

THE CONSTITUTION OF JOYTOWN OLD STUDENTS ASSOCIATION (JOSA)

Chapter 1: Preamble

- a) The Association constituted by these rules shall be known as The Joytown Old Students Association (Hereinafter called the Association).
- b) The Registered Office of the Association for the time being shall be situated at Thika that shall be the place of conducting the business of the Association. The postal address of the Association shall be Post Office P. O. Box 326 Thika.

CHAPTER 2: STATEMENT OF PURPOSE

The **Joytown Old Student Association** is non-profitable organisation whose sole aim is to promote, develop, and advocate for the Disabled Persons Right and support activities to strengthen social welfare, community education on locomotive disability and communities' involvement in managing all aspects of decision making affecting persons with disability in a manner that is participative, democratic and inclusive. The Association shall engage its Members in planning and managing the organisation in order to generate long term and continuous flows of sustainable benefits.

CHAPTER 2: OBJECTIVES

1. IN PARTICULAR THE ASSOCIATION IS ESTABLISHED TO:

- a) Support Joytown Schools and as an Institution in its Projects and developments aimed at improving the well fair and well being of the students as the sole purpose.
- b) Promote and support projects which strengthen Community understanding of disabled persons Education, Health, and Social needs.
- c) Initiate and strengthen the involvement and participation of the disabled members in decision-making, resource mobilisation and the management of their own affairs;
- d) All decisions that affect their social and economical well - being.

2. FURTHERANCE OF THE ASSOCIATION'S OBJECTIVES

2. In furtherance of the above objectives, the Association shall have the following powers:
 - a) To borrow, raise or make appeals for money, to solicit subscriptions and to accept any gifts of real or personal

property including those subject to any trust and/or conditions compatible with the objectives of the Association;

- b) Information dissemination and training/educational activities to the communities to raise the awareness about disability and disability causing diseases and the importance of preventive measures- using local based instruments; public debates, debating activities in schools, using village theatre groups, Films, workshops;
- c) Civic advocacy for the disabled persons Rights, spearheading campaigns, mobilise, lobby and help influence public opinion to the plight and needs of the disabled child/person by setting practical example;
- d) Advice, inform and assist the disabled members;
- e) Establish, co-ordinate and implement exchange of information between, service-beneficiaries, rural community groups, health service providers and non governmental organisations (local, national and international) which undertake socio-economic and Health Care activities in order to adequately meet the disabled persons wants;
- f) Provide support or aid, donate or give any kind of assistance, financial or in kind to members in disasters and help enhance their ability to respond to calamities such as drought and floods, diarrhoea and cholera outbreaks, malaria epidemics, hunger etc. In particular ensure that the most vulnerable members of the Association benefited from the provision of such relief;
- g) Purchase, enter into any partnership or joint-purse arrangement, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges, support, give grants, donations or any other kind of assistance, financial or in kind (material or technical e.g. provision of machines or instruments, construct, maintain or alter any buildings or erections) or aid any individual, group, firm, social or charitable organisation (whether or not a member of the Association) provided that any such assistance shall in any way be calculated to advance directly or indirectly the objectives or interests of the Association;.
- h) Engage or employ such personnel (whether as employees, consultants, advisers or whoever) as may be necessary to the promotion of the objectives of the Association;

i) Do all such other lawful things as may be necessary for the attainment of the above objectives or any of them such as:

- i. Open and operate bank accounts and other facilities for banking.
- ii. Obtain all necessary permits, licences or trade marks required for the purpose of enabling the Association to carry out its objectives upon such terms and conditions as it may think fit.

j) Establish and maintain links with local community groups (community health works, social groups), national/international organisations which undertake socio-economic and Health Care activities;

k) Help identify strategies for increased utilization of preventive and primitive care in Non Governmental facilities, spearhead campaigns, support activities or projects which help in early diagnosis, avoidance, prevention and reduction of diseases or emergencies such as;

- i. Initiate and support "resource information centres" to disseminate appropriate information and education on general health and in particular Disability
- ii. Initiate and support youth gender friendly activities towards promoting prevention of transmission of HIV/AIDS
- iii. Boost the members acceptance of the need for the implementation of preventive measures to counter sexual transmissible infections (STIs) particularly HIV/AIDS, DRUG ABUSE among other outbreaks through information and educational programmes (community theatre, discussion workshops, debating activities in schools, cultural dances)
- iv. Initiate or support crafts/skills training to back income-generating activities within member community.

l) Mobilise members to participate fully in dissemination of appropriate HIV/AIDS information on preventive measures, caring for the infected and affected, activities and education to remove stigma associated with HIV/AIDS and caring for the affected (e.g. orphans, widows and widowers);

m) Support such activities that shall increase the appreciation and participation of the disabled person's development projects. Envisaged here is: -

- i. Sport activities for youth groups and
- ii. Organising of pastime social games activities therefore binding both age - groups on social issues and encourage social cohesion.

n) In carrying out its objectives the Association shall have regard to the physical, mental and spiritual well-being of the community, and in particular of those who participate in any way in the activities of the Association;

o) The Association shall promote equality of the opportunity and oppose any form of discrimination on grounds including those of race, ethnic origin, gender, sexual preference, age, disability, previous criminal convictions, or religion.

Chapter 4: Affiliation

The Association shall be affiliated to any non-governmental organization and any other organization for the Disabled Person subject to the approval by the Executive Committee.

Chapter 5: Binding Agreement

- a) The affiliation of any branch shall operate as an agreement binding such branch and each of its members to abide by the Rules and Regulations of the Association and to accept and enforce all its decisions. Any breach of this agreement or any conduct which in the opinion of the Committee is prejudicial to the interest of the Association, the Committee, shall render such branch or any member of the branch liable to suspension or expulsion or such other penalty as the Executive Committee may in its discretion decide.
- b) The Committee shall have the power to suspend a member from his/her membership until the next Annual General Meeting of the Association following such suspension but not withstanding such suspension a member whose expulsion is proposed shall have the right to address the Annual General Meeting at which his/her expulsion is to be considered.
- c) Any person who resigns or is suspended or expelled from membership shall not be entitled to a refund of his/her subscription or any part of thereof or any moneys contributed by him at any time.

Chapter 6: Membership

Membership is opened to all persons and as stipulated in this chapter.

- a) Any such Persons desiring a membership to the Association shall make application dully sponsored by two other persons already admitted at least four weeks prior to the of any meeting at which the application is to be considered.
- b) Each applicant must submit with this application a non - refundable Registration fee of Kshs.200 for membership.
- c) The Committee elected to run the Association shall investigate any application and make such report or recommendations accordingly to the Annual General Meeting at which the application is to be considered.
- d) The application for admission shall be considered at an Annual General Meeting and shall be decided by the majority of votes represented.
- e) If any such application is rejected the applicant may then be allowed to re-apply for admission after having complied with any directives or requirement of the Association.
- f) Any member desiring to resign from the Association shall submit his/her resignation to the Secretary, which shall take effect from the date of receipt by the secretary of such notice. And Chapter 7 shall apply.
- g) There shall be three Classes of Membership and as detailed below:

A) FULL MEMBERSHIP:

- i. This is provided for to any such person who is a former and a benefactor of either Joytown Primary or Joytown Secondary School, who on registration shall enjoy all the benefits, privileges and all rights including voting rights.
- ii. Such member shall be exempted from paragraph (a) of Chapter 6

B) ASSOCIATE MEMBERS:

- i. These are all persons with locomotive disability who are not former or benefactor of either Joytown Primary or Joytown Secondary School but have interest and will to be part of the association.
- ii. Such persons shall be allowed membership subject to paragraph (a) to (f) as above and shall enjoy all rights, benefits and privileges offered

to full members save as to sub-paragraph three bellow.

- iii. Any such associate member shall however not carry a right to vote on any matter nor shall such associate Member be eligible to hold any office in the Central Management Committee. However he/she shall be recommended by the Central management Committee to be in the Sub-committee whenever it seats.
- iv. Save and without prejudice to sub-paragraph three above the said Associate Member shall only have voting right and be elected to held office once it is established that at the present he/she is an active staff member in the family of either Joytown Primary or Joytown Secondary School or both.

C) HONORARY MEMBER.

- i. Honorary Membership may be conferred to any person who in the view of the members of the Association has rendered such outstanding service to the cause of the Association as to merit such appointment.
- ii. Honorary Member shall also be conferred to The Headmaster of Joytown Primary School, The Principal Joytown Secondary School and The Salvation Army Representative.
- iii. Honorary membership may only be conferred upon the approval by a majority of the members and as per Chapter 6 paragraph (d) of this Constitution
- iv. Any such honorary member shall however not carry a right to vote on any matter nor shall such Honorary Member be eligible to hold any office in the Central Management Committee.

Chapter 7: Cessation of Membership

- a) The rights and privileges of a member shall not be transferable or transmissible, and all such rights and privileges shall cease upon the member ceasing to be such.
- b) A member shall cease to be a member immediately she/he:
 - i. Resigns in writing to the Secretary, or
 - ii. Fails to pay the annual subscription or any other monies due to the Association
 - iii. Ceases to fulfil any of the qualifications for membership specified in Chapter 6 or ceases to qualify for any of the categories of

membership specified in Chapter 6 of that Paragraph (g) of this Constitution; or

- iv. Is removed from the register due to misconduct deemed harmful to the objectives of the Association.
 - v. In such event of his/her inevitable death
- c) Withdrawal of membership must be served on the Committee and an explanation for the renunciation of membership in writing. Herein, the period of notice, as stipulated by the Association's bylaws, must be strictly observed.
 - d) On termination of membership by, all payments made prior to the member's termination of membership shall revert back to the Association on condition that such payments shall be used entirely in accordance with the constitution.
 - e) On premature resignation by a member of the Committee all files and documents in his/her care must be handed over to the Chairperson. However when the Chairperson resigns then all documents in his/her care shall be handed to the Vice-Chairperson.
 - f) Any member can be expelled from membership if she/he;
 - i. Violates the constitution of the Association
 - ii. Contravenes the objectives and spirit of the Association through misconduct within and outside the Association
 - iii. Ignores to honour their membership fee payments without a credible reason - 6 months long- despite continued reminders to do so.
 - g) On expulsions;
 - i. The Committee must notify the affected member of the impending expulsion - in writing within one month of it's reaching the decision- giving reasons for the intended expulsion.
 - ii. The Committee must hear the affected member (s), if she/he challenges the expulsion giving the

grounds on which she/he refutes the expulsion. This letter must reach the Committee not later than one month of his being informed of the Committee's decision.

- iii. If the member is further not satisfied with Committee's decision, she/he can petition the "dispute-committee" within a month of receiving a written verdict from the Committee. A registered letter appealing the decision of the Committee must be sent to the chairperson of the Committee.
- iv. The chairperson, upon receiving the letter of appeal, shall provide, within one month, to the dispute-committee;

- The appellant's letter petitioning the Committee decision
- The written grounds challenging the expulsion provided by the petitioner.
- Committee standpoint on the appellant's appeal arguments.

h) The dispute-committee must:

- Give the appellant a chance to defend him/herself before it.
- Communicate its decision (in writing, explaining its verdict) to the Committee and the supervisory Committee.
- Seek the approval of supervisory Committee

i) The decision to accept or reject the appeal is the prerogative of the dispute-committee.

- j) The final decision of the dispute-committee shall be communicated to the appellant through the Committee chairperson within one month of the dispute-committee's decision.
- k) The supervisory-committee sanctioned expulsion is final and cannot be repealed by court of law.

Chapter 8: Subscriptions

- a) Each Member shall pay such Annual Subscriptions, affiliation of Kshs. 500 and as may be fixed by the Committee from time to time.
- b) Current Annual subscription has to be paid by 1st November unless Annual General Meeting decides otherwise. However, subscription fees may also be payable on monthly basis, if this arrangement is agreed upon on membership commencement. Should a member fail to remit his/her subscription fees, so shall the rights and privileges rest?
- c) In case of hardship, subscription fees can be reduced or waived by the Committee. Accordingly, subscription rates for juveniles and rural poor could be reduced by up to 50% on a case - to - case basis. Nevertheless, in such cases the concerned members shall be expected explain and certify his/her position to the effect.
- d) Where the Annual General Meeting guidelines so compel, any member or members from the committee may be required to collect and remit annual subscription fees to the Committee. Delay in remittance of subscription fee has to be explained and justified to the Committee.

Chapter 9: The Office

- a) The Officers of the Association shall be:
 - i. The Chairperson
 - ii. The Vice - Chairperson
 - iii. The Secretary
 - iv. The Assistant Secretary
 - v. The Treasurer
 - vi. The Organizing Secretary
 - vii. The Deputy Organizing Secretary. All of who shall be fully paid-up members of the Association and shall be elected at the Annual General Meeting to be held each year.
- b) Any person may be proposed as an Officer by the Committee or by any Member, such nomination must be received by the Secretary at least Seven (7) days before the day of relevant Annual General Meeting.

- c) All Officers shall hold Office from the date of Election until the succeeding Annual General Meeting (Subject to paragraph (d) below) but shall be eligible for re-election.
- d) Any Officer shall automatically cease to be such if He/She either fails to attend three consecutive meetings of the Committee without proper cause or He/She is remove from the Office of the Association by a resolution passed by two-thirds majority of the votes of representative of Members present.
- e) Where an Officer is removed from Office under the provisions of Paragraph (d) above, the vacancy so created shall be filled by a person elected for that purpose at the same meeting resolving the removal of the previous Officer.
- f) Subject and as mentioned above, any vacancy among the Officers occurring between Annual General Meetings shall be filled by a majority vote of the Committee within 14 days.
- g) The Office constitutes the Executive Committee.

Chapter 10: Duties of Officers

- a) **CHAIRPERSON** - The Chairperson shall, unless prevented by illness or other sufficient cause, preside at all meetings of the Committee and at all Annual General Meetings of the Association and shall be primarily responsible for directing, exercising and carrying out the powers, objects and functions of the association.
- b) **VICE-CHAIRPERSON** - The Vice-Chairperson shall perform any duties of the Chairperson in his/her absence or any duty as assigned to him/her by the Chairperson or the Committee.
- c) **SECRETARY** - The Secretary shall deal with all the correspondence of the Association under the general supervision of the Committee, shall issue notices of convening all meetings of the Committee and all Annual General Meetings of the Association, shall keep minutes of all such meetings and shall be responsible for the preservation of all records of the Association. In case of an urgent matters where the Committee cannot be consulted, the Secretary shall consult the Chairperson or if he/she is not available, the Vice Chairperson. The decision reached shall be subject to ratification or otherwise at the next Committee meeting.
- d) **DEPUTY SECRETARY** - In the absence of the Secretary or on request the Assistant Secretary shall perform all the duties of Secretary and such other duties as shall be assigned to him/her by the Secretary or the Committee whether the Secretary is present or not.

- e) **TREASURER** - The treasurer shall receive and disburse, under the directions of the Committee all moneys belonging to the Association and shall be responsible to the Committee and to the Members for ensuring that proper books of account are written up, preserve and available for inspection.
- f) **ORGANISING SECRETARY** - The Organizing Secretary shall be responsible for the organizing of meetings and social gatherings of the Association. He/She shall also be responsible for the promotion of membership to the Association and Public Relation.
- g) **DEPUTY ORGANIZING SECRETARY** - The Deputy Organizing Secretary shall perform such duties as maybe assigned to him by the Organizing Secretary or by the Committee and in the absence of the Organizing Secretary shall perform the duties of the Organizing Secretary.

Chapter 11: The Committee

The Committee shall consist of:

- a) The Officers of the Association.
- b) The Executive Officers of the Association who shall be an ex-Officio Members.
- c) Not more than Six Members of the Committee whose nomination shall be received with those of the Officers and who shall be elected at an Annual General Meeting of the Association and who shall hold Office for not more than two consecutive terms of two years each.
- d) Except where it is specifically provided herein that anything shall be done in Annual General Meeting, the powers, objects, functions and management of the Association shall be exercised and carried out by the Committee
- e) The Committee shall meet at least once a Month In-Season and as frequent as necessary and Out-of season at the Association's Headquarters or elsewhere as shall be decided by the Committee.
- f) The Committee shall meet at such times and places as it shall resolve but shall meet not less than once in three Months.
- g) The Chairperson, or in his/her absence the Vice Chairperson, may call a meeting at anytime and such meeting will be called within 14 days of receipt of a requisition thereof presented to the Secretary or Assistant Secretary in his/her absence by the representatives of at least Three (3) Members setting out the nature of the business they wish the Committee to Discuss.
- h) The quorum for a meeting of the Committee shall be not less than Five

- (5) Members entitled to vote including at least Two (2) Officers.
- i) Voting at Committee meetings shall be by simple majority on a show of hands unless a secret vote is called for by at least Two (2) Committee Members. In the event of a tie, the Chairperson shall have a second of casting vote.
- j) The Committee shall have powers to co-opt persons to serve on the Committee but such co-opted persons shall not have power to vote.
- k) The Committee shall have powers to employ such Officers, as it deems appropriate for the running of the Secretariat and to remove them.
- l) Any casual vacancies for Members of the Committee caused by death or resignation shall be filled by the Committee until the next Annual General Meeting of the Association. Vacancies caused by Members of the Committee removed from the Office will be dealt with as shown in Chapter 8 (e) of this Constitution.
- m) The Committee shall have power to appoint the following Sub-Committees:
 - i. Disciplinary
 - ii. Finance
 - iii. Education/Advocacy personnel
 - iv. Administration
 - v. Development Committee
 - vi. Technical Bench
 - vii. Public Relation Committee

And any other Sub - Committee as the Executive Committee may deem necessary.

- n) Without in any way derogating from powers conferred upon it elsewhere in this Constitution, the Committee shall have the following powers and duties:
 - i. To act as an appeal Committee in all disputes arising between Members;
 - ii. To frame any rules or lay down any procedure for the conduct of its business or for carrying out of its duties and functions and amend the same from time to time provided always that no such rule or procedure shall prevail over this Constitution;
 - iii. To determine upon the playing colours and the design of any uniform of the Association and to determine who shall be allowed to use or wear the same.
 - iv. All monies disbursed on behalf of the association shall be authorized by the Committee save as specified in Chapter 20 paragraph (b)

Chapter 12: Annual General Meetings

- a) There shall be Two classes of Annual General Meetings of the Association
 - i. Annual General Meeting
 - ii. Special Annual General Meeting
- b) The Annual General Meeting of the Association of which Thirty (30) days notice in writing must be given and, where applicable, by press advertisement not less than 14 days before the set date of the meeting. The meeting shall be held not later than Twentieth day of August in each year, on such day as the Committee at their absolute discretion shall decide.
- c) The Annual General Meeting of the Association shall consist of all members, the Officers of the Association
- d) At any meeting of the Association:
 - i. A full member is entitled to only one vote.
 - ii. Associate Member is not entitled to any vote save as to Part B sub-paragraph (g) of Chapter of this Constitution.
- e) All questions concerning the appointment of delegates and their validity shall be decided by the Chairperson of the Annual General Meeting.
- f) The Business to be transacted at the Annual General Meeting shall be:
 - i. Receiving and considering the Committees Report for the year;
 - ii. Receiving and considering the Balance Sheet and the Statement of the Accounts for the past year;
 - iii. Elections of such Officers and members of the Committee who shall retire by rotation (and Trustees where necessary in accordance with the Chapter 18 (b);
 - iv. Appointments of the Auditors in accordance with Chapter 19 Paragraph (c);
 - v. Such other matters as the Committee may decide or as to which notice shall have been given in writing by a member or members to the Secretary at least 14 days before the date of the meeting.
- g) Members shall consider motions relating to any matter in respect of which proper notice in accordance with this Chapter has been given and pass or reject such motion save that all matters of finance shall be referred to the Committee for final decision.
- h) The quorum for the Annual General Meeting shall be as stipulated in Chapter 14, paragraph (a).

Chapter 13: Special Annual General Meeting

- a) The Secretary shall convene a Special Annual General Meeting, at anytime if he/she receives a requisition to the effect, signed by the Chairperson and the Secretary stating the Nature of the business proposed to be transacted.
- b) The Committee shall have Power at anytime to convene a Special Annual General Meeting for transactions of such business, as it considers necessary or expedient in the interest of the Association.
- c) Fourteen (14) days clear notice shall be given to all members of the date, place and time of the Special Annual General Meeting and of the business proposed to be transacted thereat.
- d) A special Annual General Meeting may also be convened for specific purpose by notice in writing to the Secretary made of not less than fifteen of the members and such meeting shall be held within 21 days of the date of notice. The notice for such meeting shall be dealt with as shown in Chapter 17 paragraph (c).
- e) The quorum shall be as stipulated in Chapter 14 Paragraph (b).

Chapter 14: Quorum

- a) A quorum at an Annual General Meeting shall be Two Third of the Members entitled to vote thereat, provided that if at an Annual General Meeting members present together with the Officers shall be Ten (10) then only two of the Officers shall be entitled to vote.
- b) The quorum for the Special Annual General Meeting shall be not less than one quarter of the registered members of the association or thirty whichever is less.

Chapter 15: Voting

- a) At all Annual General Meeting of the Association, the voting shall be by secret ballot unless decided otherwise by more than Fifty per cent (50%) of the delegates present for voting.
- b) If at any Annual General Meeting a quorum is not attained within one hour, the meeting shall be adjourned to Thirty (30) days later. Notice in writing of such adjourned Meeting shall be sent to all members not less than fourteen (14) before the date thereof. If at such adjourned meeting a quorum is not present, the persons present and entitled to vote shall constitute a quorum.

Chapter 16: The Executive Officers

The Committee shall appoint the Executive Officers responsible to the Committee for the implementation of all the Association policy and whose function shall include:

- i. Running the Secretariat on a day-to-day basis at the direction of the Committee.
- ii. Keeping records of the Association and Members.
- iii. Liaison with members, coordinating fixtures and any other duties as may be directed by the Committee.

Chapter 17: Procedure at the Meeting

- a) At all meetings of the Association the Chairperson, or in his/her absence, the Vice-Chairperson, or in the absence of both these Officers, a Member selected by the meeting shall take the chair.
- b) The Chairperson may take at his/her discretion limit the numbers of persons permitted to speak in favour of and against any motion.
- c) Resolution shall be decided by simple voting by a show of hands. In the case of equality of votes, the Chairperson shall have a second or casting vote.

Chapter 18: The Trustees

- a) The Properties of the Association shall be vested in at least three and not more than five Trustees.
- b) The Trustees who shall not be members of the Association shall be appointed at an Annual General Meeting.
- c) Each nominee shall be recommended to the Committee for consideration and, if approved by the Committee, be submitted at the Annual General Meeting for confirmation.
- d) The Trustees so appointed shall apply to have themselves registered as body Corporate under the Trustees (Perpetual Succession Act, Chapter 164) and shall take away whatever action from time to time to have all and any property of the Association vested in them and shall hold the same subject to the directions of the Committee who shall be responsible for the proper care and maintenance thereof and entitled to the full control thereof.
- e) The trustees shall pay all the income received from property vested in the trustee to the Treasurer, and the association shall authorize any expenditure of such moneys as it deems fit.
- f) The Trustees shall hold until dissolution or death or resignation or until removed from Office by the Association in an Annual General Meeting and any vacancy arising

maybe filled in an Annual General Meeting.

- g) The Trustees should be indemnified against all risk and expense out of the property and funds of the Association legally attended to.

Chapter 19: The Accounts and Audit

- a) The Committee shall cause proper books of accounts to be kept these includes that of income and expenditure of the Association and of the property, assets and liabilities of the Association.
- b) The accounts of the income and expenditure and the Balance Sheet of the Association for the year ended on the 30th July immediately preceding shall in the year be delivered to the Auditor to be examined, audited and signed by him/her.
- c) The Auditor appointed at the previous Annual General Meeting shall audit the accounts. A copy of the audited accounts together with the Auditors Certificate shall be sent to each member at least Seven days before the date fixed for the Annual General Meeting.
- d) Such Auditor may be paid such honorarium for his/her duties as maybe resolved in the Annual General Meeting appointing such person.
- e) No Auditor shall be an Office bearer or a member of the Committee or the Association.

Chapter 20: The Funds

- a) The Funds of the Society/Association may only be used for the purpose of promoting, fostering, encouraging and development of the Association objectives.
- b) All moneys and funds shall be received by and paid to the Treasurer and shall be deposited by him/her in the name of the Association in any Bank or Banks approved by the Committee.
- c) No payment shall be made out of the Bank account without a resolution of the Committee authorizing such payments and all cheques on such Bank account shall be signed by any three of the following Secretary, and or the Organizing Secretary.
- d) A sum not exceeding Kshs. 1000 may be kept by the office bearers: The Chairperson, The Treasurer, The treasurer for petty disbursement of which proper account shall be kept.
- e) The Committee shall have powers to suspend any Office

bearer who it has reasonable cause to believe is not properly accounting for any of the funds or property of the Society and shall have power to appoint another person in his/her place. Such suspension shall be reported to a Special Annual General Meeting to be convened on a date not later than Two Months from the date of such suspension and the Annual General Meeting shall have full powers to decide what further action should be taken in the matter.

- f) The Financial year of the Association shall be from 1st July to 31 of June each year.

Chapter 21: The Branches

Branches of the Association may be formed with the approval of the Committee and the Registrar of the Societies and they will adopt the same Constitution as that of the Headquarters with the following exemptions:

- a) The aims and the objects will not include the formation of Branches.
- b) Amendments to the Constitution can only be made by the Headquarter of the Society in accordance with the provision of Chapter 22.
- c) The provision of Chapter 24 shall apply to branches but, in addition, branches will not be dissolved without Consultation with their Headquarters.

Chapter 22: Amendments to this Constitution and Bye Laws

Amendments to the Constitution of the Association must be approved by at least a two-third majority of the votes of representative of Members at an Annual General Meeting of the Association.

Chapter 23: Saving Clause

If any case should occur which, in the opinion of the Committee is not provided for in this Constitution it shall be determined by the Committee in such a manner, as the Committee in its sole discretion shall deem expedient.

Chapter 24: Appeal Council

Appeal Council shall be formed:

- a) From the decision of the Committee on all matters coming within its powers or referred to it, there shall be a right of appeal to Appeal Council, whose decision shall be final.
- b) Members of the Appeal Council shall not be members of the Committee or the Association or Officer of any Club.
- c) The Appeal Council shall appoint its own Chairperson.

- d) In the event of the Chairperson not being available for the particular hearing, the Appeal Council shall appoint an acting Chairperson from within its members.
- e) If there is an equal of votes on any matter, the Chairperson shall have a second casting vote.
- f) In appropriate circumstances, the Chairperson of the Appeal Council shall have powers to co-opt an additional member or members.
- g) The Chairperson of the Appeal Council shall arrange for a minimum of three members (including any co-opted member) to hear any appeal.
- h) The Appeal Council shall be elected at the Annual General Meeting of the Association;

- i. Each nominee shall be recommended to the Committee for consideration and, if approved by the Committee, be submitted for election at the association.
- ii. Written notification of nomination of any person to the Appeal Council must be given to the Secretary at least Fourteen days before the Committee meeting at which the nomination is to be considered. At least three-fourth of the members present of the Committee must vote in favor of the nominees before the names may be submitted to the Annual General Meeting.
- iii. The Annual General Meeting shall elect a maximum of five members to the Appeal Council.
- iv. Voting shall be by Secret ballot unless suggested otherwise.

Chapter 25: Appeal Deposit

- a) Appeal must be lodged with the Executive Officer within Seven (7) days of the decision from which the appeal arises.
- b) A deposit of not less than Kenya Shillings Three Hundred (Kshs.300) or such greater amounts as maybe determined by the Appeal Council from time to time shall be payable in respect of any appeal for which an Official receipt must be obtained.
- c) The Appeal Court may decide that part or all of the deposit be forfeited if the appeal is deemed to be frivolous or vexatious.

Chapter 26: Inspection of the Accounts and list of Members

The books of Account and all documents relating thereto and a list of members of the

Association shall be available for inspection at the registered office of the Association on notice by any Officer or Member of the Association giving not less than seven (7) days in writing to the association.

Chapter 27: Indemnity

Every Officer of the Association for the time being and its Executors and Administrators shall be entitled to be indemnified out of the Assets of the Association from against all actions, claims, demands, costs, losses, damages and expenses which he/she shall or may incur or sustained by reason or on account of any obligation undertaken by him/her on behalf of the Association in his/her capacity as an Officer or by reason or on account of any liability incurred by him/her in his/her capacity as an Officer, provided always in the case of a liability incurred in his/her capacity as an Officer that such liability was not incurred through his/her own fraud or willful default or negligence.

Chapter 28: Dissolution

- a) The Association shall not be dissolved except for a meeting called for such purpose and by a resolution passed at an Annual General Meeting by at least a two-thirds majority of the votes of representatives of Members present thereat.
- b) On dissolution of the Association, no further action shall be taken by the Committee or any Officer of the Association in connections with the aims of the Association other than to get in and liquidate for cash all Assets of the Association. Subject to the payment of all the debts to the Association, the balance thereof shall be distributed in such a manner as may be resolved by the meeting at which the resolution for dissolution is passed.