

IACESA



INTERNATIONAL ASSOCIATION FOR COGNITIVE EDUCATION IN SOUTHERN AFRICA

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IACESA CONSTITUTION, FEBRUARY 2015

1. NAME AND DESCRIPTION

1.1 Name

The name of the association hereby constituted is: International Association for Cognitive Education in Southern Africa, also known as IACESA, and hereinafter referred to as the Association.

1.2 Existence and scope

The Association shall exist in its own right, separately from its members, and shall continue to exist even when the membership changes and there are different office bearers. The Association may own property and other possessions and may sue and be sued in its own name.

1.3 Interpretation of terms

In the interpretation of the Constitution, the words listed hereunder shall have the meanings set out below.

IACESA	International Association for Cognitive Education in Southern Africa
Member	A duly elected member of the Association.
Board	The Board of the Association, as elected at an Annual General Meeting held once every two years
Exco	The Executive Committee of the Board of the Association
In writing	Written, printed or electronically transmitted
Words importing the feminine gender shall include the masculine gender	
Words importing the singular shall include the plural and vice-versa	

1.3.1 Limitations

The Association shall be not for profit, shall be non-partisan, and shall be non-sectarian in its purposes and activities, and shall seek to promote cognitive approaches generically in research, education, training and other applications, without preference for any specific theoretical system or programme.

2. MISSION AND VISION

2.1. Mission

IACESA's mission is to influence education, thinking and learning of individuals at all levels, ages and stages of development. In order to achieve this, IACESA:

- disseminates reliable and theoretically sound (researched based) information to schools, teachers, other professionals, parents and the general public about existing international and local initiatives which have been shown to improve the quality of thinking and learning;
- encourages and supports the creation, implementation and systematic research of new, uniquely, South African and contextually relevant approaches (and processes) for the enhancement of thinking and learning;
- promotes research that investigates the effectiveness of both international and local initiatives to improve the quality of thinking and learning and disseminates the research findings;
- provides consultation required by schools, teachers, other professionals and the general public to advance cognitive education and enable individuals to skillfully and mindfully apply cognitive tools when confronted with problems and challenges in their respective contexts;
- supports the continuing professional development of teachers and other professionals in the field of cognitive education; and
- Promotes networking and the exchange of ideas about how to enhance thinking and learning, both within and as an adjunct to, the National Curriculum.

2.2. Vision

IACESA's vision is to make an influential contribution to the development and support of a diverse Southern African community of successful and responsible thinkers.

Successful and responsible thinkers learn independently, have the 'kind of minds' and abilities that enable them to design their own future, flourish in ever-changing circumstances and make creative contributions to the quality and democratic functioning of their contexts.

IACESA's vision and mission will be achieved inter alia by:

- Close collaboration with the Cognitive Education Research Group at North West University
- Cog-Ed Seminars
- News Updates
- Conferences
- IACESA website
- Publications (articles, books, pamphlets, etc)
- Support for regional interest groups
- Networking and collaboration with relevant institutions or organizations (e.g. with other academic institutions involved with research and teaching of cognitive education)

3. INCOME AND PROPERTY

3.1 Records

The Association will keep records of all income and property.

3.2 Disposal of assets

The Association will give money or property to members or office bearers only in return for work carried out for the Association for a reasonable fee, as agreed by the Board.

3.3 Rights over assets

Members or office bearers do not have rights over the possessions of the Association.

4. MEMBERSHIP

4.1 Prospective members

Prospective members must apply for membership on the membership form, which appears on the website. The Board has the right to refuse membership to individuals or groups.

4.2 Classes of membership

4.2.1 Ordinary member

An ordinary member is an individual in good standing and who is fully paid up with full voting rights.

4.2.2 Student member

A student member is an individual who is studying full-time. A student member will pay a reduced membership fee and has no voting rights.

4.2.3 Group member

An educational institution (or educational franchise) may sign up as a group member. This will allow an institution (or educational franchise) to nominate five members (by name) with full membership status for a reduced fee as indicated on the membership form.

4.2.4 Corporate member

A corporate member is a company, institution or group of individuals (numbering more than five) who supports the objectives of the Association and would like to contribute financially to IACESA to further its work. Corporate members may nominate five members who shall have the full rights of ordinary members.

4.2.5 Honorary member

On recommendation of the Board, and approved at an Annual General Meeting, the Association may bestow honorary membership on a person in recognition of his or her contribution to the Association and to cognitive education in Southern Africa. An honorary member shall have the full rights of an ordinary member but will not be required to pay any subscription or levy.

4.2.6 Patron member

A patron member is a person who, in view of his or her active support of IACESA and cognitive education in Southern Africa, may be installed on recommendation of the Board and approval by majority vote at an AGM or by postal ballot of members eligible to vote. A patron member has all the rights of an ordinary member.

4.3 Severance of membership

Membership shall be terminated for non-payment of dues after a three month-period of grace.

A member may be refused continued membership of the Association for conduct that is, in the opinion of the Board, directly contrary to the objectives of the Association. Members have the right to appeal in writing against the Board's decision.

4.4 Rights of members

Members exercise their rights to determine the policy of the Association by voting (in person or by other means as specified in the Constitution) on matters concerning the Association at the Annual General Meeting held every two years, at any duly constituted special meeting of the membership, or by postal vote.

5. MANAGEMENT OF THE ASSOCIATION

5.1 Members of the Board

The Board shall consist of the following:

5.1.1 President

5.1.2 President Elect

5.1.3 Immediate Past President

5.1.4 Secretary

5.1.5 Treasurer

5.1.6 Editor

5.1.7 Four (or more) additional members, two of whom may be co-opted to be more representative of the communities IACESA aims to serve.

5.2 Election of and removal from the Board

5.2.1 Board members serve a two-year term of office and may stand for re-election in their incumbent position for one further consecutive term or at discretion of the Board.

5.2.2 The term of office of new Board members starts at the end of the general meeting held at the conference once every two years.

5.2.3 Board members are elected by members by postal ballot, the result of which is announced at the general meeting.

5.2.4 Nomination forms are sent out by the Secretariat two months in advance of the general meeting and again three weeks before the general meeting.

5.2.5 Nominations, signed by the proposer, seconder and candidate, must be returned to the Secretariat one week before the general meeting.

5.2.6 Postal ballots are mailed two months before the general meeting with a closing date of two weeks before the aforesaid meeting.

5.2.7 A simple majority will constitute the results of the election.

5.2.8 Unless by special permission of the Board, a member of the Board who does not attend at least one Board meeting per year will be deemed no longer a member of the Board and will be advised of this in writing. This applies to all board members that reside in the province where meetings, for the term of the President, are being conducted. Board members in other provinces can take part in meetings by electronic means before or during the meetings.

5.2.9 If an Honorary Conference Convener is appointed by the Board this person shall attend to and lead all matters pertaining to the conference until these are finalised.

5.3 Executive Committee (Exco)

5.3.1 Members

The president, president elect, immediate past president, secretary and treasurer will constitute the Executive Committee.

5.3.2 Duties

The duties of the Executive Committee are to deal with matters allocated to it by the Board, to manage the day-to-day activities of the Association and to deal with matters that cannot be held over until the next meeting of the Board. All actions by Exco must be minuted and circulated within 14 days to all members of the Board, and ratified at the next Board meeting.

5.3.3 Quorum

A quorum of Exco shall consist of three members.

5.4 Subcommittees

Subcommittees, which must consist of at least three members, may be appointed by the Board to investigate specific issues, but must report back regularly to the Executive Committee and the Board and may not commit the Association to action without the approval of the Board.

5.5 Meetings of the Board and Exco

5.5.1 The Board shall meet at least twice annually. Meetings may be by electronic means.

5.5.2 A quorum of the Board shall consist of half of the members plus one. Any decisions taken at an inquorate Board meeting must be ratified at a subsequent quorate Board meeting.

5.5.3 Notice of Board meetings shall be received by all Board members at least four weeks in advance. Agendas shall be received at least one to two weeks in advance of any meeting.

5.5.4 Exco shall meet as often as required to carry out its duties. Meetings may be by electronic means.

5.5.5 Notice of Exco meetings and agendas shall be received at least one week in advance.

5.5.6 Minutes of the meetings of the Board and Exco shall be kept and circulated within two weeks of the meeting in the case of Board meetings and one week (and not longer than 2 weeks) in the case of Exco meetings.

5.5.7 All members of the Association shall have access to the minutes referred to in 5.5.6 on request.

5.5.8 Decisions of the Board at a quorate meeting are binding on all members.

5.5.9 When necessary, the Board will vote on issues. When votes are equal, the president has a second or deciding vote.

5.5.10 The president shall chair meetings of the Board. In her absence, the Immediate Past President shall chair. If neither is available, members shall select a chairperson from those present.

5.6 Secretary

5.6.1 The Board will appoint an administrative secretary/administrative assistant and determine her remuneration. The period of appointment will be for two years or as from time to time determined by the Board.

5.6.2 The duties of the secretary may include but are not limited to:

- Maintenance of a member database
- Maintenance of meeting records
- All administrative duties associated with the day to day running of IACESA
- Arrangement of Board and other meetings and associated administrative matters (as instructed by the IACESA Board)
- Submission of a monthly statement of expenses (postage, stationery, telephone, etc)

5.6.2 The secretary shall be remunerated according to the hours worked at a fee that is reasonable in the sector and in relation to the service rendered, which will be determined by the IACESA Board.

6. POWERS OF THE ASSOCIATION

6.1 Powers of the Board

The Board may take on the power and authority that it believes necessary to achieve the objectives stated in Section 2.

6.1.1 The Board has the power and authority, in order to achieve the objectives of the Association, to raise funds or to invite and receive contributions in any lawful manner.

6.1.2 The Board may decide on membership fees.

6.1.3 The Board may buy, hire or exchange in relation to any property it deems necessary to achieve the objectives of the Association.

6.1.4 The Board has the right to decide on appropriate procedures for the management of the Association.

6.2 Powers and responsibilities of office bearers

President	Co-ordinates the work of the Association
President Elect	Co-ordinates the work of the Association and stands in for President when necessary

Immediate Past President	Stands in for President when necessary
Secretary	Takes responsibility for minutes at Board meetings, annual general meetings and special meetings
Treasurer	Takes responsibility for the day to day financial running of the Association and makes recommendations to the Board re membership fees
The following portfolios may be assigned at the discretion of the Board	
Conference Convener	Takes responsibility (with the help of a conference committee) for the organization of the biannual conference of the Association (including a detailed budget) and pre or post conference workshops associated with the conference.
Editor	Takes responsibility for any occasional publications of the Association and for the Association's Newsletter (including a detailed budget for each edition, if required), which shall appear at least twice per annum, or more often at the discretion of the Board. May be requested to edit board meeting minutes.
Website Manager	Takes responsibility to liaise with a website consultant, if needed, and updates the IACESA website as requested by the Board. Ensures that the monthly fee to host the website is paid.
Cog Ed Seminar Co-ordinator/s (in different provinces as needed)	Takes responsibility for co-ordinating and organising regular seminars to disseminate sound information to schools, teachers, other professionals, parents and the general public about cognitive education to improve the quality of thinking and learning.

8 ANNUAL GENERAL MEETING AND SPECIAL MEETINGS

8.1 An (Annual) general meeting will be held every second year, to coincide with the Association's conference once every second year.

8.2 A quorum at an (Annual) General Meeting will consist of 50% of the membership (at the end of the previous year) plus one. Decisions taken at an inquorate general meeting must be ratified either by mail ballot or at a subsequent properly constituted general meeting.

8.3 The following business will be dealt with, and minuted, at the General Meeting:

Agreement regarding Agenda

Record of those present

Confirmation of minutes of previous AGM

President's report

Treasurer's report

Changes to the constitution (if requested)

Report on the election of new office bearers

General

Items raised by the outgoing Board for discussion by the membership

Items submitted by members in writing to the secretary of the outgoing Board at least two days in advance of the general meeting.

8.3 Special meetings of the Association

8.3.1 A special meeting may be called by the President or any four members of the Board, or at the written request of any 20 members of the Association.

8.3.2 Members must be given no less than 30 days notice of the date and agenda of a special meeting.

8.3.3 A quorum at a special meeting is 25% of the membership plus one.

9 FINANCE

9.1 An accounting officer shall be appointed at the annual general meeting. Her/his duty is to produce financial statements for all Board meetings.

9.2 The treasurer will be responsible for managing the finances and financial records of the Association, keep financial records and arrange for all funds to be in a bank account in the name of the Association.

9.3 The treasurer and at least one of three other designated Board members (including the President) must sign any document that authorizes the withdrawal or transfer of funds from any account belonging to the Association. The treasurer is authorized by the Board to perform financial transactions via Internet Banking as discussed and approved at Board meetings.

9.4 The financial year of the Association ends on the last day of February each year.

9.5 The Association's accounting records (in good order) will be handed to the Director of Non-profit Organisations within six months of the end of the Association's financial year (if required).

9.6 Any funds that the Association wishes to invest shall be invested only with registered financial institutions as listed in Section I of the Financial Institutions (Investment of Funds) Act. 1984.

10 CHANGES TO THE CONSTITUTION

10.1 The Constitution may be amended by a resolution passed by not less than two thirds of those voting at an annual general meeting or a special general meeting.

10.2 Mail or electronic ballot procedures may be employed for those who are unable to attend such meetings, provided that a written notice of the proposed changes and ballot forms are sent out 15 days in advance of the meeting and returned by the date of the said meeting.

10.3 No amendments may be made which would have the effect of making the Association cease to exist.

11. DISSOLUTION/WINDING UP

The Association may close down if at least two thirds of the membership voting (either in person or by postal or electronic means) either at a meeting convened for the purpose of considering dissolution are in favour of closure.

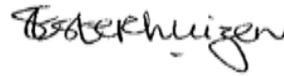
Any property or money remaining to the Association after payment of all debts shall be donated to a non-profit organisation with similar objectives.

12. ADOPTION OF THE CONSTITUTION

This Constitution was approved and accepted by members of IACESA at a special general meeting held on 20/2/2015 /by postal ballot completed on 19/2/2015.

President

Secretary

A handwritten signature in black ink, appearing to read 'A. ...' with a stylized flourish.A handwritten signature in black ink, appearing to read 'B. ...huizen'.