

# NDOKWA ASSOCIATION UNITED KINGDOM (NAUK)

We, the people of Ndokwaland of Nigeria, resident in the United Kingdom, do adopt this constitution as the working/governing document establishing and guiding the activities of NDOKWA ASSOCIATION UNITED KINGDOM, in accordance with the laws of the United Kingdom, permitting such Association to execute its objectives of serving humanity freely without let or hindrance under the fear of God.

## ARTICLE 1: NAME

The Association shall be known and called: NDOKWA ASSOCIATION, UNITED KINGDOM (NAUK)

## ARTICLE 2: OBJECTS

Ndokwa Association United Kingdom, is formed for the following purposes:

1. Promotion of ethnic and cultural harmony within the human race.
2. Engagement of the youths in positive activities, including recreation, sports, and skills development – keeping them out of the streets, and out of trouble
3. Advancement of Education and Training
4. Promotion of, and engagement in sustainable social, economic and political development in Ndokwaland.
5. Promoting visibility and participation of Ndokwa people in all facets of public life.
6. Promotion of peace and mutual co-existence amongst Ndokwa people and the public at large.
7. Promotion and defence of Human Rights.
8. Any other activity that meets 2/3<sup>rd</sup> majority acceptance of all chapters, and ratified at the National Convention.
9. Act as the voice and advocate for the interest of Ndokwa people in UK.

## ARTICLE 3: POWERS

The Association shall have the power to raise funds in pursuance of its objectives.

*"In addition to any other powers it has, the association may exercise any of the following powers in order to further the objects (but not for any other purpose):*

*(1) To raise funds,*

*(2) To apply funds for the objectives of the Association*

*(3) To co-operate with, and support groups and organisations with similar objectives,*

*(4) To float any Special Purpose Vehicle (SPV) for carrying out the objectives of the Association*

*(5) To do anything that is lawful, and necessary to achieve the objectives of the Association.*

#### **ARTICLE 4: MEMBERSHIP**

Membership of the Ndokwa Association United Kingdom, shall be by active Association Chapters. A chapter shall be the Ndokwa Association existing in UK cities. Where there is no active chapter in a city, Ndokwa sons and daughters in those areas can join the closest active chapter.

Definition of “Active Chapter”: This is a Chapter that meets all the following minimum requirements at any point in time:

1. Fully paid its dues, pledges, levies, and is in compliance with Article 4.2.
2. Participates in national events.
3. Inactive Chapter: This refers to any Chapter that have not met the requirements set forth in Article 4.1 & 4.2 above.
4. Reactivation of membership: Any Chapter wishing to reactivate its membership is required to meet the requirements set forth in Articles 4.1 and 4.2.

#### **ARTICLE 5: GOVERNANCE STRUCTURE**

The highest decision making organ shall be the Congress. There shall also be an Executive Council which would be responsible for the day to day operations of the Association.

##### **5.1 THE CONGRESS**

This body is responsible for deciding the policy framework, and ratifying strategic decisions of the Association. It considers policy papers prepared by the Executive Council, and sets the rules. Under no circumstances shall either the Executive council act outside the policy framework, as approved by the Congress.

The Congress shall meet three times a year, and each chapter shall be represented by three delegates.

##### **5.2 EXECUTIVE OFFICERS AND FUNCTIONS**

###### **5.2.1 PRESIDENT**

Functions:

1. Provide vision and strategic direction for the National Association in consultation with the National Executive Council.
2. Summon and preside over national meetings.
3. Summon and preside over periodic and emergency meetings of the Executive Council as may be deemed necessary.
4. Serve as the main spokesperson of the National Association and a liaison between the national body and other Associations and Agencies.
5. Serve as one of the signatories to the Association’s bank account.
6. Authorize disbursement of approved expenditures through the Financial Secretary.
7. Set up ad hoc committees in consultation with the national executive, as needed, for the smooth functioning of the Association.

8. Appoint Acting Officers in consultation with the national executive to fill vacant positions on a temporary basis.

#### 5.2.2 VICE PRESIDENT

Functions:

1. Deputize for the President.
2. Assume the office of President if the President is removed or the position of the President becomes vacant for any other reason.
3. Carry out other duties that may be assigned to him/her by the President.

#### 5.2.3 SECRETARY

Functions:

1. Co-ordinate all administrative functions of the National Secretariat.
2. Take minutes at national meetings and distribute minutes.
3. Endorse all major correspondence released by the various committees or groups.
4. Handle all correspondence.
5. Prepare and mail notices of meetings.
6. Monitor or report when Chapters or officers become inactive.

#### 5.2.4 ASSISTANT SECRETARY

Functions:

1. Assist the Secretary in all functions.
2. Deputize for the Secretary.
3. Administer the Association's website.
4. Assume the office of Secretary if the Secretary is removed or the position of the Secretary becomes vacant for any other reason.

#### 5.2.5 TREASURER

Functions:

1. Manage the Cash flow, borrowing and cash investments, to support the Association finances and objectives.
2. Make deposits/lodgments to the Association's bank account.
3. Serve as a signatory to the Association's bank account.
4. Give bi-annual account of the financial status of the Association one of which should be at the National Convention.
5. Advise the Executive Committee on prudent investment options
6. Liaise with the Association's external Investment Advisers and Fund Managers.
7. To ensure the Association applies its resources exclusively in pursuance of its objects.

#### 5.2.6 FINANCIAL SECRETARY

Functions:

1. Collect chapter dues, levies and donations.
2. Maintain accurate accounts.
3. Work with the Treasurer on the Association's financial reports.
4. Keep the Association's books.
5. Co-ordinate the Budget preparation process
6. Prepare and present budget monitoring reports
7. Liaise with the external Auditors.
8. Produce the annual accounts/financial statements ready for audit.

#### 5.2.7 PUBLICITY SECRETARY

Functions:

1. Disseminate information about Association's activities to members, other Associations and the general public.
2. Promote and publicize the Association's activities and ensure attendance and full participation of the Chapters at all events.

#### 5.2.8 ASSISTANT PUBLICITY SECRETARY

Functions:

1. Assist the Publicity Secretary in all functions.
2. Deputize for the Publicity Secretary.
3. Assume the office of the Publicity Secretary if he/she is removed or the position becomes vacant for any other reason.

#### 5.2.9 SOCIAL SECRETARY

1. Coordinate cultural activities at National Conventions.
2. Assist in planning and organizing the National Convention and fundraising events.

#### 5.2.10 WELFARE OFFICER

Functions

1. Liaise with Welfare Officers of various chapters to ensure that the welfare of members are well taken care of.

#### 5.2.11 EX- OFFICIOS

Functions:

1. Play advisory role to the President.

2. Provide network support to the Association.
3. Provide moral and financial support for the Association's activities.

## 6. QUALIFICATIONS AND ELECTION OF OFFICERS

1 All individual members in good standing from Active Chapters shall be entitled to contest for any office of the National Association.

2. A member is in good standing if he/she is presented by an Active Chapter as being in good standing.

3. Elections into offices shall be held on a bank holiday weekend every forty-eight calendar months (4-years) during the National Convention.

4. Term of office shall be limited to two 4-year terms, and a total of eight (8) years.

5. An Electoral Committee comprising of representatives from each Chapter shall be appointed by the Executive Council to conduct the elections.

6. All prospective candidates running for election must indicate their intention two (2) months before the election date and must present their intention (not more than five minutes long) to the National Convention/Congress to justify why they are seeking an office.

7 In the event that there are no candidates for the position of the National President, the Presidents of all the Active Chapters shall become a caretaker committee that shall be charged with running the affairs of the Association until the next convention at which time elections shall be conducted. The Caretaker committee may appoint an Acting President till the next convention.

8. Any vacant position may be filled by members of the elected Executive Committee.

9. Each active chapter shall have a total of five votes to cast at all elections.

10. Each chapter's five votes can be cast in whatever proportion the chapter deems fit.

11. Voting by proxy shall be accepted, provided the Chapter is active.

12. Voting shall be by secret ballot.

13. A simple majority of the votes is required to be elected.

14. An unopposed candidate requires a simple majority of yes votes to be confirmed.

15. In the event that there is a tie, there shall be a run-off election by the two candidates with the highest votes. In a tie occurring more than two times, the Chairman of the Electoral Committee will pick a winner through a lucky dip.

## 7. REMOVAL OF OFFICERS-

All elected officers are subject to removal from office for one or all of the following reasons-

1. Failure to effectively and efficiently perform their duties.
2. For becoming inactive either as-
  - i. An elected member of the National Executive Committee; or

ii. As a member of their Chapter. If a member of the National Executive Committee is reported to be inactive by her/his Chapter, the erring member shall be allowed to present any mitigating circumstances at the National Executive Committee Meeting and the Committee shall decide by 2/3<sup>rd</sup> majority to remove the erring member from office.

3. Bringing the Association to disrepute.

4. Multiple, willful violation of any part of this constitution.

5. Removal of Officers shall take place at a National meeting.

6. The Electoral Commissioner or his/her representative shall preside over the Removal proceedings.

7. A majority of the members of the National Association present shall identify the erring Officer and present the allegations.

8. The erring Officer shall be given an opportunity to present reasons why he or she should not be removed from office.

9. At the end of the presentation from both sides, a vote shall be taken.

10. If 2/3 members present pass a vote of no confidence on the officer, then the Officer shall be deemed removed from office.

11. If erring officer is absent at the general meeting for unacceptable reasons, the officer will be judged in absentia.

12. All former Executive Council members shall surrender the Association's properties, to the new office holder (with knowledge of the President) within one month of leaving office.

## **ARTICLE 8: FINANCE/FUNDING**

8.1. The Association's activities/operations shall be funded by the following sources:

a. Levy - The National Executive Committee is authorized to levy the Chapters to accomplish the purposes of the Association.

b. Dues/subscription- Each Chapter shall pay an annual due/subscription of £200.00 on or before September 30th of every year.

c. Material and equipment drive.

d. Grants.

e. Donations.

f. Investments.

g. Endowments.

## **8.2. FUNDRAISING ACTIVITIES**

Fundraising activities shall include, but not limited to:

a. Picnics.

b. National Conventions/National fundraising banquet. All donations collected at the National Fundraising banquet shall belong to the National body.

c. Symposia/lectures series/training programmes.

d. Fees and Dues-

e. A one-off membership registration fee of fifty pounds (£50.00) shall be paid by every Chapter.

f. The rate of the Association dues (subscriptions/levies) is subject to a periodic review by Congress.

## 9. BANKING AND FINANCIAL MANAGEMENT

1. The Association shall operate a bank account, where all monies due to it shall be deposited.

2. The President, Financial Secretary and Treasurer shall all be signatories to the Association's bank account.

3. The Bank mandate should be, any two, of three signatories.

4. All major disbursements of the Association's funds shall be paid by cheque.

5. The Executive Committee shall appoint an auditor to audit its finances yearly and the report shall be made available to all members one month before the Annual National Convention.

6. Within one month after the commencement of each fiscal year, the National Executive Committee shall produce a budget to run the Association.

7. The Financial year end is 30<sup>th</sup> September of each year.

## 10. ACCOUNTS, ANNUAL REPORTS, ANNUAL RETURNS.

(1) The Executive Council must:

(a) Keep proper accounting records for the Association;

(b) Prepare annual statements of accounts for the Association; and

(c) Present the accounts to members at the Annual General Conference (Convention)

## 11. CONDUCT OF MEETINGS

### 11.1. Executive Council Meetings

11.1.1. A quorum of the members of the Executive Council shall be present before an Executive Council meeting can commence.

11.1.2. Decisions shall be reached by voting.

11.1.3. Motion shall be carried by a simple majority of the members present.

11.1.4. The Executive Council reserves the right to invite any Non-Executive member(s) of the Association to attend meetings. However, Non-Executive Council members shall not have any voting powers.

11.1.5. Three Executive Council members shall call an Executive Council meeting should the President or Vice President be unable to do so and decisions reached in the meeting shall be binding.

11.1.6. A quorum shall be formed by a simple 2/3<sup>rd</sup> majority.

## 11.2. National Convention Meetings

11.2.1. The National Convention (Congress) shall be held every year at the last bank holiday in May.

11.2.2. The President shall use his/her discretion to limit the time for each meeting/subject-matter discussion.

11.2.3 The President or the presiding member must recognize each speaker before he or she shall speak.

11.2.4. Every speech shall be addressed to the house.

11.2.5. After contribution of different views on an issue, the President or other presiding officer shall call for a motion/resolution and the motion must be seconded before a vote can be taken on the issue.

11.2.6. Voting shall be conducted as set forth in Article 6.9 and all delegates shall each have one vote to cast.

11.2.7. If the vote is tied, the President or presiding officer shall cast the tie-breaker.

## 11.3. GENERAL MEETINGS/ANNUAL CONFERENCE

11.3.1 The Executive must convene a general meeting within twelve months of the date of the adoption of this constitution.

11.3.2 They shall also convene an annual general conference/meeting (Annual Convention) of all members within 9 months of each subsequent financial year.

11.3.3 The Chair/President of the Association shall present before the conference, a report of their stewardship, including an audited financial statement of the Association.

11.3.4 All general meetings other than annual general meetings shall be called special general meetings.

11.3.5 The Executive Committee may call a special general meeting at any time.

11.3.6 The Executive Committee must also call a special general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Executive fails to hold the meeting within twenty-eight days of the request, the concerned members may proceed to call a special general meeting, but in doing so, they must comply with the provisions of this constitution

11.3.7 Elections to fill any vacant offices shall also be held at the Annual National Conference.

## 11.4. MINUTES

The Executive Committee must keep minutes of all:

(1) appointments of officers;



- (2) proceedings at meetings of the Association;
- (3) meetings of the Executive Council and committees including:
  - (a) the names of the officers present at the meeting;
  - (b) the decisions made at the meetings; and
  - (c) where appropriate the reasons for the decisions.

## 11.5. NOTICES

11.5.1. Any notice required by this constitution to be given to or by any person must be:

- (a) in writing; or
- (b) given, using electronic communications.

11.5.2. The Association may give any notice to a member either:

- (a) personally; or
- (b) by sending it by post in a prepaid envelope addressed to the member at his or her address; or
- (c) by leaving it at the address of the member; or
- (d) by giving it using electronic communications to the member's address.

11.5.3. A member who does not register an address with the Association or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the Association.

11.5.4. A member present in person at any meeting of the Association shall be deemed to have received notice of the meeting and of the purposes for which it was called.

11.5.5. (a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.

(b) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

(c) A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.

11.5.6. The minimum period of notice required to hold any general meeting of the Association is fourteen clear days from the date on which the notice is deemed to have been given.

11.5.7 A general meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.

11.5.8 The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.

11.5.9 The notice must be given to all the members

## 11.6. QUORUM

11.6.1. No business shall be transacted at any general meeting unless a quorum is present.

11.6.2. A quorum is:

- (a) 2/3rd of members entitled to vote upon the business to be conducted at the meeting; or
- (b) one tenth of the total membership at the time, whichever is the greater.

11.6.3. If:

- (a) a quorum is not present within half an hour from the time appointed for the meeting; or
- (b) during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the executives shall determine.

11.6.4. The Executive Committee must re-convene the meeting and must give at least seven clear days' notice of the re-convened meeting stating the date, time and place of the meeting.

11.6.5. If no quorum is present at the re-convened meeting within one hour of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

## 11.7. CHAIRPERSON

11.7.1. General meetings shall be chaired by the person who has been elected as Chair/President.

11.7.2. If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting, member nominated by the Executive Committee shall chair the meeting.

11.7.3. If there is only one Executive Committee member present and willing to act, he or she shall chair the meeting.

11.7.4. If no Executive Committee member is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose any member to chair the meeting.

## 11.8. ADJOURNMENTS

11.8.1. The members present at a meeting may resolve that the meeting shall be adjourned.

11.8.2. The person who is chairing the meeting must decide the date time and place at which meeting is to be re-convened unless those details are specified in the resolution.

11.8.3. No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.

11.8.4. If a meeting is adjourned by a resolution of the members for more than seven days, at least fourteen clear days' notice shall be given of the re-convened meeting stating the date time and place of the meeting.

## 11.9. VOTES

11.9.1. Each member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

## 12. BENEFITS

12.1. Every chapter shall determine the benefit due to its members, except in the event of death of a member, in which case, the national executive shall determine the form of benefit due to the bereaved family, and the amount of levy to be paid by members.

## 13. AMENDMENTS

13.1. The Association may amend any provision contained in this constitution provided that:

- (a) no amendment may be made that would have the effect of making the Association cease to be an Association at law;
- (b) no amendment may be made to alter the objects if the change would undermine or work against the previous objects of the Association;
- (c) any resolution to amend a provision of this constitution must be passed by not less than two thirds of the members present and voting at a general meeting.

#### **14. DISSOLUTION**

Dissolution shall be commenced if 2/3 majority of members present at a National Convention votes to dissolve the Association. Upon the dissolution of the Association, the Executive must:

1. collect all the assets of the Association and pay or make provision for all the liabilities of the Association.
2. apply any remaining property or money:
  - (a) directly for the objects;
  - (b) by transfer to any Association or charities with the similar objectives.

**SIGNATORIES:****Signed by the following members who attended the meeting:**

<b>S/N</b>	<b>PRINT NAME</b>	<b>LOCATION</b>	<b>DATE</b>
1	Vincent Ugboh	Birmingham	15/02/2014
2	Gideon Ishiekwene	London	15/02/2014
3	Anthony Esugunum	London	15/02/2014
4	Gabriel Onwubolu	London	15/02/2014
5	Charles Ugbo	London	15/02/2014
6	Theresa Oseyenum	London	15/02/2014
7	Edwin Briggs	London	15/02/2014
8	Michael O Opiah	London	15/02/2014
9	Amechi Achuka	London	15/02/2014
10	Ngozi Olise	London	15/02/2014
11	Bernard Olisemeke	Birmingham	15/02/2014
12	Felix Ozegbe	Birmingham	15/02/2014
13	Festus Aninze	Birmingham	15/02/2014
14	Monday Madu	Birmingham	15/02/2014
15	Esy Oluwafemi	London	15/02/2014
16	Joyce Opakunle	Cambridge	15/02/2014
17	Abiodun Otuya	London	15/02/2014
18	Rose Essu	London	15/02/2014
19	Funmi Ishiekwene	London	15/02/2014
20	Olori Eunice Adesokan	London	15/02/2014
21	Paul Oyemike	London	15/02/2014

22	Mac Abamba	London	15/02/2014
23	Ween Chukusa	Birmingham	15/02/2014
24	Ogoliji Onah	Sussex	15/02/2014
25	Inege Onah	Sussex	15/02/2014
26	Ochonogor Onah	Sussex	15/02/2014
27	Ndueze Onah	Sussex	15/02/2014
28	Ossom Onah	Sussex	15/02/2014
29	Osiji Onah (Chief)	Sussex	15/02/2014
30	Catherine Onah	Sussex	15/02/2014
31	Ikogoli Onah	Sussex	15/02/2014
32	Priscilla Daniel	London	15/02/2014
33	Grace Oparaku	London	15/02/2014