



Constitution of the



Foundation for Good Governance and Development in Nigeria

December 2004

ARTICLE 1: TITLE AND HEAD OFFICE

- 1.1 The organisation shall be called “Foundation for Good Governance and Development in Nigeria (FGGN)” and there - in be called “The Foundation.”
- 1.2 The Foundation shall have its head office in the United Kingdom (U K) with branches in other countries.
- 1.3 The Foundation shall be governed by the laws in the UK, as they apply to such organisations.

ARTICLE 2: MOTTO AND EMBLEM

- 2.1 The Motto of the Foundation shall be “Promoting Good Governance”.
- 2.2 The Emblem of the Foundation shall be “The Nigerian Flag with the initials of the Foundation superimposed on the Nigerian map and the Motto at its base as a supporting structure.

ARTICLE 3: AIMS AND OBJECTIVES

- 3.1 To initiate and undertake appropriate programs for the promotion of good accountable, open and transparent governance in Nigeria.
- 3.2 To educate and enlighten the public of the importance of good governance in Nigeria.
- 3.3 To undertake developmental projects for the physical and human development of Nigeria and its people.
- 3.4 To identify, encourage and support honest, trustworthy and capable individuals or groups of individuals to participate actively in the political process with the view to promoting good governance in Nigeria.
- 3.5 To act as an advocacy group for the promotion of good governance in Nigeria.
- 3.6 To provide a forum for disseminating knowledge, skills and experience in order to bring about improvements in all aspects of life among Nigerians.
- 3.7 To provide a forum for discussion and free exchange of views on matters affecting the interest of Nigeria and Nigerians.
- 3.8 To liase and work with other organisations and individuals having similar objectives and interests.

3.9 To promote unity, progress and friendship between all groups of Nigerians and to protect the image and interest of Nigeria.

3.10 To extend these ideals to the rest of Africa and to our host country (ies).

3.11 To offer advice to governments and Nigerians on issues believed to be in the interest of advancing a fair and just society.

ARTICLE 4: MEMBERSHIP

Membership of the Foundation is open to all Nigerians.

Membership of the Foundation shall consist of the following four categories:

- Full members
- Associate members
- Branch members
- Corporate members

All applications for membership shall be directed to the Secretariat of the Foundation in the UK.

There shall be a membership register for all members.

To be a member under any of these categories, the person must agree to abide by all provisions of this Constitution.

4.1 FULL MEMBERSHIP

To be eligible for full membership of the Foundation, the person shall be subject to the following conditions:

4.1.1 Be of Nigerian origin as defined by the Nigerian Constitution and eligible to hold a Nigerian Passport.

4.1.2 Shall not be under 18 years of age.

4.1.3 Shall register with the Foundation headquarters and pay all necessary dues as stipulated by the Foundation.

4.1.4 Shall be of good character, honest and of sound mind.

4.1.5 Shall fulfil any other conditions approved by the Foundation.

4.2 ASSOCIATE MEMBERSHIP

An Associate member is a person who is not a Nigerian as defined by the Nigerian Constitution.

To be eligible for Associate membership, the person shall be of good character and should fulfil any of the following conditions:

- 4.2.1 Shall be introduced and sponsored by at least two full members in writing.
- 4.2.2 Any other person who, in the opinion of the Executive Committee, can contribute to the growth and development of the Foundation and has satisfied such other conditions as may be laid down from time to time by the Foundation.
- 4.2.3 The Executive Committee shall reserve the right to accept or reject any application for an Associate membership.

4.3 CORPORATE MEMBERSHIP

- 4.3.1 Another organisation can bring its members as a body to join the Foundation as unit group members.
- 4.3.2 The group shall be bound by the rules and regulations of the Foundation.
- 4.3.3 Members of such group have group rights as distinct from individual membership rights.
- 4.3.4 The Executive Committee shall reserve the right to reject or accept any application for a Corporate Membership.

4.4 BRANCH MEMBERSHIP

- 4.4.1 Groups may set up branches outside the UK where appropriate, but must first have the approval of the General Assembly of the parent body whose headquarters is in the UK.
- 4.4.2 Branches shall be guided in all aspects by this Constitution.
- 4.4.3 Branches shall have the authority to have their own By-laws, which shall not contradict the Foundation's Constitution.
- 4.4.4 These by-laws shall be subject to the approval of the Foundation's headquarters.

ARTICLE 5: RIGHTS AND PRIVILEGES OF MEMBERSHIP

The Foundation shall endeavour to provide a certain level of welfare and social privileges to its membership as may be practicable.

- 5.1 After membership confirmation, a membership number and a copy of the Constitution shall be issued to the new member.
- 5.2 Every full member and Branch member shall be entitled to the following rights and privileges:
 - 5.2.1 To use the facilities of the Foundation in accordance with the rules and regulations laid down from time to time by the General Assembly.
 - 5.2.2 To take full and active participation in the meetings and other general businesses of the Foundation, in accordance with the rules and regulations laid down by the General Assembly and the Executive Committee.
 - 5.2.3 To attend and bring visitors to functions and social activities organised by the Foundation in accordance with the laid down rules and regulations.
 - 5.2.4 To represent the Foundation in any activity if delegated by the General Assembly or the Executive Committee.
 - 5.2.5 Full members shall have full voting rights and privileges and be eligible for election as officers of the Foundation.
 - 5.2.6 Branch Members shall have full voting rights and privileges and be eligible for election as officers of the Foundation at their respective branches.
- 5.3 Exclusion Criteria**
 - 5.3.1 A member who is a registered member of a political party shall not hold an office enabling him/her to be in the Executive Committee.
 - 5.3.2 Those with criminal record within five years shall not be in the Executive Committee.
- 5.4 Associate members shall have the following rights and privileges:**
 - 5.4.1 Associate members shall attend General Assembly meetings, voice their opinions and participate in all cultural and social activities of the Foundation.
 - 5.4.2 Associate members shall not be entitled to vote or be voted for any office.

5.4.3 Associate members shall not have the right to nominate any person for an elected office.

5.4.4 Associate members shall enjoy other privileges as may be determined from time to time by the Foundation.

5.5 Membership Obligations

5.5.1 Members should promote good image of the Foundation in their dealings and utterances.

5.5.2 Every member must abide by all rules and regulations of the Foundation.

5.5.3 Apart from voluntary activities, members may be called upon from time to time to provide some services on behalf of the Foundation, provided such services are within their reasonable means.

5.5.4 No members shall accept personal gratuity from external sources for services/work performed on behalf of the Foundation.

5.5.5 All members shall pay annual subscription fee and the General Assembly or the Executive Committee may decide other such levies/fees as from time to time.

ARTICLE 6: FINANCE

6.1 SOURCES OF FINANCE

The Foundation shall derive its funds from the following sources: -

6.1.1 Annual subscription fees from its members

6.1.2 Fund-raising

6.1.3 Social activities

6.1.4 Donations

6.1.5 Levy

6.1.6 Any other means, as will be determined, from time to time by the General Assembly or the Executive Committee.

6.2 Subscription Fees

- 6.2.1 Full membership £100.00
- 6.2.2 Associate membership £25.00
- 6.2.3 Corporate membership £200.00
- 6.2.4 Branch membership 10% of their membership fees
- 6.2.5 Student members shall pay 30% of membership subscription

6.3 SUBSCRIPTION:

- 6.3.1 All members shall pay their subscription fee within the first three months of the Foundation's financial year or of joining the Foundation.
- 6.3.2 Full time students (those not earning salary) shall pay their 30% annual subscription fee during each academic year.
- 6.3.3 Branch members shall pay such variation subscription fees as may be decided by the Branch Executive Committee in addition to that due to the parent body.

6.4 LEVY

The Foundation may ask all registered members to contribute an amount, which shall be mandatory, to fund any specific project(s). Such amount shall be used for that purpose only unless decided otherwise at an Executive Committee or General Assembly meeting.

A simple majority at an Executive Committee meeting or a General Assembly shall agree the amount.

6.5 APPLICATION OF FUNDS

- 6.5.1 All moneys received on account of registration fees, annual subscriptions, fund-raising, levy, return on investments, sale of assets, or otherwise shall be applied in carrying out the objects of the Foundation in accordance with this Constitution.

6.6 ACCOUNTABILITY

- 6.6.1 The Executive Committee shall be collectively and severally liable for any expenditure authorised and/or approved by it, but not subsequently approved by the General Assembly.
- 6.6.2 The Treasurer shall keep proper accounting records of the Foundation.

- 6.6.3 Such books and records must show at any time a true and fair view of the Foundation's assets and liabilities.
- 6.6.4 The accounts shall be audited at least once a year by the auditors appointed by the General Assembly or the Executive Committee.
- 6.6.5 An audited statement of accounts for the financial year shall be submitted by the Executive Committee to the General Assembly.
- 6.6.6 The financial year of the Foundation shall end on the 31st March.
- 6.6.7 A Bank account shall be opened in the name of the Foundation (UK), with such a Bank that shall be decided by the Executive Committee.
- 6.6.8 The signatories to the accounts of the Foundation shall be the Executive Chairman, the Treasurer and the General Secretary. Any two may sign cheques on behalf of the Foundation. These officers shall be collectively and severally liable for any expenditure authorised and /or approved by them, but not subsequently approved by the Executive Committee.
- 6.6.9 Any officer misappropriating the Foundation's funds shall repay the amount misappropriated within three months of the misappropriation and there after there shall be a surcharge on the outstanding balance and will be disciplined in accordance with the provisions of this Constitution.

ARTICLE 7: GENERAL STRUCTURE

The Foundation shall consist of the following organs in order of precedence and authority.

7.1 The General Assembly

- 7.1.1 The General Assembly shall be the supreme governing body of the Foundation and shall consist of the Executive Committee and all duly registered members as defined under Article 4.
- 7.1.2 The General Assembly shall discuss and decide on any matter provided for by the Constitution, and such other matters important to the achievement of the declared objectives of the Foundation.

7.2 The Executive Committee

- 7.2.1 The Executive Committee shall be the principal administrative organ of the Foundation.
- 7.2.2 The Executive Committee shall be responsible for the implementation of the decisions of the General Assembly. The decisions of the Executive Committee shall be collective responsibility. The Executive Committee can initiate and execute policies in line with the mandate given to them by the General Assembly.
- 7.2.3 The Executive Committee shall have the right to set up sub-committees to be charged with any specific responsibilities. Such sub-committees shall be answerable to the Executive Committee.

7.2.4 Qualities of Executive Committee Members

Executive Committee members shall possess the following qualities:

- a) Shall be persons of high integrity.
- b) Shall be fit and proper persons and can demonstrate the ability to perform their duties effectively.
- c) Shall not be a registered member of a political party in Nigeria

- 7.2.5 The life time of the Executive Committee shall be 24 months unless re-elected at the General Assembly.

7.3 TRUSTEES

- 7.3.1 All deeds, documents of title and securities for money, shall be held by the Trustees. The Trustees shall take such measures as to protect and safeguard the Foundation's properties in their care in accordance with the laid down directives by the General Assembly. The Trustees shall produce such deeds, documents of title and securities for inspection when required by the General Assembly or the Executive Committee.
- 7.3.2 No existing member of the Executive Committee can be a Trustee.
- 7.3.3 Trustees shall be nominated by the Executive Committee subject to the approval by the General Assembly.
- 7.3.4 No transfer or sale of the Foundation's deeds, documents of title and securities for money or any asset in the custody of the Trustees shall be effectual by the Trustees unless approved by the General Assembly.

- 7.3.5 A Trustee may be removed from office by the Executive Committee subject to the approval by the General Assembly. Such a Trustee shall cease to have a claim on the Foundation as soon as the Executive Committee makes such a decision until the decision is reversed by the General Assembly.
- 7.3.6 There shall be three Trustees who are persons of high integrity and registered members of the Foundation.
- 7.3.7 Trustees shall have a three-year term of office and can be re-appointed for one further term only.
- 7.3.8 A Trustee may resign by giving 3 months notice in writing to the Executive Committee stating reasons for the resignation.

7.4 PATRONS

- 7.4.1 The Patrons shall be guardians of the Foundation and shall assist to promote Unity, Peace, Progress and Social Justice of Nigeria and Nigerians.
- 7.4.2 The Patrons shall be recommended by the Executive Committee and approved by the General Assembly.
- 7.4.3 There shall be five Patrons including a Grand Patron.
- 7.4.4 A Patron may be removed by the Executive Committee subject to the approval of the General Assembly or he/she can resign giving a one month notice.

ARTICLE 8: MEETINGS

- 8.1 All meetings of the Foundation shall commence and close with a prayer.

8.1.1 ANNUAL GENERAL MEETING

The Annual General Meeting (AGM), made up of the General Assembly as contained in Article 7.1, shall be held each year. The business for the meeting shall include when necessary the election of Officers, the receiving of an Annual Report from the Executive Chairman, the General Secretary and a Financial Report from the Treasurer, and any other business as provided for under these rules.

8.2 EXTRA-ORDINARY GENERAL MEETING

- 8.2.1 Any other General Meeting shall be known as Extra-Ordinary General meeting and it shall have the same powers as the meeting of the General Assembly.
- 8.2.2 An Extra-Ordinary General Meeting shall be summoned by the General Secretary, at the request of any of the following: -

a) The Executive Committee when it deem fit.

b) At least one-third of full members, on a written petition to the General Secretary demanding the summoning of an Extra-Ordinary General Meeting.

8.2.3 Should the General Secretary fail to convene the meeting, within 28 days of receipt of such written request, a meeting convened by (a) or (b) under 8.2.2 above will still hold good, if it can be shown that the General Secretary has been asked and has failed to comply.

8.3 THE EXECUTIVE COMMITTEE MEETING

8.3.1 The Executive Committee (EXCO) meeting shall be held whenever the Committee thinks expedient or whenever one-third of members of the Executive Committee so request in writing to the General Secretary.

8.3.2 The Executive Committee may invite persons, in a non-voting capacity, to attend any of its meetings.

8.3.3 A number constituting more than half of the Executive Committee which shall include the Chairman (or Vice Chairman) and the General Secretary (or Assistant General Secretary) shall form a quorum for the purpose of a meeting.

8.3.4 All questions arising at any EXCO meeting shall be decided by a simple majority of those present and voting. Should there be a tie, the Executive Chairman, or in his/her absence, the Vice Chairman shall have a casting vote.

8.4 RULES OF PROCEDURE AT ALL MEETINGS

8.4.1 At all meetings, the Executive Chairman or in his absence, the Vice Chairman shall chair the meeting unless in extraordinary circumstances.

8.4.2 Notice of any meeting stating the business to be transacted at such a meeting shall be given to every member in writing. The required notice shall be:

- | | |
|--|---------|
| a) Annual General Meeting | 28 days |
| b) Executive Committee Meeting | 14 days |
| c) Extra ordinary General Meeting | 7 days |
| d) Emergency Executive Committee Meeting | 48hours |

8.4.3 A quorum shall be as follows:

- a) Annual General Meeting – one-third of registered full members.
- b) Extra-Ordinary General meeting - one-third of registered full members.
- c). Executive Committee Meeting: - At least more than half of the members of the Executive Committee as specified in Article 8.3.3.

8.5. VOTING AND ELECTIONS

8.5.1 Voting shall be by secret ballot or show of hands and counted in the presence of all members present.

8.5.2 Decisions at meetings shall be by a simple majority of members present and voting, except at an Annual General Meeting or Extra Ordinary General Meeting where two-third majority is required on Constitutional matters.

8.5.3 Only full members can vote and be voted for.

8.5.4 To be eligible to contest an election, the person:

- a) Must have been an active member of the Foundation for a period of not less than 12 months.
- b) Shall not be a registered member of any Nigerian political party.

8.5.5 An ad-hoc electoral committee shall be set up 3 months before the election date to screen candidates and conduct the elections according to the provisions of this Constitution.

8.5.6 Candidates must be nominated by a full member and seconded by two other full members on nomination forms to be provided by the ad-hoc Electoral Committee. Completed forms must be submitted to the Electoral Committee at least 3 weeks before the election date.

8.5.7 Voting by proxy shall be allowed for full members who are unable to attend a meeting where voting has been intended. The member may vote by completing, signing and returning a Form of Proxy via another full member of his/her choice.

8.5.8 No person, who is in arrears with his/her subscriptions, shall vote or be voted for or be nominated for an office.

ARTICLE 9: EXECUTIVE COMMITTEE MEMBERS

The Foundation shall have the following officers who shall form the Executive Committee.

- a). Chairman
- b). Vice Chairman
- c). General Secretary
- d). Assistant General Secretary
- e). Treasurer
- f). Financial Secretary
- g). Publicity Secretary
- h). ICT Co-ordinator
- i). Development Co-ordinator
- j). Internal Auditor
- k). Legal Adviser
- l). Three Ex- Officio members

ARTICLE 9.1 FUNCTIONS OF THE EXECUTIVE COMMITTEE

- 9.1.1 The Executive Committee shall be the principal administrative organ of the Foundation, and shall consist of all the elected officers of the Foundation.
- 9.1.2 The Executive Committee shall be responsible for initiating and recommending policies to the General Assembly.
- 9.1.3 The Executive Committee shall be responsible for the implementation of the decisions taken by the General Assembly.
- 9.1.4 The Executive Committee shall function under the principle of collective responsibility.

9.2 TENURE OF OFFICE

- 9.2.1 All officers shall hold office for a period of two years. No officer shall hold the same office for more than two consecutive terms.
- 9.2.2 An officer shall cease to remain in office.
 - a) Following a vote of no confidence, moved by a qualified member, approved by 2/3 majority of members present and voting at a meeting of the General Assembly.
 - b) By resignation in writing to the General Secretary and subsequent approval by the Executive Committee/General Assembly.

c) By the recommendations of the Executive Committee and approval of the General Assembly.

9.2.3 Should a vacancy exist in the Executive Committee, for any given reason, the Executive Committee shall co-opt a member to act, pending the proper election at a General Assembly.

ARTICLE 10: DUTIES AND FUNCTIONS OF THE EXECUTIVE COMMITTEE MEMBERS

10.1 The Chairman

The Chairman shall

10.1.1 Be the chief executive and spokesperson of the Foundation.

10.1.2 Act as a signatory with the Treasurer and General Secretary to all financial transactions of the Foundation.

10.1.3 Chair all meetings and maintain reasonable control of meetings at all times. He/She shall sign all minutes after approval by the Executive committee or General Assembly as the case may be.

10.1.4 Have the power to delegate some of his/her functions.

10.1.5 Have a casting vote and can appoint members into committees after consultations with the General Secretary.

10.1.6 Represent the Foundation at external functions or appoint members to do so based on laid down guidelines of the Foundation.

10.1.7 In certain circumstances, take such decisions as he/she thinks expedient on behalf of the Foundation. Such decisions shall be ratified by the Executive Committee or the General Assembly as the case may be.

10.2 The Vice Chairman

The Vice Chairman shall

10.2.1 Act for the Chairman in the absence of the latter.

10.2.2 Discharge other duties that may be assigned at the discretion of the Chairman.

10.2.3 Preside over Executive Committee/General Assembly meetings where the issue on discussion involves the personal interest of the Chairman.

10.2.4 Head the Think Tank Committee responsible for the development of new ideas and strategies in accordance with the declared aims and objectives of the Foundation.

10.3 General Secretary

The General Secretary shall

10.3.1 Be responsible for the running of the Foundation's Secretariat and handling of all correspondence.

10.3.2 Summon and give due notice of all meetings of the General Assembly and the Executive Committee and state in the notice the matters proposed to be discussed thereat.

10.3.3 Record and or supervise the recording of proceedings, resolutions and decisions of all meetings, which he/she shall transcribe into a book to be authenticated by the signature of the Executive Chairman after the minutes have been approved by the Executive Committee and/or the General Assembly.

10.3.4 Be responsible for the preparation and distribution of periodic reports of the Foundation.

10.3.5 Oversee all matters pertaining to membership status, resignation, termination and discipline.

10.3.6 Demand and obtain reports from officials and committees of the Foundation.

10.4 Assistant General Secretary

The Assistant General Secretary shall

10.4.1 Assist the General Secretary in every part of his/her duty, as required and deputise in his/her absence.

10.4.2 Act as secretary in meetings where the issue of discussion involves the personal interest of the General Secretary.

10.4.3 Co-ordinate membership expansion drive.

10.5 The Treasurer

The Treasurer shall

- 10.5.1 Be responsible for safe custody of the Foundation's funds, and shall operate the Foundation's bank account.
- 10.5.2 Pay into the Foundation's bank accounts all moneys received on behalf of the Foundation within 10 working days or within a reasonable time in situations of unavoidable circumstances.
- 10.5.3 Pay all duly authorised claims.
- 10.5.4 Maintain financial records and books of accounts of the Foundation and give quarterly statements of the Foundation's financial position, to the Executive Committee or as may be requested at any time.
- 10.5.5 Answer and furnish information to members at the General Assembly or the Executive Committee meeting on the state of the Foundation's finances.
- 10.5.6 Submit financial statements of the Foundation at the Annual General Meeting.

10.6 The Financial Secretary

The Financial Secretary shall

- 10.6.1 Collect all moneys due to the Foundation, and shall transfer same to the Treasurer not later than 10 working days of receipt of such money or within a reasonable time in situations of unavoidable circumstances.
- 10.6.2 Act as one of the officers for developing and maintaining control systems and ensuring expenditure is authorised in accordance with laid down control procedures.
- 10.6.3 Be a member of any fund raising committee.
- 10.6.4 Publish the Foundations financial report annually.

10.7 Publicity Secretary

The Publicity Secretary shall

- 10.7.1 Be responsible for publicising the Foundation and its activities, in accordance with the directives of the Executive Committee and the General Assembly.
- 10.7.2 Be responsible for producing all publicity materials of the Foundation.

10.7.3 Liaise with media organisations and organise media events.

10.7.4 Formulate and implement public education campaign in support of the Foundation.

10.8 ICT Co-ordinator

The ICT Co-ordinator shall

10.8.1 Be responsible for co-ordinating the design of IT materials and programmes of the Foundation.

10.8.2 Maintain or be involved in the maintenance of the Foundation Website.

10.8.3 Co-ordinate the Foundations IT activities.

10.9 The Legal Officer / Legal Advisor

The Legal Officer/Legal Advisor shall

10.9.1 Be responsible for monitoring and responding to the legal concerns of the Foundation.

10.9.2 Work as a feeder of legal rights and needs of the Foundation.

10.9.3 Be involved in any changes of the Foundations Constitution.

10.10 Internal Auditor

The Internal Auditor shall

10.10.1 Be responsible for the management of the auditing process of the Foundation's accounts and assets.

10.10.2 Advise the Executive Committee on the running of the Foundation's finances.

10.11 Development Co-ordinator

The Development Co-ordinator shall

10.11.1 Formulate developmental policies of the Foundation.

10.11.2 Identify and recommend to the Executive Committee/General Assembly developmental projects and how to achieve them.

10.11.3 Be involved in all developmental projects of the Foundation.

10.12 Ex Officio Members

- 10.12.1 In addition to participation in deliberations and functions of the Executive Committee, the Ex-officio member may from time to time be charged with special responsibilities by the Executive committee or the General Assembly.

ARTICLE 11: COMPLAINTS, ALLEGATIONS AND DISCIPLINARY PROCEDURE

11.1 Complaints

- 11.1.1 All complaints shall be in writing giving the full name(s) and address(es) of the complainant(s) and be duly signed.
- 11.1.2 Two copies of the complaints shall be submitted to the General Secretary.

11.2 Allegations

- 11.2.1 All allegations against any member shall be in writing giving the full name(s) and address(es) of the persons making the allegations and be duly signed.
- 11.2.2 All allegations shall be accompanied by supporting evidence giving full details of the event.
- 11.2.3 Two copies of the allegations shall be submitted to the General Secretary or the Assistant General Secretary where the allegation is against the General Secretary.

11.3 INVESTIGATION

- 11.3.1 Acknowledgement of receipt of complaints/allegations shall be conveyed to the person in writing.
- 11.3.2 An ad-hoc committee shall be set up by the Executive Committee or the General Assembly as the case may be to investigate all complaints/allegations.
- 11.3.3 The terms of reference for the investigation shall be provided by the Executive Committee or General Assembly as the case may be.

11.4 DISCIPLINARY ACTION

Disciplinary measures may be taken against any member/officer upon:

- 11.4.1 Committing acts incompatible with the Foundation's aims/objectives and perceived to be detrimental to the Foundation or capable of bringing the Foundation into disrepute.

- 11.4.2 Use of foul language or disruptive behaviour at meetings.
- 11.4.3 Failure to pay dues.
- 11.4.4 Persistent failure to attend Executive Committee meetings without acceptable reasons.
- 11.5 Disciplinary measures among other severe actions may include:
- a) Warning
 - b) Fines
 - c) Temporary exclusion
 - d) Suspension
 - e) Dismissal
 - f) Legal prosecution (only when it involves breach of peace, embezzlement or theft).
- 11.5.1 Disciplinary measures may be taken instantly without notice (depending on the gravity of the offence) or upon a satisfactory recommendation by a disciplinary committee, after the due process of investigation has been completed.
- 11.5.2 The General Assembly shall have the right for good and sufficient reason to suspend or terminate the membership of an individual or an affiliated group, provided that they shall have the right to be heard by the General Assembly before the final decision is made.
- 11.5.3 The Executive Committee shall be free to recommend to the General Assembly the removal from office of any officer on the grounds of incompetence, misconduct or on any other grounds considered undesirable of an officer of the Foundation.
- 11.5.4 Any disciplinary action taken against a member shall not preclude any other member taking legal action to seek redress.
- 11.5.5 Any member charged with an allegation of impropriety or of bringing the Foundation into disrepute shall have the right of legal representation, at their own expense, at any disciplinary hearing convened for that purpose.
- 11.5.6 The General Secretary in consultation with the Chairman pending the next meeting of the Executive Committee or the General Assembly may take temporary disciplinary measures.

ARTICLE 12: AMENDMENTS TO THE CONSTITUTION

- 12.1 Any proposal to alter this Constitution must be lodged in writing and giving wording of the proposed amendment by a full member, with the General Secretary at least 28 days before the date of the meeting at which the amendment is first to be considered.
- 12.2 The General Secretary should seek advice of the Legal Adviser before tabling such proposals.
- 12.3 An amendment of the Constitution shall require the approval of at least two-third of members present and voting.
- 12.4 Conduct of such a meeting shall be in accordance with the normal procedures.

ARTICLE 13: DISSOLUTION

- 13.1 Should there be compelling reasons for the Foundation to be dissolved, the Executive Committee shall require a three-quarters majority in favour of calling for a Special General Meeting for that purpose
- 13.2 The General Secretary shall call a Special General Meeting stating the terms of the resolution to be proposed at the meeting and giving not less than 28 days notice to all full members at their last known address(es).
- 13.3 The Foundation may be dissolved at any time by a resolution passed by three-quarters majority of full members present at a Special General Meeting of the Foundation convened for that purpose.
- 13.4 If such decision is confirmed, the Executive Committee shall recommend to the General Assembly how to dispose off any assets/liabilities held in the name of the Foundation. Any assets remaining after paying off the Foundations debts and liabilities shall be applied towards such charitable purpose(s) in line with the Foundation's aims and objectives.

Appendix 1

THE NIGERIA NATIONAL ANTHEM

Arise, O compatriots, Nigeria's call obey
To serve our fatherland
With love and strength and faith
The labour of our heroes past
Shall never be in vain
To serve with heart and might
One nation bound in freedom, peace and unity.

O God of creation, direct our noble cause;
Guide our leaders right;
Help our youth the truth to know
In love and honesty to grow
and living just and true
Great lofty heights attain
To build a nation where peace and
Justice shall reign.

THE NATIONAL PLEDGE

I pledge to Nigeria my country
To be faithful, loyal and honest
To serve Nigeria with all my strength
To defend her unity
And uphold her honour and glory
So help me God.