



CONSTITUTION  
OF MASERU ENGLISH PREPARATORY  
SCHOOL

## 1. **NAME AND FOUNDATION**

The school shall be “Maseru English Preparatory School”, abbreviated to “M.E.M.P.S”.

The school was founded in the 1890s as The European School of Maseru. It was renamed Maseru Preparatory School in the 1930s and Maseru International Primary School in the 1950s. The School shall be governed by the dispositions of the Lesotho Education Act No.10 of 1995 and the Educational (Amendment) Act of 1996.

## 2. **REGISTERED OFFICE**

2.1. The registered office of the School and the Board of Governors shall be:

Caldwell Street,

Maseru West,

P.O.Box 34

Maseru.

## 3. **OBJECTIVES**

The objectives for which the school is established are;

- 3.1. To develop a curriculum that challenges and encourages students in intellectual, aesthetic, physical and social interactions grounded in an environment of mutual respect and individual integrity.
- 3.2. Encourage and nurture a sense of self worth among our students and to enhance their self-esteem.
- 3.3. Enable students to integrate acquired knowledge and experience in order to construct meaning, make inferences and draw conclusions from content.
- 3.4. Facilitate the students’ growth and development towards recognizing and solving problems in order to develop independent thought and decision making.

- 3.5. Develop students' communications skills through the acquisition and mastery of language.
- 3.6. Recognise, appreciate and celebrate cultural diversity.
- 3.7. Provide extra-curricular programmes that will enhance the values, personal qualities and attitudes that are commensurate with "good sportsmanship".
- 3.8. Integrate Information Technology in our curriculum as a tool for attaining learning outcomes.
- 3.9. Ensure that the required learning outcomes stated in our philosophy are reflected in our curriculum and assessment procedures.
- 3.10. Follow a "balance assessment" model appropriate for different learning styles and developmental models.
- 3.11. Facilitate the development of aesthetic appreciation through experiences in the arts and music.
- 3.12. Utilize the philosophy of "Parents as Partners" which entails clear and regular communication links between the teacher and the parent.

#### 4. **ADMISSIONS**

- 4.1 Admission to MEMPS shall be open to children of Basotho families and other nationalities subject only to their satisfying an educational assessment on application, space within classes, prompt fee payment in accordance with Board policy and adherence to the disciplinary expectations and rules of the School.
- 4.2 The School shall be neutral regarding party politics and religion.

## **5. STRUCTURE OF GOVERNANCE**

The organizational structure for governance shall comprise parents meeting as an A.G.M., Extraordinary A.G.M., The Board of Governors, Specialised Advisory Committees and the Head Teacher acting as Chief Executive Officer.

## **6. MEMBERSHIP AND THE BOARD OF GOVERNORS**

- 6.1. Membership of the Board of Governors shall be open to any parent having at least one child enrolled at the School during the same academic year, provided that they meet the criteria for membership set forth in the School's Constitution.
- 6.2. Applicants meeting the criteria for membership may stand for election to the Board of Governors.
- 6.3. There shall be six, directly elected Parent Governors.
- 6.4. One Governor shall be nominated as the representative of the Teaching Staff.
- 6.5. The Head Teacher shall be a Governor ex officio.
- 6.6. Two Governors shall be nominated by the Proprietor to serve as Special Governors. They shall not serve on the Board of another school in Lesotho at the same time.
- 6.7. Each parent shall have right to vote at the Board's A.G.M. and to stand for election.

## **7. DUTIES OF THE BOARD OF GOVERNORS**

- 7.1. Governors shall establish strategic policy and priorities for the School. They shall take an overtime of the School and monitor standards and performance.

- 7.2. Governors shall serve three consecutive academic years following their election unless they resign in the meantime or cease to meet the criteria for membership.
- 7.3. On the completion of their first term of office, a Governor may stand once for re-election for period of one further year.
- 7.4. The Head Teacher shall serve during the length of his/her contract.
- 7.5. Board members shall receive no compensation in any form whatsoever for their contribution to the governance of the school.
- 7.6. A category of membership shall be available called Associate member, who shall be former parents, or persons of standing in the community with an interest in the former parents, or persons of standing in the community with an interest in the school and relevant expertise.
- 7.7. Associate Members shall be entitled to attend the A.G.M. but have no voting rights.
- 7.8. Associate Members shall be entitled to attend Board meetings at the invitation of the Chair, or Vice Chair, to speak on a specific topic but shall have no vote.
- 7.9. Associate Members shall receive general newsletters and my other relevant information/documents pertaining to a topic upon which they have been invited to speak.
- 7.10. Associate Members shall receive no compensation in any form whatsoever for their contribution.

- 7.11. Resignation of Governors, Associate Members and Special Governors shall be deemed to have taken effect on receipt by the Management of an-email, fax or letter contribution.
- 7.12. Any Governor, Associate Member or Special Governor who violates, or is no longer in compliance with this Constitution, or who acts in any way that is deemed to be detrimental to the interests of the Board, the School's Management and Parents, may be excluded from membership by the Board on a simple majority vote. Reasons for this decision shall be given.

8. **THE GENERAL ASSEMBLY MEETING (A.G.M)**

- 8.1 Each year the Management shall convene an A.G.M. within three months of the close of the financial year as the General Assembly.
- 8.2. The General Assembly shall be the highest authority in M.E.M.P.S.
- 8.3. The General Assembly shall have the power to ratify Board policy in the light of information and recommendations received from the Board and Management.
- 8.4. The General Assembly shall elect Governors and the Special Governors. Each parent shall have one vote, or proxy vote, for this purpose.
- 8.5. The General Assembly shall have the power to propose a modification of this Constitution by a majority vote of 75%.
- 8.6. The General Assembly shall have the power to appoint auditors, adopt accounts by a majority vote of 75% and ensure that the Board presents accounts annually.

- 8.7. The General Assembly shall have the power to dissolve the Board of Governors by a majority vote of 75%.
- 8.8. The Board and the Head shall not be liable for claims made against the School in the event of bankruptcy.
- 8.9. The General Assembly shall have the power to dismiss a Governor by a majority vote of 75% and a reason shall be given.
- 8.10. The Board of Governors shall be obliged to convene an Extraordinary Annual General Meeting or a Special Meeting upon the request of 20% of the full members.
- 8.11. The Board of Governors may convene an Extraordinary Annual General Meeting, or Special Meeting, if it considers this to be in the School's best interests, or to transact urgent business. Notices of such meetings shall be distributed to members via the Head Teacher at least 10 working days before the due date and contain an agenda, date, time, and location.
- 8.12. Parents shall have the right to vote at A.G.Ms, Extraordinary General Meetings and Special Meetings by an identified proxy.
- 8.13. The General Assembly shall be deemed quorate if 30% of the all parents on the school that academic year.
- 8.14. An A.G.M, Extraordinary AGM or Special Meeting shall be reconvened if not quorate, no less than three weeks, and not more than six weeks, after the original meeting.

- 8.15. Decisions of AGMs, Extraordinary AGMs and special Meetings shall be valid if approved by a majority vote of 75%.
- 8.16. Abstentions shall not be counted as votes.
- 8.17. Elections to the Board of Governors shall be by ballot vote. The persons obtaining the highest number of votes and equaling the number of vacancies shall be declared elected.
- 8.18. Decisions taken at A.G.Ms, Extraordinary A.G.Ms and Special Meetings shall be minuted, kept on file in the School Office and made available to members on request.
- 8.19. Members of Staff and the Head Teacher, other than those who are parents of children enrolled at the school, shall have the right of attendance at A.G.Ms, Extraordinary A.G.Ms and Special Meetings but no right to vote.
- 8.20. The Chair of the Board of Governors, Vice Chair or next longest serving Governor shall preside at A.G.Ms, Extraordinary A.G.Ms and Special Meetings.
- 8.21. The person presiding at A.G.Ms, Extraordinary A.G.Ms and Special Meetings shall declare the meetings open, appoint a minuting secretary, manage discussion through the agenda, recognize speakers through the Chair, ensure observance of meeting etiquette, hold votes, announce results and close meetings.
- 8.22. Nominations for election shall be sought in advance of an A.G.M.
- 8.23. Nominations shall be proposed and seconded.
- 8.24. Candidates for election shall be invited to give a two minute address to the A.G.M. in advance of the vote.

- 8.25. In exceptional cases the Board of Governors may communicate a proposal requiring a vote to parents by post, fax or e-mail and tally votes returned within ten days if they constitute a quorum of the membership. Valid results obtained in this way shall be communicated to the membership within forty-eight hours.
- 8.26. In order to calculate the majority obtained in accordance with this constitution abstentions from voting shall not be taken into account.
- 8.27. Decisions regarding the election of the Board's officers (Chair, Vice Chair and Treasurer) shall be taken by the Board of Governors at its first meeting following an A.G.M. or Extraordinary A.G.M.

## **9. POWERS AND DUTIES OF GOVERNORS**

- 9.1. The Board of Governors shall be elected, or appointed, in the manner prescribed in this constitution.
- 9.2. The Board of Governors shall be able to express opinions, make proposals re: annual budget, accounts, action plans, calendar, capital projects, fees structure, staffing levels and other legitimate areas of policy.
- 9.3. The Board of Governors shall be able to appoint working groups, ad hoc commissions and working parties.
- 9.4. The Board of Governors shall be to appoint a member of the existing staff, or an external person, as 'Special Administrator'(s) in the case of a temporary Head Teacher vacancy, and such an appointment shall not normally held for more than six months.

- 9.5. The Board of Governors shall ensure that the School is managed by the Head Teacher in accordance with the School's, vision, Mission Statement, Philosophy, Educational Objectives and Strategic Plan.
- 9.6. The Board of Governors shall operate as an 'Appeals Panel' in accordance with School Discipline and Grievance Policies and Board Manual.
- 9.7. The Board of Governors shall appoint the Head Teacher
- 9.8. The Board of Governors shall meet at least once per month in term time.
- 9.9. Each Governor shall have the right to be represented by a proxy vote, provided that the proxy is given to another Governor who shall not represent the interests of more than two voters in the same vote.
- 9.10. The Board of Governors shall be validly constituted if five members of the Board are present or represented. Should this quorum not be reached another Board Meeting must be convened within a fortnight of the original meeting. This subsequent meeting shall be validly constituted irrespective of the numbers of Governors present or represented. This information shall be included on the agenda distributed for the subsequent meeting.
- 9.11. Decisions reached at Board Meetings shall be adopted by a simple majority.

## 9. **POWERS AND DUTIES OF THE SECRETARY**

- 9.1. The Head Teacher shall consult and keep the Board of Governors informed on a regular basis and provided an annual report to the A.G.M.
- 9.2. The Head Teacher shall be the Chief Executive Office of the School.

- 9.3. The Board of Governors shall be recruited by following the recommendation of a Selection Committee of the Board of Governors charged with seeking applications, forming a short list and interviewing candidates.
- 9.4. The Board of Governors shall vote on the appointment of a Head Teacher in Executive Session as described in the Board Members' Manual.
- 9.5. The tenure of a Head Teacher shall be governed by his/her contract of employment. The Board of Governors shall appoint and modify the tenure of the Head Teacher by simple majority vote without seeking the approval of the General Assembly (A.G.M.).
- 9.6. The Head Teacher shall have the powers necessary for the administration and management of the school.
- 9.7. The Head Teacher shall prepare short, medium and long term approval of the Board of Governors.
- 9.8. The Head Teacher shall prepare a draft annual budget for the approval of the Board of Governors.
- 9.9. The Head Teacher shall supervise the daily management of the school.
- 9.10. The Head Teacher shall ensure ongoing and effective management of the school's finances in conformity with the budget approved by the Board.
- 9.11. The Head Teacher shall lead co-operation between the school and other organizations.
- 9.12. The Head Teacher shall appoint and dismiss Teaching, Administrative and Support Staff with the approval of the Board.

- 9.13. The Head Teacher shall evaluate the performance of staff annually.
- 9.14. The Head Teacher shall initiate and carry through disciplinary measures as required according to the school's Disciplinary and Grievance Regulations.
- 9.15. The incumbent Head Teacher's appointment shall cease on the termination of contract, expiration of final contract, resignation or legal incapacity.
- 9.16. Governors shall have the power to transfer signature rights to accounts, documents and correspondence to a newly appointed Head Teacher or Special Administrator(s).
10. **POWERS AND DUTIES OF THE CHAIR, VICE CHAIR AND TREASURER**
- 10.1. The Chair of Governors shall convene A.G.M.s Extraordinary A.G.M.s, Special Meetings and Board Meetings.
- 10.2. The Chair of Governors shall preside over A.G.M.s, Extraordinary A.G.M.s, Special Meetings and Board Meetings.
- 10.3. The Chair of Governors shall have the power to take appropriate actions by an executive decision in cases of the utmost urgency affecting the school.
- 10.4. The powers vested in the Chair of Governors shall be vested in the Vice Chair in his, or her, absence.
- 10.5. the Chair shall report annually to the A.G.M.
- 10.6. In the absence of the Chair, the Vice Chair shall report annually to the A.G.M.

10.7. The Treasurer shall maintain an overview of the accounts and presents the balance sheet, income and expenditure accounts and audited accounts at the A.G.M. or an Extraordinary A.G.M.

10.8. The Treasurer shall be responsible for recommending the appointment of auditors to the A.G.M., such auditors not to serve more than five successive years.

## **11. INDEMNITY**

11.1. Office bearers are indemnified from legal action or suit for any act done by them in the proper or reasonable discharge of their duties. Such a person shall be defended at the costs of the School from all damages, costs and expenses which may be incidental to or result from such prosecution, legal action or suit.

11.2. Legal action, either as plaintiff or as defendant, shall be conducted by the Chair, or one of his/her nominees.

## **12. FINANCIAL YEAR**

The Financial Year shall run from 1<sup>st</sup> of August to 31<sup>st</sup> of July each year.

## **13. LANGUAGE**

13.1. The language used for all official correspondence and documents shall be English.

13.2. The working language of the school's Board of Governors, Teaching Staff and Administrative Staff shall be English.

## **14. AMENDMENTS TO THE CONSTITUTION**

The provisions of this constitution may be repealed, amended or improved in any manner by a decision of the membership at an Annual General Meeting or a special

meeting convened for the purpose, provided that at least thirty (30) days notice shall have been given. That notice shall set out the proposed amendment and reason thereof. The amendment must be adopted by one- third of the parents present and voting.

## 15. **DISSOLUTION OF THE ASSOCIATION**

15.1. Subject to the provisions of the Societies Act of 1966, the school may be dissolved for any reason which might be deemed fit at an Extra-Ordinary Meeting convened for such purpose.

15.2. One-third of the Parents may submit a written and signed proposal for the dissolution of the school. Such proposal shall state the reasons for the dissolution. A proposal for the dissolution shall be received by the Secretary for onward transmission to the Board of Governors at its next meeting. The Secretary upon instructions of the Board of Governors shall send notices to all members three months in advance of the Extra-ordinary meeting at which the dissolution shall be deliberated.

15.3. A decision to dissolve shall only be taken by two-thirds majority of parents present at the Extra-ordinary General Meeting and forming a quorum. The members shall be given the opportunity to vote by secret ballot.

15.4. In taking a decision to dissolve the school, the general membership shall at the same time appoint a liquidator for the purpose of winding up the affairs of the school. Any assets remaining after due payment of all debts, shall be donated to the Ministry of Education and Training.

**THUS DONE AND SIGNED IN MASERU THIS DAY OF JUNE 2008.**

1. Peter Phori ..... Chair of Governors
2. Thabo Phohleli .....Vice Chair of Governors
3. Makojane Mopeli.....Treasurer
4. Richard Free .....Secretary
5. Pauline Ledimo .....Governor
6. Dr. James Urwick..... Governor
7. Mr. John Humphreys.....Governor
8. 'Mamohola Matlanyane.....Governor
9. Mphoka Silase .....Governor
10. Brad Jen .....Governor