

South African Association of
Public Administration and
Management
(SAAPAM)

Registration Number 039-162NPO

Constitution

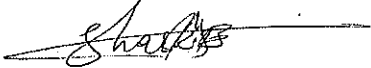
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1 Definitions and Interpretations

In this Constitution, the following words and expressions have the stated meanings:

“Academics” Individuals who teach or do research at institutions of higher education in the field of Public Administration and Management, or who have formerly been employed as such.

“Academic Associate Professional” A professional designation awarded to academics who are in possession of NQF Level 8 qualification who teach or do research at institutions of higher education in the field of Public Administration / Management/ Affairs or related field, or who have formerly been employed as such and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“Annual General Meeting” A general meeting of members of SAAPAM convened annually.

“Associate Members” Individuals who have an interest in the study and practice of public administration and management and who have enrolled as members of SAAPAM in terms of this Constitution. Associate members shall not have the right to vote at any meeting of SAAPAM or its chapters.

“Candidacy” A status awarded to individuals who are enrolled as full-time learners at institutions of higher education in the field of Public Administration/Management/Public Affairs, and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“Chapter” A group of members such as academics, researchers, practitioners, and members of other interest groups. A Chapter can furthermore consist of a group of members who are employed in a specific geographic area, and whose request to be recognized as a chapter of SAAPAM, has been approved by the National Board.

“Corporate Members” Institutions active in the field of public administration and management that have enrolled as corporate members of SAAPAM in terms of the provisions of this Constitution.

“Executive Director” A person appointed by the National Board of SAAPAM to be responsible for the management functions of SAAPAM.

“Executive Academic Professional” A professional designation awarded to academics who are in possession of NQF Level 10 who teach or do research at institutions of higher education in the field of Public Administration / Management/ Affairs or related field, or who have formerly been employed as such and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“Honorary Member” A person who has by performance contributed substantially to the promotion of the theory and practice of public administration and management and on whom the Annual General Meeting bestowed honorary membership, on the recommendation of the National Board.

“Institutional Members” An institutional entity active in the field of public administration and management that have enrolled as institutional members of SAAPAM in terms of the provisions of this Constitution.

“International Member” Individuals or institutions from foreign countries who have an interest in the study and practice of public administration and management and who enrolled as members of SAAPAM in terms of this Constitution.

“Members” Individuals who are or were involved in the study and/or practice of public administration and management, and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“National Board” A Board consisting of President, Deputy President, the Executive Director and representatives from provinces/regions.

“Office Bearers” Members who have been elected by members of SAAPAM to serve on the National Board, as well as the President and the Vice-President of this Association.

“Provincial Chapter” A chapter of SAAPAM constituted in accordance with the existing provincial boundaries and in terms of the provisions in this Constitution.

“Public Sector Professional” A professional designation awarded to a public sector practitioner who is in possession of the NQF Level 7 qualification in Public Administration / Management/ Affairs or related field and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“Public Sector Senior Professional” A professional designation awarded to a public sector practitioner who is in possession of the NQF level 8 qualification in Public Administration / Management/ Affairs or related field and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“Public Sector Executive Professional” A professional designation awarded to a public sector practitioner who is in possession of the NQF level 9 qualification in Public Administration / Management/ Affairs or related field and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“Scholarship” Studies, research and development of appropriate, world-class expertise in the field of Public Administration and Management.

“Senior Academic Professional” A professional designation awarded to an academic who is in possession of the NQF level 9 qualification, who teach or do research at institutions of higher education in the field of Public Administration / Management/ Affairs or related field, or who have formerly been employed as such and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

“South African Association of Public Administration and Management” practice of public administration and management and who enrolled as members of SAAPAM in terms of this Constitution.

“Service Delivery” The spectrum of services, client relationships and the manner in which public services are rendered to the public.

“Student Members” Individuals who are enrolled as full-time learners at institutions of higher education in the field of Public Administration and Management, and who have enrolled as members of SAAPAM in terms of the provisions of this Constitution.

2 The Name

The name of the Association is the South African Association of Public Administration and Management (SAAPAM). The official abbreviation of the Association is SAAPAM. SAAPAM is a legal person with the capacity to sue and to be sued in its own name. Furthermore, it can acquire assets in its own name and, as such, shall be a legal person distinct from its members. SAAPAM has locus standi to institute and defend proceedings on behalf of its members.

3 Vision and Mission

The vision of SAAPAM is to contribute towards the development of good governance and effective service delivery. Its mission is to encourage and promote good governance and effectual service delivery through the advancement of professionalism, scholarship and practice in public administration and management.

4 The Objects of the Association

- 4.1 The objectives of SAAPAM are to promote excellence in the theory and practice of public administration and management by:
- 4.1.1 Promoting the basic values and principles underlying economic, efficient and effective democratic public administration and management as explained in subsection 195(1) of the Constitution of the Republic of South Africa, 1996 (Act 108 of 1996);
 - 4.1.2 Promoting the science and practice of public administration and management through research, teaching and learning and the provision of appropriate training and development;
 - 4.1.3 Promoting ethical conduct and accountability within the profession;
 - 4.1.4 Promoting and protecting the profession and career interests of its members;
 - 4.1.5 Co-operating with other associations and institutions and promoting the objectives of SAAPAM;
 - 4.1.6 Providing a variety of services to members, such as serving as an information center; hosting meetings, conferences, and discussions for its members; publishing a journal and other publications to disseminate information and serve an educational purpose; and

- 4.1.7 Co-operating, when necessary, with other national and international institutions and organizations to further the interests of SAAPAM.

5 Powers and Functions

Subject to the provisions of any legislation and the Articles of Association, SAAPAM is empowered to perform the following functions:

5.1 Obtain income by:

- 5.1.1 Prescribing membership fees for each category of its members;
 - 5.1.2 Selling its documents and publications including any other materials for branding and marketing purposes;
 - 5.1.3 Charging interest on loans granted for educational and development purposes as and when necessary;
 - 5.1.4 Investing money;
 - 5.1.5 Providing advisory services;
 - 5.1.6 Fundraising;
 - 5.1.7 Imposing attendance fees for lectures, symposia and other events arranged by its National Board, the National Executive Committee, or the National Board of its regional and other chapters; and
 - 5.1.8 Obtaining voluntary contributions or gifts from individuals and institutions.
- 5.2 Appoint and remunerate persons and/ or institutions for specific services required for the achievement of the objectives of SAAPAM.
- 5.3 Acquire by purchase or lease or any other means, movable or fixed property for the attainment of the objectives of SAAPAM and to sell, let or dispose of such property in an appropriate manner. The Association may not give any of its money or property to its members or office bearers, unless it is in remuneration of work done for the Association. Members or office-bearers have no rights over the movable or fixed property belonging to the Association.
- 5.4 In general, to perform all acts considered expedient for the management of SAAPAM and the attainment of its objectives.

5.5 SAAPAM shall co-operate with international and national institutions for the attainment of its objectives.

6 Membership of the Association

6.1 Any institutions or persons who qualify in terms of this Constitution shall be eligible for membership of the Association. The eligibility is determined by the following criteria:

6.1.1 The respect, promotion and embracing of the Association's purpose and principles;

6.1.2 Involving oneself in activities that will neither compromise SAAPAM's national or international image nor bring the association into disrepute;

6.1.3 Involvement in Public Administration Discipline and practice, and any other related discipline;

6.1.4 Disclosure of any alleged violations of unprofessional conduct, conflict of interest, including actions taken or pending regarding workplace discipline or any form of discipline that may negatively affect the image of SAAPAM., or felony or fraud charges; and

6.1.5 Track record of conducting oneself ethically and professionally in any establishment.

6.2 The membership is categorised into institutional members (units, groups or departments, among others) and individual members as:

6.2.1 Full members:

6.2.1.1 Academic members shall be awarded the following professional designations:

6.2.1.1.1 Senior Academic Professional with a Doctor's degree in Public Administration / Management/ Affairs or related field;

6.2.1.1.2 Senior Academic Professional with a minimum of a master's degree in public administration / Management/ Affairs or related field;

6.2.1.1.3 Academic Associate Professional with a minimum of NQF Level 8 qualification in Public Administration / Management/ Affairs or related field; and

6.2.1.1.4 Candidacy status awarded to students enrolled for NQF Level 6/7 in Public Administration / Management/ Affairs or related field.

6.2.1.2 Public Sector Practitioners (experience in the public sector) shall be awarded the following designations:

- 6.2.1.2.1 Public Sector Executive Professional with a Master's degree at NQF level 9 or Doctor's degree at NQF level 10 in Public Administration / Management/ Affairs or related field;
- 6.2.1.2.2 Public Sector Senior Professional with a Postgraduate qualification at NQF Level 8 in Public Administration / Management/ Affairs or related field; and
- 6.2.1.2.3 Public Sector Professional with an undergraduate qualification at NQF Level 7 in Public Administration / Management/ Affairs or related field.
- 6.2.2 Associate members (any member who joins the Association and does not qualify to be a full member).
- 6.3 The above-mentioned full members have the right to nominate and elect the President and Vice President.
- 6.4 Any person who would like to be a member of SAAPAM may do so by filling in an application form which will be evaluated by the SAAPAM Board.
- 6.5 The National Board shall have the prerogative to approve/disapprove an application for membership after having satisfied itself that the applicant meets all the requirements to be a member of SAAPAM based on eligibility clause (6.2).
- 6.6 The National Board shall prescribe rules to regulate the conduct of members and the steps to be taken against members who violate the rules, and no correspondence shall be entered into once such steps have been taken as appropriate or remedial action regarding violation of the Association's rules.
- 6.7 Every member shall have the right to attend annual and other general meetings of members of the Association and only paid up, full members in good standing shall have the right to vote on issues put before such a meeting.
- 6.8 Every member shall be obliged:
 - 6.8.1 Upon admission and subsequently annually before 30 April to pay the membership fees prescribed by the National Board, and
 - 6.8.2 Inform his/ her Chapter promptly of any change of address.
- 6.9 Institutions may become corporate members of SAAPAM on terms and conditions as determined by the National Board.

7 MANAGEMENT

7.1 The National Board

7.1.1 SAAPAM shall be governed by the National Board consisting of:

7.1.1.1 A President

7.1.1.2 A Vice-President

7.1.1.3 An Executive Director (ex officio)

7.1.1.4 Managing Editor

7.1.1.5 One member nominated by the Board of each provincial chapter of SAAPAM

7.1.1.6 Any member of SAAPAM who may be co-opted by the National Board.

7.1.2 Duties of the President

7.1.2.1 Conduct and preside over a regular National Board, EXCO meetings and SAAPAM annual general meetings;

7.1.2.2 Shall draw an agenda for the National Board meeting and SAAPAM annual general meetings in consultation with the members of the Board;

7.1.2.3 Ensure that committees are established and assistance for committees to run smoothly;

7.1.2.4 Lead the Board and entire membership in a well-rounded program of activities and projects;

7.1.2.5 Ensure that SAAPAM members abide by the established code of conduct;

7.1.2.6 Work with the committee chairs on their proposed projects and ensure that each chairperson of a committee is aiding the committee to which he/she is assigned;

7.1.2.7 Work alongside Board members to ensure that they are doing their tasks;

7.1.2.8 The President shall represent SAAPAM; and

7.1.2.9 With the assistance of the Executive Director verify if each member paid his/her annual.

7.1.2.10 With the consent of a majority of the National Board of Directors, the President may call a referendum of all members of SAAPAM by mail or any other means whenever it is in his or her judgment that the best interests of SAAPAM will be

served by obtaining a vote of the entire membership concerning an issue or issues.

7.1.3 Duties of the Vice President

- 7.1.3.1 Shall preside over meetings chaired by the president in his/her absence;
- 7.1.3.2 Become thoroughly acquainted with the president's duties so as to assist the President in his/her absence;
- 7.1.3.3 Gather material for and help edit the SAAPAM newsletter and ensure that the newsletter Association's newsletter is produced.

7.1.4 Duties of the Executive Director

- 7.1.4.1 Arrange and provide administrative support for the hosting the Association's annual conferences;
- 7.1.4.2 The Executive Director of SAAPAM shall implement the policies and resolutions of the National Board and she/he shall be directly accountable to the National Board of Directors as prescribed in the constitution and bylaws; and
- 7.1.4.3 Provide secretariat and administrative support for all the National Board and EXCO meetings.

7.1.5 Duties of the National Board of Directors

- 7.1.5.1 The National Board of Directors shall direct the affairs of SAAPAM in terms of such rules and regulations as may be appropriate for the governance and management of SAAPAM and which are approved by a quorum of members at the Annual General Meeting.
- 7.1.5.2 The National Board of Directors shall have the power to contract services for the management of SAAPAM, establish committees, delegate powers and duties to its office bearers, committees and employees, publish and distribute a journal and other publications, and perform further functions to attain the goals of the Association.

- 7.1.5.3 The National Board of Directors shall determine the place where the head office of SAAPAM shall be located.
- 7.1.6 An ordinary majority of the members shall constitute a quorum of the National Board of Directors and its committees. Resolutions shall be by majority vote of members present except where the majority is required by the rules and regulations.
- 7.1.7 After two consecutive absences without a valid apology by a member from a meeting of the National Board of Directors, such a member shall forfeit his or her position on the National Board of Directors

7.2 CHAPTERS

- 7.2.1 The National Board of Directors shall encourage the establishment of chapters by regional and specialist groups of members provided that:
 - 7.2.1.1 At least 25 members of the region or specialist group must support a proposal to establish a chapter in writing;
 - 7.2.1.2 Each chapter shall have its own Constitution, subject to the provisions of the Constitution of SAAPAM;
 - 7.2.1.3 The assets and accounts of chapters shall be part of SAAPAM, but the National Board of Directors can approve another arrangement for specialized affiliated organisations;
 - 7.2.1.4 Each chapter shall have a bank account in the name of the particular chapter; and
 - 7.2.1.5 The Executive Director shall be informed of the intentions of each regional chapter to arrange seminars, colloquia, conferences or any such events, including activities to raise funds.
- 7.2.2 Each chapter shall have its own Board of Directors consisting of a Chairperson, Vice- Chairperson and at least three but not more than ten (10) other members. Office bearers of chapters shall be elected individually by a majority vote of members of SAAPAM who belong to the particular chapter, provided that each

candidate shall have his/ her residence or principal place of employment within the geographical areas of the region.

7.3 Committees of the National Board

The National Board shall establish the following committees to support and enhance the operations of SAAPAM:

7.3.1.1 Executive Committee of the National Board

7.3.1.2 The Editorial Committee

7.3.1.3 The Ethics Committee

7.3.1.4 The Continuing Professional Development Approval Committee

7.3.1.5 Professional Designation and RPL Certification Committee.

7.3.2 Executive Committee of The National Board The executive committee (EXCO) has been powers to—

7.3.2.1 Ensure that the resolutions of the National Board are carried out;

7.3.2.2 Consider any matter delegated to it by the National Board in terms of the Constitution of SAAPAM, and to advise the National Board in connection therewith;

7.3.2.3 Prepare estimates of revenue and expenditure of the National Board;

7.3.2.4 Control the expenditure of moneys voted by the National Board in its approved estimates and all other moneys or funds made available by the National Board; and

7.3.2.5 Report at every ordinary meeting of the National Board on the activities of the committee.

7.3.3 The Executive Committee has been delegated the following function:

7.3.3.1 Oversee Risk Governance with reference to:

7.3.3.1.1 The review of mitigating measures proposed by management to address identified performance shortfalls and other identified risks and monitor and assist management in its execution of mitigating measures and/or propose mitigating measures;

- 7.3.3.1.2 Make recommendations to the National Board on the above and inform the National Board of decisions finalised in terms of the Boards delegation;
 - 7.3.3.1.3 Approval of the quarterly and annual reports after circulation to EXCo members for consideration and inputs; and
 - 7.3.3.1.4 Approval of the audited Financial Statements for sign off by the National Board Chairperson.
- 7.3.3.2 Monitor and guide the SAAPAM Stakeholder Management Strategy.

7.3.4 Membership of EXCo:

- 7.3.4.1 The President
- 7.3.4.2 Deputy President
- 7.3.4.3 Executive Director (Ex officio member)
- 7.3.4.4 Not more than three other members will be elected from the National Board for a period of 12 months, members may be re-elected and alternate members to EXCo may be appointed for technical expertise.

7.3.5 The Functions of the Sub-Committees of the National Board

- 7.3.5.1 Holding Committee meetings four times a year and record deliberation;
- 7.3.5.2 Enforce, monitor and report on the implementation of the SAAPAM policies and procedures in their respective areas of operation;
- 7.3.5.3 Develop and review the Terms of Reference (ToR) for the Committees;
- 7.3.5.4 Provide reports to the EXCO and National Board;
- 7.3.5.5 Present reports for approval by EXCO and ratification by the National Board;
- 7.3.5.6 Promoting discussion about areas of their operation;
- 7.3.5.7 Providing strategic advice to the National Board on areas of their operation;
- 7.3.5.8 Formally report to the National Board of Directors through the chairperson of the Committee; and
- 7.3.5.9 Prepare reports on the SAAPAM performance on the various areas of operation which shall be included in the Association' annual report.

7.3.6 Committee Membership

- 7.3.6.1 The Committees shall be Chaired by the Members of the National Board;
- 7.3.6.2 At least a minimum of four (4) members of each committee shall consist of representatives from the nine (9) provincial chapters;
- 7.3.6.3 At least two (2) members from the public sector;
- 7.3.6.4 Additional members can be co-opted to the committee for their technical expertise; and
- 7.3.6.5 The Secretariat shall be provided by the Office of the Executive Director of SAAPAM.

8 ADMINISTRATIVE PROVISIONS

8.1 Administrative Duties

- 8.1.1 The National Board of Directors shall direct the administrative affairs of SAAPAM and in this regard, must:
 - 8.1.1.1 Appoint an Executive Director,
 - 8.1.1.2 Obtain office accommodation,
 - 8.1.1.3 Adopt directives for the performance of the activities of SAAPAM, to be approved by the Annual General Meeting,
 - 8.1.1.4 Contract services required to manage and execute the affairs of SAAPAM, and
 - 8.1.1.5 Establish and delegate powers to committees, and prescribe duties for committees, office bearers and employees.
- 8.1.2 The administration of the journal shall be determined by the Editorial Committee.
- 8.1.3 Contract services required to manage and execute the affairs of SAAPAM.
- 8.1.4 Publish a journal and other documents essential for the attainment of the goals of SAAPAM.

8.1 Finances and Procurement

- 8.2.1 Finances
 - 8.2.1.1 SAAPAM shall have a bank account;

- 8.2.1.2 There should be three signatories of which two can sign for a transaction approved by the Board;
- 8.2.1.3 All transactions must be recorded accordingly, compiled and presented regularly to the Board by the Executive Director;
- 8.2.1.4 All payments must be supported with invoices, receipts and docket;
- 8.2.1.5 When using photocopies of invoices as support for payments, they should be stamped or marked "Not previously paid";
- 8.2.1.6 The internal auditor (whether appointed on contract or otherwise) and the auditors of SAAPAM shall audit the activities of SAAPAM and its Chapters and may at any time inspect the books of account and records of SAAPAM and of chapters established in terms of this Constitution. The Association's financial transactions shall be conducted by means of a banking account and the financial year of the Association commences 1st January and ends 31 December of each year.

8.3.2 Procurement of Goods and Services

- 8.3.2.1 When procuring equipment, materials and any other service, three quotations from prospective suppliers must be obtained to provide an opportunity for transparent competition;
- 8.3.2.2 However, in certain cases, a specific supplier may be designated based on patent rights held by that supplier, compatibility with the existing facilities, whether they are the sole supplier of a given item, or similar situations;
- 8.3.2.3 The final choice of a supplier rests with the National Board;
- 8.3.2.4 Once the supplier has been agreed upon by the Board, products and services are to be delivered as agreed to in the agreement. The Board reserves the right to cancel the agreement if delivery is delayed beyond the specified delivery deadline;
- 8.3.2.5 The Board will inspect all products delivered by the supplier to ensure that they meet the requirements and conditions stipulated in the agreement. Products and services which pass such inspections will be accepted; and
- 8.3.2.6 If service that has been rendered by a service provider is unsatisfactory to the Board, the Board reserves the right not to pay the full amount as per the agreement.

9 MEETINGS OF SAAPAM

- 9.1 The National Board shall arrange Annual General Meetings of members within twelve months after the last day of the financial year of SAAPAM. The financial year extends from 1st January to 31 December annually.
- 9.2 At the request of the members of the National Board at a formal meeting of the National Board, at least two Members of the Board and/or fifty (50) members of SAAPAM, the National Board shall convene an extraordinary general meeting of members.
- 9.3 The National Board shall determine the time and place of an Annual General Meeting and the annual conference of SAAPAM.
- 9.4 Every Annual General Meeting, members shall deal with, consider, amend, approve or reject:
 - 9.4.1 The accounts and general financial statements of SAAPAM;
 - 9.4.2 The appointment of an auditor and his/her remuneration;
 - 9.4.3 The report of the auditor;
 - 9.4.4 The report of the President;
 - 9.4.5 The report of the Executive Director;
 - 9.4.6 The report of the Chief Editor (scholarly report to the fraternity);
 - 9.4.7 The report of EXCO and other sub-committees;
 - 9.4.8 All matters required by this Constitution;
 - 9.4.9 Any other matters officially submitted to the meeting.
- 9.5 The National Board shall approve the agenda, which shall be part of the notice of every Annual General Meeting to be forwarded to members at least forty-five (45) days before the date of the meeting.
- 9.6 A quorum for the Annual General Meeting shall be a simple majority of paid-up members (50%+1) in good and standing. In the absence of a quorum the meeting may be recalled when a quorum will not be necessary.
- 9.7 Provision is made for members to vote by proxy, should they be unable to attend the Annual General Meeting. All proxy votes have to be sent to the Executive Director at _least seven (7) days before the Annual General Meeting. The Executive

Director must ensure that such proxy votes are counted and added to the rest of the before any vote be undertaken at the Annual General Meeting.

10 NOMINATION AND ELECTION OF PRESIDENT AND VICE- RESIDENT

10.1 Nomination

10.1.1 Read in conjunction with subsection 6.3, written nominations on the prescribed form for the positions of President and Vice-President shall be submitted to the Executive Director at least twenty-eight (28) days prior to the Annual General Meeting under the following conditions:

10.1.1.1 Each nomination shall be supported by at least five paid up members of SAAPAM in good standing and shall be accompanied by the full names, membership number and signature of each nominator;

10.1.1.2 The nominee shall sign acceptance of such nomination on the nomination form;

10.1.1.3 The nominee shall have been a member of SAAPAM for an uninterrupted period of seven (7) years, excluding associate members;

10.1.1.4 The nominee must have gone through a Board-determined and rigorous criteria to be eligible. Such criteria shall be published for members to know;

10.1.1.5 Names of nominees, with abridged CVs shall be available to all SAAPAM members on arrival at the Annual General Meeting;

10.1.1.6 Twenty (20) days after the term of office of the members of the National Board and the executive of a chapter has commenced, the Executive Director shall notify all chapters of: the date of the annual meeting during which the election of the President and the Vice-President shall take place; and

10.1.1.7 To be eligible for the position of President or Vice-President of SAAPAM, a candidate must be a South African citizen, either be an academic or a practitioner in a public institution and must be of good standing in the field of Public Administration and Management.

10.2 Elections

- 10.2.1 The President and Vice-President shall be elected by secret ballot at the Annual General Meetings of the members of SAAPAM. The term of office for the President and Vice-President shall be four (4) years.
- 10.2.2 In line with the provisions of sub-paragraph 7.1.1.5, the secret ballot shall be conducted by an independent electoral body that will also count the ballots, announce the results and document the outcome in relevant records on the Annual General Meeting.
- 10.2.3 If an interim vacancy occurs in the presidency or vice-presidency, the remaining one of the two office bearers shall immediately take steps for the election of a new incumbent by members of the National Board to serve for the duration of the remaining term.
- 10.2.4 All office bearers shall serve their terms until their successors are elected. The National Board shall fill vacancies by appointment until the next regularly scheduled elections if any vacancy occurs in the National Board.
- 10.2.5 Elections, in terms of this section, shall be conducted by secret ballot and every candidate must be present during the election and results announcement processes.
- 10.2.6 The candidate receiving the highest number of votes for each office shall be declared duly elected by the electoral body or the outgoing President. In the event of a tie, voting shall continue until one candidate is elected.
- 10.2.7 The Executive Director shall announce the election results for members of the National Board no later than three (3) working days after the day of the election.
- 10.2.8 In the event of a written appeal signed by at least ten (10) describing any irregularities whatsoever during the election process, the National Board shall appoint an Election Appeal Board of three (3) members, none of whom shall be nominees or National Board members. A majority decision of the Appeal Board shall be final.

11 AMENDMENTS

Amendments to this Constitution must be approved by the Annual General Meeting and may be tabled at an Annual General Meeting for consideration if they are supported by at least one-third of the members each of at least (2) chapters, counted separately, provided that notification of such amendments shall be included in the agenda for that meeting.

12 DISSOLUTION

SAAPAM shall not be dissolved except by a resolution passed by a majority of two-thirds of the members present at an extraordinary meeting called for such a purpose. At least six (6) weeks written notice shall be given to all members of such an extraordinary meeting.

12.1 Upon dissolution of SAAPAM, its remaining assets, after meeting all the demands made on it, shall be donated to one or more institutions selected by the extraordinary meeting of its members after considering the merits of the proposed institutions with regard to their contribution towards promoting the administration and management of the Republic of South Africa.

12.2 When the Association closes down, it has to pay off all its debts, after doing this, of there is property or money left over it should not be paid or given to members of the Association, unless paid in terms of Section 5.3 of the Constitution. It should be given to another non-profit organisation that has similar objectives. The Association's Annual General Meeting will decide what non-profit organisation should be benefited.

Confirmed this

Day of

Year

X

President

Date:

TERMS OF REFERENCE OF EXCO



SOUTH AFRICAN ASSOCIATION OF
PUBLIC ADMINISTRATION
AND MANAGEMENT

SAAPAM

DOCUMENT CONTROL

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Original Author	Prof J Molepo
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APPROVAL OF POLICY


Approved by:	Prof K.B Shai	Designation: President
Signature:		Date: 25/09/2023

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1. Title

The name of the Committee shall be "Executive Committee of the National Board (EXCO)".

2. Purpose

The EXCO is established in terms of Section (7.2) of the Constitution (2018) as amended of the South African Association of Public Administration and Management.

3. Delegation of Powers

3.1. Legislated Delegation

In terms of Section (7.2.1) of the Constitution, *the executive committee has the power to—*

- (a) ensure that the resolutions of the National Board are carried out;
- (b) consider any matter delegated to it by the National Board in terms of the Constitution of SAAPAM, and to advise the National Board in connection therewith;
- (c) prepare estimates of revenue and expenditure of the National Board;
- (d) control the expenditure of moneys voted by the National Board in its approved estimates and all other moneys or funds made available by the National Board;
- (e) exercise or perform any power, duty or function delegated to it by the National Board;
and
- (f) report at every ordinary meeting of the National Board on the activities of the committee.

It is noted that (a) to (f) above are functions allocated to the EXCO by the SAAPAM Constitution. It must however be noted that the National Board, as the Accounting Authority, is empowered to consider all relevant steps to ensure good governance and adequate financial control. The need for the National Board not to involve itself in operational matters dictate that the functions (c) and (d) be performed by the SAAPAM administration office, as per the delegation of authority by the National Board and overseen by the Executive Director.

3.2. National Board Delegations

The National Board, in terms of Section (7.2.2) of the SAAPAM Constitution, delegates the following functions to EXCO –

- (a) Oversee Risk Governance with reference to:

- (i) The review of mitigating measures proposed by management to address identified performance shortfalls and other identified risks and monitor and assist management in its execution of mitigating measures and/or propose mitigating measures.
- (b) Make recommendations to the National Board on the above and inform the National Board of decisions finalised in terms of the Boards delegation.
- (c) Approval of the quarterly and annual reports after circulation to EXCO members for consideration and inputs.
- (d) Approval of the audited Financial Statements for sign off by the National Board Chairperson.
- (e) Monitor and guide the SAAPAM Stakeholder Management Strategy.

Regarding Finance Matters

- (i) Consider matters of financial strategy and policy (including procurement and SCM), risk management and insurance as they relate to the operation of the SAAPAM, in particular the optimum use of available and potential financial resources (including internal investment options and their rate of return);
- (ii) Consider and assess investment opportunities available to the SAAPAM in respect of all funds, which it administers, and determine the manner and extent to which funds are to be invested with a view to ensuring both security and optimisation of income;
- (iii) Review the annual financial statements of the SAAPAM in conjunction with external auditors, and make recommendations to the National Board;
- (iv) Receive and consider budget proposals from the Executive Director and recommend the annual operating and capital budgets to the National Board;
- (v) Monitor compliance with the internal policies in respect of matters relating to the SAAPAM Constitution;
- (vi) Review the adequacy of the working capital by comparing cash focus against the actual;
- (vii) Receive reports of fraud relating to fraud;
- (viii) Report on activities of EXCO at every ordinary meeting of the National Board;

- (ix) Establish an annual work plan to ensure that all relevant matters of EXCO's roles and responsibilities are covered; and
- (x) Take resolutions, make recommendations, receive information and consult as required by the Delegation of Authority (DoA).

4. Roles and Responsibilities

4.1. The Chairperson shall

- (1) The Chairperson of the National Board remains the standing member of EXCO
- (2) Steer and guide EXCO to ensure all its responsibilities are carried out
- (3) Prepare and present EXCO's quarterly written progress report to the National Board
- (4) In terms of Section (7.1.2) of the Constitution of SAAPAM convene "...a meeting as and when necessary, but at least four times per year.
 - (5) *A special meeting of the executive committee—*
 - (a) *may, at any time, be convened by the chairperson; and*
 - (b) *must be convened by the chairperson if he or she is requested thereto in writing by a majority of the members of the executive committee"*

4.2. The Exco Members shall

- (1) In terms of Section (7.2.3) of the SAAPAM Constitution, the President, Deputy President Executive Director, and not more than three other members will be elected by the National Board for a period of 4 years, members may be re-elected and alternate members to EXCO may be appointed;
- (2) Read documents and prepare beforehand for meetings;
- (3) Work together to reach consensus about the business before it as a collective group;
- (4) Attend all meetings and notify the secretariat in writing for non-attendance with a valid reason. The member shall be removed from the committee for non-attendance of 3 consecutive meetings; and
- (5) Subject to the approval of EXCO, any person who is not a member of EXCO may attend or take part by invitation to provide expert advice and assistance where necessary, but shall have no voting rights.

4.3. The Executive Management

- (1) The Executive Director is an ex officio member of EXCO, entrusted with the day-to-day oversight and leadership of the Association;
- (2) The Executive Director, and Secretariat shall attend all meetings of EXCO ; and
- (3) The Executive Director shall prepare and table all relevant progress reports from the various Committees.

5. Quorum and Decisions

In terms of Section 11 (1)-(3) of the SAAPAM Constitution –

- (1) The majority of the members of the National Board constitute a quorum at any meeting of the EXCO.
- (2) (a) A decision of the majority of the members of the National Board present at any meeting constitutes a decision of the National Board.

(b) In the event of an equality of votes the chairperson has a casting vote in addition to his or her deliberative vote.
- (3) If the requisite majority of the members who are entitled to sit as members at a meeting of the EXCO, make a decision or authorise an act at that meeting, the decision made or act performed under that authorization, is valid despite the fact that at that meeting a member who had become disqualified in terms of the Constitution but had not vacated his or her office, sat as a member.
- (4) The quorum for the meetings is based on the majority of the members of EXCO on the basis of 50% + 1. The quorum of members must be present before a meeting can proceed. In the event of an equal number of votes, the Chairperson has a casting vote in addition to his or her deliberative vote. Recommendations / Approvals may be taken by written vote as prescribed by the Constitution of SAAPAM.

6. Term of Office

Except for the Chairperson, other members of the EXCO will hold office for a period of four years. Members may be re-elected by the National Board. Members remain in office until the successor is elected.

Upon expiry of the term of office of an EXCO member, the vacancy must be filled by the National Board at its next ordinary meeting within 21 days. A vacancy occurs upon resignation or if a member ceases to be a member of the National Board. The member appointed serves for the unexpired portion of the term of office of his/her predecessor. Members of EXCO may be requested to remain members to ensure continuity, overlap, knowledge transfer and consistency.

At the appointment of a new National Board, EXCO will prepare a handover report to ensure continuity, consistency, overlap and knowledge transfer of matters dealt with and outstanding.

7. Role of Secretariat

- (1) The Secretariat will prepare the agenda and issue notices for meetings and circulate electronically all necessary documentation required for the meeting.
- (2) The agenda should ensure that all relevant matters are covered in line with the annual work plan of the EXCO.
- (3) The Secretariat shall keep appropriate records of all meetings of EXCO as well as minutes of the proceedings, all resolutions taken and electronic recordings of the meetings for an indefinite period.
- (4) The Secretariat shall distribute the minutes electronically to all EXCO members for comments and inputs.
- (5) Minutes of the EXCO signed by its Chairperson shall be sufficient evidence that the matters referred to therein have been fully discussed and agreed.

8. Work Plan

- (1) Secretariat will compile a work plan for approval at the first meeting of the financial year aligned with the terms of reference and deliverables of the year.
- (2) EXCO will evaluate progress and achievement of the work plan at the end of the financial year.

9. Performance Evaluation of Members

- (1) Evaluation of the Chairperson and EXCO members must be conducted internally on an annual basis and externally at least once during the term of office.
- (2) The assessment shall be conducted by questionnaire based on the work plan, delegations of power and annual deliverables.

10. Review of Terms of Reference

The terms of reference for EXCO will be reviewed annually to ensure applicability and relevance.