



'UNITE AND SERVE'

JAMAICA TEACHERS' ASSOCIATION

# MEMORANDUM & ARTICLES OF ASSOCIATION



AMENDED AT THE 2017 ANNUAL CONFERENCE

**2017**



## VISION STATEMENT

To be the regional benchmark for teacher membership organizations;  
setting standards of excellence in service delivery and committed to  
national development through education.

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## MISSION STATEMENT

"The JTA is a democratic organization, dedicated to the professional,  
financial and social advancement of its members  
and the promotion of the highest educational standards  
for the country."

## **THE COMPANIES LAW (CHAPTER 69)**

### **Company Limited by Guarantee**

#### **MEMORANDUM OF ASSOCIATION** **(Approved at Conference, January 2, 1979)**

#### **JAMAICA TEACHERS' ASSOCIATION (J.T.A.)**

1. The name of the Company is **"JAMAICA TEACHERS' ASSOCIATION" (J.T.A.)**, herein after referred to as *"The Association"*.
2. It shall be non-sectarian, non-political and non-partisan in character.
3. The registered office of the Association will be situated at 97B Church Street in Kingston or in such other town or place in Jamaica as may, from time to time, be determined by the Association.
4. The Association is established to achieve any or all of the following objects as may from time to time be reasonably practicable:
  - (1) To promote, within its competence, the educational interest of the country and keep the public informed concerning educational matters of importance and/or urgency;
  - (2) To promote and maintain the unity of the teaching profession, widen the scope of its usefulness, and safeguard the interests of those comprising its membership;
  - (3) To aid the achievement and maintenance of high professional, ethical and moral standards among all its membership;
  - (4) To consider and make representations to appropriate authorities on matters of common interest to its members;
  - (5) To afford the Ministry of Education and other Educational Authorities the benefit of teachers' collective ideas, opinions and experiences on educational questions and matters of common interest to its membership;
  - (6) To keep under scrutiny and consideration the operations of the Education Laws, for the time being in force, and all Rules, Regulations and Policies which govern or touch and concern the Education sector arising therefrom so as to ensure that they serve the best interests of education;

- (7) To provide social facilities and amenities for the use of its members; and
  - (8) To establish and maintain relationship with other regional and international teacher organizations.
5. In pursuance of the abovementioned objects The Association shall be empowered to do any or all of the following acts:
- (1) To acquire, receive, hold and administer property in the interest and for the benefit of its members.
  - (2) To engage in business for the benefit of the Association and its members.
  - (3) To hold or promote lawful competitions of any description for such purpose as it deems appropriate or necessary.
  - (4) To advertise or promote the sale of any publication issued by it or in which it may have a legal or beneficial interest.
  - (5) To produce, manage, and present plays, concerts, shows, exhibitions, or other entertainment.
  - (6) To construct and maintain or alter any structure, building, work and plant necessary or convenient for the objects of The Association.
  - (7) To apply for, take out, purchase or otherwise acquire and operate any powers, rights, licenses or concessions statutory or otherwise which may be useful for the Association's objects and the exercise of its powers hereunder.
  - (8) To mortgage, sell, let, lease, or hire, give in exchange or dispose of the whole or any part of the real and personal property of the Association on such terms as The Association shall determine.
  - (9) To pay for any services rendered to The Association in such manner and on such terms as may generally be determined by the Association.
  - (10) To invest and deal with the monies of The Association, not immediately required, in such manner as may be from time to time determined.
  - (11) To borrow and raise money in such manner as The Association shall think fit and in particular by the issue of debenture stock perpetual or redeemable and to secure the repayment of any monies borrowed or raised or owing by The Association by

mortgage charge or lien upon the whole or any part of The Association's property or assets (whether present or future) and also by a similar mortgage charge of lien to secure and guarantee the performance by The Association of any obligations or liability it may undertake. To draw, make, accept, endorse discounts, execute and issue all instruments both negotiable and non-negotiable and transferable and non-transferable including promissory notes, bills of exchange, bills of lading, warrants and debentures and bonds.

- (12) To lend and advance money or give credit to members and officers of The Association on such terms as may be thought fit and to give guarantees to or receive guarantees from such persons and to become or provide security for any such persons.
- (13) To enter into any arrangements with any Governments or authorities (supreme, municipal, local or otherwise), or any companies, firms or persons that may seem conducive to the attainment of The Association's objects or any of them, and to obtain from any such Government, authority, company, firm or person any charters, contracts, decrees, rights, privileges and concessions which the Association may think desirable and to carry out, exercise and comply with any such charters, contracts, decrees, rights, privileges and concessions.
- (14) To pay all or any expenses incurred in connection with the formation, promotion and incorporation of the Association or to contract with any person, firm, company or other Teachers' Organisation to pay the same and to pay commission to brokers and others for underwriting, placing, selling or guaranteeing the subscription of any debentures or securities of this Association.
- (15) To sell and buy merchandise of any and every description.
- (16) To undertake and execute any trusts the undertaking whereof may seem desirable either gratuitously or otherwise.
- (17) To amalgamate with any other Teachers' Organizations or unions in Jamaica if considered in the interests of The Association.
- (18) To do all such other lawful things as are incidental or conducive to the attainment of the above objects or any one or more of them.

- 6. The income and property of The Association, whensoever derived, shall be applied solely towards the promotion of the objects of The Association as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by ways of dividends, bonus, or otherwise howsoever by way of profit, to the Members of The

Association PROVIDED THAT nothing herein shall prevent the payment, in good faith, of remuneration to any officer or servant of The Association, or of interest at a rate not exceeding twenty percent per annum on money lent, or of reasonable and proper rent for premises demised or let by any Member of the Association, or of any sums payable to any public company including a company of which a Member of the Council of Management or governing body of The Association may be a Member holding no more than one-hundredth part of the share capital in which case such Member shall not be bound to account for any share of profits he may receive in respect of such payment.

7. No Member of the Council of Management or governing body of The Association shall be appointed to any salaried office of The Association or any office of The Association paid by fees and no remuneration or other benefit in money or money's worth shall be given by The Association to any member of The Association's said Council or governing body SAVE AND EXCEPT for the payment of out-of-pocket expenses, interest at the rate aforesaid on money lent or the reasonable and proper rent for premises let by the said member.
8. Every Full Member of the Association as defined in the Articles of Association undertakes to contribute to the assets of The Association in the event of the same being wound up during the time that he/she is a member, or within one year afterwards for payment of the debts and liabilities of the Association contracted before the time at which he/she ceases to be a Member, and of the costs associated with such winding up, and for adjustment of the contributories amongst themselves such amount as may be required not exceeding \$100.00.
9. If upon winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but if and so far as effect can be given thereto shall be given or transferred to some other Teachers' Organisation or institution having objects similar to the objects of the Association, to be determined by the members of the Association at or before the time of dissolution, and in default thereof by such Judge of the High Court of Jamaica as may have or acquire jurisdiction in the matter, and if and so far as effect cannot be given to the aforesaid provisions then to some charitable entity for the benefit of teachers and their dependents.

We the several persons whose names and addresses are subscribed hereto, are desirous of being formed into a Company in pursuance of the Memorandum of Association.

Dated Second day of **January**  
Nineteen Hundred and **Seventy-Nine**

**ARTICLES OF ASSOCIATION  
OF  
JAMAICA TEACHERS' ASSOCIATION  
(AS AMENDED BY ANNUAL CONFERENCE 1991)  
A company incorporated under the Laws of Jamaica and  
limited by Guarantee.  
PART I – Preliminary**

**1.0 INTERPRETATION**

In these Articles and in any rules, regulations or other instruments made hereunder the following words and expressions shall have the respective meanings hereby assigned to them, unless there is something in the subject or context inconsistent with or repugnant to such construction or unless it is therein otherwise expressly provided:

*"Annual Conference"* shall be deemed for the purpose of the Companies Law to be an Annual General Meeting of the Association.

*"Association"* or *"Parent Association"* means the aggregate of the members of the Organization from time to time listed in the Register of the Jamaica Teachers' Association maintained under and by virtue of the Companies Act of Jamaica.

*"Association's year"*, the period of twelve (12) calendar months commencing on the first day of September of one year and ending on the thirty-first of August of the succeeding year.

*"The Central Executive"* means the Central Executive of the Council for the time being constituted as herein provided.

*"The Council"* means the General Council of the Association for the time being constituted as herein provided.

*"Delegate"* means a Full Member elected by a District Association (constituted as hereinafter provided) in Annual General Meeting as a representative to attend and vote at an Annual Conference or Special Conference.

*"District Association"* shall be a reference to a defined area or region as set forth in Article 7.

*"A Full Member"* is a member of the Association as defined in Article 3.

*"Month"* shall mean calendar month.

*"Recognized Educational Institution"* shall be any institution the purpose of which is to provide academic and/or Technical or Vocational skills training and which from time to time be approved by Annual Conference or General Council.

"*The Register*" shall mean the Register of Members to be kept as required by the Statute.

"*Special Conference*" shall be deemed to be an Extraordinary General Meeting of the Association for the purposes of the Companies Law.

"*The Statute*" shall mean and include the Companies Law Chapter 69 and every other Law or Act of the Island of Jamaica amending and/or incorporated with and/or substituted for the same and in case of any such substitution the reference in These Presents to the provisions of non-existing Laws of the Island of Jamaica shall be read as referring to the provisions substituted therefore in any new Law or Act.

"*Written*" shall include printing, lithography, typewriting, photography and other modes of representing or reproducing words or figures in visible forms.

And words which have been defined in the statute shall be construed as therein provided; words importing the singular number only shall include the plural; words importing masculine gender shall include feminine gender; and where practical the converse shall also apply.

## **PART II – MEMBERSHIP**

### **2.0 TYPES OF MEMBERS**

- (9) The Association shall consist of Full Members, Life Members, Honorary Life Members, Honorary Members, Associate Members and Student Members as follows:
- (a) Full Members shall be teachers in active service in public and private educational institutions/organisations approved by the Association and retired teachers, so however that the admission to membership shall be in the absolute discretion of the General Council. Full Members shall pay the fees prescribed from time to time and are entitled to all the rights and privileges of membership including the right to vote. Full members who continue to pay full fees shall retain membership when on study leave, on secondment, attending Training College or pursuing study courses, at institutions approved by the Association. No teacher on Special Contract shall be accorded Full Membership except he or she was previously a Full Member of the Association. Teachers on Special contract may be accorded Associate Membership.

- (b) Life Members shall be persons approved as such and paying in a single installment the equivalent of ten years' annual fees for full membership at the prevailing rate. Life members shall enjoy rights of full members.
  - (c) Honorary Life Members shall be Full Members on whom Life Membership is conferred as a special honour by the General Council and Conference. They shall not be required to pay fees but shall enjoy all the rights and privileges of full membership.
  - (d) Honorary Members shall be persons of known sympathy with the aims and objectives of the Association and whose contributions to education identify them as worthy of membership in the Association. Such persons may be invited by the General Council or Conference to Honorary Membership. Honorary members shall not vote or hold office in the Association and shall make only such financial contribution as they voluntarily decide.
  - (e) Associate Members shall be persons accepted as members on special terms with respect to fees but without the right to vote or hold office. Associate members shall, however have the right to vote on any Committee to which they are appointed or co-opted.
  - (f) Student Members shall be persons pursuing courses of study in institutions for teacher education or such other institutions as may be approved by the Association. They shall pay such fees as are determined by the Association and enjoy the rights of membership except that of voting.
- (10) Save and except to Honorary Members, application for membership shall be made on the prescribed form and accompanied by the appropriate fee.
- (11) Every applicant shall be recommended by a Full Member.

**3.0** All members shall have equal rights to the services of the Association and to the privileges inherent in being a member of the Association except as otherwise stated in the Memorandum of Association, these Articles of Association or the By-Laws of the Association. They shall observe the professional and ethical standards set by the Association from time to time and any failing to observe its standards, rules, code of regulation shall be dealt with by the Council as it deem fit. Members violating the accepted principles of the Association may be deprived membership or otherwise disciplined. Persons who have been refused membership or have had their membership suspended, withdrawn, cancelled or forfeited may reapply for membership.

## **4.0 MEMBERSHIP FEES**

Fees shall be paid to the Association by its members in accordance with decisions taken from time to time by the Annual or Special Conference. Fees paid by Full Members, Associate Members and Student Members shall be annual fees payable in advance. Any member who is in arrears in the payment of membership fees for one year shall forfeit his/her membership.

## **PART III - STRUCTURE OF THE ORGANIZATION**

**5.0** The Association shall consist of Parish Associations, District Associations, Contact Teachers, Affiliates, Interest Groups and Student Groups which shall be formed from members in Recognized Educational Institutions, namely Early Childhood, Primary, All-Age, Secondary and Tertiary institutions.

## **6.0 PARISH ASSOCIATIONS**

- (1) Parish Associations for administrative purposes shall comprise members of the Parent Association living or working within a geographical parish.
- (2) The Rules and Governing instruments of a Parish Association shall be in conformity with those of the Parent Association and subject to its approval. Copies of these and any amendments thereto shall be submitted to the Parent Association.
- (3) A parish Association shall organize and service District Associations within its jurisdiction, co-ordinate and direct the activities of such associations, offer advice, instructions and protection to teachers within a specified area and act in the professional and educational interest of members within the Parish.
- (4) A Parish Association shall make recommendations to the parent Association on matters affecting teachers and education in the Parish.
- (5) A parish Association shall have the right to nominate a candidate for the office of President-Elect of the Association.
- (6) The Parish Association shall be entitled to elect two (2) representatives to the General Council of whom one shall be named by the Parish Association as a member of Central Executive. It shall have the right to revoke the election and/or nomination of any of these representatives at any time and elect others in their places. Such revocations or elections nominations shall be valid and effective only when written notice of the same has been duly certified by the President and/or Secretary of the Parish

Associations and received by the Secretary General. Elections of these representatives shall be done at a duly constituted Annual or Special General Meeting of the Parish Association.

- (7) The Parish Association shall normally meet at least twice per year.
- (8) It shall annually make a report of its activities, financial and otherwise to the Secretary General of the Association.
- (9) The Parish Association shall have an Executive Committee which shall have representation from the district associations of the parish.

## **7.0 DISTRICT ASSOCIATIONS**

- (1) District Associations shall be groups comprising of at least twenty-five members from a minimum of five (5) educational institutions located within the District save and except that under special circumstances and with the express approval of the General Council the number of educational institutions may be less than five.
  - a. Each District Association shall be approved by General Council.
- (2) The rules and governing instruments of a District Association shall conform to those of the Parent Association and the Parish Association and shall be subject to their approval.
- (3) A District Association shall normally meet at least once per school term.
- (4) A District Association shall promote the professional, cultural, social and economic interest of its members.
- (5) A District Association shall have the right to nominate a candidate for the office of President-Elect of the Parent Association.
- (6) A District Association shall work in close consultation with the Parish Association of which it forms part.
- (7) A District Association shall have the right to elect one member to the General Council of the Association.
- (8) A District Association shall have the right to name at least one representative to the Executive of the Parish Association.
- (9) A District Association shall be entitled to be represented by delegates at the Annual Conference or Special Conference of the Parent Association in the proportion of one delegate for every ten

full members but not exceeding a total of fifteen (15) delegates. It shall also be entitled to have half as many observers as delegates to Conference but observers shall not have the right to vote.

- (10) A District Association that violates any of the principles, rules or regulations of the Parent Association may be dissolved by the General Council and the matter referred to the Parish Association for further action.

## **8.0 CONTACT TEACHERS**

Contact Teachers are members elected annually by JTA members in schools to be the liaison persons between the JTA Secretariat and members in schools.

## **9.0 AFFILIATES**

The Council may recognise as an Affiliate of the Association on such terms and conditions as it deems fit any group of persons who may or may not be members of the Association but whose objectives, activities and procedures are acceptable to the Association. Applications for Affiliation shall be made in writing. An affiliate Group is entitled to representation on General Council by one member without the right to vote.

## **10. INTEREST GROUPS**

Interest Groups shall consist of any group of twenty or more members of the Association who through special interest find it necessary to meet. Such groups may be recognised by the Association. Their objectives, rules and regulations shall be approved by the General Council as a condition of recognition by the Association.

An interest Group is entitled to one (1) representative on General Council with the right to vote.

## **11.0 STUDENT GROUPS**

Student Groups shall consist of at least twenty (20) student members in a teacher training institution. The group shall be approved by the General Council and each Student Group is entitled to be represented at Conference and on General Council without the right to vote.

## **12.0 PART IV - ADMINISTRATION**

The following groups and individuals shall be responsible for the administration of the Association: The Annual Conference, Special Conference, the General Council, the Committees, Officers and Administrative Personnel.

### 13.0 ANNUAL CONFERENCE

- (1) The Annual Conference is the Annual General Meeting of the Association and the supreme authority on all matters.
- (2) **Composition.** It shall consist of the officers and administrative personnel, the General Council, Delegates and observers from District Associations and representatives from student groups and affiliates.
- (3) **Meetings.** The Conference shall normally meet during the third full week in August each year but may be convened at any time and place decided upon by the Conference itself or by the General Council, Central Executive or the President acting on their behalf. Twenty-one days notice at least specifying the place, date, and time of the conference shall be given to Secretaries of District Associations, Delegates and Representatives for the convening of any Annual Conference. The accidental omission of notice or its non-receipt by Secretaries, Delegates or Representatives shall not invalidate the proceeding of any Annual Conference.
- (4) **Duties.** Without prejudice to other business the Annual Conference shall –
  - (a) Receive and consider the Association's financial statements, an Auditor's Report, the Budget for the ensuing year, the Secretary-General's Report and the President's Report.
  - (b) Invest a President and recognise a President-Elect and Immediate Past President.
  - (c) Approve appointments of a General Council
  - (d) Appoint Auditors
  - (e) Transact any other business forming part of the agenda falling within its discretion.
- (5) **Procedure.** The procedure for the conduct of Conference shall be as set out in the JTA Standing Orders (Appendix).
- (6) **Quorum.** The quorum for any Annual Conference shall be not less than 70 delegates of whom not less than 15 shall be members of the General Council. No business transacted by an Annual Conference shall be valid unless there is a quorum as set out in these Articles, provided, however, that Conference shall have the power to validate such business within its direction when properly constituted.

- (7) **Voting.** No person other than delegates and members of Council present is eligible to vote at any Annual Conference and votes shall be conducted in accordance with the following procedure-
- (a) At an Annual Conference, every question shall be decided in the first instance by a show of hands, and unless a poll be demanded or directed by the Chairman, a declaration by the Chairman that a Resolution has been carried or not carried, by a particular majority, and an entry to that effect in the book of proceedings of the Association shall be conclusive evidence of the facts without proof of the number or proportion of the votes recorded in favour of or against such Resolution. Any member present and entitled to vote may demand a poll.
  - (b) If a poll be demanded or directed in the manner above-mentioned it shall be taken at such time and in such manner as the Chairman may appoint and the result of such poll shall be deemed to be the Resolution of the Association in General Meeting.
  - (c) In case of any disputes as to the admission or rejection of any vote the Chairman shall determine the same and such determination made in good faith shall be final and conclusive. In the case of an equality of votes at any Meeting whether upon a show of hands or a poll the Chairman shall be entitled to a second or casting vote.
  - (d) A poll demanded upon election of a Chairman or upon a question of adjournment shall be taken forthwith. Any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.
  - (e) Upon a show of hands or upon a poll every person present and entitled to a vote shall have one vote only.
- (8) **Adjournments.** The President and, in his absence, President Elect or the Immediate Past President in that order may, with the consent of any Meeting and shall if so directed by the Meeting, adjourn any Meeting from time to time and from place to place but no business shall be transacted at any adjourned Meeting other than the business left unfinished at the Meeting from which the adjournment took place. When a Meeting is adjourned for ten days or more Notice of the adjourned Meeting shall be given as in the case of an original Meeting. Save as aforesaid it shall not be necessary to give any notice of an adjourned meeting or of the business to be transacted at an adjourned Meeting.

#### 14.0 SPECIAL CONFERENCE

- (1) Special Conference is any General Meeting of the Association other than the Annual Conference and its composition shall be the same as that of the Annual Conference of the year in which it is held.
- (2) The method by which a Special Conference is convened, the quorum required, special powers and discretion exercisable and procedures shall be similar to those which apply to the Annual conference, provided that in cases of extreme emergency as determined by Central Executive, a Special Conference may be convened on a notice of less than twenty-one days.
- (3) A Special Conference may also be convened at the discretion of the President or the written request of not less than Five Hundred (500) Full members of the Association, or not less than Fifty percent (50%) of the members of Central Executive or the General Council, addressed to the Secretary General not less than 14 days prior to the date proposed for the Special Conference.
- (4) The business of Special Conference shall be limited solely to the matter or matters on the agenda accompanying the notice convening the meeting.
- (5) Every question that shall arise at a Special Conference shall be decided in accordance with 13(7) above.

#### 15.0 THE GENERAL COUNCIL

- (1) The General Council shall be comprised of the following persons:
  - (a) Officers, Administrative Personnel and Trustees of the Association.
  - (b) Two representatives from each Parish Association
  - (c) One representative from each District Association
  - (d) One representative from each Interest Group and each Affiliate Group
  - (e) One representative from the Early Childhood Sector
  - (f) Two representatives each from members of the Primary and All Age Sector
  - (g) Three representatives from the Secondary Sector
  - (h) Three representatives from the Tertiary Sector
  - (i) **Twenty (20) co-options. However, the President shall be limited to not more than fifteen (15).<sup>1</sup>**

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<sup>1</sup> Article 15 – 1 (i) was amended at the 2017 Annual Conference

- (2) **Powers and Duties.** The Council shall have the power between Conference to initiate and implement by a simple majority of members present and voting measures affecting the welfare of the Association, reporting the results of its action to the full Conference. The Council shall have the authority to interpret the regulations of the Association. Without prejudice to other powers and duties, it shall be the duty of the General Council to -
- (a) Appoint Committees and settle their terms of reference
  - (b) To receive and consider reports from Officers, Administrative Personnel and Committees.
  - (c) To examine the budgetary position and the Accounts of the Association
  - (d) Arrange for the filling of vacancies which may arise within its own body
  - (e) Deal with the discipline of members
  - (f) Deal with such other matters as may arise from time to time.
- (3) **Meetings.** Regular meetings of the General Council shall be held quarterly on the Saturday following the fourth Friday of the months of March, June, September and November or at such other times as the Council may decide.
- (4) **Special Meetings.** Special Meeting may be called by the President or at the written request of not less than Fifty per cent (50%) of the members of Central Executive or General Council or by not less than Five Hundred (500) Full members of the Association who are not members of the Council, for clearly stated reasons.
- (5) **Quorum.** The quorum of a Regular or Special meeting of the Council shall be one fifth of its membership.
- (6) **Notice.** At least ten (10) days' notice shall be given for the holding of a Regular Meeting of the Council. The rule with respect to the notice for the holding of a Special Meeting may be modified to meet situations of grave emergency. Procedures at meetings of the Council shall follow those laid down in Standing Orders for the Annual Conference.
- (7) **Tenure of Office.** Members of the General Council shall hold office from the rise of Conference of one year until the close of the Conference of the immediately succeeding. Absence without excuse by any member of the Council for two (2) consecutive meetings shall forfeit such member his/her seat on the Council and this shall not be restored to him/her except by the decision of the Council.
- (8) **Vacancies.** Vacancies on the Council shall be filled on the request of the Secretary General by the groups whose representatives are no longer on the Council.

## **DISQUALIFICATION OF MEMBERS OF COUNCIL**

- (3) The office of a Member of the Council shall be vacated:
- (a) If he makes any composition with his creditor generally or becomes bankrupt
  - (b) If he be found lunatic or becomes of unsound mind or of such infirm health as to be incapable of managing his affairs.
  - (c) If he absents himself from two (2) consecutive meetings of Council without reasonable excuse.
  - (d) If he gives notice in writing that he resigns his office
  - (e) If he ceases to be a Member of the Association
  - (f) If removed as a member at an Annual Conference or Special Conference.

Provided that a member of the Council shall not be disqualified by his office for entering into contracts, arrangements or dealing with the Association and neither shall any contract, arrangement or dealing with a member of the Association while a member of the Council be void and such Member of the Council if, at or before the time when such contract, arrangement or dealing is determined upon or, in the case of an interest subsequently acquired, on the first possible occasion, he discloses to the Council his interest therein or the interest subsequently acquired, shall not be liable to account to The Association for any profit arising out of or derived from any such contract, arrangement or dealing with the Association merely by reason of such Member being a party to or interested in any such contract, arrangement or dealing.

### **16.0 THE SEAL**

The Members of the Council shall procure a Common seal to be made for The Association and shall provide for the safe custody thereof and such Seal shall not be affixed to any instrument except by the authority of a Resolution of the Council and in the presence of two Members and the Secretary General or such other person as the Members of the Council may appoint for the purpose and such Members of the Council and the Secretary General or other person aforesaid shall sign every document to which the Seal of The Association is so affixed in their presence.

### **17.0 COMMITTEES**

- (1) The Committees of the Association shall be of two (2) types, namely Standing Committees and Ad Hoc Committees.

- (2) The Standing Committees shall be:
  - (a) A Central Executive
  - (b) A Board of Trustees
  - (c) Finance
  - (d) Property and Development
  - (e) Salaries and Conditions of Service
  - (f) Disciplinary
  - (g) International Relations
  - (h) Education and Research
  - (i) Professional Advancement and Teacher Welfare
  - (j) Resolutions
  - (k) Credentials
  - (l) Primary
  - (m) Secondary
  - (n) Tertiary
  - (o) Sports
  - (p) Awards
  - (q) Early Childhood
  - (r) Study Circle Co-ordinating
  - (s) Membership
  - (t) Public Relations
  - (u) **Special Education**
- (3) Ad Hoc Committee shall be:
  - (a) Policy

## 18.0 CENTRAL EXECUTIVE

- (1) The Central Executive shall be the chief instrument of the Association's policy as laid down by its Annual General Meeting and shall have authority to make decisions and take action on all matter within such policy. As such, all Officers, Administrative Personnel and Committees are subject to the authority of the Central Executive acting on behalf of the Annual Conference, Special Conference, and General Council. Decisions and actions taken by the Central Executive shall be reported to the General Council, provided that if such are likely to be controversial, they should only be taken on the advice of the Council or Conference.
- (2) **Composition.** The composition of the Central Executive shall be as follows:
  - (a) The Officers and Administrative Personnel
  - (b) At least three (3) Trustees
  - (c) One (1) representative from each Parish Association
  - (d) Twenty (20) nominees of General Council. However, the President shall be limited to not more than fifteen (15).<sup>2</sup>

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<sup>2</sup> Article 18.0 – 2 (d) was amended by the 2017 Annual Conference

- (3) **Meetings.** There shall be a Regular Monthly Meeting of the Central Executive normally on the fourth Friday of each month or at other times as it may decide. A Special meeting of the Central Executive may be called by the President or on the written request of at least fifty per cent (50%) of its membership. A minimum of seven days' notice shall be given for a regular Executive meeting and the quorum at a Regular or a Special meeting of the Executive shall be one fifth of the elected members. Chairmen of Standing Committees shall be nominated by the President from among members of the Executive.
- (4) **Tenure of Office.** A member of the Central Executive shall hold office from the rise of Annual Conference of one year to the close of the Conference of the year immediately succeeding. Absence from three consecutive meetings without reasonable excuse by a member of the Central Executive shall lead to forfeit of the member's seat.

## **19.0 BOARD OF TRUSTEES**

- (1) The Board of Trustees shall consist of five (5) members of the General Council and of these, at least three (3), shall be members of the Central Executive.
- (2) **Membership.** Trustees shall be Full or Life Members in good standing of the Association and shall be subject to all the limitations attached to membership of the Association. They shall be appointed by General Council, ratified by the Annual Conference and shall serve for a period not exceeding three (3) consecutive five year term subject to re-election at the end of each term. Where a vacancy is created during the five year term, the newly appointed Trustee shall complete the rest of that term<sup>3</sup>
- (3) **Purpose.** It shall be the duty of the Board of Trustees to give advice on all the major financial undertakings of the Association including the disposal of the property of the Association and shall be a party to the signing of cheques for the disbursement of the Association's funds and any document relating to the purchase, sale or transfer of property and the Trustees shall be directly responsible to General Council.
- (4) **Meetings.** Meetings of the Trustees may be held at the discretion of the Trustees and the quorum for such meetings shall be three (3) Trustees.
- (5) The Presidents, Secretary General and Chairman of the Finance Committee shall be ex-officio members of the Board of Trustees.

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<sup>3</sup>

Article 19.0 (2) was amended by the 2015 Annual Conference

## **20.0 FINANCE COMMITTEE**

- (1) The Finance Committee shall consist of seven (7) members of the General Council, one of whom shall be the Chairman of the Property and Development Committee appointed by the Council together with the Officers, Secretary-General, Finance Officer, Administrative Secretaries and two (2) Trustees. The Finance Committee is not allowed to co-opt members.
- (2) Administrative Personnel shall be advisory and non-voting members of Finance Committee.
- (3) The Finance Committee shall hold regular monthly meetings and special meetings as circumstances demand, assist in the preparation of the Annual Budget, keep a close watch upon the funds of the Association, make recommendations for the disposal and deployment of such funds and present or cause to be presented reports to the Central Executive and the General Council on the state of the Association's funds at each meeting of these bodies.
- (4) The quorum for any general or special meeting of the Finance Committee shall be three (3) members other than the Officers, Administrative Personnel and Trustees.

## **21.0 PROPERTY AND DEVELOPMENT COMMITTEE**

- (1) The Committee shall comprise the Trustees, three (3) members of Council, the Secretary for Economic Services, one other member of the Administrative Staff and such other persons as it may co-opt from time to time and shall have the duty to provide advice on the management, expansion and development of the Association's property and economic services.
- (2) It is expected to meet regularly, to keep in touch with Finance Committee and the Association's Economic Services and to present regular reports to Central Executive and General Council on matters within its purview. The quorum for a meeting of this Committee is four (4) members

## **22.0 SALARIES AND CONDITIONS OF SERVICE COMMITTEE**

- (1) The Salaries and Conditions of Service Committee shall consist of seven members representing the different sections of the teaching service and have the power to co-opt additional members
- (2) It shall keep under constant scrutiny and review the salaries and the conditions prevailing in the teaching service, especially as these relate to members of the Association, examine the salary scale of teachers, to relate these to living standards and costs, to seek and discover their effect on the teachers' social and economic life, to collect and collate information on the subject and to make such recommendations and representations as will

bring the greatest benefit to the members of the Association, and shall investigate and make recommendations for improvement in the teachers' conditions of service generally as well as in special cases.

- (3) Meetings of the Committee shall be held as required and the quorum shall be three (3).

### **23.0 THE DISCIPLINARY COMMITTEE**

- (1) The Disciplinary Committee shall consist of seven (7) members elected by the General Council. None of these shall be Officers, Administrative Personnel or Members of the Executive or Council and shall consider all matters of a disciplinary nature referred to it by the Central Executive or Council and report their findings with recommendations to the General Council through the Central Executive.
- (2) The quorum for the Disciplinary Committee shall be three (3) members.

### **24.0 THE INTERNATIONAL RELATIONS COMMITTEE**

- (1) The International Relations Committee shall consist of five (5) persons and shall have the right to co-opt not more than three (3) persons. Matters of a regional and international nature shall fall within the purview of the International Relations Committee. It shall have responsibility for advising on same.
- (2) The quorum for a meeting shall be three (3).

### **25.0 THE EDUCATION AND RESEARCH COMMITTEE**

- (1) The Education and Research Committee shall consist of nine (9) members and shall have the power to co-opt not more than four (4) persons and it shall keep under review the education system, education laws and regulations, assess their relevance, propose improvements and new Directions in education and make available to the Association opinions and information designed to assist in making effective representation on educational matters.
- (2) A Quorum for its meeting shall be four (4).

### **26.0 THE PROFESSIONAL ADVANCEMENT AND TEACHER WELFARE COMMITTEE**

- (1) The Professional Advancement and Teacher Welfare Committee shall consist of nine (9) persons with the power to co-opt not more than five (5) persons and shall deal with all matters pertaining to the welfare of teachers and the advancement of professional practice and shall sponsor activities such as courses, workshops and seminars.
- (2) The quorum for meetings shall be four (4).

## **27.0 THE RESOLUTION COMMITTEE**

- (1) The Resolution Committee shall consist of five (5) persons with the power to co-opt not more than two (2) persons and shall review all resolutions submitted to the Association, reshape where necessary without altering the substance thereof and combine resolutions where necessary. This Committee shall follow up all resolutions to their final conclusions.

a. The quorum for meetings shall be three (3).

## **28.0 THE CREDENTIALS COMMITTEE**

- (1) The Credentials Committee shall consist of five (5) persons and shall be responsible for the examination of the credentials of each delegate elected to attend and vote at meetings of the Annual Conference and Special Conference and to certify whether or not these are in order. They shall also examine and certify the credentials of members elected to General Council and to attend to any other matter related to the credentials of members as delegated by General Council or Conference. Its members shall act as scrutineers at the Annual and any Special Conferences.

- (2) The quorum for meetings shall be three (3).

## **29.0 THE PRIMARY COMMITTEE**

- (1) The Primary Committee shall consist of five (5) members of General Council with the power to co-opt not more than four (4) persons and shall consider all matters affecting the Primary level of education.

- (2) The quorum for meetings shall be four (4).

## **30.0 THE SECONDARY COMMITTEE**

- (1) The Secondary Committee shall consist of five (5) members of General Council with the power to co-opt not more than four (4) persons and shall consider all matters affecting the Secondary level of education.

- (2) The quorum for meetings shall be four (4).

## **31.0 THE TERTIARY COMMITTEE**

- (1) The Tertiary Committee shall consist of three (3) members of General Council and not more than three (3) co-opted members and shall consider all matters affecting the Tertiary level of education.

- (2) The quorum for meetings shall be three (3).

### **32.0 THE MEMBERSHIP COMMITTEE**

- (1) The Membership Committee shall consist of fifteen (15) members and not more than five (5) co-opted members and it shall be the duty of this Committee to ensure the highest possible membership in the Association at all times and to see that members are in good financial standing.
- (2) A quorum shall be nine (9).

### **33.0 THE SPORTS COMMITTEE**

- (1) The Sports Committee shall consist of five (5) members of the General Council and one representative from each Parish Association and it shall deal with the organisation of National Sports Competitions for teachers and students at all levels.
- (2) The quorum is nine (9).

### **34.0 THE AWARDS COMMITTEE**

- (1) The Awards Committee shall consist of five (5) members and shall include the Chairman of the Professional Advancement and Teacher Welfare Committee. It shall recommend members to receive awards from the Association.
- (2) The quorum shall be three (3).

### **35.0 THE EARLY CHILDHOOD COMMITTEE**

The Early Childhood Committee shall consist of five (5) members of General Council with the power to co-opt not more than four (4) persons and shall consider all matters affecting the Early Childhood level of the educational system.

### **36.0 THE STUDY CIRCLE CO-ORDINATING COMMITTEE**

- (1) The Study Circle Co-ordinating Committee shall consist of five (5) members of General Council and one (1) representative from each Parish Association and it shall be responsible for the membership education programmes of the Association, including understanding of the structure and functions of the Association and the operations of the education system in Jamaica and related educational matters.
- (2) The quorum shall be four (4).

### **37.0 PUBLIC RELATIONS COMMITTEE**

- (1) The Public Relations Committee shall consist of fifteen (15) members to include one (1) representative from each parish and not more than five (5) co-opted members and it shall be the duty of this committee to ensure that effective communication within the Association is done.
- (2) The quorum shall be nine (9)

### 38.0 SPECIAL EDUCATION COMMITTEE

- (1) The Special Education Committee shall consist of five (5) members of General Council with the power to co-opt not more than four (4) persons.<sup>4</sup>
- (2) The quorum shall be four (4)<sup>5</sup>

### 39.0 POLICY COMMITTEE – AD HOC

- (1) The Policy Committee shall consist of **ten (10)** members appointed by General Council and shall include two (2) Trustees.
- (2) The Presidents and Secretary General are Ex-Officio Members with the right to vote.
- (3) Other administrative personnel shall be advisory and non-voting members of the Committee.
- (4) The quorum of any meeting shall be five (5) **but should not include more than two (2) of the co-opted members.**
- (5) The Committee shall meet at least once each quarter.
- (6) To review and monitor all policies which govern the operations of the Association and ensure that they serve the best interest of the members and staff of the Association.
- (7) The committee shall keep under scrutiny and consideration the operations of the Educational Laws and Regulations and all other Rules, Regulations and Policies which govern and impact the Education sector to ensure that they serve the best interest of Education and the objectives of the JTA's Memorandum and Articles of Association.
- (8) To recommend the development and approval of appropriate policies that will ensure the effective and efficient governance and operations of the Association.
- (9) **Right to co-opt not more than three (3) members.**

### 40.0 OFFICERS

- (1) **The Officers** of the Association shall be:
  - (a) President
  - (b) President Elect
  - (c) Immediate Past President

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<sup>4</sup> Article 38.0 (1) was amended by the 2017 Annual Conference

<sup>5</sup> Article 38.0 (2) was amended by the 2017 Annual Conference

- (2) **The President** is the chief executive officer of the Association and shall:
- (a) direct the affairs of the Association
  - (b) preside at all meetings of Conference, the General Council and the Central Executive
  - (c) be a member of all its Committees
  - (d) summon or cause to be summoned all meetings of these bodies
  - (e) in cases of emergency, at his/her discretion, authorise the expenditure of a sum of money not exceeding One Hundred Thousand Dollars (\$100,000.00) in total from the funds of the Association, reporting the same to the Executive through the Finance Committee at its first meeting after the expenditure
  - (f) hold office one year immediately following his/her tenure as President-Elect and continue until the inauguration of a successor

Provided that if a President is unable to complete his/her term of office, the President-Elect shall act as President.

- (3) **The President-Elect** shall normally be elected one year prior to his inauguration as President and shall automatically ascend to the office of President of the Association. The President Elect is second in order of precedence among the officers and shall be inaugurated as President at a session of the Annual conference convened for this purpose. In the absence of the President, the President-Elect shall perform such duties as would normally fall within the competence of the President and shall perform such other duties as the Conference, Council, Executive or President may prescribe. The President Elect is an Ex-officio member of all Committees of the Association. Nominations for the office of President-Elect shall be made by District and Parish Associations normally during the month of January based on current membership list and submitted on the form prescribed for the purpose. The names of candidates who accept nominations together with information about their career shall be provided for members. If for any reason the President-Elect is unavailable to assume the office of President, the sitting President shall continue for another school term. If the President Elect is still unavailable at the end of this term, the sitting President will continue for the rest of the Conference Year. A President-Elect who was unavailable to be invested at the Annual Conference may be invested at a special conference or at a special meeting of the General Council called for the purpose.

- (4) **The Immediate Past President** shall take office for the year immediately following his term as President. He/she shall be third in order of precedence among the Officers. In the absence of the President and President Elect he/she shall perform such duties as would normally fall within the competence of the President and shall perform such other duties as are assigned to him from time to time by conference, General Council or the President. **The Immediate Past President is an ex-officio member of all committees.** He/she shall be a member of General Council for the two (2) years immediately following his/her year as Immediate Past President and Central Executive for one (1) year.
- (5) Officers of the Association shall serve for a minimum of three (3) years as President Elect, President and Immediate Past President and shall not be appointed to any salaried office in the Association during the term of Office as an Officer of the Association.<sup>6</sup>

#### **41.0 THE ADMINISTRATIVE PERSONNEL**

- (1) The Administrative Personnel shall be:
- (a) A Secretary General
  - (b) Administrative Secretaries
  - (c) Administrative Personnel otherwise designated
- (2) The appointment, tenure, duties and responsibilities of Administrative Personnel shall be set out in a contract with the person/persons concerned. Administrative Personnel are advisers at Conference, General Council, Central Executive and Finance Committee and have no vote
- (3) The Secretary General is the chief administrative officer of the Association and shall be responsible for the carrying out of the policies of Conference and the decisions and directives of Conference; General Council and Central Executive. He/she shall be responsible for the overall administration of the Association and shall coordinate the activities of the other secretaries and also the work of the Committees. The Secretary General shall be appointed by General Council.
- (4) Other Secretaries shall be appointed by Central Executive and shall carry out such duties and responsibilities as are given them from time to time.

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<sup>6</sup>

Article 40.0 (5) was added by the 2016 Annual Conference

## **42.0 INDEMNITY**

- (1) The Officers, Administrative Personnel, members of Council, Central Executive, Committees and other authorized persons while acting for and on behalf of the Association shall be indemnified out of the funds of the Association from and against legal action of any kind, unless it be established that such acts arise from wilful neglect or default on their part.
- (2) The Council may raise or borrow money in accordance with recommendations of the Finance Committee and may secure the repayment of same by mortgage or charge, subject to the approval of the Property and Development Committee and Board of Trustees upon the whole or any part of the assets and property of the Association are not so charged.

## **43.0**

### **PART V - FUNDING**

- (1) The funds of the Association shall be classified as:
  - (a) General Funds
  - (b) Reserve Funds
  - (c) Funds otherwise designated by Conference or its agents
- (2) All funds collected by and for the Association for whatever purpose shall be lodged by the Secretary General or someone delegated by him in a reputable Commercial Bank. All payments shall be made by cheque signed by any two of the following the President, Secretary General, Chairman of the Finance Committee and one of any other persons appointed by the General Council.
- (3) The expenditure of funds shall be approved by the Central Executive, the Secretary General or anyone delegated by the Secretary General, shall certify the disbursement of all such funds.
- (4) The Reserve Fund shall normally be 2½% of the amount collected for membership fee and shall at no time show a cash balance of less than Five Thousand Dollars (\$5,000.00)
- (5) The funds shall be applied as set out in a Budget presented by the Finance Committee and approved by Conference and shall be subject to both internal and external audit.
- (6) The Council may raise or borrow money in accordance with recommendations of the Finance Committee and may secure the repayment of same by mortgage or charge, subject to the approval of the Property and Development Committee and Board of Trustees upon the whole or any part of the assets and property of the Association are not so charged.
- (7) Notwithstanding the foregoing, funds may be applied to appropriations approved by General Council.

- (1) The Members of the Council shall cause true accounts to be kept of:
  - (a) the sums of money received and expended by the Association and the matters in respect of which such receipt and expenditure take place;
  - (b) the assets and liabilities of The Association.
- (2) The record of accounts shall be kept at the registered office of The Association or at such other place or places as the Members think fit and shall always be open to the inspection of the Members of the Council.
- (3) Separate accounts shall be kept for each of the funds named in Article 41(1) (a)-(b).

45.0 The Members of the Council shall from time to time determine whether and to what extent and at what time and places and under what conditions the accounts and records of The Association or any of them shall be open to the inspection of The Association not being of the Council, and no Member (not being a Member of the Council) shall have any right of inspecting any account record or document of the Association except as conferred by Statute or authorized by the Members of the Council or by The Association in Annual Conference or a Special Conference.

46.0 Financial Statement shall be presented at each regular meeting of General Council and Central Executive, and a Balance Sheet shall be made out in every year and laid before the Annual Conference made up to date not more than six (6) months before such meeting, together with a copy of the Auditors report. The Balance Sheet shall be accompanied by a report of the Members of Council as to the state of the Association's affairs and the amount (if any) which they propose to carry to a reserve fund.

47.0 The Association shall at each Annual Conference appoint an Auditor or Auditors to hold office until the next Annual Conference. The Council may fill any vacancy in the office of Auditor which may arise between Annual Conference.

48.0 Every Auditor of The Association shall have a right of access at all times to the books and accounts and vouchers of The Association and shall be entitled to require from the Members of the Council and Officers of The Association such information and explanation as may be necessary for the performance of the duties of the Auditors.

49.0 The Auditors shall make a report to the Annual Conference on the accounts of The Association examined by them and on every Balance Sheet laid before the Annual Conference during their tenure of Office.

## **PART VII – NOTICES**

- 49.0 A Notice may be given by The Association to any District by advertisement, or personally or by sending it by post to the Secretary of the District Association, Parish Association, Committee or a Member as the case may require at his registered address or to the address, if any, in Jamaica supplied by such Secretary or Member of the Association for the giving of Notices to him.
- 50.0 No member shall be entitled to have a Notice served on him at any address not within Jamaica.
- 51.0 Any Member of the Council not having a registered address within Jamaica shall be deemed to have received in due course any notice which shall have been displayed in the Association's office, and which shall remain there for forty-eight hours.
- 52.0 All Notices given by advertisement shall be advertised in such daily newspaper as the council shall think proper and shall be deemed to be served on the day when such advertisement shall have been deemed to have been posted.
- 53.0 Any Notice if served by post shall be deemed to have been served twenty-four hours after the letter containing the same shall have been deemed to have been posted.
- 54.0 Where notice extending over a period is required to be given the day of service shall be counted in such a period.

## **PART VIII – MISCELLANEOUS**

- 55.0 All negotiable or transferable instruments and other documents of The Association, excepting cheques, shall be accepted, made, drawn, endorsed, negotiated and signed for and on behalf of the Association by any two members of the Council and the Secretary General or in any other way authorised, from time to time by Resolution of Council.
- 56.0 The Officers, Administrative Personnel, members of Council, Central Executive, Committees and other persons while acting for and on behalf of the Association shall be indemnified out of the funds of the Association from and against legal action of any kind, unless it be established that such acts arise from wilful neglect or default on their part.
- 57.0 Amendments of the Constitution of The Association may be carried out by the Annual Conference or a Special Conference only; and these may only be done by Special Resolution submitted to the Association at least three months before such Conference and passed by two thirds majority of delegates present and voting.



