

CONSTITUTION OF SAEP

1. NAME

The organisation hereby constituted will be called **South African Education Project**. Its shortened name will be **SAEP** (hereinafter referred to as the organisation).

2. AREA OF OPERATION

The organisation will carry out its public benefit activities within South Africa.

3. BODY CORPORATE

The organisation shall:

- Exist in its own right, separately from its members;
- Continue to exist even when its membership changes and there are different office bearers;
- Be able to own property and other possessions;
- Be able to sue and be sued in its own name.

4. VISION AND MISSION

Vision: A South Africa where every child has the education and inspiration to achieve great things.

Mission: SAEP empowers young people who are neglected by South Africa's education system. Through tutoring, enrichment and support, we give impoverished learners the tools to reach their potential and uplift their communities.

5. OBJECTIVES

The organisation's primary objectives are to provide holistic education, to promote arts and culture, to improve the social and economic development of Philippi and neighbouring communities, and to improve living standards and the physical environment through:

5.1 The provision of educational enrichment, after care services, academic support and supplementary tuition, career guidance and counselling services, and bridging programmes to enable educationally disadvantaged people to enter tertiary education institutions and/or to find employment by:

- Developing and promoting critical thinking and creativity, effective written and oral communication skills, entrepreneurial and organisational/group skills, and social commitment amongst our target group through a variety of activities such as debating and other forms of public speaking, journalism and creative writing in poetry and prose, development of computer and Internet skills, experience of culture and the arts, participation in discussion groups and other learning experiences, and exposure to nature and physical challenge in order to achieve the vision described above.
- Providing special opportunities for recent high school graduates to develop personally and prepare themselves for entry to tertiary institutions through a "gap year" and other programmes focused on personal growth through community service.
- Developing leadership skills among participants in its programmes.

5.2 Promotion and development of arts and culture in the community through:

- Training in visual art, drama, dance, music and other art forms in the schools,
- Provision of opportunities for the presentation of these art forms through shows & festivals,
- Exposure of learners to cultural diversity through visits to exhibitions, shows etc.,
- Preservation of local art forms and culture.

5.3 The promotion of, and education and training programmes relating to, environmental awareness, greening, clean-ups and sustainable development projects by:

- Either pay the annual membership fee (to be determined by the board) and/ or are actively involved in supporting the organisation;
- Apply to the Board of Directors of the organisation giving details of name, address etc.

The board has the right to refuse such application if it considers that it is not in the interests of the organisation.

7.2 Members of the organisation have a right to:

- Receive newsletters and annual reports from the organisation;
- Attend the organisation's annual general meetings;
- Exercise their right to determine the policy of the organisation (within the vision and objectives as defined above);
- Propose and vote for office bearers of the organisation.

8. BOARD OF DIRECTORS

- 8.1 A Board of Directors of not less than seven members will oversee the organisation. They are the office bearers of the organisation and are elected at the AGM or co-opted as indicated in 8.3 or 8.4 below.
- 8.2 At least three of the members of the Board of Directors who will be responsible for fiduciary responsibility of the organisation, will be persons who are not connected persons in relation to each other.
- 8.3 Office bearers will serve for one year, and may be re-elected at the AGM provided they are still active, willing to serve, their services are needed and they are constructively involved with the organisation.
- 8.4 If a board member resigns before the end of their period in office this must be done in writing, and the remaining board members must, as soon as reasonably possible, co-opt another person to take that board member's place.
- 8.5 If a member of the Board of Directors does not attend two Board meetings in a row, or four meetings within a year, without having applied for and been granted leave of absence, then s/he will be considered to have resigned and the Board may co-opt another board member.
- 8.6 The Board may decide to co-opt new board members if necessary to achieve the objectives of the organisation.
- 8.7 The Board of Directors will meet at least once a quarter. More than half of the board members will be needed at a meeting to take decisions that are allowed to be carried forward.
- 8.8 Minutes will be taken at every meeting to record the Board's decision. The minutes of each meeting and notice of the next meeting will be emailed, posted or given to the Board of Directors members at least a week before the next meeting.
- 8.9 The minutes of the previous meeting will be corrected if necessary by the members of the Board of Directors and then signed by the chairperson as a correct record of the meeting.
- 8.10 The organisation has the right to form **sub-committees**, which will meet as and when necessary to achieve the objectives of the organisation. The board may delegate any of its powers or functions to a sub-committee provided that such delegation and conditions are reflected in the minutes of the meeting where the decision was taken, that there is at least one office bearer on the sub-committee, that there are at least three people on the sub-committee, and that the sub-committee report back to the Board of Directors on its activities and proposals for ratification (agreement). The board must in advance approve all expenditure incurred by the sub-committee, and may revoke the delegation or amend the conditions of the delegation.
- 8.11 All members of the organisation have to abide by decisions that are taken by the Board of Directors.

- Report back to members and stakeholder on the achievements and work of SAEP over the past year
- Make any changes to the constitution
- Enable members to give input into the policies of the organisation.

11.4 The following business will be conducted at the AGM and recorded in the minutes:

- Confirmation of agenda
- Record of those present and apologies
- Confirmation of minutes of previous Annual General Meeting
- Deal with any matters arising
- Chairperson's report
- Treasurer's report, presentation and approval of audited financial statements
- Annual report by Director and Chairperson
- Election of Board of Directors and office bearers
- Appointment of auditor
- Changes to the constitution (if necessary)
- General

12. SPECIAL GENERAL MEETINGS

Special General meetings can be held in addition to AGMs for matters which require urgent attention and cannot wait until the next regular AGM. A Special General Meeting (SGM) may be called by the board or not less than one third of the members.

13. QUORUMS AT MEETINGS

A quorum for every meeting will be a simple majority of relevant members expected to attend, except if the purpose of the meeting is to consider changes to the constitution or the dissolution of the organisation, in which case at least two thirds of the members shall be present. If no quorum is present then the meeting must be adjourned or postponed to another date, within fourteen days thereafter. If no quorum is present at the reconvened meeting within 15 minutes of the appointed time, then the members present will be regarded as a quorum for that meeting and the meeting will continue as if a quorum is present.

14. FINANCES

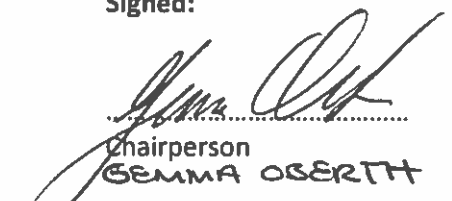
- 14.1 The organisation will carry out its public benefit activities in a non-profit manner.
- 14.2 The organisation will use its funds solely for the objects for which it was established, and may not be used directly or indirectly to support, advance or oppose any political party.
- 14.3 The organisation will not pay any remuneration to any employee, office bearer, member or other person, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered.
- 14.4 The treasurer must ensure that proper records and books of account which reflect the affairs of the organisation are kept, and within six months of its financial year a report is compiled by an independent registered Accounting Officer stating whether or not the financial statements of the organisation are consistent with its accounting policies and practices of the organisation. The treasurer is furthermore responsible for making sure that the money of the organisation is safe and is accounted for, and must also make regular reports to the Board on the finances of the organisation, which should include all incomes, expenditures and balances that remain, according to the accounting practices of the organisation. The appointment of a treasurer (and finance sub-committee) does not reduce the individual and collective responsibilities of all board members in regard to their fiduciary duties and responsibilities.
- 14.5 The treasurer will arrange for all funds to be kept in a bank account in the name of the organisation. The bank account must have two signatories approving every payment. Funds will only be invested with financial institutions or banks registered as financial service providers in South Africa in terms of the


- 15.3 The constitution can only be changed by a resolution of at least two thirds of the members present at such a meeting.
- 15.4 The Director of Non-Profit Organisations and the Commissioner (in terms of the Income Tax Act, as attached) will be informed of any changes made.
- 16. DISSOLUTION/ WINDING UP OF THE ORGANISATION**
- 16.1 The organisation may close down if at least two thirds of the members present and voting at a meeting convened for the purpose of considering such a matter, are in favour of closing down.
- 16.2 When the organisation closes down it has to pay off all its debts. After doing this, if there is property or money left over it will not be paid or given to the members of the organisation.
- 16.3 The assets will be transferred to another non-profit public benefit organisation which has been approved of in terms of Section 30 of the Income Tax Act (as attached). This organisation must have similar objectives and the choice of organisation will be decided at the special general meeting, or the assets will be transferred to an institution or body as defined in terms of Section 30 (3) (b) (iii) (bb) or (cc) of the Income Tax Act.

This constitution was approved and accepted by members of SAEP at a special general meeting held on 26th April 2003 at Brown's Farm Community Hall, Philippi, and amended as follows:

- at the first Annual General Meeting of SAEP-SA on 22nd November 2003 at Brown's Farm Community Hall, Philippi
- at the AGM held on 13th November 2004 at Samora Machel Community Hall, Weltevreden Valley, Philippi
- at the AGM held on 25th November 2006 at Erin Hall, Rondebosch
- at the AGM held on 29th November 2009 at Landmark Education Centre, Mowbray
- at the AGM held on 7th May 2011 at Tsoga Centre, Philippi
- at the AGM held on 26th May 2012 at Sakhingomso, Philippi
- at the AGM held on 24th May 2014 at Beautiful Gate, Philippi
- at the AGM held on 14th May 2016 at Siyazakha Primary School, Philippi
- at the AGM held on 2017 on 6th May 2017 at Siyazakha Primary School, Philippi.
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Signed:


 Chairperson
GEMMA OSERTH
 Date 6/9/2017


 Director
 6/9/2017