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ARTICLE 1: NAME OF THE ASSOCIATION.

YORUBA ASSOCIATION OF KENYA (YAK) also known as ODUDUWA PROGRESSIVE UNION (OPU)

ARTICLE 2: OBJECTIVES

- i. Unite and promote cooperation amongst members of Yoruba Indigenes in Kenya
- ii. Establish a directory of Yoruba Indigene in Kenya
- iii. Enhance and promote Yoruba Culture, Heritage and Family values in Kenya.
- iv. Provide social support to curb challenges experienced by the Yoruba community living in Kenya.

### ARTICLE 3: GUIDING PRINCIPLES

1. The association is a God fearing, non-partisan and non-profit making.
2. The association shall promote friendship, trust and general welfare of members
3. The association shall operate a "One member, one vote policy".
4. All members have equal rights.

### ARTICLE 4: FISCAL YEAR

The fiscal year of the association shall be the first day of January to the last day of December of a year.

### ARTICLE 5: MEMBERSHIP/ELIGIBILITY

Section 1. Membership shall consist of all Oduduwa descendants living in Kenya

Section 2. Any person or institution subscribing to the purposes of the Association is eligible for membership in accordance with this Constitution and Bylaws will become a member upon the acceptance of the application for membership and the payment of dues in accordance with the Bylaws.

Section 3: There shall be a one of payment of Nonrefundable Membership fees Ksh. 1,000

Section 4: Members shall pay monthly fees of Kshs. 1,000

Section 5: Each member shall fill and submit a membership form with a valid passport copy and a passport photograph.

## ARTICLE 6: APPLICATION FOR MEMBERSHIP.

Section 1. Membership of YAK (OPU) shall be open to any individual showing genuine interest in the association objectives.

Section 2. Each person admitted to membership shall be:

- a. Bound by the constitution and Bylaws of the association.
- b. Become liable for such fees and subscription as may be fixed by the association

Section 3. The Executive Committee shall approve Membership in behalf of the association members.

## ARTICLE 7: MEMBERSHIP CATEGORIES

### Section 1. ORDINARY MEMBER

Any person who is a financial member of the Association is entitled to hold any office and enjoy the privileges of the Association.

### Section 2. SOCIAL MEMBER:

Persons other than ordinary members who are interested in promoting the Association, but who do not wish to participate in all activities of the Association, may become a Social Member.

### Section 3. MEMBERSHIP BY VITURE OF MARRIAGE

Any woman of any other race married to any member of YAK (OPU) becomes automatic member.

### Section 4. JUNIOR MEMBER

Any person under the age of 18 years may become a Junior Member. Junior Members shall have no voting rights nor be entitled to hold any office.

### Section 5. LIFE MEMBERSHIP

The Management Committee as a Life Member may elect any member who has given outstanding service to the Association. Any member may nominate a person to the Management Committee for consideration for Life Membership.

### Section 6. PATRON

The Association may, at its discretion, elect a patron/s or vice patron/s of the Association for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Association under another category of membership.

### Section 7. AFFILIATED CLUBS

A club or team desirous of becoming an affiliated club or team must take application in accordance with the by-laws of the Association. Such application shall be lodged with the Association Secretary

on or before a date as determined by the Management Committee of the Association. Each affiliated club or team shall appoint or elect a delegate as his or her representative to meetings of the Management Committee.

The Management Committee shall appoint a member of the Management Committee to maintain an up to date register of members of the Association.

A member may at any reasonable time inspect the records and documents of the Association.

## ARTICLE 8: CESSATION OF MEMBERSHIP.

Section 1: One shall cease to be a member of the association by reason(s) of;

- i. Death
- ii. Mental incapacity
- iii. Disciplinary committee recommendation and 2/3 vote of members

## ARTICLE 9: RESIGNATION FROM MEMBERSHIP.

A member may at any time file a resignation in writing with the Secretary, and it shall become effective after an appropriate review and acceptance by the Executive. In case of an elected executive member, his/her resignation can only be authenticated after due handing over.

## ARTICLE 10: CONDUCT OF MEMBERS.

Section 1: All members are expected to conduct themselves in a manner that promotes and reflects the objectives, values and aims of the association.

Section 2: All members are expected to accept any responsibility given to them by the members and carry the same in the Associations best interest.

Section 3: Any misconduct by a member shall lead to disciplinary action

Section 4:

- a) No member is allowed to miss any meeting, except in cases of urgent/critical conditions. Message should be sent in advance to YAK (OPU) representative.
- b) During meeting, members are not allowed to distract meeting sessions either by receiving phone call or side talk. Breach of this Act will be appropriately handled by the Chief Whip.
- c) No member is allowed to come late to the meetings; there is a penalty for act of lateness.
- d) Respect shall be given to YAK (OPU) Executives of the association; such as the President, Vice president, secretary and other executives.
- e) No smoking, drinking and bringing of women that will distract meeting sessions attention.
- f) There should be team work among members.
- g) No member should be found engaging in stealing, fraud activities, raping, drug peddling or be involved in any criminal activity.
- h) All members of YAK (OPU) is expected to obey the rules and regulations of Kenyan Law.
- i) No member of YAK (OPU) is allowed to give misinformation or set-up his fellow members to the Law enforcement bodies
- j) All members is expected to have valid documents.

## ARTICLE 11: CONFLICT RESOLUTION/DISCIPLINARY COMMITTEE

Section 1. There shall be a disciplinary committee which shall be charged with disciplinary matters and any other conflicts between and/or among members.

Section 2. The committee shall investigate the allegations and give a report on its finding and recommendations as to the penalty to be given if any, and on the way forward on any other issues.

Section 3. The committee shall only be constituted when a conflict arises or disciplinary question needs to be addressed. The same shall be constituted upon request by any member aggrieved and upon approval by executive committee.

Section 4. At any particular time the committee shall consist of three members who shall be appointed by members. The committee members shall not include the aggrieved member or the one complained against. The committee shall thereafter appoint its own chair and secretary.

Section 5. The rules of natural justice shall apply.

Section 6. The committee shall immediately dissolve upon resolving the issue it was appointed to solve.

Section 7. The aggrieved member can appeal to the Executive Committee whose decision shall be final.

Section 8. The aforestated appeal shall be based only on issues that the aggrieved member feels were not adequately addressed.

## ARTICLE 12: OFFICE BEARERS.

### Section 1. Titles and Limitations on Authority.

The officers of the Association shall be, The Chairman, Vice Chairman, Secretary, Assistant Secretary, Treasurer, P.R.O, Welfare Officer, Chief Whip, Youth Leader and Financial Secretary. Each officer of the Association shall be bound by any action taken by the Association, and shall have such additional authority and duties as may be conferred by the By-laws or resolution of the Association.

### Section 2. The Chairman.

The President shall act as chair of the Executive Committee and of the Council and shall appoint the chairs of all other committees, except as otherwise provided in this Constitution and Bylaws.

### Section 3. The Vice Chairman.

In the temporary absence or otherwise of the Chairman, the Vice Chairman shall act as chairman of the Executive Committee and of the Council. In the absence of both Chairman and Vice Chairman, the Council shall elect a Chairman pro-tem from among its membership to act for a period to be determined by the Council.

### Section 4. The Secretary.

(a) The Secretary shall ensure that records are kept of all proceedings, actions and meetings of the Association, the Council, and the Executive Committee, and that the votes and minutes thereof are recorded in a book or books to be kept for that purpose. The Secretary shall conduct the correspondence of the Association and shall give due notice of all meetings of members, of the Council, and of the Executive Committee.

(b) shall provide for the maintenance of a list of all members of the Association, clearly designating those entitled to vote, and such list or a copy thereof shall be made available for inspection by the members at all meetings of the Association where votes of the members are taken.

(c) Shall provide for custody of the original of this Constitution and of the Bylaws, and of the amendments thereto. The Secretary shall provide for custody of the seal of the Association, and when authorized by the Council or the Executive Committee shall affix it to any instrument of the Association requiring a seal.

## Section 5. The Treasurer

Shall ensure that accurate accounts are kept by the Association, that dues and other sums are collected, that all properly approved bills are paid, and that financial statements and budgets are prepared. The Secretary/Treasurer shall render to the Council or the Executive Committee, as required, an accurate account of all transactions and of the financial condition of the Association.

## Section 6. Public Relation Officer:

Public relations officer's duties typically revolve around the media. Public relations officers may also be called public relations specialists or public information officer in other association. The P.R.O craft positive public images for the Association that appointed them by gaining favorable media coverage. Public relations officer may also coordinate public events like exhibitions and social contests to promote the association. The P.R.O coordinates and supervises the Association's social events to foster goodwill, design public information campaigns and to increase awareness about the association (O.P.U); thus creating information and guidance for those intending to become members. Public relations officer also directly participates in the development of the association' marketing strategies.

## Section 7. Welfare Officer

The position of a Welfare Officer means being clued in to all members welfare issues being a voice for members within the Association and also being an important member of the Executive Committee.

- (a) Ensuring members are well informed about their membership rights
- (b) Co-ordination and delivery of Welfare Campaigns on relevant welfare issues
- (c) Representing members on executive committees in relation to member's welfare/well being issues.
- (d) Keeping the Executive and members informed of all welfare/challenges of any association matters
- (e) Proffering immediate solution(s) to challenges of any member of the Association; if and when duly informed
- (f) Reviewing and drafting welfare policy

#### Section 8. Chief Whip

- (a) An important member of YORUBA ASSOCIATION OF KENYA (O.P.U) whose job is to make sure that members of the Association and elected to executive offices obey association orders
- (b) Whip in the association do not speak in debates.

#### Section 9. Financial Secretary

- (a) The financial secretary is solely tasked to develop reports of all financial dealings of the Association. This is in order to track money that goes in and out of the association
- (b) Pay all bills as authorized by the executive committee or the association and on receipt of payment authorization signed by the Chairman and the recording secretary.
- (c) Make an Annual Financial Report to the association
- (d) Maintain continuous and direct communication with the Chairman regarding finances.
- (e) Give a receipt for all monies received for the association and either turn funds over to the treasurer or deposit in the O.P.U bank account. Give a copy of the deposit slip to the treasurer for the association's records

#### Secretary 10. Youth Leader

A Youth leader appointed by the association shall be an outstanding/committed youth of the association. He's responsibilities shall include but not limited to the following:

- (a) Should be a driving force between the elders and the youth wing of the association.
- (b) To drive and encourage the youth wing of the association to be actively involved all association programs.

## ARTICLE 13: ELECTIONS.

### Section 1. ELIGIBILITY

1. Any member intending to vie for any executive post of the Association must be a man/woman of good character in the society without criminal records.
2. Must have a valid passport
3. Must have valid visa of minimum of ONE MONTH or TWO MONTHS
4. Must be a committed member of the Association
5. Must be a law abiding personality

### Section 2. ELECTION PROCEDURE

1. There will be a manifesto session where each intending contestant present his agenda/programs to the general house
2. Any member can raise objection(s) against the eligibility of any candidate with proven reasons
3. A candidate must prove before the house his capability and astuteness in the post he/she is vying for
4. Any member intending to vie for the post of GENERAL SECRETARY/VICE GENERAL SECRETARY must be very vast in spoken and written YORUBA LANGUAGE, with proofs.

### Section 3. CONDUCT OF ELECTION

Office bearers shall be elected at the association's annual general meeting; The date of the election of office bearers and the appointment of commissioner of elections shall be undertaken at a general meeting held two months before the annual general meeting.

The appointed commissioner is not eligible to vote, run or be nominated for any position.

Upon appointment the commissioner shall immediately declare the commencement of campaigns.

The functions of the commissioner shall include;

- a) Preparing ballot papers
- b) Conducting nomination
- c) Officiating elections of the contestants
- d) Transparent counting of votes casted

v. The elections shall be conducted through secret ballot and/or by proxy and the candidate with the highest vote takes the position.

vi. The commissioner's decision on the elections shall be final.

vii. Whenever an office is vacant before end of tenure, members at a general meeting will appoint a member in acting capacity until next general elections.

#### ARTICLE 14: FINANCE/BANK ACCOUNT.

The association shall hold a bank account(s) as chosen by members. The bank signatories shall be Chairman, Treasurer and Secretary

##### FINANCE:

A) All funds of the Association shall be deposited into the Association's accounts at such bank or recognized financial institution as the Management Committee may determine.

All accounts due by the Association shall be settled by cheque after having been passed for payment at the Management Committee's meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee's meeting.

(B) The Secretary shall not spend more than the amount approved as Petty Cash without the consent of the Management Committee, and shall keep a record of such expenditure in a Petty Cash Book.

(i) A statement showing the financial position of the Association shall be tabled at each Management Committee's meeting by the Treasurer.

(ii) A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.

(iii) The financial year of the Association shall commence on from 1st of January to 31st of December of each year. The accounts, books and all financial records of the Association shall be audited each year.

(iv) All property and income of the Association will apply solely to the promotion of the objectives of the Association and no part of that property or income shall be paid or otherwise disbursed, distributed directly or indirectly to members, except in good faith in the promotion of these objectives.

## ARTICLE 15: MEETINGS.

Section 1: There shall be three categories of meetings; General meeting, Executive meeting and Annual General meeting.

Section 2. The general meetings shall be held every 15days of every month from 4.00pm to 6.00 pm. However the aforesaid date is subject to change if agreeable by majority of members at a preceding general meeting.

Section 3: The chairman shall call a special general meeting in case of emergency and in case of discussing specific important issues that need special address.

Section 4: The annual general meeting shall be held not later than the 31st day of December of each year and the date and time shall be set by the members at a general meeting.

Section 5: The venue of any meeting shall be agreed upon at every preceding meeting. In case of any changes the chairlady shall duly inform all the members.

Section 6: Personal commitment to the association shall apply to attendance of meetings. Lateness, leaving during meetings and absenteeism shall attract fines

Section 7: Any member who arrives at the end of the Executive meeting will be presumed not to have attended the meeting and will pay the fine for absenteeism

Section 8: A duly constituted quorum for a meeting shall be five members with at least an Executive member.

ARTICLE 16: PROCEDURE OF THE MEETINGS.

Section 1. All meetings shall be opened and closed by a word of prayer.

Section 2. The meetings shall be chaired by the chairman; in his absence the meeting shall be conducted by the Vice Chairman or in the absent of both, members shall appoint a competent member to conduct the meeting.

Section 4. The agenda and notice of a Executive Meeting and the Annual General Meeting must be forwarded to the members in not less than 5 days and 21days respectively before the date of the meeting.

Section 5. The Agenda of the Annual General Meeting must include;

- a) Consideration, confirmation and adoption of the associations' financial status and/or accounts.
- b) Status Report from the chairman and secretary of the association.
- c) Election of the new office bearers and recruitment of new members where applicable.

Section 6. All General meetings and Executive meetings shall be conducted within a maximum of 2 hours unless due to unavoidable circumstances.

## ARTICLE 17: AMENDMENT OF THE CONSTITUTION.

Section 1: Any member can move a motion to amend a section, an entire article, chapter and/or the entire Constitution to be transposed with another section, article, chapter or new Constitution.

Section 2: A Motion(s) shall only be presented at the annual general meeting or special general meeting. The amendments shall be passed by 2/3 vote of members and take effect immediately and/or a time stipulated by members.

Section 3: All amendments to the constitution shall be done in the same manner as statutes, that is, retaining the deleted section and inserting the amendments.

## ARTICLE 18: INTERPRETATION OF THE CONSTITUTION.

In case of a conflict and/or doubt as to the interpretation of this Constitution the same shall be discussed in a general meeting for a solution and appropriate interpretation. In case of any disagreements a vote shall take place and passed by 2/3 of the members.

## ARTICLE 18: DISSOLUTION OF THE ASSOCIATION.

Section 1. The association shall only be dissolved by a vote of 2/3 of the members during an Annual General Meeting. The dissolution processes shall be facilitated by the chairman and the Treasurer.

Section 2. Such proposal should be included in the agenda of the annual general meeting and circulated to the members before the meeting.

Section 3. In case of dissolution all debts/liabilities owed by the association shall be paid off before the distribution of the members' shares.

ARTICLE 19: DIVISION OF ASSETS AND LIABILITIES OF THE ASSOCIATION.

The division of assets and liabilities shall be according to each member's contributions as tendered or rendered in the association financial records/reports.

COMMON SEAL

(An engraved seal or rubber stamp with the Association's name.)

The common seal of the Association shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except in pursuant to a resolution of the Management Committee and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.