

***The South African Society of Music Teachers***  
***Registered as a Non-Profit Company (NPC) according to the New***  
***Companies Act No 71 of 2008 as it became effective on 1 May 2011***



**CONSTITUTION**

**REGISTRATION NUMBER: 1932/004247/08**

## Contents

	Pg
<i>The South African Society of Music Teachers</i>	1
Contents	2
Name	3
Main Business: Vision, Mission, Aims	4
Main Tasks	4
Constitution:	5
1. Definitions	5
2. Legal Status	6
3. Membership	7
4. Governance of the Society <ul style="list-style-type: none"> <li>a. The SASMT is governed by: <ul style="list-style-type: none"> <li>i. Directors</li> <li>ii. Council</li> <li>iii. Executive Committee</li> <li>iv. Standing committee</li> </ul> </li> <li>b. Council: <ul style="list-style-type: none"> <li>i. Composition</li> <li>ii. Retirement of Council members</li> <li>iii. General Powers of Council</li> <li>iv. Meetings of Council</li> </ul> </li> </ul>	8
5. General Meetings: <ul style="list-style-type: none"> <li>a. Annual General Meeting</li> <li>b. Extraordinary General Meeting</li> </ul>	9
6. Committees: <ul style="list-style-type: none"> <li>a. Executive Committee</li> <li>b. Standing Committee</li> <li>c. Meetings</li> </ul>	10
7. Executive Officer	10
8. Subscriptions	10
9. Ordinary Centres	10
10. Institutional Centres	10
11. Amendment	10
12. Dissolution	11

**NAME:**

1. The name of the Company is:

***The South African Society of Music Teachers / Die Suid-Afrikaanse Vereniging  
van Musiekonderwysers***

(Non-Profit Company - NPC)

2. The shortened form of the name of the Company is:

***SASMT / SAVMO***

## **MAIN BUSINESS**

### **Vision**

- To abide with the Constitutional values of non-racism, non-sexism, non-discrimination and promotion of human rights.
- To bring Music Education and our rich and varied culture to as many people as possible throughout all areas of Southern Africa.

### **Mission**

- The functions and aims of the Society are to work for the good of music in any way concerning the music teaching profession in Southern Africa.

### **Aims**

- The unification of the music teaching profession.
- Furtherance of the interests of the profession collectively and individually.
- The maintaining of a high standard of professional competence and dignity.

## **MAIN TASKS**

1. To administer and manage the affairs of *The South African Society of Music Teachers*<sup>1</sup>.
2. To create a forum for music teachers in Southern Africa and liaise with local and international education authorities and institutions.
3. To facilitate Music Festivals and Eisteddfodau throughout Southern Africa.
4. To keep abreast of international research and development through Group membership of organisations such as *The International Society of Music Education (ISME)* and *The Pan African Society of Arts Education (PASMAE)*.
5. To publish and distribute an annual Magazine *The South African Music Teacher/Die Suid-Afrikaanse Musiekonderwyser*.
6. To administer Bursary Funds bequeathed to the *SASMT/SAVMO* for promising and needy music students.
7. To keep and maintain databases of music teachers who are members of the *SASMT* and voluntarily submit their personal particulars.
8. To enhance public awareness of the benefits of music teaching and learning in Southern Africa.
9. To facilitate the development of music teachers through Conferences and Workshops.
10. To liaise with Education authorities and institutions regarding the interests of music education role players.
11. To undertake all such other tasks necessary to promote the aims of the *SASMT*.

---

<sup>1</sup> Hereafter, 'Society' refers to *The South African Society of Music Teachers/ Die Suid-Afrikaanse Vereniging van Musiekonderwysers (SASMT/SAVMO)*

# Constitution

## 1. Definitions

In this Constitution, unless the context otherwise indicates or requires, expressions have the meanings as defined:

Term	Definition
Communication	Communication includes telephone conferences, Skype, e-mail, normal mail etc.
Council	Council is the Council of the Society.
Executive Officer	National Secretary of the SASMT.
Ex officio member	A person who is not a member of the SASMT but is appointed to perform tasks to the advantage of the Society. Such a member has no voting powers.
Honorary members	Persons, elected by Council in such a capacity.
Independent Member	A professional member, not a member of an Ordinary Centre or an Institutional Centre.
Institutional Centre	A branch of the Society whose members belong to the music teaching staff of a certain institution promoting music education.
Institutional Member	A professional member of the Society and a staff member of an Institutional Centre.
“in writing” or “written”	Includes printing, lithography or other modes of representing words in visible form by means of electronic devices or media.
Life member	A person nominated by a Centre and approved by Council
Member	A person qualifying to be a member.
Ordinary Centre	A branch of the Society located in a town or district.
Professional Member	A person qualifying to be a professional member.
Student Member	A music student at tertiary level approved by Council.
Supporting Member	An individual or corporate person supporting music teaching.
The Society	<i>The South African Society of Music Teachers (SASMT)/Die Suid-Afrikaanse Vereniging van Musiekonderwysers (SAVMO).</i>

## 2. Legal Status

- a. The Society is a non-profit legal persona with an identity and existence distinct from its members or office bearers and continues to exist notwithstanding changes in the composition of its membership or office bearers. It has all the rights and privileges attached to its legal status including the right to sue or be sued, to acquire property and to divest of

such property and to perform tasks necessary for the fulfilment of its tasks. It is represented in any legal proceedings by a person or persons appointed for that purpose by the Executive Committee.

- b. Members or office bearers have no rights in the property or other assets of the Society by virtue of them being members or office bearers. The Society's income and property is not distributable to its members or office bearers except as reasonable compensation for services rendered.
- c. Liability of Members: Members of the Society shall not incur any liability beyond the payment of annual subscriptions and the payments provided by this Constitution.
- d. The activities of the Society are carried on with an altruistic philanthropic intent. At least 3 directors accepting fiduciary responsibility for the Society, who are not connected in relation to each other, control the decision-making powers of the Society.
- e. Any legal proceedings brought in any court of law by an Ordinary Centre is instituted or defended by such Centre and is represented by any person or persons appointed for such purpose by the relevant Centre committee.
- f. A member of the Council and a member of the Society are indemnified by the Society against all costs, loss and expenses which such members may incur or become liable in the execution of his/her office unless such liability is incurred by his/her own wilful act or default.
- g. No donation is 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, provided that a donor (other than a donor which is an appointed public benefit organisation or an institution, board or body which is exempt from tax in terms of section 10 (1)(cA)(i), which has as its sole or principal objective the carrying on of any public benefit activity) may not impose any conditions which could enable such a donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation.

### **3. Membership**

- a. Membership is regulated by Council.
- b. Categories of membership:
  - i. Professional membership:
    - 1. A Person with academic and professional music qualifications and/or relevant practical experience in music teaching and approved by Council.
  - ii. Institutional membership: A professional member of the Society and a staff member of an Institutional Centre.
  - iii. Student membership: A music student at tertiary level, approved by Council.
  - iv. Supporting membership: An individual or corporate person supporting music teaching.
  - v. Life membership: A person nominated by a Centre and approved by Council.
  - vi. Honorary membership: Persons elected by Council in such a capacity.

- c. Cessation of membership: A member whose subscriptions are in arrears may be removed from the membership list, on condition that upon payment of the arrears, subscription may be restored by Council.
- d. Liability of Members:
  - i. Members of the Society shall not incur any liability beyond the payment of annual subscriptions and the payments provided by this Constitution except Life and Honorary Members.
  - ii. A member of the Society is liable for the payment of annual subscription except Life and Honorary members.

#### **4. Governance of the Society**

- a. The SASMT is governed by:
  - i. Directors
  - ii. Council
  - iii. Executive Committee
  - iv. Standing committee
- b. Council:
  - i. Composition:
    1. The President
    2. The President-Elect
    3. The Immediate Past-President
    4. The Regional Vice-Presidents
    5. The Executive Officer
    6. The Editor of the Official Magazine of the Society
    7. The Webmaster or database administrator
    8. The Chairperson of the Standing Committee, if appointed by the Council
    9. Such other persons but not more than 3 co-opted by Council.
  - ii. Retirement of Council members: At the conclusion of an AGM, members of Council retire from office and the newly appointed members assume office, on condition that a retiring member, if duly qualified, is eligible for re-election.
  - iii. General Powers of Council:
    1. To make, to revoke or amend rules and regulations for the conduct of the affairs of the Society and disciplinary action.
    2. To exercise all such powers as stipulated in this Constitution and all such other powers for the management and fulfilment of objectives and tasks of the Society.
    3. To appoint a chairperson of the Standing committee.
    4. To delegate such powers and functions to committees, Centres, or officials on condition that such a delegation is for the duration of the Council's period of office and must conform to the instructions of Council.
    5. Borrowing powers: to raise or borrow money from members or other persons and to raise or secure the repayment of such monies, in particular by the execution of mortgage bonds charged upon all or any part of the property and rights of the Society.
    6. Recompensing of members of Council, officers and Regional Vice-Presidents.

7. To keep books and accounts in conformity of legal requirements.
  8. If a Council member is unable to fulfil the term of office, he or she is replaced by another professional member of the *SASMT*.
  9. Termination of membership: Council may suspend or expel from membership a member deemed by Council to be unfit to be a member of the *SASMT*, on condition that such suspended or expelled member has no claim against the Society for the return of subscription(s) paid; and such suspended or expelled member loses all rights of membership on condition that such suspended or expelled member has a right of appeal to an independent arbiter appointed by mutual consent of Council and such member.
- iv. Meetings of Council:
1. The Council meets for the despatch of business, adjourns or otherwise decided by a majority of its members.
  2. Special meetings: The President or the Executive Officer calls for a special meeting if requested by three or more members of Council.
  3. Quorum: Three (3) members of Council.
  4. Chairperson: The President, on condition that if he/she is unable or declines to do so, the members of Council present elect a chairperson.
  5. Decisions:
    - a. Any majority of votes by members present.
    - b. In case of an equality of votes, the chairperson of the meeting is entitled to a second or casting vote.
    - c. A decision of Council is revoked, altered or added to in a general meeting.
    - d. Validity of decisions by Council and committees: Decisions by Council or a committee are deemed to be valid unless proven to be to the contrary, on condition that such decisions are considered to be valid until rescinded.

## 5. General meetings

### a. Annual General Meeting (AGM)

- i. A general meeting of the Society is held annually.
- ii. Notice of Annual General Meeting: A notice specifying place, date and time of an Annual General Meeting is given to all members.
- iii. **Business:**
  1. to elect/appoint members of Council
  2. to receive and consider reports by the President and other officers
  3. to elect a President-Elect
  4. to elect Vice-Presidents for each region
  5. to appoint an Executive Officer
  6. to appoint the Editor of the *South African Music Teacher*
  7. to appoint the Webmaster or database administrator
  8. to increase or reduce the number of councillors



9. to determine remuneration and honoraria
  10. to transfer and distribute the remaining assets of a dissolved Centre
  11. to appoint auditors and to receive and consider the profit and loss account, the balance sheet and approve a budget
  12. to perform and fulfil any other tasks of the Society.
- iv. Chairperson: The President or, in his/her absence, one of the members of the Council, or in the absence of such Council members, any other elected member.
  - v. Voting:
    1. Decisions are taken by majority of votes by show of hands or ballot.
    2. Each Council member has one vote.
    3. A delegate representing an Ordinary Centre has one vote for every 10 members or part thereof.
    4. An Institutional Centre has one vote for less than 20 members and in case of an institution with 20 or more members, 2 votes.
    5. The chairperson has a casting vote.
    6. Voting by proxy is not allowed.
  - b. **Extraordinary General Meeting (EGM)**
    - i. The Council, on the requisition of a Centre convenes an Extraordinary General Meeting to be held at such date, time and place as the Council determines.
    - ii. The President calls a special meeting to elect members of Council in case of insufficient members present to constitute a quorum of Council.

## 6. Committees

- a. Executive Committee
  - i. To assist the President, an Executive Committee (Exco) is convened at the Post Conference Council Meeting or as soon as possible thereafter to perform all such tasks as the Council instructs or delegates.
- b. Standing Committee
  - i. Council appoints a Standing Committee to advise and support the Executive Officer in the carrying out of his/her duties.
    1. Council appoints a chairperson of Standing Committee who is an ex officio member of Council.
    2. The Executive Officer is a member of the Standing Committee.
- c. **Meetings:** A committee meets and adjourns as a majority of its members thinks fit.
  - i. Chairperson: The President or, in his/her absence, one of the members of the Council, or in the absence of such Council members, any other elected member.
  - ii. If no chairperson is elected, or if at any meeting the chairperson is not present within 15 minutes, the members present elect one of the members to be chairperson.
  - iii. Quorum: The majority of the members present at such meetings.
  - iv. Casting vote of chairperson: in case of equality of votes, the chairperson has a second or casting vote.

**7. Executive Officer:**

- a. The Executive Officer is annually appointed by the AGM; he/she is a member of Council as well as a member of Standing Committee on condition that he/she is eligible for re-election.
- b. Functions and duties of the Executive Officer are regulated by Council as prescribed in the rules and regulations.

**8. Subscriptions:**

- a. Members, including independent members, other than honorary members, life members, members of an Institutional Centre and ex officio members must pay to the Society an annual subscription as determined by the Annual General Meeting.
- b. Ordinary Centres determine the annual subscription for their members which includes the annual subscription to Head Office of the Society.
- c. An Institutional Centre pays a subscription fee to a scale determined by the Society in a General Meeting.

**9. Ordinary Centres**

- a. A branch of the *SASMT*, located in a metro, municipality or region in Southern Africa,
- b. A Centre is responsible to keep proper records of all members in that Centre for the *SASMT* database.
- c. A Centre keeps records of income and expenses for scrutiny by Council and must be verified under the guidance of a qualified accountant.
- d. A Centre holds an Annual General Meeting in such month as Council determines.
- e. Functions and duties of Ordinary Centres:
  - i. Elect delegates to the *SASMT*'s Annual General Meeting
  - ii. Nominate incoming President and Regional Vice-Presidents for the ensuing year
  - iii. Present Centres' financial statements
  - iv. Present chairpersons' annual reports
  - v. Ascertain the paid-up membership of Centres for the *SASMT* database
  - vi. Decide on Centres' motions to the AGM of the Society
- f. Closing of an Ordinary Centre
  - i. In the event of an ordinary Centre closing down, audited or certified financial statements must be submitted. All assets and funds are transferred to the funds of the *SASMT*.

**10. Institutional Centre**

- a. An Institutional Centre is formed by the staff of a music department of a school or tertiary institution qualified as professional members of the *SASMT*.
- b. An Institutional Centre elects a delegate to attend and vote at the Annual General Meeting of the *SASMT*.

**11. Amendment**

- a. This constitution is amended at the Annual General Meeting or Extraordinary General Meeting of the *SASMT*.

- b. A copy of all amendments to the Constitution is submitted to the commissioner of the South African Revenue Service.
- c. Amendments must be read in all respects subject to the Act.

## **12. Dissolution**

- a. The Society is dissolved in an Extraordinary General Meeting by a two thirds majority of the members present on condition that notice of such meeting is timeously given to all members and the decision to dissolve is clearly formulated in such a notice.
- b. In the event of the dissolution of the Society, after debts and liabilities are paid, remaining assets are not to be paid or distributed among the office bearers of the Society and are transferred to:
  - i. any similar public benefit organisation, approved in terms of the Income Tax Act or
  - ii. any institution, board or body exempted from the payment of income tax in terms of the Income Tax Act or
  - iii. Any department of state or administration in the national, provincial or local sphere of the Government of the Republic of South Africa as defined in the Income Tax Act.
- c. In the event of the dissolution of an Ordinary Centre, its assets are transferred to the funds of the *SASMT* (See 9 f. i. above).