

The Constitution
of
Im4theArts

Proposed to the ISC Tuesday 14 July 2020

Preamble

Im4theArts is a vehicle to mobilise artists and people who make their living within the cultural and creative industries to participate actively in bringing about meaningful change within our sector and in society at large.

1. Name

The organisation hereby constituted shall be called Im4theArts.

2. Vision

Our vision is of a just society in which the contributions of the arts to human, social and economic development are recognised and supported.

3. Aims

The aims of Im4theArts are

- 3.1 To mobilise artists and all those working in the cultural and creative industries across all disciplines and genres to advance the interests of our sector.
- 3.2 To provide a platform for information sharing, exchange of ideas, criticism and debate.
- 3.3 To ensure that arts education, resources and facilities are accessible to all.
- 3.4 To advocate for policies that address historical imbalances and social and economic inequalities and promote the development of a just and free South Africa.
- 3.5 To help build capacity within our sector.
- 3.6 To promote and defend our constitutional right to freedom of creative expression.
- 3.7 To hold accountable government officials, departments, institutions and funding agencies that are responsible for the arts and cultural and creative industries.
- 3.8 To form strategic alliances and to partner with local, national and international agencies and organisations in support of our aims.
- 3.9 To secure our own sustainability in terms of organization, leadership and financing to ensure our resilience.

4. Values and Principles

Im4theArts is committed to the following values and principles and requires its members to subscribe to such principles:

- 4.1 Anti-racist and anti-sexist, respecting all human beings irrespective of gender, colour, ethnicity, class, sexual orientation, age, disability or country of origin, and expressed in words, deeds and attitudes.
- 4.2 Social and economic justice.
- 4.3 Transparency, accountability and integrity.
- 4.4 Creativity, resourcefulness and innovation.
- 4.5 Political independence, non-partisan and non-sectarian.
- 4.6 Leadership as service.

5. Body Corporate

- 5.1 Im4theArts is a legal entity in its own right and shall continue to exist even if the members change, and it may own property, open bank accounts, borrow money, enter into contracts, and sue or be sued in its own name.
- 5.2 It is a civil society organisation, independent of any government or government agency and while it may accept funding from governments or provide paid or voluntary services to governments, it will do so as a politically independent, non-partisan organisation.
- 5.3 Individual members of Im4theArts are, however, free to participate in party political structures of their choice in their individual capacities, rather than as members of Im4theArts.
- 5.4 Im4theArts is a non-profit organization.
- 5.5 The income and property of the Im4theArts shall be used solely for the promotion of its stated objectives and the members, staff and office-bearers shall have no rights to the property or other assets of Im4theArts solely by virtue of them being members, staff or office bearers.
- 5.6 No portion of the income or property of Im4theArts shall be paid or distributed directly or indirectly to any person or to any of its members except as reasonable compensation for services actually rendered to or on behalf of the Association or as reimbursement of actual costs or expenses reasonably incurred on behalf of the Association.

6. Membership

Im4theArts is a voluntary organization where individual members join at their own free will. It is an online movement, with a physical dimension, which enables it to work both virtually and physically. Membership is constituted as follows:

6.1 Full Members:

- 6.1.1 Any person working in, retired from or studying the arts and cultural and creative industries in South Africa, or any South African living abroad who fits this description, may be a full member of Im4theArts.
- 6.1.2 Full membership will not be open to government officials or politicians; however, they can apply to be Associate members.
- 6.1.3 Individuals who are employed by arts, culture and heritage institutions that are funded by taxes of the Republic of South Africa can be full members.

6.2 Associate Members:

- 6.2.1 Anyone who supports or is connected to the South African arts sector, from anywhere in the world, but who is not necessarily an artist or creative practitioner or technical person engaged in the sector, may apply for and be granted “Associate Membership” of Im4theArts.
- 6.2.2 Associate members may attend and be engaged in all Im4theArts activities and events, but may not stand for election and/or vote on any policy or leadership matters.

6.3 No potential member can be refused admittance to Im4theArts on the basis of political conviction, cultural identity, race, ethnicity, gender, class, disability, age, sexual orientation, geographical location, language or religion and / or any other discriminatory reason, which may be in conflict with the constitution of the Republic of South Africa, other than as reflected by the limitations in 6.1 and 6.2 above.

6.4 No organisations, institutions or other structures can be members of Im4theArts.

6.5 Membership procedures:

- 6.5.1 If a person wants to become a member of the organisation, she or he applies for membership through completing a membership form, and by providing supporting documentation as may be required.
- 6.5.2 Membership forms shall be completed online or physically, and sent to the National Steering Committee for consideration. The National Steering Committee shall have the discretion in confirming or rejecting the membership application.
- 6.5.3 The National Steering Committee may set membership fees and its terms of payment thereof.
- 6.5.4 All members shall be recorded in the Im4theArts database.

- 6.5.5 Membership shall be automatically renewed each year, unless a member resigns from the organisation in writing.
- 6.5.6 Membership may be suspended or terminated by the National Steering Committee for reasons of bringing the movement / organisation into disrepute, abuse or misappropriation of financial resources, criminal activity, contravention of the Constitution and its fundamental principles. In such cases, the National Steering Committee will establish a mechanism to investigate and make recommendations regarding charges of misconduct against a member.
- 6.5.7 Appeals against loss of membership can be brought to the National Steering Committee for due attention. The National Steering Committee will establish an independent appeals committee, comprising 3-5 Im4theArts members who are not members of the NSC. Arguments for re-inclusion in the organisation will be made by or on behalf of the member concerned, and a vote will be taken by the National Steering Committee for re-inclusion of the said member.

6.6 Rights and duties of Membership:

- 6.6.1 Members of the organisation shall be encouraged to attend and fully participate in meetings and events of Im4theArts.
- 6.6.2 Any member in good standing, and who has been a member for at least fourteen days, shall be eligible to vote and to stand for election / deployment in any structure or official assignment of the organisation.

7. Organisational structure

- 7.1 Im4theArts is an online movement with physical dimensions, as appropriate.
- 7.2 It is governed by a National Steering Committee, which is elected by the general membership every two (2) years.
- 7.3 The National Steering Committee comprises not less than 20 (twenty) members representative of provinces and working groups and inclusive of nationally elected officials.
- 7.4 At least 50% of representatives on the National Steering Committee should be women at all levels of representation and decision-making.
- 7.5 The National Steering Committee shall meet online, and/or physically if possible, at least four (4) times a year.
- 7.6 Records of these meetings will be made accessible to the general membership under Chatham House Rules.

7.7 The National Steering Committee will elect from among itself an Executive Committee of no more than ten (10) to run the day-to-day affairs of the organisation.

7.8 Composition of the National Steering Committee (NSC)

7.8.1 National Officials (10)

7.8.1.1 The national membership shall elect the following national officials:

- Chairperson,
- Deputy Chairperson,
- President, and
- 7 additional members (from whom the National Steering Committee may appoint a secretary, treasurer, communications and other portfolios, as required)

7.8.1.2 At least 50% of the national officials are to be women and of the Chairperson and Deputy Chairperson, at least one has to be a woman.

7.8.1.3 The President, Chairperson and Deputy Chairperson should come from at least two provinces.

7.8.1.4 The additional 7 National Officials should come from at least three provinces.

7.8.2 Provincial Representatives (minimum 9)

7.8.2.1 Each province shall be represented by at least one member.

7.8.2.2 These members are to be elected by their respective provincial constituencies.

7.8.2.3 Elections can occur once a province has at least 25 (twenty-five) members.

7.8.2.4 Members can elect one provincial representative for every one-hundred (100) members in that province up to a maximum of 4 (four) representatives per province.

7.8.2.5 The mandate of the provincial representatives is to ensure that the interests of their respective province is represented at national level, that national programmes and projects are implemented provincially, and that provinces devise and implement projects and programmes that are appropriate to their conditions.

7.8.2.6 Provincial Representatives shall convene provincial steering committees that meet at least once per month to mobilize and promote local actions.

7.8.2.7 Where provinces do not have sufficient members to elect a representative, the National Steering Committee may recruit and appoint up to two representatives from such province to serve on the NSC and assist in establishing that province. In such cases, the provincial representatives shall serve on the NSC, but may not vote.

7.8.2.8 Where a Provincial Steering Committee is no longer functioning in the way that it should, the National Steering Committee may intervene to engage provincially and re-establish the provincial structure.

7.8.3 Working Group Conveners (up to 12)

7.8.3.1 Working groups shall be established as per the needs and priorities set by general members and/or the National Steering Committee.

7.8.3.2 There will be a maximum of twelve (12) working groups.

7.8.3.3 Working Groups can be of any size (as deemed appropriate to the task).

7.8.3.4 Working Groups will elect a Convener to drive the Working Group and to represent the Working Group on the National Steering Committee.

7.8.3.5 Working Groups may also elect Co-Convenors who will be non-voting members of the National Steering Committee; they will only have voting rights if the Convener is absent from a meeting.

7.8.3.6 Working Groups will meet as many times as necessary until they have achieved their mission.

7.8.3.7 Some working groups may be permanent, and others created on an ad-hoc basis, in response to needs and priorities.

7.9 Elections of the National Steering Committee

7.9.1 The National Officials shall be elected by members following a nomination, seconding and motivation process, with the President, Chairperson and Deputy Chairperson voted for individually, while additional members are voted for en bloc i.e. each member votes for an additional seven (7) members of the Steering Committee based on the nominations and motivations received.

7.9.2 Should there be more than three nominations for any of the role of President, Chairperson and Deputy Chairperson and should no candidate win a simple majority (50% plus one) of the votes cast in the first round, the candidate/s with the lowest numbers of votes shall be eliminated and votes cast again, until one of the candidates wins a majority of votes.

- 7.9.3 All members may vote for the seven (7) additional candidates, notwithstanding the province in which they are located.
 - 7.9.4 Candidates should be appointed who have achieved a simple majority (50% plus one) of the votes cast. Should fewer than seven (7) candidates achieve this benchmark in the first round, then a second round of voting will be held for only those candidates who did not achieve the simple majority, in order to reach seven (7) elected candidates.
 - 7.9.5 Provincial representatives shall be voted for by members from that provincial constituency, and the same principles will apply as in 7.9.4.
 - 7.9.6. Where there is more than one provincial representative, at least one has to be a woman, and follow the spirit of the Constitution to have at least 50% of representatives being women at all levels of representation and decision-making.
 - 7.9.7 No member may be elected to serve on the National Steering Committee for more than three consecutive terms of two years each, even if nominated for different positions. NSC members who have served three terms are required to stand down for at least one term of two years before being eligible to serve on the NSC again.
- 7.10. General meetings
- 7.10.1 The National Steering Committee may call online General Meetings of members in exceptional circumstances such as changes to the Constitution, the need to fill key national vacancies on the NSC, and for guidance on strategic considerations.
 - 7.10.2 The NSC shall call an Annual General Meeting of members to report back on its activities, to submit annual financial statements and to consider feedback from members.
 - 7.10.3 The AGMs shall be held no later than 3 months after the closure of the preceding financial year.
 - 7.10.4 Elections shall be held biannually (once every two years), after the AGM in that particular year, and provided that such elections will be held within a month of that AGM)

8. Roles and Powers of The National Steering Committee

- 8.1 The National Steering Committee may make the interventions it believes are necessary to achieve the aims as stated in this constitution. Its activities must abide by the constitution of the Republic of South Africa.
- 8.2 The roles of The National Steering Committee are:

- 8.2.1 Chairperson: to chair the National Steering Committee and other decision-making meetings, represent Im4theArts at major events, provide guidance to the National Coordinator/Secretariat on a day-to-day basis as required, ensure that the decisions of the National Steering Committee are implemented, liaise with organisational and funding partners, assist in fundraising, and generally oversee the well-being of Im4theArts.
- 8.2.2 Deputy Chairperson: to play the roles of the Chairperson in her/his absence, to take on various roles of the Chairperson and other roles as assigned by the Chairperson and/or National Steering Committee.
- 8.2.3 President: to play an ambassadorial, ceremonial role, and advocate for the mission, aims and values of Im4theArts, while building relationships between the movement and other associations and/or individuals with aligned interests.
- 8.2.4 Additional members are to take on responsibilities and tasks assigned to them by the National Steering Committee.

8.3 Powers of the National Steering Committee

- 8.3.1 To devise, approve and amend the vision, policies, strategies, projects and to guide the affairs of Im4theArts.
- 8.3.2 To raise funds for or to invite contributions to Im4theArts and to establish such mechanisms and agencies as may generate funds to sustain the organisation.
- 8.3.3 To monitor the progress of Im4theArts and to take action where necessary to ensure that its vision, strategic priorities, projects and constitution and its aims are complied with.
- 8.3.4 To oversee the finances of the organisation including approving budgets, monitoring expenditure and income and approving the financial statements.
- 8.3.5 To administer the funds and assets in terms of the constitution and acquire by purchase, lease or otherwise any movable or immovable property and to sell, mortgage, let or otherwise deal with or dispose of any such property, and to open bank accounts as deemed necessary
- 8.3.6 To recruit and appoint staff as necessary, including a national coordinator to coordinate and monitor all official national programmes and campaigns of Im4theArts.
- 8.3.7 To establish provincial structures and working groups including the interim appointment of provincial representatives and working group convenors until such time that these may be elected by their respective constituencies.

- 8.3.8 To take corrective action and intervene where necessary to ensure that provincial structures and working groups abide by the Constitution and by their respective mandates.
- 8.3.9 To investigate or cause to be investigated allegations of impropriety, misconduct, financial or organisational mismanagement, and to take appropriate corrective action.
- 8.3.10 To review the Constitution at least every three years, and to propose amendments to the membership where appropriate and necessary.
- 8.3.11 To consult and enter into agreements on behalf of Im4theArts with any institutions or persons in pursuance of its objectives.
- 8.3.12 The National Steering Committee and its members shall not be personally liable for any loss of Im4theArts funds, or destruction or loss of its assets or property or dereliction of duty by any employee or agent of the organisation unless the same is proved in a court of the law, and can be attributable to the fraud, connivance or culpable neglect of the National Steering Committee and/or any of its members.
- 8.3.13 The National Steering Committee shall have the right to co-opt an appropriate member to fill a vacancy – or to ensure representation or relevant expertise - on the Steering Committee.

9. Decision-making and voting

9.1 Consensus decision-making

- 9.1.1 Decisions at all levels of Im4theArts shall be pursued through consensus.
- 9.1.2 If decisions are not reached by consensus after sufficient time for debate has elapsed, decisions by a simple majority (50% plus one) in a quorate structure shall prevail.
- 9.1.3 This principle shall apply to all meetings whether the meetings take place face-to-face in a physical space, through an online meeting platform or through email or other social media.

9.2 Quorum

- 9.2.1 A quorum shall be 50% plus one of the members of the particular Im4theArts structure (Working Group, subcommittee, provincial committee, etc).
- 9.2.2 Ideally, Im4theArts structures will seek to make decisions by consensus, failing which the structure will seek to have such decisions made by a majority of its full membership at the time.

- 9.2.3 When it is not possible within the time allocated to debate the relevant matter, decisions shall be carried by the majority of a quorate meeting.
- 9.2.4 An e-mail/social media/web-based meeting (other than a face-to-face meeting with all physically present or on an online platform) shall be considered to be between 24 hours and 48 hours maximum, with the chairperson/secretariat/coordinator of the meeting setting the time period for that meeting, calculated from the time that the agenda and supporting documentation or the document/s requiring decisions, are distributed to members.
- 9.2.5 On receipt of the agenda and/or documentation requiring decisions, members are to mark themselves "Present" by hitting the "reply all" button and writing "Present"; the chairperson/secretariat/coordinator of the meeting shall then note the number of "present" members over the course of the meeting, to deem it quorate or not.
- 9.3 Meetings that take place over an extended period:
- 9.3.1 Meetings that take place via email or other social media for between 24-48 hours may reach decisions prior to the meeting's deadline i.e. where the majority in such a quorate meeting decide in favour of, or against a particular recommendation.
- 9.3.2 However, should such agreement be reached prior to the deadline, the decision will not carry until all participating members who have marked themselves present have indicated their voting preference (in favour, against, or abstention).
- 9.3.3 Should additional input be provided after the majority favours a particular course of action before the expiry of the meeting, members who have already voted may change their vote, provided that this be done within the time period set for the meeting.
- 9.4 One-off decisions
- 9.4.1 From time to time, rather than formal "meetings", one-off decisions need to be made. Some decisions might require urgent responses, in which case a shorter (than 24-48 hours) time limit may be set.
- 9.4.2 The Chairperson/ Coordinator shall alert the members of the structure by WhatsApp that a decision needs to be made, that the relevant documents have been sent via email, or are located in an accessible online storage and the deadline for responses.
- 9.4.3 In such cases, members are to mark themselves "Present" as soon as they have received the email and/or documentation outlining the decision that needs to be made so that the chairperson / coordinator may determine whether a meeting is quorate or not.

9.4.4 One-off decisions may also be made over WhatsApp or similar appropriate social media forms closed to the members of that structure, and within the same parameters as above.

9.5 Absenteeism/non-participation

9.5.1 All members of a structure are required actively to participate actively in the discussions and decision-making processes of that structure.

9.5.2 Members are required explicitly to write that they agree, disagree or abstain, and indicate their reasons or agreement in principle, but propose amendments with regard to matters requiring decisions.

9.5.3 Failure to attend two meetings in succession without an apology will automatically lead to one's membership of the structure being terminated.

9.5.4 Marking oneself present in a meeting, but not participating in the discussions and particularly the decision-making in two successive meetings – which may impact on whether decisions are quorate or not – may result in one's membership of that structure being terminated by a majority decision of the members of that structure.

9.5.5 Failure to attend three consecutive meetings even when submitting apologies each time, may result in one's membership of the structure being terminated by a majority decision of the members of that structure.

10. Finances and financial management

10.1 The financial year of Im4theArts shall run from 1 January to 31 December.

10.2 The National Steering Committee shall appoint auditors to audit the organization's financial affairs on an annual basis.

10.3 The financial statements of the organisation shall be open to scrutiny by members and shall be posted on the organisation's website – at least on an annual basis.

11. Adoption

11.1 The Constitution is to be adopted by the members who have submitted membership forms and who agree to the Vision, Mission, Values and Aims of Im4theArts.

11.2 The Constitution may be adopted when Gauteng, KwaZulu Natal and Western Cape have at least 50 members, and three of the following provinces

– Eastern Cape, Free State, Limpopo, Northern Cape, North West and Mpumalanga – have at least 25 members, and the remaining three provinces have at least 10 members each.

- 11.3 The Constitution may be adopted, or changes to the Constitution may be made, by agreement of two-thirds of the members who vote in a forum when the Constitution is presented, and/or when where such changes are being considered, and provided that all members have been given 14 days' notice of the proposed Constitution and/or the proposed changes and the date/s of vote.

12. Dissolution

- 12.1 Im4theArts may be dissolved by a decision of at least two-thirds of the members who vote in a forum where the dissolution will be considered, and provided that all members have been given 14 days' notice of the proposed dissolution and the date of vote.
- 12.2 Upon its dissolution, and after all debts and commitments have been paid, any remaining assets shall not be paid to or distributed amongst members, but shall be transferred by donation to some other non-profit organisation which the National Steering Committee considers appropriate.