



## CONSTITUTION OF THE ZAMBIA YOUTH WORKERS ASSOCIATION

Adopted in September, 2006, at the 1<sup>st</sup> General Assembly of Youth Workers and Rewritten in 2014 as per Resolution #04 of the 2012 3<sup>rd</sup> General Assembly of the Zambia Youth Workers Association

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## CONSTITUTION OF THE ZAMBIA YOUTH WORKERS ASSOCIATION

### I. PREAMBLE

**NOTING** with concern the condition of Zambian youth workers, many of whom are marginalized from the mainstream of society, particularly by political and social structures, neglected and overlooked by both scholars and policy-oriented writings;

**ACKNOWLEDGING** the growing numbers of youth workers and are faced with fewer education and training opportunities, including career ladder development opportunities; unemployment, and the HIV/AIDS crisis;

**CONCERN** with continued reports of incidents and methods which do not reflect good practice, and are at times seriously unethical eroding youth and public trust in the youth work profession;

**AWARE** of the absence of the organization to represent youth workers voice and champion development of youth work practice;

**AWARE ALSO** that youth workers knowledge and expertise is frequently dismissed, limiting the ability to attain the professional status, consequently their services, knowledge and skills are not recognized by society in professional terms;

**ACKNOWLEDGING** the increasing calls for a professional association to develop, implement, and enforce ethics and standards to protect the youth and public from incompetent youth workers;

**GUIDED** by the National Youth Policy, National Plan of Action for Youth, African Youth Charter, and Commonwealth Plan of Action for Youth Empowerment 2007-2015 as important documents to the advancement of youth work profession both in Africa and commonwealth countries in general;

**RECALLING** the Youth Workers General Assembly held in Lusaka, Zambia, at Commonwealth Youth Programme Regional Centre for Africa, in September 2006 to form Zambia Youth Workers Association to champion development of youth work practice in Zambia;

**FULLY ATTACHED** to the Code of Ethics and standards which form the foundation of our concept of youth work as a profession, voluntarily agree to abide by it as a condition of membership to the Association;

**REAFFIRMING** the need to take appropriate measures to have control over the practice of a profession and services provided by youth workers through voluntary self-regulatory status;

**WE** delegates gathered in Lusaka, at Commonwealth Youth Programme Regional Centre for Africa from 30<sup>th</sup> November to 1<sup>st</sup> December 2012, do hereby reaffirm the existence of Zambia Youth Workers Association as an independent, autonomous, non-profit, non-partisan and non-religious, and make commitment to society that its members will adhere to Code of Ethics and standards, a written expression of obligations arising from the implied contract between the youth work profession and society.

**NOW** therefore: **WE ACCORDINGLY PROCLAIM AND GIVE TO OURSELVES THIS CONSTITUTION.**

## II. INTERPRETATION OF TERMS

In this Constitution, unless the context requires;

**“Association”** refers to “Zambia Youth Workers Association”.

**“Consensus”** refers to unanimous agreement arrived at through discussion and mutually agreed process.

**“Constitution”** refers to the rules governing the Association’s business.

**“Delegate”** refers to a person who has been duly invited by the President through the Secretary General to attend the Association meeting or event.

**“Executive Committee”** refers to the group of people duly elected in accordance with Article 26 26.1 of this Constitution to govern and manage the affairs of the Association on behalf of the general membership.

**“Executive Office Bearers”** refers to the President, Vice-President, Treasurer and Secretary General elected in accordance with Article 26 26.1 of this Constitution.

**“Member”** refers to a person male or female who falls within any of the three membership categories laid down in Article 14 14.2 (a), (b) and (c) of this Constitution.

**“President”** refers to a person male or female elected President of the Association in accordance with article 26 26.1.

**“Professional Youth Worker”** refers to a person who holds qualifications in youth work development or other qualifications relevant to youth development and empowerment.

**“Procedure”** refers to a standard of conducting specific action.

**“Youth Worker”** refers to a person who has a professional relationship with the youth either in the paid or voluntary capacity and includes persons serving youth interest through managing youth organizations/body, educating and training youth workers, and researching into youth issues.

**“Youth Work Profession”** refers to a group of individuals whose primary focus and interest is youth and subscribe to one common Code of Ethics and Conduct that governs the professional relationship with the youth.

**“Youth Work”** refers to the field of practice that focuses on the young person as an agent, capable of making effective life choices and contributing to the life of their families, communities and nation.

**“Youth”** refers to a person as defined in the National Youth Policy.

**“Observer”** refers to a person duly invited by the Association Executive Committee who attends the Association General Meeting or Executive Committee Meeting on an occasional basis.

#### **ARTICLE1- NAME**

- a. The full and official name of the Association shall be **“Zambia Youth Workers Association”** hereinafter referred to as **“the Association”**.
- b. The Association will be referred to as **“ZYWA”** for brevity or acronym.
- c. The Association is governed by this Constitution, the Association's Internal Regulations and by the provisions of the Societies Act of the Laws of Zambia granting legal personality to associations.
- d. All documents of the Association issued to third parties, in particular invoices, deeds, announcements, and publications, shall include the name of the Association preceded or followed by the word **“ZYWA”** as acronym.

#### **ARTICLE 2- LOGO AND COLOURS OF THE ASSOCIATION**

The log of the Association is made of the map of Zambia with three people on the middle of the map. The map is drawn with Zambian flag colures- green, orange, red and black.

#### **ARTICLE 3 - DURATION**

The Association is established for an unlimited period of time.

#### **ARTICLE 4 - BODY CORPORATE**

The Association shall:

- a. exist in its own right, separately from its members.
- b. continue to exist even when its membership changes and there are different office bearers.
- c. be able to own property and other possessions.
- d. be able to sue and be sued in its own name.

#### **ARTICLE 5 - REGISTRED OFFICE**

- a. The registered office of the Association will be located in Lusaka province, in Lusaka district of Zambia unless decided otherwise under this Constitution.
- b. The registered office of the Association may be transferred to any other place in Zambia upon a decision of the General Assembly convened in accordance with Article 21 21.1.

#### **ARTICLE 6 - CHARACTER OF THE ASSOCIATION**

- a. The Association is a non-governmental, not for profit, free from all political and religious considerations, and democratic professional Association.
- b. The Association is a membership driven or in other words its policies are determined by the general membership.
- c. The Association respects linguistic, cultural and religious diversity of its members.
- d. The Association in its composition and functioning shall be non-racial, anti-racist and against any form of tribalistic exclusivism.
- e. The Association principles of freedom of speech and free circulation of ideas and information shall operate within the Association.
- f. The Association is accountable or in other words its leadership is accountable to the general membership in terms of the procedures laid down in this Constitution.

#### **ARTICLE 7 - AFFILIATION**

The Association shall only affiliate itself to International Youth Workers Association.

## **ARTICLE 8 - ADMINISTRATION**

Subject to the matters set out below the Association and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee, constituted by Article 22 hereof ( " the Executive Committee").

## **ARTICLE 9 - MANDATES or POWERS**

The following are the mandates or powers of the Association:

- a. Representing youth workers interest and concerns of youth workers and the field of youth work to government and other relevant bodies;
- b. Developing and maintaining youth workers workforce competencies;
- c. Setting and maintaining a high standard of professional practice through a code of ethics and guidelines of good practice in the field of youth work;
- d. Organising and holding practicing certification trainings for already practising and graduate students of youth work.
- e. Imposing discipline among members of the Association through administering a just and fair disciplinary and complaints procedure.
- f. Advocating for:
  - public policies/legislatives that support the development and recognition of youth workers and youth work as a an autonomous professional field of practice,
  - education and training programmes for youth workers, and
  - Protection and enforcement of youth fundamental principles of human rights and fundamental of freedoms.
- g. Advising stakeholders on:
  - formal and informal education programmes, including professional development, and
  - tertiary institutions on the requirements for training of youth workers.
- h. Providing quality assurance so that institutions providing youth work education and training produce students who are competent for the field of youth work practice;
- i. Identifying, promoting and conducting youth work practice research within the national policy or legislative frameworks.
- j. Recognising and awarding excellence in the field of youth work.
- k. Organising and holding conferences, seminars or workshop on youth work practice.

## **ARTICLE 10 - VISION**

The vision for the Association is *"A society in which every youth have access to ethical and competent youth worker enjoying fundamental principles of human rights and fundamental freedoms"*.

## **ARTICLE 11 - MISSION**

The Association Mission: is to be an autonomous membership oriented, membership-driven professional Association championing development of quality youth work practice with express linkage to human rights through; competencies development, practice standards setting, policy/legislative advocacy and research.

## ARTICLE 12 - OBJECTIVES

The Association's two primary objectives are:

- a. To promote, in the interest of youth development and empowerment, the fundamental principles of human rights and fundamental freedoms as enshrined in Articles 2-9 of the African Youth Charter.
- b. To advance the quality of youth work practice throughout Zambia.

## ARTICLE 13 – GOALS

The specific goals of the Association are as follows:

- a. To represent the interest and concerns of youth workers and the field of youth work;
- b. To promote youth work practice within the Zambian policy and legislative frameworks;
- c. To promote quality service in youth work through competencies;
- d. To promote strict adherence to a professional code of ethics and guidelines of good practice in the field of youth work;
- e. To promote discipline among members of the Association through administering a just and fair disciplinary and complaints procedure;
- f. To promote appropriate education and training programmes for youth workers, and research in the field of youth work practice;
- g. To promote professionalism and recognition of professional status of qualified youth workers, which will include encouraging the establishment of national wide register;
- h. To promote cooperation and exchange of best practices among the Association members thus promoting youth work practice cooperation and mutual trust by members in each province of Zambia; and
- i. To promote the exchange of information, cooperation and best practice among various interested stakeholders.

## ARTICLE 14 MEMBERSHIP

### 14.1 Membership Eligibility:

All youth workers regardless of race, colour or creed residing within the boundary of the Association and meeting the criteria of membership set out in this Article under 14.2 may voluntarily join as members of the Association.

### 14.2 Categories of membership:

There are three categories of membership; **Full**, **Associate** and **Students** members.

- a. The following may be admitted as **full members** of the Association during the time for which membership dues are paid, provided they support the objectives and goals set out in Articles 12 and 13.
  - Persons with Diploma, Degree, Masters or PhD in the field of youth work from a recognized College or University within Zambia or abroad.
  - Persons with other qualification related to youth development at Diploma, Masters or PhD from a recognised College or University within Zambia or abroad with proven record or reference of 5 years work experience in the field of youth work.
- b. The following may be admitted as **associate members** of the Association during the time for which dues are paid, provided they share the interests and objectives of the Association set out in Articles 12 and 13.
  - Persons with qualifications relevant to youth development from a recognised College or University both within Zambia or abroad but do not have 5 years work experience in the field of youth work.
  - Persons with qualifications that may not be directly related to youth development but involved in activities that are consistent with and supportive of the Association mission, and provided that such a person is willing to undergo Induction Training in Youth Work Practice.

- c. Student membership shall be reserved to any person studying youth development or other Social Sciences who subscribe to the Association objectives and goals set out in Articles 12 and 13.
- 14.3 Membership validity  
Membership of the Association is valid for the financial year of the Association January 1 to December 31<sup>st</sup> of each calendar year.
- 14.4 Membership Application:
- a. Any person wishing to join the Association shall submit a written or oral application to the Executive Committee signifying their acceptance of the Association Constitution and Code of Ethics and Conduct.
  - b. The Executive Committee will inform the applicants on the status of their application within three months of the application either in written or oral.
  - c. The Executive Committee shall only admit persons to the Association membership who meets the membership criteria set out in this Article under 14.2.
  - d. The Executive Committee shall report, through the Annual Report the number of membership applications received, rejected and number of people admitted to the Association Membership Register.
- 14.5 Members Register
- a. The Association members register will be maintained by the Secretary General.
  - b. The Association members register shall be updated annually to remove members who cease to be members for any or more reasons set out in Article 18 and add new members who have been duly admitted.
  - c. The Association members register will be open to the public and employers for inspection.
- 14.6 Membership Fees  
There are two types of membership fees: **Membership** and **Annual Subscription** or **Renewal Fees**.
- a. Membership fee is payable upon admission to the Association membership and shall be applicable to full members, associate members and student members.
  - b. Annual subscription fee is payable at the beginning of the Association financial year 1<sup>st</sup> January of each calendar year.
  - c. 30 days extension period will be given in which to pay the dues should a person wishing to join or a member wishing to renew their membership fail to meet the requirements set out in a and b.
  - d. The two types of membership fees shall be non-refundable.
  - e. Membership fees may be invested in the Association account at a bank on behalf of the Association.
  - f. Funds accruing from the payment of membership and annual subscription fees may be used in payment of the Association running expenses.

#### **ARTICLE 15 - MEMBERS RIGHTS**

The members of the Association will enjoy the following rights:

- a. Take a full and active part in the discussions, formulation and implementation of a policy of the Association;
- b. Receive and impart information on all aspects of the Association policy and activities;
- c. Take part in elections and be elected or appointed to any structure or committee of the Association;
- d. Student Members have no rights to participate in elections and be elected or appointed to any structure or committee other than the right to speak at the meeting.

## **ARTICLE 16 - MEMBERS DUTIES**

All members of the Association are:

- a. Obligated to take part in its development and activities at least 12 times per year.
- b. Obligated to attend at least 50% of the meetings duly convened by the President or any other person the President have authorised.
- c. Performs at least 25 hours of service per year.
- d. Obligated to regularly pay Constitutional subscriptions and any other fees that may be requested by the Executive Committee.
- e. Obligated to defend this Constitution, promote and defend the internal democracy and strengthen the unity of action in the Association.
- f. It shall be the duty of all members to promote the cause of the Association and its objectives and goals to the best of their ability and to refrain from any action liable to compromise the reputation of the Association or running counter to its objectives. They shall abide by this Constitution and the decisions of the governing bodies of the Association.

## **ARTICLE 17 - MEMBERS BENEFITS**

Members of the Association will enjoy the following benefits:

- a. Voting privileges except for student members.
- b. Free entry to the Association's -sponsored events.
- c. Eligibility for leadership positions except for student members.
- d. Opportunity to attend national, regional or international conferences, seminars or workshops.
- e. Free professional advice and continued professional development training.

## **ARTICLE 18 – TERMINATION OF MEMBERSHIP**

- a. Resignation; any member may resign from the Association by sending notification in a letter addressed to the Secretary General. The position of membership is not transferable.
- b. Denial; if a member has not paid the dues by 30 days past the renewal extension date in any fiscal year, that membership is deemed to have lapsed for that year.
- c. Conviction; a member who has been convicted of a criminal offence under the Zambian courts of Law without the option of fine shall cease to be a member.
- d. Death; if a member dies he or she shall cease to be a member.
- e. Expulsion; any fundamental breach by any member of the obligations imposed by this Constitution may be grounds for the expulsion of such a member, by decision of the two thirds of the Executive Committee. However, no member can be expelled without having first been heard or invited to present a defence in writing to the Executive Committee within one month of the member's receipt of notification sent by the Secretary General, via registered mail. Final appeal against the decision lies with the General Assembly.
- f. The Executive Committee may unanimously and for good reason terminate the membership of any member: provided that the member concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

## **ARTICLE 19 – REJOINING THE ASSOCIATION MEMBERSHIP**

Members who voluntarily ended their membership, or whose membership had lapsed, may rejoin the Association without going through the membership application procedures again, provided they still meet the membership criteria as laid down in Article 14 14.2 and pays the dues for the year in which they would like to rejoin.

## **ARTICLE 20 - ORGANIC STRUCTURES AND POWERS**

The functions of ZYWA shall be carried through the following structures or bodies: **General Assembly, Executive Committee** and **General Secretariat**.

## **ARTICLE 21 - GENERAL ASSEMBLY**

The General Assembly is the sovereignty supreme decision-making structure of the Association.

### **21.1 Meetings:**

- a. The General Assembly meets every three years at a place and time set by the Executive Committee.
- b. Notice of meetings must be sent by post or electronic mail at least three months before the date of the meeting of the General Assembly, with the agenda set by the Executive Committee.
- c. The General Assembly meeting will be open for participation to all members outlined in Article 14 14.2 and who are up to date with their annual subscription fee. However, the Executive Committee can invite partners and observers to the General Assembly as non-voting participants.
- d. During a meeting of the General Assembly, the Executive Committee must report on the activities of the Association during the period since the last General Assembly and on the current state of affairs of the Association, including financial state.
- e. The election of office bearers and members of the Executive Committee must also take place at a General Assembly meeting.
- f. Any other business may be discussed at the meeting of the General Assembly provided a request to do so has been sent to the Executive Committee at least two months in advance.
- g. An extraordinary General Assembly can only be called by two thirds of the full members, notifying the Executive Committee of their request for an extraordinary General Assembly. It is then the responsibility of the Executive Committee to organize such a meeting within six weeks.
- h. Half of the Association members as outlined in Article 14 14.2 and are up to date with their annual subscription fees shall constitute a quorum at the General Assembly meeting. Minutes of the meeting must be recorded by the Secretary General or someone who is officially authorised by the President in writing.

### **21.2 Powers of the General Assembly**

The General Assembly can deliberate and vote only on matters and resolutions listed on the agenda.

The General Assembly:

- a. Approves amendments to the Constitution and changes to the objectives and goals of the Association.
- b. Approves the Internal Regulations of the Association.
- c. Approves the work of the Executive Committee.
- d. Approves the accounts and the budget.
- e. Elects and removes from office the office bearers and members of the Executive Committee.
- f. Decides on appeals made against decisions of the Executive Committee.
- g. Decides on the transfer of the registered office.
- h. Decides on the change of the Association boundary.
- i. Decides on the membership fee.
- j. Decide on the change or rebranding of logo and colours of the Association.
- k. Decide on the Association policy and strategic direction.
- l. Decide on the dissolution of the Association.

### **21.3 Voting in the General Assembly**

- a. Decisions of and proposals to the General Assembly shall be adopted by a simple majority of votes.
- b. Every voting member shall have one vote in the General Assembly.
- c. Voting shall be by show of hands unless one-third of those present with the right to vote request a secret ballot.
- d. Decisions regarding any subsequent amendments to the Constitution or the objectives or the dissolution of the Association shall require a two-thirds majority of the votes cast.
- e. Student members have no voting rights.

## **ARTICLE 22 - EXECUTIVE COMMITTEE**

22.1 The Executive Committee, except where otherwise stipulated, shall be elected by secret ballot by the General Assembly and shall be constituted as follows:

- a. The President, Vice-President, Treasurer and Secretary General as Executive Committee Office Bearers of the Association.
- b. Four Executive Committee members of the Association.
- c. The Executive Committee Office Bearers and members of the Executive Committee are not liable for loss incurred by any person as a result of an act or omission in good faith while the officer bearers and members of the committee are acting on behalf of the Association.
- d. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment of a member.

### 22.2 Termination of Membership of the Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:

- a. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- b. is absent without the permission of the Executive Committee from all their meetings within a period of six months and the Executive Committee resolve that his or her office be vacated;
- c. notifies the Executive Committee a wish to resign;
- d. ceases to be a member of the Association; or
- e. dies.

### 22.3 Powers of the Executive Committee

The Executive Committee is the highest organ of the Association between the General Assembly and shall have authority to lead the Association, subject to the provisions of this Constitution.

22.4 Without prejudice to the generality of its powers, the Executive Committee shall:

- a. Carry out the decisions and instructions of the General Assembly.
- b. Conducts the Association's day-to-day operations, including emergency actions, which it thereafter must report to the General Assembly.
- c. Manages financial affairs of the Association, including the appointment of the internal auditors and, if required external auditor(s).
- d. Proposes amendments to the Constitution for approval by the General Assembly.
- e. Prepares internal regulations of the Association, for approval by the General Assembly.
- f. Decides on applications for as well as termination of membership.
- g. Should a vacancy occur on the Executive Committee for any reason, the Executive Committee shall have the power to fill the vacancy by way of co-opting a replacement(s) within three months.
- h. Confirms amendments and adopts the Association's Constitution, policies and procedures manuals on behalf of the general membership by the President pending her/his signature as a symbol of adoption or authorisation.
- i. Set and review the general conditions of service for the Association's staff or volunteers.
- j. Establish and abolish standing or ad hoc committees of the Association and develop Terms of Reference for each committee established.
- k. Suspend or expel erring members of the Association PROVIDED THAT there is sufficient grounds and evidence to suspend or expel.

- l. Review and determine membership fee.
- m. Initiate business ventures to generate funds to run the Association's programmes and projects.
- n. Enter into contracts or partnerships on behalf of the general membership.
- o. Take any legal action against a member or non-member including entity organisations if deemed necessary or any other methods of resolving such disputes have completely failed.
- p. Appoint members to the standing committee or ad hock committee.
- q. Undertake such other action as shall promote the purpose of the Association.
- r. Decides the town and province where the General Assembly, meetings and conferences are to be held after examining all the proposals submitted to it.
- s. The Executive Committee is accountable to the General Assembly.

#### 22.5 Meetings and Proceedings of the Executive Committee

- a. Executive Committee meetings are called by the President by electronic mail.
- b. The Executive Committee shall hold at least four ordinary meetings each year plus no more than two special meetings called by the President.
- c. The President shall act as the Chairperson at meetings of the Executive Committee.
- d. Notification must be sent by the Secretary General at least fourteen days in advance.
- e. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committees.
- f. The quorum required for valid meetings and decisions of the Executive Committee is four of its seven members.
- g. Decisions are taken either by a simple majority vote of the members who are present or by consensus.
- h. In case of a tied vote, the President has the casting vote.
- i. Each member of the Executive Committee shall have one vote and cannot vote by proxy.
- j. Voting shall be by show of hands unless one-third of those present with the right to vote request a secret ballot.
- k. The Executive Committee may temporarily avail itself of anyone whom it deems useful to prepare or assist in its work.
- l. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this Constitution.

#### ARTICLE 23 - GENERAL SECRETARIAT

The General Secretariat will consist of the following full or part-time positions:

##### 23.1 Positions:

- a. The Secretary General.
- b. Various technical staff employed as full time or volunteers by the Secretary General.

##### 23.2 General Secretariat Powers

- a. Manage and administer the day to day affairs.
- b. Mobilize resources to implement programmes or projects.
- c. Recruit technical staff or volunteers to support the day to day management and administration.
- d. Represent the Executive Committee at functions of technical and programme in nature.

#### ARTICLE 24 – EXECUTIVE COMMITTEE OFFICE BEARERS DUTIES

##### 24.1 President

The President is the head and chief directing officer of the Association and the leader of the house at the General Assembly. He or she shall:

- a. The President of the Association is in charge of the overall operation of the Association.

- b. The President presides over the meetings of the Executive Committee and the General Assembly.
- c. The president presents the comprehensive Progress Report to the General Assembly meeting.
- d. Make pronouncements for and on behalf of the Executive Committee outlining and explaining the policy or attitude of the Association on any question.
- e. Preside over meetings of the Executive Committee and General Assembly in conformity with the Constitution, by-laws and rules of procedure adopted by the Executive Committee.
- f. The President represents the Association, including before courts of law.
- g. The Association is officially and legally bound by the signature of the President.
- h. Demotion of members of the Executive Committee if deemed fit PROVIDED THAT this decision is reported to the Executive Committee within 30days for determination.
- i. The President is an ex officio member of all committees and working-groups.

#### 24.2 Vice-President

The Vice-President assist the President in her or his function, carry out specific duties as required by the Executive Committee and in the event of the President being unavailable, exercise the President's function.

#### 24.3 Treasurer

The Treasurer General is the chief custodian of the funds and property of the Association. He or she shall:

- a. The Treasurer is in charge of the Association's finances and must report to the internal Auditors once every year and to the General Assembly every three years on the financial state of the Association.
- b. Keep such books of account as may be necessary to record clearly the financial position of the Association.
- c. Present to the General Assembly a report showing the Income and Expenditure of the Association.
- d. The Treasurer is the adviser to the Executive Committee on financial matters pertaining to the Association.
- e. The Treasurer is the fundraising agent of the Executive Committee and Chairperson of the fundraising committee.

#### 24.4 Executive Committee Members

The Executive Committee decides on the delegation of any other responsibilities and duties among its members.

#### 24.5 Secretary General

The Secretary General is the chief administrative officer of the Association. He or she shall:

- a. Take and keeps minutes of the General Assembly, Executive Committee, as well as other records of the Association.
- b. Conduct the correspondence of the Executive Committee and send out notices of all conferences and meetings on behalf of the Executive Committee.
- c. Convey the decisions and instructions of the General Assembly and Executive Committee to the general assembly, and see to it that all standing or ad hock committees of the Association carry out their duties properly.
- d. Prepare annual reports on the work of the Executive Committee and the sub-committees and such other documents which may, from time to time, be required by the Executive Committee and the General Assembly.
- e. Be an ex-officio member of the Executive Committee.
- f. The Secretary General represents the Executive Committee at various functions of technical nature.
- g. The Secretary General is authorised to sign on all documents and correspondences related to administrative and management of the Association apart from the policy related matters.

- h. The Secretary General is authorised in consultation with the Executive Committee to recruit staff on full or part time basis including hiring volunteers to support her or his work.
- i. The Secretary General is accountable to the Executive Committee.

#### **ARTICLE 25 - VACANCIES IN THE EXECUTIVE COMMITTEE**

##### **25.1 Vacancy in the Executive Committee**

Should any vacancy(s) occur within the membership of the Executive Committee due to one or more reasons as laid down in Article 22 22.2 or for whatsoever reasons, the President shall within three months co-opt from the general membership a person(s) to fill the vacancy(s) PROVIDED THAT such person(s) name(s) is presented to the Executive Committee for ratification.

##### **25.2 Removal of the President from Office**

The President shall only be removed from office on the following ground:

- a. Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs
- b. The independent Medical Board shall be constituted by the Executive Committee to ascertain such claims.
- c. The Report of the independent Medical Board shall be presented to the General Assembly for consideration and adoption of the recommendation of the Medical Board.
- d. The Executive Committee upon the instruction of the General Assembly shall resolve that the office of the President is vacated.

##### **25.3 Vacancy in the in the office of the President**

Should a vacancy occur in the office of the President for whatsoever reasons, the Vice-President automatically becomes the President until the next General Assembly duly convened in accordance with Article 21 21.1.

#### **ARTICLE 26 - NOMINATIONS AND ELECTIONS**

Members of the Executive Committee are elected by the General Assembly according to the election procedures laid down in this Constitution:

##### **26.1 Nomination**

- a. The call for nomination shall be announced at the first day of the General Assembly duly convened in accordance with Article 21 21.1.
- b. Nominations for any post shall be proposed by eligible voter member of the Association and seconded at least by 2 eligible voter members.
- c. Nominations must include the nominee, proposer and seconders' full names and membership numbers and shall be accompanied by a written manifesto from the nominee.
- d. All information contained within a nomination or a vote shall remain confidential to the Association's Secretary General and President if required.
- e. Any nomination which does not comply with the provisions of this clause in all respects shall be invalid.
- f. The independent Electoral Commission will review and confirm the nominations of candidates taking part the elections.
- g. Once the independent Electoral Commission confirms the nominated candidates, they will be invited one by one to give their manifesto before the members as outlined in Article 14 14.2 attending the General Assembly duly convened in accordance with Article 21 21.1.
- h. If there is only one nomination for the election of any Executive Committee position, then the nominee shall be declared an opposed and elected only if 50% of the eligible votes cast in favour by the show of hands.

##### **26.2 Elections**

- a. Election will be held every three years.
- b. Elections of the Association's Executive Committee shall be conducted by a secret ballot.
- c. Only current members appearing on the Association's Voters Register are eligible to vote, and have one vote only and cannot vote by proxy.
- d. The Association's Voters Register shall be made available to the appointed independent Electoral Commission for inspection 30 days before the General Assembly duly convened in accordance with Article 21 21.1.
- e. No person who pays her or his membership fees later than 30 days before the scheduled General Assembly shall be included in the Association's Voters Register.
- f. It's the appointed independent Electoral Commission duty to ensure that procedures for elections are carried out properly.
- g. The President of the Association will have a final jurisdiction if any disputes results.
- h. Voting shall only be official if the meeting is valid as stated in Article 21 21.1(h).
- i. Members of the Executive Committee may be re-elected and each serve two consecutive terms of three years.
- a. The results of the elections shall be announced on the same day of voting by an independent Electoral Commission appointed by the Association Executive Committee.
- b. The successful candidate will be the candidate with the simple majority of eligible votes.
- c. The Outgoing President shall install the incoming Executive Committee immediately after the independent Electoral Commissions finishes announcing the successful candidates and provided that there is no disputes that have resulted from the election outcomes.

#### 26.3 Terms of office of the Association Office Bearers and Executive Committee Members

- a. The term of office for the Association Office Bearers and Executive Committee members shall be three years with eligibility for re-election for a further period of three years (a maximum of 6 years) thereafter shall not be eligible for re-election for the third term.
- b. Terms of office begin at the General Assembly at which one is elected.
- c. If for some reason an Executive Committee member cannot serve, the Executive Committee shall co-opt a replacement to serve out that person's term.
- d. Any term of office of an Executive Committee member may be terminated by a two-thirds vote of the General Assembly.
- e. The past President and the outgoing Treasurer shall serve in a mentoring capacity, with travel and accommodation costs covered by the Association, during the one (1) year hand-over process, as approved by the Association Executive Committee.

### ARTICLE 27 - FINANCES AND PROPERTY

#### 27.1 Finances

- a. The Association finances shall be managed through a bank account that is registered in the name of the Association.
- b. The fiscal year begins January 1 and ends December 31 of each year.
- c. All assets and funds shall be in the ownership of the Association and administered through the Executive Committee, who will be directly accountable to the membership.
- d. The Association is officially and legally bound by the signature of the President.
- e. Every year the treasurer informs the Executive Committee of the state of the accounts for the past year and budget and submits the accounts to the Auditor(s) if required.
- f. The Treasurer is responsible for the day-to-day financial management of the Association.
- g. The Executive Committee office bearers have the power to open and close banking accounts in the name of the Association and to operate thereon by the signing and endorsing of cheques provided that all accounts shall operate on the signatures of at least two (2), one office bearer and any one among the Executive Committee Members to be decided upon by the Executive Committee.
- h. The Executive Committee proposes the membership fee to be decided at the General Assembly.

- i. The Association may not pay the Executive Committee Members or Office-Bearers any money or property other than in reasonable payment for work done by a member or for reasonable expenses incurred by a member on behalf of the Association.
- j. The Association financial income will come from the following sources but not limited to:
  - Constitutional subscription fees of its members;
  - Voluntary contributions of its members and well-wishers;
  - Donations;
  - Receipts or proceeds of fund raising activities organized by the Association or its members;
  - Resources obtained from the various forms of services offered by the Association in the execution of consultancy assignments or Business Development Services;
  - Resources from sponsorships/donors for specific projects;
  - Charges on the Association documents, trainings, workshops or seminars and conferences.
- k. The Association shall not pay any remuneration to any employee, office bearer, member or other person, which is excessive; having regard to what is generally considered reasonable in the sector and in relation to the service rendered.
- l. Any books of account, records or other documents relating to the Association must, regardless of whether such documents are kept in book form or not, be retained and carefully preserved by Treasurer or Secretary General for a period of five years after the date of the last entry in any book or document.
- m. The Association has not and shall not use its resources directly or indirectly to support, advance or oppose any political party, and any activities that are not in the interest of the public.

#### 27.2 Property

- a. The association keeps account of everything it owns.
- b. Members or office bearers of the Association do not have rights over any property belonging to the Association.

#### ARTICLE 28 WORKING LANGUAGE

- a. The official language of the Association is English.
- b. This Constitution and the Internal Regulations shall exist in English.

#### ARTICLE 29- AUDITORS

- a. In the event that the Executive deem it necessary to call for an audit this shall be tabled at an Executive meeting detailing in full the requirements and investigation required in terms of the audit.
- b. The accounts and the budget must be reviewed annually by one or more internal auditors.
- c. The internal auditor(s) need(s) to be full members of the Association but cannot be members of the Executive Committee.
- d. Their reports will be presented at each General Assembly.
- e. When legally required or deemed necessary, an external Auditor, member of the Zambia Institute of Auditors, has to examine the financial status and annual accounts of the Association.

#### ARTICLE 30 - DISCIPLINE

All members, without exception, must abide by the Constitution of the Association and the Code of Ethics and Conduct as adopted or amended from time to time by the Executive Committee.

29.1 The objective of disciplinary procedure is to ensure that in all disciplinary proceedings:

- a. There is a formal procedure.

- b. There is a just and fair procedure.
- c. A member is presumed innocent until proven guilty.
- d. A member has a chance to defend herself or himself.
- e. A member has the right to call witness(s)
- f. A member has the right to appeal.

29.2 Disciplinary proceedings against a member shall be confined to violations of the Association's Constitution, and Code of Ethics and Conduct, and shall not:

- a. Be used as a means of stifling debate or denying members their basic democratic rights;
- b. Be instituted as a means of solving private problems or as a means of interfering in the private lives of members where the norms of the Association are not directly affected, unless such conduct itself constitutes a violation or an offence affecting the Association.

29.3 Disciplinary and Complaints Procedure

- a. There shall be the Association's Disciplinary and Complaints Procedure that prescribes how the disciplinary procedure is to be used and how disciplinary proceedings are to be conducted.
- b. The Disciplinary and Complaints Procedure shall be binding under this Constitution.
- c. The Ethics Review Committee is empowered by this Constitution to enforce the disciplinary and complaints procedure.

#### **ARTICLE 31 - CODE OF ETHICS AND CONDUCT**

- a. There shall be a Code of Ethics and Conduct which shall be binding under this Constitution.
- b. The Code of Ethics and Conduct shall apply only to full and associate members of the Association.
- c. The Code of Ethics and Conduct shall be administered and enforced by the Ethics Review Committee established under this Constitution.
- d. The Ethics Review Committee shall comprise of five appointed members by the Executive Committee as follows:
  - Chairperson who shall be a full member of the Association but not part of the Executive Committee;
  - One lawyer preferably from the Law Association of Zambia or any reputable Law firm;
  - One citizen preferably someone who have interest in the field of youth development and empowerment;
  - Other two full or associate members of the Association; and
  - The Secretary General who shall be the Secretary to the committee (Ex-officio).

#### **ARTICLE 32 - AMENDMENTS TO THE CONSTITUTION**

- a. Any amendments to this Constitution shall be by a two-thirds majority of members present and voting at the General Assembly or Extra-Ordinary Assembly. Notice of intent to propose any amendments to the Constitution should be forwarded to the Office of the Secretary General at least three months before the General Assembly or Extra-Ordinary Assembly. The Executive Committee shall provide at least one month's notice for any Constitutional amendment.
- b. No amendment may be made which would have the effect of making the Association cease to be an Association at law.

#### **ARTICLE 33 CONTRACTUAL LIABILITY**

Only the National Officials shall have the authority to bind the Association or to create any legal relationship. Any other person purporting to bind the Association must produce a written authorisation from one of the National Officials which must indicate the extent of that person's authority.

**ARTICLE 34 TRANSITIONAL ARRANGEMENTS**

The Association Executive Committee is authorized to make consequential changes to the content and style of these rules following these amendments and to make such transitional arrangements as necessary.

**ARTICLE 35 - DISSOLUTION**

- a. An extraordinary meeting of the General Assembly must be called at six months' notice to decide on the dissolution of the Association.
- b. The meeting must be convened on the basis of a report to the General Assembly stating the reasons for the dissolution.
- c. The extraordinary meeting of the General Assembly shall decide on the dissolution by a majority vote of three-quarters of the full and associate members present and voting.
- d. Any assets shall be transferred to a Zambian non-profit Association dedicated to youth development and empowerment to be decided by the Executive Committee.

**ARTICLE 36 - INTERPRETATION OF THE ASSOCIATION CONSTITUTION**

Any dispute about interpretation of Articles or Wording in this Constitution shall be addressed in accordance with the following procedure:

- a. The dispute will be addressed by the duly constituted Executive Committee meeting.
- b. Should there be any dispute on the Executive Committee decision; the independent committee of Lawyers shall be constituted to help interpret.
- c. Should the independent decision be challenged, the General Assembly shall deliberate on such dispute(s), provided that an independent Lawyer chairs a meeting on this agenda item only and the majority vote shall be a final decision.

**ARTICLE 37 - ADOPTION OF THE CONSTITUTION**

This Constitution was adopted by the Executive Committee in accordance with Article 21 21.1 (i).

Signed: ..... **President**

Date: .....

Place: .....