

DRAFT

(FOR MEMBERS' INPUT)

THE CONSTITUTION

OF

THE UNIVERSITY OF NAIROBI ALUMNI ASSOCIATION **(UONAA)**

Dated _____ day of _____ 2017

DRAFT

CONSTITUTION

OF

THE UNIVERSITY OF NAIROBI ALUMNI ASSOCIATION (UONAA)

PREAMBLE

The vision of the University of Nairobi Alumni Association is to be a leader in promoting active, visible leadership in the community and to foster interaction between alumni and the students of the University and industry.

The Mission of the University of Nairobi Alumni Association is to safeguard the best interest of its members, to use the talents and resources of alumni and friends of the University to support the University in achieving international distinction in quality teaching, research and service.

ARTICLE 1: NAME

The name of the Alumni Association shall be the University of Nairobi Alumni Association, hereafter referred to as UONAA or “Association”.

ARTICLE 2: INTERPRETATION

In this Constitution, unless the context requires otherwise:-

“**Alumni**” has the meaning assigned to it at Section 2 of the Universities Act No.42 of 2012, Laws of Kenya.

“**Association**” means the University of Nairobi Alumni Association named under Article 1 and established under Section 42 of the Universities Act No.42 of 2012, Laws of Kenya.

“**Board**” means the Board of Trustees established under Article 7.

“**Committee**” means the Executive Committee of the University of Nairobi Alumni Association established under Article 9.

“**Member**” means a person contemplated under Article 5.

ARTICLE 3: OBJECTIVES

The Association which is nonpolitical shall have the following objectives:

- a. To develop alumni programmes that promote effective networks amongst its members.
- b. To promote the academic, physical, moral and spiritual growth of the members of the University.
- c. To assist the University in the growth and advancement of its socio-cultural and co-curricular activities.
- d. To authorize, promote and assist in the formation of local and international chapters.
- e. To enhance the involvement of the University in community service.
- f. To make recommendations of those who can play leadership roles at the University.
- g. To initiate, organize and coordinate fundraising activities for the University.
- h. To assist the University to initiate, organize and sustain programmes such as; -
 - The Outstanding Achievement Award.
 - The Distinguished Service Award (alumni who has contributed most to the Community/ country).
 - The Distinguished service Senior Alumnus Award (Alumni over 40 years of age who have remarkable great achievements).
 - The Distinguished service Youth Alumnus Award (Alumni under the age of 40 years who have great achievements).
- i. To act as a stimulating body in promoting the development of the Association, advancing the interests and promoting the welfare of its members.
- k. To liaise with Alumni Associations of other institutions of higher learning both locally and internationally.
- l. To project a positive image of the University.
- m. To coordinate Chapter activities.
- n. To create partnerships both locally and internationally.

ARTICLE 4: CHAPTERS

Section 1. The Association may create Chapters based on discipline and any other criteria that it may deem appropriate within or without the Republic of Kenya.

Section 2. The Chapters created under Section 1 shall operate under the aegis of the Association and shall conduct their affairs as follows:

- a) Establish Chapter specific Executive Committees
- b) Elect Chapter Committee Members in accordance with Article 9 of this Constitution shall have their names filed with the Executive Director of the Association
- c) File quarterly reports of their activities with the Executive Director of the Association.
- d) Hold their meetings as much as is practicable and in accordance with Article 11 and 12 of this Constitution, and their minutes shall be filed with the Executive Director of the Association within fourteen (14) days of a meeting.

ARTICLE 5: MEMBERSHIP.

Section 1. For purposes of this Constitution, the members of the Association shall be:-

- (i). Founder members
- (ii). Ordinary members
- (iii). Honorary members
- (iv). Life Members

Section 2. The following shall be eligible for Founder membership registration upon payment of the prescribed fee: -

- a). The first 5,000 persons who satisfy the requirements stipulated under Section 3 or Section 4 of this Article.

Section 3. The following shall be eligible for Full membership registration upon payment of the prescribed fee: -

- a) All persons who have successfully completed their studies at the University (persons holding awards of the University), and
- b) Persons granted honorary degrees by the University, and
- c) Full time permanent staff members who are not former University of Nairobi students and who obtained a degree from another recognized institution, and
- d) The members of the University of Nairobi Council.

- Section 4. The following shall be eligible for honorary membership upon invitation by the Board and payment of the prescribed fee: -
- a) Any person who has executed and has also maintained close Association with the University.
 - b) Persons with a degree who have completed at least one year of successful study at the University.
- Section 5. The members who satisfy the requirements envisaged in Section 2,3 and 4 of this Article shall be eligible for life membership upon payment of the life membership fee.
- Section 6. The University of Nairobi Alumni Association is the successor to the Convocation envisaged in Statute XXVIII of the University of Nairobi hereby repealed. The members of the Convocation are therefore eligible for membership in the Alumni Association upon payment of the prescribed Alumni fees.
- Notwithstanding the repeal of the Statute, all acts, directions, orders, appointments, requirements, authorizations, or other things given, taken or done under, and all funds, assets and other property acquired by virtue of Statute XXVIII shall be deemed to have been given, taken done and acquired for the Alumni Association.
- Section 7. Any member desiring to resign from the Alumni Association shall submit his resignation to the Secretary, which shall take effect from the date of receipt by the Secretary of such notice.
- Section 8. Any member may be expelled from membership if the Board so recommends and if a general meeting of the Association shall resolve by two-thirds majority of the members present that such a member should be expelled on the grounds that his/her conduct has adversely affected the reputation or dignity of the Association, or that he/she has contravened any of the provisions of the Constitution of the Association. The Board shall have power to suspend a member from his membership until the next general meeting of the Association following such suspension but notwithstanding such suspension, a member whose expulsion is proposed shall have the right to address the general meeting at which his/her expulsion is to be considered.
- Section 9. Any person who resigns or is removed from membership shall not be entitled to a refund of his subscription or any part thereof or any moneys contributed by him/her at any time.
- Section 10. Any member who falls into arrears with his annual subscription for two or more years shall automatically cease to be a member of the Association and his/her name shall be struck off the register of members. The Association Board may, however, at its discretion, reinstate such member on payment of the total amount of subscription outstanding.

ARTICLE 6: DUES.

- Section 1. The UONAA Board of Trustees shall fix the rate of dues to be paid for by members of the Association, which may be revised by a resolution of two thirds of the members voting at a general meeting.
- Section 2. The members shall pay dues as prescribed: -
- a). Founder member - Kshs.50, 000.00
 - b). Ordinary member- Annual subscription - Kshs.2,000.00
 - c). Honorary member- Onetime fee- Kshs.200,000.00
 - d). Life membership
 - i). Gold- Kshs.100, 000.00
 - ii) Silver- Kshs.50, 000.00
 - iii) Bronze-Kshs.25, 000.00
- Section 3. All members under Section 2(a) and (d) shall be entitled to a certificate issued under the hand of the Chairperson and Secretary.
- Section 4. Any member in arrears of the Association dues for 2 or more years shall not be in good standing and shall forfeit membership in the Association as provided in Article 4, Section 10.
- Section 5. The fully paid up members whose dues are not in arrears shall receive such journals, bulletin or other printed matter as may be published by the Association or shall receive such other benefits as may pertain to membership in the Association.

ARTICLE 7. THE BOARD OF TRUSTEES

- Section 1. The University of Nairobi Alumni Association shall be managed through the Association's Board of Trustees.
- Section 2. The Board shall consist of the following:
- i). Six directors representing various colleges of the University of Nairobi;
 - ii). 3 ex-officio members;
 - a). Vice Chancellor,
 - b). Deputy Vice Chancellor (Administration & Finance),

- c). Deputy Vice Chancellor (Academic Affairs),
- d). Deputy Vice Chancellor (Research, Production & Extension), and
- e). Deputy Vice Chancellor (Student Affairs)

Section 3. Any vacancies for members of the Board caused by death or resignation shall be filled by the Board in accordance with its internal procedures, rules/regulations and resolutions.

ARTICLE 8. DUTIES OF THE BOARD OF TRUSTEES

The Board of Trustees shall provide advisory services to the Executive Committee.

ARTICLE 9: EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee of the Association which shall comprise the following:-

- i). Chairperson
- ii). Vice Chairperson
- iii). Treasurer
- iv). Deputy Treasurer
- v). Secretary
- vi). Deputy Secretary
- vii). Organizing Secretary
- viii). Deputy Organizing Secretary
- ix). Newsletter Editor
- x). Executive Director – Ex Officio

All of who shall be fully paid-up members of the Association and shall be elected at the Annual General Meeting after the lapse of every three (3) years.

Section 2. All office bearers shall hold office for 3 years subject to the conditions contained in section 3 and 4 of this Article but shall be eligible for re-election.

Section 3. Any office bearer who ceases to be a member of the Association shall automatically cease to be an office bearer thereof.

Section 4. Office bearers may be removed from office in the same way as is laid down for expulsion of members in Article 5 section 8 and vacancies thus created shall be filled by persons elected at the general meeting resolving the expulsion.

ARTICLE 10: DUTIES OF OFFICE BEARERS

Section 1. Chairperson

- a) The Chairperson shall, unless prevented by illness or other sufficient cause, preside over all meetings of the Board and at all general meetings.
- b) Shall co-ordinate all the functions and activities of the Association committees.
- c) Appoint such committees as are necessary to carry out the programmes of the Alumni Association effectively.
- d) Serve as an ex-officio member of all committees
- e) Ensure that the Alumni Association activities are run efficiently in conformity with the principles set forth in the Constitution.
- f) Shall exercise general supervision over the management of the Association.
- g) Report on the operations of the Association to the members at the Annual General Meeting.
- h) Shall be a signatory in all Bank transactions on behalf of the Association.
- i) Shall be expected to act in the best interests of the Association at all times.

Section 2: Vice chairperson

- a) Plan and co-ordinate the membership programme of the Alumni Association.
- b) Perform any duties of the Chairperson in the temporary or prolonged absence of the Chairperson.
- c) Coordinate the Elections/Voting of the Association.

Section 3: Secretary

- a) Shall maintain an accurate record of all Alumni Association meetings.
- b) Issue the Alumni Association directory.
- c) Shall maintain and keep in safe custody all correspondences and records relating to the Alumni Association.
- d) Shall issue notice of meetings and maintain an attendance log of all meetings.
- e) Presenting minutes of the previous meetings at meetings.

- f) Soliciting input from members for meeting agendas and disseminating agendas prior to meetings.
- g) Undertake any other duties as may be assigned by the members in consultation with the Chairperson.

Section 4. Deputy Secretary

In the absence of the Secretary, the Deputy Secretary shall perform all the duties of the Secretary and such other duties as shall be assigned to him/her by the Secretary or the Board whether the Secretary is present or not.

Section 5. Organizing Secretary

- a) Coordinating events to enhance awareness of the UONAA to others.
- b) Keeping the Alumni Association in contact with the Community.
- c) Organizing Community related activities
- d) Attending all regular and special meetings.

Section 6. Deputy Organizing Secretary

Shall in the absence of the Organizing Secretary, perform all the duties of the Organizing Secretary and such other duties as shall be assigned to him/her by the Organizing Secretary or Board whether the Organizing Secretary is present or not.

Section 7. Treasurer

- a) Receive and disburse the funds of the Association in a prudent manner.
- b) Shall maintain all books of accounts and an accurate record of all Associations transactions.
- c) Draft the Budget for approval by the Association and strive to ensure that the Budget plan is complied with.
- d) Ensure all financial forms and reports prescribed by the government are filed as required.
- e) The Treasurer is also charged with the responsibility of collecting membership fee/dues and maintaining a list of all paid up members.
- f) Shall be a signatory in all bank transactions on behalf of the Association.
- g) Prepare and present quarterly and annual accounts and reports of the Association.
- h) Prepare members statements every quarter.
- i) Perform any other assignment as may be directed by the Chairperson.

- j) May be allowed to keep a sum not exceeding Kshs.20,000.00 as petty cash for which proper account shall be maintained.

Section 8. Deputy Treasurer

The Deputy Treasurer shall perform such duties as may be specifically assigned to him by the Treasurer or by the Board and in the absence of the Treasurer shall perform the duties of the Treasurer.

Section 9: Newsletter Editor

- a) Provide timely information concerning activities of the Association to its members and friends.
- b) Publicize the history of the Alumni Association when and where appropriate.

ARTICLE 11. MEETINGS

Section 1. There shall be three categories of meetings: -

- a) Annual general meetings;
- b) Special general meetings;and
- c) Chapter meetings.

Section 2. The annual general meetings shall be held not later than November in each year. Notice in writing of such annual general meeting, accompanied by the annual statement of Accounts and the agenda for the meeting shall be sent to all members not less than 21 days before the date of the meeting and, where practicable, by press advertisement not less than 14 days before the date of the meeting.

Section 3. The agenda for any annual general meeting shall consist of the following:

- a) Confirmation of the minutes of the previous Annual General Meeting.
- b) Consideration of the accounts.
- c) Election of office bearers and the Board members.
- d) Such other matters as the Board may decide or as to which a member or members shall have given notice in writing to the Secretary at least four weeks before the date of the meeting.
- e) Any other business with the approval of the Chairperson.

Section 4. A Special General Meeting may be called for any specific purpose by the Board. Notice in writing of such meeting shall be sent to all members not less than 7 days before the date thereof and where practicable by press advertisement not less than 7 days before the date of such meeting.

- Section 5. A Special meeting may also be requisitioned for a specific purpose by order in writing to the Secretary of not less than 2/3 of the members and such meetings shall be held within 21 days of the date of the requisition notice in writing of such meeting shall be sent to all members not less than 7 days before the date thereof and where practicable by Press advertisement not less than 7 days before the date of such meeting. No matter shall be discussed other than that stated in the requisition.
- Section 6. Quorum for general meetings shall be not less than one thousand (1,000) of the registered members of the Association.
- Section 7. The quorum for meetings of the Board shall be not less than ½ of the Board members.

ARTICLE 12: PROCEDURE AT MEETINGS

- Section 1. At all meetings of the Association the Chairperson, or in his absence, the Vice-Chairperson or in the absence of both these officers, a member selected by the meeting shall take the chair.
- Section 2. The Chairperson may at his discretion limit the number of person's permitted to speak in favor of and or against any motion.
- Section 3. Resolutions shall be decided by simple voting by a show of hands in the case of equality of votes; the Chairperson shall have a second casting vote.

ARTICLE 13. FUNDS

- Section 1. All moneys and funds shall be received by and paid to the Treasurer and shall be deposited by him in the name of the Association in any bank or banks approved by the Board.
- Section 2. No payments shall be made out of the bank account without a resolution of the Board authorizing such payment and all cheques on such bank account shall be signed by the Treasurer or the Deputy Treasurer and two other office bearers of the Association shall be appointed by the committee.
- Section 3. A sum not exceeding Kshs. 20,000 may be kept by the Treasurer for petty disbursements of which proper account shall be kept.
- Section 4. The Board shall have power 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 Association and shall have power to appoint another person in his place. Such suspension shall be reported to a general meeting to be convened on a date not later than 2 months from the date of such suspension and the general meeting shall have full power to decide what further action should be taken in the matter.

Section 5. The financial year of the Association shall be from 1st January to 31st December

ARTICLE 14. AMENDMENTS TO THE CONSTITUTION

Section 1. Amendments to the Constitution of the Association must be approved by at least a two-thirds majority of members at a general meeting of the Association. They cannot, however, be implemented without the prior consent in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.

ARTICLE 15. DISSOLUTION

Section 1. The Association shall not be dissolved except by a resolution passed at a general meeting of members by a vote of two-thirds of the members present. The quorum at the meeting shall be as afore stated. If no quorum is obtained, the proposal to dissolve the Association shall be submitted to a further meeting, which shall be held one month later. Notice of this meeting shall be given to all members of the Association at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present.

Section 2. Provided, however, that no dissolution shall be effected without prior permission in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.

Section 3. When the dissolution of the Association has been approved by the Registrar, no further action shall be taken by the Board or any office bearer of the Association in connection with the aims of the Association other than to get in and liquidate for cash all the assets of the Association, the balance thereof shall be distributed in such other manner as may be resolved by the meeting at within the resolution for dissolution is passed.

Section 4. Subject to the provision of the Societies Act as to preferential payments, the assets of the Association shall in its winding up be applied in satisfaction of its liabilities and any remaining assets shall be donated to the University of Nairobi.