols must be observed and followed to the latter.

31. Meetings of the PC.

31.1 The Provincial Conference must meet at least once every three years on thirty days written notice to all the members in the province. The notice must state the agenda for the Provincial conference as well as its venue, date and time.

32. The quorum for meetings of the Provincial Conference is:

32.1. At least fifty percent plus one of the delegates entitled to attend;

32.2. At least fifty percent plus one of the Branches, but each such Branch must be represented by at least half of its delegates.

32.3. In the absence of the quorum, the Provincial Conference must be postponed to another date within 30 days and in that reconvened Conference, delegates present at the starting time of the Conference will constitute a quorum and all decisions taken are binding.

33. Special Provincial Congress

33.1 Composition of the SPC.

33.1.1 All members of the PEC, REC and all members of the BEC.

33.1.2. The number of delegates from each branch will be determined by the Provincial Conference.

34. Powers and duties of the SPC

34.1 The Special Provincial Congress has the following powers and duties:

34.2 To receive and consider the Provincial General Secretary's reports;

34.3 To review progress on the implementation of the decisions of the Provincial Conference.

35. Meetings

35.1. Meetings of the Special Provincial Congress must be convened at least once each year, or more frequently if it is considered necessary by the PEC, on fourteen days written notice to members and branches with the agenda attached.

36. Quorum for meetings of the Special Provincial Congress is:

36.1. At least fifty percent plus one of the delegates entitled to attend;

36.2 At least fifty percent plus one of the Branches but each such Branch must be represented by at least half of its delegates.

37. Provincial Executive Committee

37.1. Composition

37.1.1. The PEC consists of the Provincial Chairperson Deputy-Chairperson, Secretary, Deputy-Secretary, Treasurer and three additional members.

37.2. Powers and duties of the PEC are:

37.2.1. To manage the affairs of the Association between Provincial Congresses;

37.2.2. To consider any matter submitted by a member, a Branch or Region;

37.2.3. To endeavour to settle disputes inside the Association within its jurisdiction and;

37.2.4. To carry out all resolutions, instructions or requests of the Provincial Congress, the Special Provincial Congress, NEC and the Nation Congress. In the event of a conflict between any such resolution, instruction or request, the PEC is bound by the decision of the NEC subject to confirmation by the National Congress.

37.3. Meetings of the PEC

37.3.1. The PEC must be convened by the Provincial Secretary in consultation with the Provincial Chairperson at least once a year.

37.3.2. Notice of all PEC meetings together with agendas, minutes of the previous meeting and other relevant documentation must be circulated by the provincial Secretary to all members of the PEC at least fourteen days before the meeting is due to take place.

37.3.3. The provincial Secretary must give all members at least fourteen days notice as to the change of date of an ordinary PEC meeting and must give at least forty-eight hours notice of any special meeting of the PEC together with a written agenda specifying the issues requiring such meetings and any other relevant documentation.

37.3.4. Only such business as occasioned by the calling of a special meeting of the PEC may be discussed at such meetings.

37.3.5. The quorum of the PEC meetings consists of at least three provincial office bearers and fifty percent plus one of additional members present who are entitled to attend the PEC.

37.3.6. If there is no quorum within one hour of the time stipulated for the meeting, the meeting stands adjourned for seven days and at the adjourned meeting, members present at the scheduled time of the meeting constitute a quorum. Nevertheless, the Provincial Secretary must issue notices to all eligible members 48 hours before the meeting date.

37.3.7. To carry out all resolutions, instructions or requests of the Provincial Congress, the Special Provincial Congress, the NEC and the Nation Congress. In the event of a conflict between any such resolution, instruction or request, the PEC is bound by the decision of the NEC subject to confirmation by the National Congress.

38. Regional Structures

38.1. Regions may be established in any area and be demarcated by the PEC in consultation with the NEC, provided that there shall be no less than two and not more than eight Regions in a Province.

38.2. Regional General Meeting

38.2.1. The Regional General Meeting shall consist of the Regional Office Bearers ("ROB's"), Branch Executive Committees and one Branch delegate per 100 paid-up members or part thereof.

38.2.2. The Regional General Meeting shall have such powers and duties as may be assigned to it by National and provincial structures and shall include:

- (a) The election of ROB's, namely the Chairperson, Deputy Chairperson, Secretary, Deputy Secretary, Treasurer and Portfolio Convenors as determined by the National Congress.
- (b) The adoption of a detailed report of the Region's activities and audited financial statements for the period under review.
- (c) To implement any decision of the Regional Executive Committee or a General Meeting of a Branch within the Region as long as the decision is aligned to the objectives of the Association and has been ratified by the PEC.

38.2.3. The Regional General Meeting shall meet at least once every year and shall be convened by the Regional Executive Committee on written notice to all branches. The purpose of the RGM is to update members on the ground of the strategic direction the Association has taken through the upper structures.

39. Regional Executive Committee ("REC")

39.1. Composition of the REC.

39.1.1 The REC shall consist of the Regional Office Bearers and all Branches' Office Bearers within a Region.

39.1.2 The REC shall meet at least once every three months and its meetings shall take place on dates and at times fixed by the Regional Secretary in consultation with the Chairperson; or at the request of branches.

40. Quorum of the REC

40.1. Fifty percent plus one of all Branches' delegates present who is entitled to attend shall constitute a quorum. If there is no quorum within the starting time of the meeting, the meeting stands adjourned to an agreed date, time and place within 14 days.

40.2 A written notice of the adjourned meeting must be given to all members of the REC within 48 hours before the agreed date of the meeting.

41. Powers and functions of the REC:

41.1. The management of the affairs of the Region.

41.2. The supervision and co-ordination of Branches in the Region.

41.3. The implementation of programmes and decisions of the association in the Region.

41.4. To deal with reports from Branches and issues raised by members from meetings in various branches

41.5. The submission of reports and resolutions of all matters dealt with at its meetings to the Provincial structure.

42. Regional Office Bearers

The duties of the Regional Office Bearers shall be:

42.1 Chairperson

42.1.1. The Chairperson shall preside at all meetings of the Region at which she or he is present, enforce observance of the Constitution, sign minutes of meetings after confirmation thereof, represent the Region on the Provincial Executive Committee ("PEC"), Special Provincial Congress (SPC), Special National Congress ("SNC") and National Congress (NC) meetings and perform such other duties imposed by decisions of the association.

42.2 Deputy Chairperson

42.2.1 The Deputy Chairperson shall perform such functions of the Chairperson as the Chairperson may be either temporarily or permanently unable to perform any of his/her duties imposed by Provincial Executive Council or any other upper structure of the association.

42.3 Secretary

42.3.1 The Secretary shall, in consultation with the Chairperson; issue notices convening meetings of the Region, conduct all association's correspondence, keep originals of letters received and copies of those dispatched and at each meeting of the REC table the correspondences from the last meeting of the Committee. She or he shall further attend all meetings of the Region, record the minutes, and perform such duties imposed by decisions of the association. The Secretary shall in conjunction with the Treasurer ensure that a proper set of books of account are kept to be made available for auditing purposes and submit quarterly financial statements to meetings of the REC.

42.4 Deputy Secretary

42.4.1 The Deputy Secretary shall assist the Secretary in the execution of her or his duties and perform such other duties imposed by decisions of the association.

42.5 Treasurer

42.5.1. The Treasurer shall be in charge of all monies and assets of the Region; sign all cheques drawn on behalf of the Region, create official receipts for all monies received to be issued and perform such other duties imposed by decisions of the association. In conjunction with the Secretary, the Treasurer shall ensure that a proper set of books of account are kept to be made available for auditing purposes and submit quarterly financial statements to meetings of the REC.

42.6. Portfolio Convenor

42.6.1. Portfolios within the association shall be determined by the National Congress and the duties of the Convenors shall also be determined and listed by the National Executive Committee (NEC).

43. Branches Demarcation

43.1. The REC may demarcate its province in branches of the association.

44. Branch meetings

44.1. Each branch must hold a general meeting at least once a month to plan around the activities that the branch must undertake.

45. Powers of the Branch.

45.1. A branch is able to elect the Branch Executive Committee (BEC) consisting of a branch chairperson, deputy chairperson, secretary, deputy secretary, treasurer and three additional members provided a quorum of 50 percent plus one of the members of that particular branch are present in that elective meeting.

45.2 The election of the Branch Executive Committee could be elected by a show of hand or by a secret ballot. The decision of the method to be used must be agreed upon in that meeting and should be captured on record for future reference.

45.3. The outgoing leadership are obligated to handover the files and reports to the newly elected leaders within 14 days after the election. This clause will not apply on inaugural election and should be observed and applied by all the structures of the Association.

46. Duties of Branch Executive Committee

46.1. The BEC must encourage and assist in the establishment of school governing bodies and representative councils of learners in schools within its area of operation.

46.2. Build the capacity of the school governing bodies by implementing intensive courses and constant training on leadership skills with the intention of improving the quality of public schooling.

46.3. Attempt to resolve educational problems experienced within its area of jurisdiction in consultation with interested parties, such as parents, learners, educators and non-educator staff members and to implement the decision of the REC and the Regional General Meeting.

46.4. To observe and adhere to the general standing orders, rules and procedures of the Association in meetings and purpose.

46.5. The Branch chairperson shall preside on all meetings of the branch and in his/her absence, the deputy chairperson shall assume the responsibilities and in the absence of both, the meeting must elect someone as the interim chairperson for the purpose of that meeting. The latter principle of the above clause applies to all the meetings of the structures of the Association.

46.6. Business must proceed in accordance with the agenda unless otherwise decided by the meeting.

46.7. Except where there are no disputes, all matters of concern must be decided on motion duly seconded by a majority of votes either by show of hands or if the meeting decides otherwise, on a secret ballot.

46.8. In the event of equal votes on any dispute, the chairperson has a second or deciding vote to settle the dispute and the decision or outcome is final and binding.

46.9. A ruling given by the chairperson is final, but it is in order to move and second a motion to over-rule or rescind a ruling from the chairperson, provided that the majority of members or delegates present are sufficient to carry such motion.

46.10. Any member or delegate who refuses to obey the chairperson's ruling for no apparent reason will be suspended immediately from the meeting for misconduct and subsequently be subjected to the Disciplinary Policy and Procedure not later than 14 days after the incident. The disciplinary procedure will be preceded by investigations.

46.11. At all meetings at which more than fifty members or delegates are present, votes must be counted by scrutiners who are appointed by the meeting and who must record the votes and report to the Chairperson..

47. Financial Matters

47.1. All affiliation fees and subscriptions whether paid annually or monthly must be deposited or electronically transferred into a bank account in the name of the association within three days of receipt.

47.2. One or more bank accounts shall be operated by the association with such approved financial institutions as the National Executive Committee may from time to time decide upon and all such accounts shall be in the name of the 'Universal Association of School Governing Bodies'

47.3 The National Executive Committee shall from time to time direct that monies not required for immediate use be invested with approved financial institutions.

47.4. The signatories to the National Accounts shall be the President, Treasurer, General Secretary and two members of the National Executive Committee appointed for that purpose by the National Executive Committee, any three of whom shall jointly sign cheques. The signatories to the other accounts of the Union shall be decided upon by the National Executive Committee who may delegate such power to the Provincial, Regional and Branch Executive committees of the Association. All payments shall be made in accordance with the financial policy which will be adopted by the NEC from time to time in line with the constitution.

47.5. In the event of any one or more signatories being unable or more signatories being unable or unwilling to be a signatory to such cheques, the National Executive Committee may appoint such other signatories as it deems suitable.

47.6. Monthly allocations to Provinces, Regions and Branches shall be made on the account . authorisation of three signatories and the National Congress shall determine the proportional basis according to which allocations are to be made. The National Executive Committee shall decide on any appropriate measures to be taken in the event of failure by a Province, Region or Branch to account for funds allocated.

47.7. In the case of the NEC not being able to account for the use of funds, the PEC may call for a Special National Congress to deal with the mishap. This is the only time in this constitution where the PEC has authority to call a Special National Congress.

47.8. The Treasurer shall submit to the National Executive Committee at each ordinary meeting a detailed report on financial affairs of the association.

47.9. The books of the association shall be audited at least once a year by certified auditors approved by the National Executive Committee.

47.10. The financial year of the association shall commence on 1 January and end on 31 December of each year.

47.11. All funds of the association shall be managed according to the financial Policy stipulated in the Finance Manual and determined by the National Executive Committee from time to time.

47.12. True copies of the consolidated audited accounts of the association together with the auditors' report shall be made available to all members of the association at all offices of the Association.

47.13. No Profits or gains of the association will be distributed to any person and the funds of the association shall be utilised solely for the attainment of the objectives for which the association was established.

48. Indemnification of Officials, Office Bearers and Committee Members.

48.1. The Officials, Office Bearers and Committee members of the association, provided that they have not acted in a manner which would constitute misconduct, shall be indemnified by the association against all proceedings, costs and expenses incurred by reason of the performance of their duties on behalf of the association and their liability shall be limited to the amount of their subscription outstanding or other monies due to the association at any time.

49. Amendments of the Constitution.

49.1. The Constitution may only be amended by way of a resolution to amend, taken at a National Congress at which 75 percent of the votes cast their support in favour of the amendment.

49.2. The notice convening a National Congress at which a motion to amend this Constitution is put forward must set forth fully the amendment or amendments to be proposed at such National Congress, but the provisions of this clause may be waived by a resolution at such National Congress at which 75 percent of the votes cast are not in support of the amendment.

50. Dissolution

50.1. The Association may be dissolved by resolution of the National Congress in which a majority of at least 75 percent have voted in favour of the dissolution or closing down.

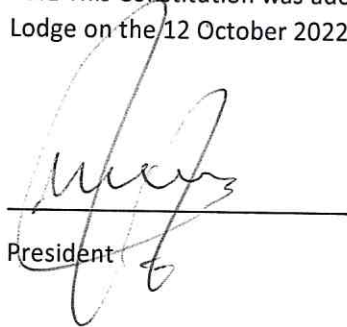
50.2 In the event of the resolution being adopted as provided for by the National Congress, the remaining members of the National Executive Committee shall appoint a liquidator to wind up the affairs of the Association. The liquidator shall not be a member of the association.

50.3 The liquidator shall take the necessary steps to liquidate the debts of the association from its unexpended funds and any other monies realised from any assets of the association. The liquidator's fees and expenses shall rank in order of preference as though the expenses were the cost of a sequestration of an insolvent estate.

50.4. After payment of all debts, the remaining fund if any; shall be transferred to another non-profit, tax-exempted organisation(s) with objectives similar to that of Universal Association of School Governing Bodies as the National Congress may decide.

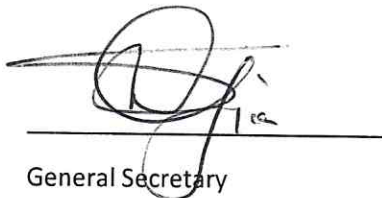
51. Adoption of the Constitution.

51.1 This Constitution was adopted and signed in a Special National Congress held at Hoffenheim Lodge on the 12 October 2022.



President

12 October 2022
Date



General Secretary

12 October 2022
Date