

THE

CONSTITUTION

OF THE

MULJBHAI MADHVANI

ALUMNI ASSOCIATION

[MMASS]

2009

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ARTICLE ONE

DEFINITIONS

“Association”

Alumni Association

means the Muljibhai Madhvani Foundation

“Alumni”

means any individual who received a scholarship, at any level, from the foundation and fully completed the requisite academic program

“Foundation”

means the Muljibhai Madhvani Foundation

“Northern region”

means the geographical northern region of Uganda.

“Eastern region”

means the geographical eastern region of Uganda.

“Central region”

means the geographical central region of Uganda.

“Western region”

means the geographical western region of Uganda.

“Currency point”

shall mean a currency point as defined by the laws of Uganda from time to time

“Executive committee”

means the executive committee as defined under article 6

“Outreach committee”

means the outreach committee as defined under article 6

ARTICLE TWO

NAME

The name of the Association shall be The Muljibhai Madhvani Alumni Association [MMASS],

ARTICLE THREE

OBJECTIVE

The core objective of the Association is to communicate with and bring value to the Alumni Body and to support actively and financially, the goals of the foundation as detailed in its mission statement.

ARTICLE FOUR

MEMBERSHIP

Section 1

Regular Members

Any individual having received a scholarship, at any level, from the foundation and having fully completed the requisite academic program, is entitled to all rights, privileges, and obligations of regular membership

Section 2

Honorary Members

Any person other than one in Section 1 of Article IV above, who in the opinion of the board should be accorded honorary membership, shall be entitled to honorary membership and so accorded the rights and privileges of honorary membership

Section 3

Special Members

Any individual having attained regular membership who has shown an outstanding commitment to the Association shall be accorded the rights and privileges of special membership.

ARTICLE FIVE
RIGHTS AND OBLIGATIONS OF MEMBERS

Section 1 Obligations of members

It shall be the obligation of each member to;

- a) Uphold and observe the provisions of this constitution
- b) Make an annual membership contribution to the Association as shall be determined by the General Assembly from time to time.
- c) Make voluntary contributions to the Foundation in such amounts and at such intervals as he/she may please
- d) Participate in all activities of the Association

Section 2 Rights of members

Every member of the Association shall unless otherwise provided, enjoy the following rights

- a) A right to participate in the affairs of the Association
- b) A right to vote and be voted for
- c) A freedom of speech and expression of opinion.
- d) A right to inspect the books of accounts of the Association

Section 3 Limitations

Enjoyment of member's rights and privileges may be limited by the following a) None payment of annual membership fee b) Abrogation of the provisions of the constitution

ARTICLE SIX

MANAGEMENT OF THE ASSOCIATION

Section 1 General provision

The affairs of the association shall be run by a duly elected management committee which shall comprise of an executive committee and a body of regional representatives who shall comprise the out-reach committee.

Section 2 Executive committee

The executive committee shall comprise of the Chairperson, the vice Chairperson, the secretary, vice secretary, and the treasurer.

Section 3 Outreach committee

The outreach committee shall be comprised of representatives from the different regions as shall be defined by the regulations.

ARTICLE SEVEN
FUNCTIONS OF THE EXECUTIVE COMMITTEE

Section 1 General provisions

The function of the Executive Committee shall be: a) To conduct the affairs of the Association,
b) To seek means of generating revenue for purposes of conducting the
affairs of the Association c) To sanction expenditure and ensure the keeping of
books of accounts d) To frame regulations for carrying on its functions. e) To brainstorm
and create new ideas to present at the Association's
General meetings f) Work through different ideas and issues and focus them so
that they
can be presented to the general membership in order to be voted on. g) Have a
collective responsibility to the General Assembly h) Nominate the patron of the Association

Section 2 Specific provisions

A. The Chairperson.

- 1 The Chairperson shall be responsible for calling and presiding over executive committee meetings,
- 2 He/she shall manage the day-to-day business of the Association.
- 3 He/she shall act as a link between the Foundation Board and the Association in consultation with the patron.
- 4 He/she shall maintain contact with related external organizations
- 5 He/she shall ensure that this Constitution is followed,
- 6 He/she shall break any tie vote on any matter where a vote is required.

7 Shall be co-signatory to the Association's accounts.

B Vice Chairperson

- 1 In the absence or disability of the chairperson, or at his/her request, the Vice chairperson shall perform the duties of the chairperson.
- 2 If the office of the chairperson becomes vacant, the Vice chairperson shall become chairperson until the next annual election of officers by the general assembly.
- 3 He/she shall perform such additional duties as may be delegated to him/her by the chairperson

C The Secretary

- 1 Shall be secretary to the Association
- 2 Take minutes of all Executive Committee meetings
- 3 Act as the official custodian of all official records of the Association.
- 4 Shall be co-signatory to the Association's accounts
- 5 Shall be in charge of keeping the membership roster
- 6 Shall be responsible for the preparation and presentation of the annual report.

D Vice secretary

- 1 He/she shall act as the organizing secretary of the Association
- 2 If the office of the secretary becomes vacant, the Vice secretary shall become secretary until the next annual election of officers by the council.
- 3 He/she shall perform such additional duties as may be delegated to him/her by the secretary

E Treasurer

- 1 The Treasurer shall keep official financial documents and statements of the Association's finances.
- 2 He/She shall be principal signatory to the Association's account
- 3 He/She shall be responsible for the maintenance of proper books of accounts and preparation of financial reports to members appropriately.
- 4 He/she shall be responsible for all fundraising initiatives.

ARTICLE EIGHT

OUTREACH COMMITTEE

Section 1 Composition of the outreach committee

The outreach committee shall be composed of representatives from the different regions that comprise Uganda. For avoidance of doubt, Uganda shall be comprised of the Northern, Eastern, Central and Western Regions for purposes of this constitution.

Section 2 Functions of outreach committee

- 1 The main function of the outreach committee shall be to coordinate all members falling within their regions pertaining to the activities of the Association
- 2 They may be called upon generally or individually to perform specific functions by the executive committee
- 3 Shall be ex-officio members of the executive committee

ARTICLE NINE

MEETINGS

There shall be three kinds of meetings to be held

- a. Annual General Meeting
- b. Special meeting
- c. Executive meeting

Section 1 Annual General Meeting

This shall be the statutory meeting that shall be held once every calendar year. It shall be composed of all categories of members. The AGM shall be held not later than the fourth month of the calendar year after giving atleast one month notice to the members.

Section 2 Special Meeting

A Special meeting, whose composition shall be the same as the AGM, may occur at the discretion of the executive committee to address emergency matters. A special meeting shall only be caused after at least fifteen days notice to the members.

Section 3

Executive Meeting

There shall be four statutory executive meetings held in every quarter of each calendar year. Any other executive meetings may occur at the discretion of the Chairperson, provided that a simple majority of the executive committee can cause the chairperson to convene an executive meeting at any time over a matter of greater importance to the Association. Prior notice of at least one week should be given to all members.

ARTICLE TEN

PROCEEDURE AT MEETINGS

Voting at meetings

- a) Voting may only take place at a meeting.
- b) It shall be on the basis of one-man-one vote.
- c) There shall be no voting by proxy.

Section 1

Section 2

Quorum at meetings

- a) The quorum at general meetings shall be one half of paid up members.
- b) The quorum at executive committee meetings shall be two thirds of the committee members

- c) For purposes of voting at Annual General Meetings, the quorum shall be 1/3 of the voting membership. If a quorum is not present, voting shall be postponed until the next meeting. The number constituting 1/3 of the membership shall be determined by the officer in charge of keeping the membership roster.

Section 3

Minutes of all meetings

Minutes of all meetings shall be posted to the Association's mini-site to be hosted on the Foundation's web site.

ARTICLE ELEVEN

PATRON

- a) There shall be a patron of the Association
- b) Executive committee shall nominate a member of the Board to act as patron before the end of every term of office
- c) The patron shall play an advisory role to the executive.

ARTICLE TWELVE

LOCATION OF THE PRINCIPAL OFFICE

The Association shall maintain a principle office in Kampala.

ARTICLE THIRTEEN

NON-DISCRIMINATION

This Association and its members shall not discriminate against any individuals for reasons of race, color, creed, religion, sexual orientation, national origin, sex, age, or disability

ARTICLE FOURTEEN

AMENDMENTS TO THE CONSTITUTION

- a) Only the Annual General Meeting shall amend the constitution.
- b) An amendment may be proposed either by the executive committee or by any dully paid up member.
- c) Members shall be notified at least two weeks in advance of a pending vote on an amendment.
- d) The amendment shall be read aloud and discussed on the day of the vote.
- e) An amendment can be adopted only by a two-thirds majority vote of voting membership at a meeting with quorum.

ARTICLE FIFTEEN

THE AUDITORS

The annual General meeting shall improve the appointment of a firm of (external) Auditors appointed by the Governors. The role of the Auditors shall be to:

- (i) Audit the Books of Accounts of the Association.
- (ii) Prepare and present financial and Account Statements and reports of the Association.

For this purpose, the Auditors will have access to all books of accounts documents and activities and shall sign a certificate at the foot of the Balance sheet as their opinion on the true and correct state of the Association's finances.

ARTICLE SIXTEEN

CONFIDENTIALITY

(i) All members of the Board and the Annual General Meeting shall respect confidentiality of the proceedings and discussions of the meetings. The minutes and decisions shall be made public to stakeholders. In the event that a member disagrees with the decision taken and wishes this to be recorded in the minutes, he /she will clearly indicate this. Otherwise, once decisions have been taken, all members shall adhere to and implement them.

(ii) In the event that the resolution of a matter at hand calls for disclosure of confidential information to third parties, the Board will mandate the chairperson or another member for the purpose.

ARTICLE SEVENTEEN

LEGAL FORCE

This constitution shall be legally binding to all involved in, affected by or associated with it in one way or another.

ARTICLE EIGHTEEN

INTERPRETATION

Authority to interpret this constitution or any section or article shall be vested in the Synod. The Synod may seek advice of the Board of Governors and other Legal Body.

ARTICLE NINETEEN

THE COMMON SEAL

There shall be a common seal of the Association bearing the words "**MULJIBHAI MADHVANI ALUMNI ASSOCIATION**" which shall be affixed on all official documents. It shall be kept under custody of the Director and used with authority of the chairperson of the Board.

ARTICLE TWENTY

AMENDMENT

The powers to amend this constitution in whole or in part are vested with the Synod. It may consult the Board and or other legal body in the process of amending this constitution.

ARTICLE TWENTY ONE

JURISDICTION

This Constitution shall be constructed in accordance with the laws of Uganda

ARTICLE TWENTY TWO

EFFECTIVE DATE

The Constitution shall come into force with effect from.....the date of this adoption by the Synod, the Board of Governors and the Trustees, as the basic law of the Association. This Constitution shall remain in force as long as Synod finds it acceptable and appropriate.

ARTICLE TWENTY THREE

DISSOLUTION

Section 1

The organization may be dissolved upon a unanimous vote of members present where the vote is taken. Dissolution may only occur at a General or Special meeting.

Section 2

Quorum for a meeting with a dissolution vote shall be one-third of the current membership.

Section 3

The organization may not dissolve while in debt or with a balance in the bank.

WHEREFORE, the Association and the members of the Association do hereby resolve and adopt these presents to be our constitution as witness our hands hereto.

..... Roland Kokasi Chairman,MMF Alumni
Association

..... Dorothy Kirumira Vice Chairperson, MMF Alumni
Association

..... Jonathan Muwaganya Secretary, MMF
Alumni Association

..... Okot Stephen Organizing Secretary,
MMF Alumni Association

..... Mpaata Philly Treasurer, MMF Alumni
Association