

SOUTH AFRICAN MUSEUMS ASSOCIATION

BYLAWS

TO THE CONSTITUTION

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1. MISSION STATEMENT

1.1 Definition of a Museum

The South African Museums Association defines museums as dynamic and accountable public institutions which both shape and manifest the consciousness, identities and understanding of communities and individuals in relation to their natural, historical and cultural environments, through collection, documentation, conservation, research and education programmes that are responsive to the needs of society.

1.2 Declaration of Intent

It is the intent of the South African Museums Association and its members that South African museums should purposefully direct their efforts to promote the dissemination of information and the enjoyment of museums by all South Africans in their various programmes:

- that South African museums actively assist all communities to understand better the circumstances of disparate and common history so as to give them a clearer view of their present relationships and, thereby, of how they can be more harmoniously involved one with the other in the future;
- that South African museums sincerely strive to be seen to belong to all South Africans irrespective of colour, creed or gender;
- that all South Africans be encouraged to express openly their views as to how the country's museums may better serve the interests of all in South Africa.

1.3 Objectives

The South African Museums Association is a professional association, operating on a not for profit basis, which aims to promote museums, museology and the museum profession in South Africa. It strives to protect, manage and create awareness of the cultural and natural heritage of all South Africans by:

- developing museum resources for the enrichment and education of the general public;
- developing the capacity and effectiveness of the museum profession in South Africa;
- developing ethical and sustainable museum and heritage practices in South Africa;
- addressing critical issues relating to the museum and heritage sector in South Africa.

1.4 Key Functions

The South African Museums Association (SAMA) was established in 1936 to promote and develop museums and the museum profession in South Africa. It acts as an advocate for the museum profession in South Africa and lobbies for museum

interests at different levels of government. Furthermore, it is committed to making museums more accessible and relevant to all South African communities.

SAMA endeavours to improve the standards of South African museums and develop the skills of museum personnel. SAMA offers regular opportunities for training in various museum disciplines. The main event of the year is the SAMA National Conference and AGM but regional conferences and workshops are also held throughout the year. A major benefit of these gatherings is networking and special interest groups, such as museum education, have been formed. Members get regular notices of events and courses while newsletters such as *Samantics*, are circulated to them. SAMA publishes an accredited journal, SAMAB, which provides a platform for museum research.

2. MEMBERSHIP

2.1 General Membership

The South African Museums Association has a broad countrywide membership base. All members must abide by the Constitution and Bylaws of the South African Museums Association and the International (ICOM) Code of Museum Ethics.

- 2.1.1 There are two main categories of membership i.e. individual and institutional members.
- 2.1.2 SAMA acknowledges outstanding services to the Association or sector over an extended period by awarding Fellow membership. Motivation for a member to become Fellow must be submitted in writing to be deliberated by Council. The Council will make a recommendation to the AGM who can approve Fellow membership. Membership fees for Fellows are waived.
- 2.1.3 SAMA Council may implement sub-categories of individual and institution membership with a differentiated membership fee.
- 2.1.4 Membership fees are determined by the AGM according to the following structure:
 - 2.1.4.1 Individuals:
 - (a) Reduced fees for volunteers, students and retired persons. Council may extend reduced fees to other individuals on a case by case basis on receiving a written motivation.
 - (b) Fee for individuals earning less than a specified amount per month as approved by the AGM
 - (c) Fee for individuals earning more than category 2.1.4 (b)

2.1.3 Institutional categories

Less than 20 staff

21 - 50 staff
51 – 80 staff
Over 80 staff

2.1.5 Institutional members in good standing are entitled to membership rebates for workshops, courses and conferences according to the following scale:

Category A - Membership rebate for 1 staff member
Category B - Membership rebate for 2 staff members
Category C - Membership rebate for 3 staff members
Category D - Membership rebate for 4 staff members

2.1.6 Membership fees are payable on 1 January of each calendar year and valid until 31 December

2.2 Membership benefits include, but is not limited to:

2.2.1 Individual members are eligible to serve on Council, Regional Committees, Standing Committees and Working Groups.

2.2.2 Attendance of national and regional conferences & workshops at reduced rates

2.2.4 Access to networking and collaboration platforms amongst SAMA individual and institutional member

2.2.5 Membership and support of regional SAMA branches

2.2.6 Regular circulars and notices of museum events, workshops, training courses and vacancies.

2.2.7 Receiving SAMA publications at no cost, including SAMAB and *Samantics*

2.2.8 Opportunities to provide input into museum legislation and policies through SAMA standing committees and working groups.

2.3 Obligations of members include:

2.3.1 Compliance with international museum professional standards and ethics, including the ICOM Code of Ethics.

2.3.2 Compliance with international heritage and museum related conventions and policies.

2.3.3 Compliance with South African heritage related legislation.

2.3.4 Promoting the museum sector through professional and ethical conduct.

3. COUNCIL

3.1 The Council shall consist of:

3.1.1 The President, Immediate Past President and Vice-President.

3.1.2 A Representative of each regional branch, all of whom shall be and remain members of the Association in good standing

3.1.3 The Council shall have the power to appoint a Treasurer from amongst the members of the Association in good standing for the duration of the Council's term. This Councillor shall have the same voting rights as all other Councillors.

3.1.4 The Chairperson of the Executive Board of The International Council of Museums – South Africa shall be an ex officio member of the Council.

3.1.5 The Chairpersons of SAMA Standing Committees will be ex officio members of the Council

3.2 Nomination and election procedure of the Vice President

3.2.1 Only members of the Association, who are in good standing on the date that the nominations close, shall be entitled to nominate and to vote (one vote per member whether individual or institutional);

3.2.2 Members in good standing may submit nominations for Vice-President by email or post to the SAMA Office. The nomination paper must make clear that:

3.2.2.1 the member may nominate only one candidate for election to the position of Vice-President;

3.2.2.2 the member and the nominee shall both sign the nomination paper and a separate paper shall be submitted for each nomination;

3.2.2.3 the nomination paper shall be returned to the Administrator/Secretary before or on a specific date;

3.2.2.4 in the event of any of the above stipulations not being complied with, the nomination paper shall be deemed invalid;

3.2.3 the Administrator/Secretary shall send such nomination papers to all members who are entitled to vote at least four weeks prior to the Annual General Meeting.

3.3 Elections of regional committees and chairperson:

3.3.1 A regional committee will be elected by the members of the region in accordance to the Rules of the Regional Branch.

3.3.2 Such regional committee members shall be individual members in good standing.

3.3.3 The term of office of regional committees coincides with that of the Council of SAMA, i.e. the elections take place in the same year when the SAMA Vice President is elected and Standing Committee members appointed;

- 3.3.4 The chairperson of the regional committee will serve as the regional representative on SAMA Council with full voting rights.
- 3.4 Vacancies in Council can be filled as follows:
- 3.4.1 If the Presidency falls vacant, the Vice-President shall become the President for the remainder of the term of office as well as for the succeeding term of office;
- 3.4.2 If the Vice-Presidency falls vacant, the Council shall elect one of the Branch Representatives or co-opted Councillors for the remainder of the term of office; in such an event the co-opted Vice-President shall not become President as per section 5.4 of the constitution
- 3.4.3 If a Regional Representative's position falls vacant, it shall be filled in accordance with the Rules of the regional branch;
- 3.4.4 If the position of Representative of ICOM SA falls vacant, it shall be filled in accordance with the Rules of ICOM-SA;
- 3.4.5 Positions filled in terms of sections 3.4.1; 3.4.2; 3.4.3 shall be able to stand for nomination and election for any position on the Council at the end of the term of office.
- 3.4.6 If necessary, the Council may terminate the membership of any Council member by a majority vote of at least two-thirds of the Council members.

4. COMMITTEES OF COUNCIL

4.1 The Executive Committee

The Council may appoint an Executive committee to attend to its daily business. The Executive Committee shall consist of the President, Vice-President; Immediate Past President, Treasurer and Secretary.

- (a) The Executive shall control any business of the Association as delegated to it by the Council
- (b) Decisions taken by the Executive shall be ratified by the Council at its next meeting.
- (c) The Executive shall meet as many times as it deems necessary
- (d) The Chairperson shall be the President, or in his/her absence, the Vice-President.

4.2 Sub-committees and working groups

Council have the general powers and authority to appoint sub-committees and working groups to carry out its functions.

- 4.2.1 The Committee will function according to a mandate and procedures contained in its Terms of Reference.

- 4.2.2 Three or more persons are required to form a committee and at least one office bearer or representative of the Council shall sit on it.
- 4.2.3 The committees are required to report back to Council on their activities and finances.
- 4.2.4 The Terms of Reference is attached to the Bylaws of the Association as Appendices and should be reviewed when a newly elected Council takes office.

Current working groups include:

- (i) Working group for establishing SAMA as a professional body
- (ii) SAMAB Editorial Board. It includes an editorial team which oversees the publication of a peer reviewed academic journal for museums and are appointed in terms of regulations issued by the Department of Higher Education related to accredited journals.

4.3 **Standing Committees:**

- 4.3.1 Standing committees provide continuity within the Association and enable it to undertake programmes.
- 4.3.2 The members of the Standing Committee will be elected according to procedures as contained in their respective Terms of Reference and be restricted to individual members in good standing.
- 4.3.3 The chairperson of a Standing Committee will be a member of Council with full voting rights. Standing Committees will function according to their mandate and procedures as contained in their respective Terms of Reference.
- 4.3.3 The duration of the term of Standing Committees coincide with that of Council.
- 4.3.4 The following Standing Committees is active:
 - (i) Training: It is tasked with developing and implementing short and long term training programmes.
 - (ii) Communications responsible for marketing, social media, media releases, newsletters and the SAMA website.
 - (iii) Governmental liaison responsible for consulting with members regarding museum related legislation and policies, lobby relevant government departments and agencies on behalf of the museum sector and maintain cordial relationships with relevant government departments and agencies.

- 4.3.5 The Terms of Reference of the Standing Committees is attached as appendixes of the Bylaws of the Association and should be reviewed when a newly elected Council takes office.

5. FINANCES

Council members are the fiduciaries who steer the organization towards a sustainable future by adopting sound, ethical, and legal governance and financial management policies to ensure the association has adequate resources to advance its mission.

5.1 General financial arrangements and regulations

5.1.1 The Constitution makes provision for bank accounts, signatories, a treasurer, and the submission of Annual Financial Statements at the Annual General Meeting as well as the ownership of assets and property by the Association.

5.1.2 SAMA Council bears financial and fiduciary responsibility for the Association.

5.1.3 Memberships fees on behalf of the Association may be collected by SAMA Council only.

5.1.4 SAMA Council must ensure that a bank account is opened in the name of the Association at a Registered Bank.

5.1.5 The Council should ensure that surplus funds are invested with registered financial institutions at the best rate of return.

5.1.6 The financial records of SAMA must be audited by a registered accountant or Chartered Accountant annually within six months of the end of the financial year.

5.1.7 Within one month of the start of its term, SAMA Council will appoint three signatories to the bank accounts through adoption of a formal resolution. All bank transactions have to be authorised by two of three signatories.

5.1.8 All expenditure on behalf of SAMA, with the exception of projects and services of the regional committees, have to be authorised by the President, whether or not the President is a signature to the bank accounts.

5.1.9 All expenditure has to be motivated with supporting documents and/or minuted decisions by Council in order to be processed.

5.2 Financial relationship between SAMA and its regional committees:

5.2.1 SAMA Council manages the finances of the Association.

- 5.2.2 All income generated by Regional Committees including membership fees must be paid into the SAMA National Bank account. These funds will remain ring-fenced for the future use of the relevant Regional Committee.
- 5.2.3 Funds collected by the Regional Committees have to ring-fenced per regional committees.
- 5.2.4 10% of annual membership fees collected from a region will be ring-fenced for the use of that regional committee
- 5.2.5 Funds ring-fenced for the regional committees may be used with the written authorisation of the Regional Chair of the respective regional committee only.
- 5.2.6 All expenditure must be motivated with supporting documents whether invoices or meeting minutes for payment to be processed.
- 5.2.7 Financial recordkeeping should make provision for the separate recording of national and individual regional finances and individually reported on.
- 5.3 Transitional financial arrangements
- 5.3.1 Within 6 months after adoption of the Bylaws of SAMA, all regional accounts have to be closed and funds transferred to the SAMA National Account.
- 5.3.2 All funds transferred from regional accounts to the national bank account will be ring-fenced for the future use of the specific Regional Committee only. The only exception is where the use of ring-fenced funds for other expenditure is explicitly authorised by the relevant Regional Committee.
- 5.4 SAMA Council must elect or co-opt a Treasurer with the approval of the Annual General Meeting. The term of the Treasurer is the same duration as that of the SAMA Council. The Treasurer is responsible for:
- (i) Maintaining financial records in accordance to recognised financial standards.
 - (ii) Report quarterly to Council regarding the financial status and transactions of the Association.
 - (iii) Report quarterly to Regional Committees on the financial status and transactions of the funding ring-fenced for the Region.
 - (iv) Prepare and submit SAMA financial records for auditing.

6. SAMA NATIONAL CONFERENCE

- 6.1 The Council shall convene a National Conference of the Association ever year, or at least once every two years and may include the Annual General Meeting as part of the programme. The location of the National Conference is rotated between the regions and is organised in partnership with the host region.

- 6.2 The organisation and management of the conference shall be controlled by a Conference Committee as approved by the Council or the Executive;
- 6.3 The Conference Committee should submit a proposal and budget to the Council and report back on progress. At the end of the conference a final report should be submitted to the Council.
- 6.4 Members should be notified of the date and venue of the National conference six months in advance. Conference notices may be circulated via the SAMA Office.
- 6.5 All delegates and observers are required to register for the Conference and pay a Conference fee as determined by the Conference Committee;
- 6.6 The Conference fees should make provision for a levy to be paid to the National Office as determined from time to time by Council.

7. AMENDMENTS TO BYLAWS


The Constitution makes provision for Council to draw up bylaws and procedures for the proper governance and management of the Association.

- 7.1 Proposed amendments to the Bylaws shall be tabled at a Council Meeting and approved by a simple majority (50% + 1) of Council members
- 7.2 The amendments to the Bylaws shall be tabled at an Annual General Meeting for ratification by a simple majority vote.
- 7.3 No bylaws or amendments may be made which would cause the organisation to close down or stop functioning.

RATIFICATION OF THE BYLAWS

These Bylaws were approved and accepted by members of the Association at an Annual General Meeting held on 8 September 2021

Signed:


SAMA President


SAMA Councillor

APPENDIX A:

TERMS OF REFERENCE TRAINING STANDING COMMITTEE

1. Mandate:
 - 1.1. The development and implementation of systematic and coherent programme of short- and long-term museum related training courses to build capacity within the museum sector.
2. Purpose:
 - 2.1. To promote and enable professional conduct;
 - 2.2. To capacitate the museum sector;
 - 2.3. To keep members informed about developments in museum practice and theory.
3. Membership:
 - 3.1. Chairperson who is elected by members of the committee within the first month after their appointment.
 - 3.2. A secretary will be elected by the members of Committee from amongst the Committee members;
 - 3.3. At least three, but not more than nine additional members. Membership should be representative of museum disciplines, including, but not limited to: Research and curatorship, collection management, conservation, public programmes, education, museum exhibition design and management.
4. Appointment and duration of appointment:
 - 4.1. Interest to serve on the Committee will be circulated through the SAMA Office to all members in good standing one month before the Annual General Meeting in election years. Members can indicate their interest by submitting a CV indicating relevant skills and experience as well as their field of interest.
 - 4.2. Members will be recommended by Council and confirmed at Annual General Meetings in election years.
 - 4.3. In addition, this committee should be entitled, when and where necessary to co-opt any other person/s whose particular expertise maybe required to assist the committee to achieve its mandate. Members co-opted in this manner will be confirmed by Council at its next meeting. These members will not have voting rights.
 - 4.4. The duration of the term of office is the same as that of Council.
5. Responsibilities of the Chairperson
 - 5.1. Ensure committee's compliance with its mandate and purpose.
 - 5.2. Serves as member of Council with full voting rights.
 - 5.3. Report to SAMA Council and AGM on activities of the committee.
 - 5.4. Keep members of the Standing Committee informed of discussion and decisions taken by SAMA Council.
6. Meetings and record keeping
 - 6.1. The Committee will meet at least two times per year whether digitally or in person.
 - 6.2. All meetings will be minuted by the Secretary.
 - 6.3. The Committee may consult with experts and non-SAMA members related to its mandate.
 - 6.4. All legal and co-operate decisions made by the committee need to be approved by SAMA Council.
 - 6.5. Proceedings of meetings must be recorded. The minutes must be sent to SAMA Office to be filed in the main register.

7. General arrangements
 - 7.1. The chairperson of the committee will report progress to SAMA Council meetings and the SAMA Annual General Meeting.
 - 7.2. Finances permitting, SAMA Council will re-imburse members for travelling and accommodation costs if meetings have to be held in person.
 - 7.3. This committee should be bound by the SAMA Constitution and Code of Ethics of SAMA

APPENDIX B:

TERMS OF REFERENCE: COMMUNICATIONS STANDING COMMITTEE

1. Mandate:
 - 1.1. The Committee coordinate and manage communication channels of SAMA Council, its Committees and SAMA membership.
 - 1.2. The Committee supports the SAMA Council to liaise with the general public on the objectives and activities of the Association through media statements and social media.
 - 1.3. The Communications with the media shall be governed by SAMA's media policy.
2. Purpose:
 - 2.1. To coordinate communication of SAMA to internal and external stakeholders. This includes:
 - 2.1.1. To assist SAMA Council to prepare notices and statements targeted at social and print media targeted at museum professional networks and the general public.
 - 2.1.2. To maintain and update the SAMA website.
 - 2.1.3. To manage and publish *Samantics*.
 - 2.1.4. To keep members informed of SAMA news, programmes and professional development opportunities.
 - 2.1.5. To keep members informed of events and programmes of SAMA members.
3. The Standing Committee include the following members:
 - 3.1. Member for media liaison to assist the President in preparing notices and statements on behalf of the Association to create awareness of the activities and programmes of the Association as a representative of the museum sector;
 - 3.2. Website manager;
 - 3.3. *Samantics* editorial committee;
 - 3.4. SAMA Office Manager;
 - 3.5. Social media managers for approved social media platforms.
4. Appointment of members and duration of term of appointment:
 - 4.1. Members are co-opted by Council as volunteers who manage the diverse communication platforms of SAMA. A general call for interest will be circulated to all SAMA members one month before the end of the Standing Committee's term to invite SAMA members to make themselves available to serve on the Committee. The co-opted members will be confirmed at the Annual General Meeting in election years.

- 4.2. The duration of the term of office is the same as that of Council.
- 4.3. The Chairperson, who will represent the Standing Committee on SAMA Council, is elected by members within the first month after their appointment.
5. Responsibilities of the Chairperson
 - 5.1. Facilitate coordination between members to ensure a coordinated and targeted message.
 - 5.2. Serves as a member of SAMA Council with full voting rights.
 - 5.3. Report to SAMA Council and AGM on activities of the committee.
 - 5.4. Keep members of the Standing Committee informed of discussion and decisions taken by SAMA Council.
6. Minutes and record keeping:
 - 6.1. The Standing Committee will meet in person or digitally at least three times per year.
 - 6.2. All meetings will be minuted and a copy submitted to the SAMA Office. A minute taker will be appointed from members of the Committee.
 - 6.3. The Chairperson will submit a report on the work of the Committee at each Council meeting as well as the Annual General Meeting.

APPENDIX C:

TERMS OF REFERENCE: GOVERNMENT LIAISON STANDING COMMITTEE

1. Mandate
 - 1.1. The Standing Committee is responsible for consulting with members regarding museum related legislation and policies, lobbies relevant government departments and agencies on behalf of the museum sector and maintain cordial relationships with relevant government departments and agencies.
2. Purpose
 - 2.1. To collate and communicate the input of SAMA members to governmental policies and guidelines relevant to museum theory and practice;
 - 2.2. Lobbying government departments and agencies regarding museum related matters;
 - 2.3. Maintain good relationships with relevant governmental departments and agencies.
3. Membership:
 - 3.1. Chairmanship or the President and/or Vice President
 - 3.2. At least two but not more than eight additional members.
4. Appointment:
 - 4.1. Interest to serve on the Committee will be circulated through the SAMA Office to all members in good standing one month before the Annual General Meeting in election years. Members can indicate their interest by submitting a CV indicating relevant skills and experience as well as their field of interest.
 - 4.2. Members will be recommended by Council and confirmed at Annual General Meetings in election years.

5. Meetings and record keeping
 - 5.1. The Committee will meet at least two times per year whether digitally or in person.
 - 5.2. All meetings will be minuted. The Committee will appoint a minute taker from amongst the members.
 - 5.3. The Committee will have at least one digital/in person meeting per year with representatives of relevant government departments and government agencies that indicated interest in liaising with SAMA.
 - 5.4. Additional digital meetings to be held based on matters needing attention.
 - 5.5. Finances permitting, SAMA Council will re-imburse members for travelling and accommodation costs if meetings have to be held in person.
6. General arrangements:
 - 6.1. SAMA members may raise matters with the Standing Committee on their own initiative.
 - 6.2. The Committee may appoint sub-committees and working teams to conduct groundwork on behalf of the committee.
 - 6.3. Formal communication with government departments and agencies have to be approved by Council.
 - 6.4. The Chairperson will report on the activities of the Committee at each Council meeting and Annual General Meeting.

APPENDIX D:

TERMS OF REFERENCE: PROFESSIONALISATION WORKING GROUP

1. Mandate:
 - 1.1. To register SAMA as a professional body with SAQA.
2. Purpose:
 - 2.1. To research and make recommendations to Council to enable SAMA to comply with SAQA criteria as a professional body
 - 2.2. To register SAMA as a professional body with SAQA.
3. Membership:
 - 3.1. Chairperson
 - 3.2. Representative of SAMA Council
 - 3.3. At least three, but not more than five additional members. A secretary will be elected by the members of Committee from amongst the Committee members.
4. Appointment of members
 - 4.1. Interest to serve on the Committee will be circulated through the SAMA Office to all members in good standing one month before the Annual General Meeting in election

years. Members can indicate their interest by submitting a CV indicating relevant skills and experience as well as their field of interest.

- 4.2. Members will be recommended by Council and confirmed at Annual General Meetings in election years.
 - 4.3. In addition, this committee should be entitled, when and where necessary to co-opt any other person/s whose particular expertise maybe required to assist the committee to achieve its mandate. Members co-opted in this manner will be confirmed by Council at its next meeting. These members will not have voting rights.
5. Meetings and record keeping
 - 5.1. The Committee will meet at least two times per year whether digital or in person.
 - 5.2. All meetings will be minuted by the Secretary.
 - 5.3. The Committee may consult with experts and non-SAMA members related to its mandate.
 - 5.4. All legal and co-operate decisions made by the committee need to be approved by SAMA Council.
 - 5.5. Proceedings of meetings must be recorded. The minutes must be sent to SAMA Office to be filed in the main register.
 6. General arrangements
 - 6.1. The chairperson of the committee will report progress to SAMA Council meetings and the SAMA Annual General Meeting.
 - 6.2. Finances permitting, SAMA Council will re-imburse members for travelling and accommodation costs if meetings have to be held in person.
 - 6.3. The Committee will be dissolved as soon as it has achieved its mandate.
 - 6.4. This committee should be bound by the SAMA Constitution and Code of Ethics of SAMA