

CONSTITUTION of the “International Congress for School Effectiveness and School Improvement” (ICSEI)

Approved at the Cyprus AGM on January 6 2011

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1 Name

The name shall be the 'International Congress for School Effectiveness and improvement' hereinafter referred to as 'ICSEI'.

ICSEI is established in Groningen, The Netherlands as”Vereniging met volledige rechtsbevoegdheid”
(Association possessing full legal rights)

2 Definitions

‘Annual General Meeting’ or ‘AGM’ means the Annual General Meeting of the members of ICSEI

‘Board’ means the appointed ICSEI members acting as the Board of ICSEI

‘Board Committee’ means a sub-committee of the Board to which powers have been delegated by the Board

‘Board Executive’ means those people who are currently in the roles of President, President-Elect, Past President and Treasurer

‘Board Member’ means those people elected to as the Executive or Board Members at an ICSEI Annual General Meeting

‘Conference’ means the International Conference of School Effectiveness and School Improvement Conference held annually in different host countries.

‘Constitution’ means the constitution of ICSEI as amended from time to time by Special Resolution of the Members in an Annual General Meeting

‘Executive Officer’ means the individual who leads the ICSEI Secretariat

‘General Meeting’ means a general meeting of the Members of ICSEI and includes an Annual General Meeting

‘ICSEI Secretariat’ or ‘Secretariat’ means the individual or organisation appointed by the ICSEI Board to undertake specific duties related to the management of the Board and the business of ICSEI

‘Member’ means a person admitted to any of the classes of membership of ICSEI as set out in Section 4.1 of this constitution

‘Practitioner’ means a person engaged in the practice of education at the school or school system level, or providing practical support to schools

‘President’ means the person elected bi-annually to lead and represent the ICSEI Board and its members

‘President Elect’ means the person elected bi-annually to be the next President of ICSEI

‘Policy maker’ means a person with power to influence or determine education policies at international, national, regional or local levels.

‘Scholar’ means a person engaged in the study of education

'Treasurer' means the person elected bi-annually to oversee the budget process and financial affairs of ICSEI

'Voting Delegate' means any current member who is in attendance at the AGM.

'Year' means the period between the conclusion of an Annual General Meeting and the conclusion of the next Annual General Meeting

3 Purpose of ICSEI

The purpose of ICSEI is to enhance the quality and equity of education for all students in schools in all countries.

It is intended that this purpose should be achieved through the acquisition and dissemination of information in a co-ordinated effort amongst policy makers, practitioners and scholars, using the Annual Congress, the Congress's relationships with journals (publishers), the website, ICSEI networks and any other appropriate methods.

Efforts to achieve this purpose are made in diverse settings by many individuals and organisations employing a variety of perspectives. These efforts have been variously described, reflecting among other things a concern for school effectiveness, school improvement, educational innovation and transformation, excellence in education, quality in education, equity in education, educational policy, school differences and school effects.

ICSEI is intended to serve the professional interests of all those concerned with enhancing quality and equality of education including policy makers, practitioners and scholars in all countries.

4 Membership

4.1 Classes of Membership

The following are the classes of membership of ICSEI:

- **Members** are individuals who have paid their annual membership fees.
- **Life Members** are worthy individuals who are selected by the Board because of their outstanding contribution to ICSEI over an extended period. Life members are not required to pay an annual membership fee, but shall be required to pay any other applicable ICSEI related costs.
- **Student Members** are members who are currently enrolled in graduate study and have paid annual membership fees.

4.2 Application for Membership

- Prospective members can apply for membership by completing and submitting the membership form on the ICSEI website or by completing and forwarding it to the ICSEI office.
- The acceptance of an applicant to be a Member is subject to the payment of annual membership fees, which are payable at the time of application.

- Once the application for membership and payment of fees has been received, the applicant's name is entered in the Register of Members and the applicant becomes a Member who is entitled to exercise the rights and benefits of ICSEI membership.

4.3 Termination of Membership

- A Member may discontinue membership at any time.
- If a Member's annual membership fee is unpaid within 120 days from the due date of payment, membership shall cease.
- The Board may remove a Member from the Register of Members.
- If terminated, a Member may not seek a refund of their annual membership fee.
- A person may not be readmitted to membership until any unpaid monies outstanding at time of ceasing to be a Member are paid.

4.4 Rights of Membership

Members of ICSEI may:

- attend, speak and vote at the Annual General Meeting;
- stand for election as President-Elect, Treasurer or Board Member of the ICSEI Board;
- nominate eligible Members for election as President Elect, Treasurer or Board Member;
- vote in the election of ICSEI Board Members;
- receive and participate in membership benefits as are determined from time to time by the Board.

4.5 Maintenance of Membership Records

- ICSEI must keep and maintain a Register of Members that is continually updated;
- The Register of Members should as a minimum contain the name, contact details and financial status of each Member
- The Register of Members is available for inspection free of charge by any Member but may not be used for communication with members for purposes unrelated to ICSEI.

5 The Board

5.1 Members of the Board

- The Board shall consist of no more than ten members who should reflect the international character of the organization, meaning that at least five separate countries should be represented on the board.
- The Board Executive shall be the President, President Elect, Past President, Treasurer who are each separately entitled to represent ICSEI lawfully.
- Elections will be held at the AGM bi-annually.
- Members must have paid their membership fees to be appointed to the Board.
- The Board may appoint a graduate student as a full voting member to the Board.
- The Board may co-opt other ICSEI members to sit on the Board as non-voting members.

5.2 Duration of Board Membership

- The elected board members shall hold office for two years from the date of appointment and such appointments take place immediately after the Annual General Meeting of the year in which they were elected. With exception of the President, a board member may be elected one additional time to the Board. Board members can be re-elected according to the same procedure that is used for other Board Members.
- Board members may be discharged if they cease to be a member during their tenure in office. A replacement member may be appointed by the Board.

5.3 Board Elections

- The Past President and two members of ICSEI shall form the Nominating Committee and will instruct the Executive Officer to advertise and receive nominations from members of the Congress for vacant Board positions.
- The process shall be advertised on the ICSEI website four months before the Annual General Meeting when new Board members will take up office.
- A nomination shall require the signature of at least two (2) paid-up members and a signed statement from the nominee indicating a willingness to serve in the office. A 300 word statement detailing their experience and commitment to ICSEI must also be included in the nomination.
- If necessary, an election shall be organised two months before the Annual General Meeting. Only members in good standing shall have the right to vote. At the Annual General Meeting the Nominating Committee shall report the results of the election.

5.4 Conflict of Interest

A Board Member who has a personal or financial interest in any item being discussed by the Board must declare to the Board and give notice to the Board Members of the nature of the Board Member's interest.

6 ICSEI Board Meetings

6.1 Frequency of Board Meetings

- ICSEI Board meetings are held at least three times a year. Others may be scheduled when required. One full day meeting occurs on the day prior to the Congress in the Congress venue and a second half-day meeting is held on the day following the close of the Congress. The other meetings may be face-to-face or held electronically, as determined by the President.

6.2 Conducting ICSEI Affairs

- With exception of powers that are require by the Constitution to be exercised or done in an Annual General Meeting, the management of the affairs of ICSEI are vested in the Board.
- All items arising at any meeting of the Board are decided by a majority of votes unless otherwise stated in the Constitution.

- Each Board Member shall have one vote.
- The quorum necessary for the transaction of the business of the Board is half of all Board members, rounded down, plus 1. No business shall be transacted at a meeting of Board members unless there is a quorum. If Board Members are absent the discussions can be shared with them and their vote via electronic means following the meeting is acceptable.
- The Board shall describe its structures and operative procedures in a manual (“The ICSEI Manual”)

6.3 Meetings of Executive

- On occasion, the ICSEI Executive i.e. the President, President-elect, Treasurer, Past President) may hold meetings to conduct routine ICSEI business and to plan for upcoming Board Meetings and the AGM.

7 The Annual Conference

7.1 Location and Structure of Annual Conference

- The Annual Conference is organised by local sponsors in the host country held in a different country every year
- The Annual Conference procedures are governed by the process that is detailed in the Annual Conference Guidelines.

8 Annual General Meeting

8.1 Location and Timing of the Annual General Meeting

- The Annual General Meeting of ICSEI is held during the Annual ICSEI Congress on the first or second day of Congress.

8.2 Notice of the Annual General Meeting

- Notice must be given to the members not less than 21 days in advance of the meeting.
- The non-receipt of a notice of the Annual General Meeting by, or the accidental omission to give notice to, any person entitled to receive notice does not invalidate any proceedings of or resolution passed at that meeting.
- A notice of the Annual General Meeting must specify the place, day and hour of the meeting; the general nature of the business to be transacted at the meeting.
- The tabling of a Special Resolution must be given to members 21 days in advance of the meeting with the details of and intention to propose it. It must be proposed and seconded by two financial members.

8.3 Preparation of Agenda for Annual General Meeting

- The President, in consultation with the ICSEI Board prepares the agenda for the Annual General Meeting

- Any Member may submit to the Executive Officer, prior to the Annual General Meeting, questions relating to the matters on the agenda and the questions must be dealt with both before and during the meeting. Questions may also be asked of the President from the floor of the meeting.

8.4 Conduct of the Annual General Meeting

- The President presides as Chair at the Annual General Meetings of ICSEI. In the absence of the President at an ICSEI General Meeting, the President Elect serves as Chair.
- If during any Annual General Meeting, the Chair is unwilling or unable to take the chair for any part of the proceedings, the Chair may withdraw from the chair during the relevant part of the proceedings and may nominate a Board Member to be acting Chair of the meeting during the relevant part of the proceedings.
- The general conduct of the Annual General Meeting and the procedures to be adopted at the meeting are determined by the Chair.
- The Chair determines the procedure for the proper and orderly casting or recording of votes at the AGM.
- Business shall be transacted at the Annual General Meeting of ICSEI on the basis of a simple majority of voting delegates present at the Annual General Meeting. Each Member present in person shall be entitled to cast only one vote.
- Any challenge as to the qualification of a Member to vote at the Annual General Meeting or the validity of any vote tendered may only be raised at the meeting and must be determined by the Chair, whose decision shall be final and conclusive. A vote allowed by the Chair shall be valid for all purposes.
- The Chair of the Annual General Meeting may refuse admission to, or expel from the meeting, any person who behaves or threatens to behave in a dangerous, offensive or disruptive manner or is not a Member.
- The Chair may, at any time the Chair considers it necessary or desirable for the proper and orderly conduct of the meeting, demand the cessation of debate or discussion on any business, question, motion or resolution being considered by the meeting and require the business, question, motion or resolution to be put to a vote of the Members.

9 Minutes

9.1 Minutes of ICSEI Meetings

- The Board must ensure that the minutes of all Board Meetings, the AGM and meetings of the Executive, whether face-to-face or using electronic devices, are duly recorded in a proper manner.
- Minutes of the proceedings of a meeting using electronic device is sufficient evidence of those proceedings and of the observance of all necessary formalities, if certified as a correct minute by the Chair.
- Minutes include the names of the Members present and will detail each agenda item (with attached documentation), summarize the key points of discussion and describe actions to be taken, by whom, and in what time frame.

- The minutes of any meeting of the ICSEI Board, the Executive, or the AGM must be signed by the Chair of the meeting or by the Chair of the next succeeding meeting, as prima facie evidence of the matters stated in the minutes.
- The Board will ensure that the minutes of ICSEI will be kept in hard copy and electronically.

9.2 Access to Minutes

- All Members are entitled to be given a copy of the minutes of the Annual General Meeting, which will be posted on the ICSEI website.
- Any member of ICSEI is entitled to be given a copy of the minutes of a Board meeting after review and approval by the Board at the next Board meeting.

Financial Activities

9.3 Maintenance of Bank Accounts

- The ICSEI bank account is managed by the ICSEI Secretariat at the direction of the ICSEI Board

9.4 Maintenance of Financial Records

- The financial year of ICSEI is from July 1 to June 30
- Proper books and financial records must be kept and maintained showing correctly the financial and other records of ICSEI. The Board (through the Treasurer) must ensure the relevant accounting and auditing requirements of the Act are duly complied with and that the required reports are made available to Members.
- An audited financial report will be presented at each ICSEI AGM.