



THE CONSTITUTION

OF

Ghana Flower Growers Association

MAY, 2006

P. O. BOX AN 19512 || ACCRA NORTH, GHANA

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PREAMBLE

We, the members of Ghana Flower Growers Association (GFGA), in recognition of the viability of the floricultural industry in Ghana and the need to harness the prospects and potentials of the industry to the benefit of industry members and for national development, do hereby resolve to enact, adopt and uphold this constitution.

1. SUPREMACY OF THE CONSTITUTION

- a. This constitution shall be the supreme document governing the administration, operation and endeavours of Ghana Flower Growers Association and shall guide the decisions and actions of all individuals and groups within the ASSOCIATION.
- b. This constitution shall be supreme to the constitutions of all subsidiary branches and Chapters; and any other constitution found to be inconsistent with any provision of this constitution shall accordingly be null and void.
- c. Clauses (a) and (b) of article 1 notwithstanding, this constitution shall be subject to the Constitution of the Republic of Ghana, Laws of Ghana, Statutes establishing public institutions, and Laws establishing and governing other bodies outside the Association.

2. ENFORCEMENT OF THE CONSTITUTION

- a. Any individual(s) who allege(s) that
 - i. an act, commission or omission of any person or group of persons, or
 - ii. a constitution, decision or resolution of anybody, subsidiary branch or chapter is in contravention with a provision of this constitution, may apply in writing to the executive council for declaration to that effect
- b. The executive council shall for the purpose of such declaration make such orders and give such directions as it may deem fit for the amicable resolution of the declared contravention or inconsistency, and specify the conditions under which such orders or declarations should be effected.
- c. Failure to comply with the terms of an order or direction so made or given under clause (b) of article 2 constitutes a violation of this constitution and contempt of the executive council, and shall constitute a justifiable ground for removal from office or expulsion from the Association.

3. NAME

The name of the Association shall be known and called “**Ghana Flower Growers Association**”, hereinafter referred to as the “ASSOCIATION”.

4. AIMS AND OBJECTIVES

- a. To be a non-political and non-partisan ASSOCIATION of persons and associations interested in the welfare of flower growers;
- b. To establish community chapter memberships for flower growers, landscapers, gardeners, flower lovers and flower enthusiasts;
- c. To be the mouth piece of the members of the ASSOCIATION;
- d. To seek and promote the welfare of members of the ASSOCIATION generally and to protect their interests;
- e. To seek financial and material support from national and international agencies and Non-governmental Organizations which have interests in promoting the quality of and sustainable flower production in Ghana;
- f. To foster friendship and solidarity among members of the ASSOCIATION.
- g. To seek an effective and the most beneficial marketing system for the produce of flower growers;
- h. To train members of the ASSOCIATION in modern and environmentally friendly floricultural and landscape horticultural techniques, technology and entrepreneurial skills aimed at increasing yields and sales including the use of labour consistent with International Labour Organization standards;
- i. To inculcate into members the need to adopt as policy, international standards of sustainable and environmentally friendly approach to flower production whilst ensuring that members also embrace, adhere to and practice the recommendations of the government's Ministries, Departments and Agencies (MDAs) responsible for the horticultural industry and other related enterprises like the Council for Scientific and Industrial Research (CSIR) and its various institutes like the Crop Research Institute (CRI) Plant Protection and Regulatory Services Directorate (PPRSD) of the Ministry of Food and Agriculture (MOFA) pertaining to and including without limitation to CRI and PPRSD approved agrochemical use and other farming practices.
- j. To assist members of the ASSOCIATION in need of support in the acquisition of planting materials and farm inputs including agro chemicals, depending on the capability and ability of the ASSOCIATION to provide any of such support.
- k. To liaise and co-operate with suppliers and service providers in the flower industry as well as state agencies.

5. FUNCTIONS AND CRITERIA FOR THE SELECTION OF THE EXECUTIVE COUNCIL

- a. There shall be a Seven (7) member Executive Council of the Association which shall be composed of the Board of Directors and persons appointed by the Foundation Members of the Association.
- b. The qualification for the executive council shall be as follows:
 - i. Must be of any person with professional background that could be useful for the smooth running of the association such Horticulture, Landscape Architect, Business Management, law, finance etc
 - ii. Must be at least 5 years and above in that particular profession
- c. The Executive Council shall
 - i. be responsible for enforcing the constitution of the Association
 - ii. in collaboration with the Management Board and advisory/technical committee, give directions regarding the management and operations of the Association
 - iii. have the ultimate power regarding interpretation of the constitution
 - iv. determine the course of action in all legal and financial matters affecting the Association
 - v. review and approve the annual plans, budgets and programme of activities that shall be developed by the Management Board.
 - vi. enforce the constitution of the Association, in collaboration with the Foundation Members

6. FUNCTIONS AND CRITERIA FOR THE SELECTION OF THE ADVISORY/ TECHNICAL COMMITTEE

- a. There shall be a Seven (7) member advisory/technical committee which shall initially be appointed by the Foundation Members of the Association, and subsequently in consultation with the Management Board
- b. The qualification for the selection of the advisory/ Technical committee shall be as follows:
 - i. Must be of any individual with adequate technical knowledge, expertise and practice in the industry.
 - ii. Must be at least 5 years and above in the industry.
 - iii. Must be a practising industry player
- c. Members of the advisory/technical committee appointed according to clause (a) of article 6 shall respond in writing to the Founding Members to accept or decline the appointment
- d. A member of the advisory/technical committee shall be appointed for a three-year term, after which the appointment shall have to be renewed subject to satisfactory performance
- e. A member of the advisory/technical committee shall not be appointed to a salaried position in the Association unless he/she resigns his/her membership
- f. The advisory/technical committee shall be responsible for
 - i. giving technical, financial, legal, operational and management guidance to the Association
 - ii. Monitoring the performance of the Management Board and the entire Association
 - iii. Giving advice on proposed plans and/or endeavours of the Management Board

7. FUNCTIONS AND CRITERIA FOR THE SELECTION OF THE MANAGEMENT BOARD

- a. There shall be a Seven (7) member Management Board which shall be composed of Founding President, Vice President, Projects and Programmes Coordinator, Treasurer/Financial Secretary, Communication and Marketing Coordinator, Organizing Secretary/Membership Mobilization Coordinator and the Secretary and same will be initially appointed by the foundation members and subsequently be selected through election. The management board member can run for a term of four (4) years and a maximum of two (2) terms
- b. The qualification for the management board shall be as follows:
 - i. Must be of any individual with adequate knowledge and practice in the industry.
 - ii. Must be practising at least 5 years and above in the industry.
 - iii. Must be a registered member of good standing.
- c. The Management Board positions shall initially be voluntary and filled by the Foundation Members and other volunteers until resources allow for the appointment of salaried personnel
- d. The President shall
 - i. be the administrative Head of the Association
 - ii. be responsible for implementing the overall policies, plans and strategies formulated by the Management Board and the Executive Council
 - iii. report to the Executive Council on the progress and problems of the Association
 - iv. be responsible for managing the entire Association in general and the day-to-day operations of the Association
 - v. coordinate the administrative efforts of the subsidiary heads and heads of chapters of the Association
 - vi. be the chief public representative of the Association; and shall be required to defend and advance the interest of the Association at all times
 - vii. have the power to take emergency, remedial and administrative decisions that are in the general interest of the Association
 - viii. report to the Executive Council annually, or upon the request of the Council
 - ix. be an ex-officio member of all steering committees
 - x. initiate all meetings through the Secretary
 - xi. perform any other functions assigned by the Executive Council
 - xii. not be personally liable to proceedings in any court for the performance of his functions, or any act of omission or commission in the performance of his functions under this constitution.
- d. The Vice President Shall
 - i. Visit, communicate, and work with the Community Chapters
 - ii. Promote the purposes of Ghana Flower Growers Association
 - iii. Guide and assist Community Chapter Officers in the development of their Chapters
 - iv. Give training in Community Chapter management
 - v. Promote and give guidance in executing planned extension

- vi. Ensure effective communications between Community Chapters and the Association
 - vii. Promote among Community Chapters programs adopted by the Association
 - viii. act in the absence of the President, and when so acting, shall be vested with all the powers of the President subject to the provisions of this Constitution
 - ix. Perform any other functions as assigned by the president
- e. The Projects and Programmes Coordinator shall
- i. be responsible for identifying projects and programmes that serve the object of the Association
 - ii. collaborate and coordinate with all steering committees of ongoing programmes and/or projects
 - iii. at the request of the President, give progress report on ongoing projects and/or programmes
 - iv. develop annually a plan for projects and/or programmes of activities at the end of the year for the succeeding year
 - v. ensure and monitor the implementation of any such plan developed according to sub-section (iv) of clause (d) of article 7.
 - vi. in collaboration with other members of the Management Board, develop proposals for the projects and programmes or hire an expert to do it on their behalf (as the circumstance may allow) according to sub-section (iv)
 - vii. he/she shall be the liaison between the Association and programme/project sponsors or partners and by the president's directive shall represent the Association on all matters related to the Association's programmes and/or projects.
 - viii. Facilitate Capacity Building and Training Activities for members in consultation with the management board
 - ix. in consultation with the Management Board, identify and recruit suitable resource persons for projects and/or programmes under his/her jurisdiction
 - x. report to the Executive Council through the President annually, or upon the request of the President
 - xi. perform any other duties assigned to him/her by the President, Management Board or the Executive Council.
- f. The Treasurer/Financial Secretary shall
- i. be responsible for managing the finances and the account of the Association
 - ii. prepare, twice a year, the financial report of the Association and submit the same to the Management Board for review at a Management Board meeting.
 - iii. be responsible for preparing the budget of the Association
 - iv. monitor and keep track of all the financial transactions of the Association
 - v. represent the Association on all its financial matters
 - vi. report to the Executive Council through the President annually, or upon the request of the President
 - vii. identify potential sponsors and prepare action plans for fund-raising or attracting sponsorship
 - viii. be responsible for honouring the Association's financial obligations such as taxes, allowances, salaries and wages, etc.

ix. perform any other duties assigned to him/her by the President, Management Board or the Executive Council

g. The Organising Secretary/Membership Mobilization Coordinator shall

- i. be responsible for the recruitment, induction and registration of new Association members
- ii. be responsible for identifying suitable members to join the organization;
- iii. ensure that all new members are properly enlightened with the mission, vision, values and culture of the Association
- iv. follow up on new members to ensure their full participation and commitment to the organization;
- v. propose ways of meeting the training needs for new members
- vi. report to the Executive Council through the President annually, or upon the request of the President
- vii. perform any other duties assigned to him/her by the President, Management Board or the Executive Council

h. The Communications and Marketing Coordinator Shall

- i. be designing and implementing effective communication and marketing strategies.
- ii. communicate the mission, vision, values and the culture of the Association's strategic objectives and functions to the relevant public.
- iii. be responsible for all communications of the Association and the disseminations of all information to the right quarters.
- iv. assist with the preparation of articles, journal, website, newsletter, magazines and social media applications to advertise the Association.
- v. participate in public outreach and advocacy programs
- vi. market the Association in external media through websites, out-door advertising, promotion or public relations.
- vii. Shall include the Association's mission and vision in written communications, news releases and materials to recruit and induct new members.

i. The Secretary shall

- i. keep and maintain true and accurate minutes and records of all meetings and/or proceedings of both the Executive Council and the Management Board and circulate the same, within two working weeks after each proceedings or meeting, to all applicable members for their comments
- ii. keep and maintain all relevant files as may be determined and entrusted into his/her care
- iii. give secretarial support to the Executive Council and the Management Board and be responsible for all secretarial works or duties
- iv. communicate in writing to, or remind appropriate members of a planned meeting
- v. be responsible for all correspondence of the Association
- vi. compile and maintain an official list of the contact details of all members of the Executive Council, the Management Board, and Heads of Community Chapters and Subsidiary Offices and be in constant contact with them

- vii. perform any other duties assigned to him/her by the President, Management Board or the Executive Council.
- viii. Be responsible for the preparation of an Annual Report on the activities and programs of the Association
- ix. Promote the purposes of the organization
- x. Attend all meetings of General Assembly, the Management Board, and the Executive Council

8. FOUNDATION MEMBERS

- a. there shall be Foundation Members which shall be made up of the individuals who formed or founded the Association
- b. the foundation members and the board of directors shall form the Executive Council
- c. the foundation members shall be permanent members of the Executive Council
- d. a foundation member can take up or be appointed to a salaried position
- e. the foundation members shall appoint the head/chairman of the Executive Council
- f. the foundation members shall voluntarily and in collaboration with the Management Board manage the Association with their own funds until resources shall allow for the appointment of salaried personnel

9. ASSOCIATION MEMBERSHIP

ARTICLE 9-1. DEFINITION:

Community Chapters whose objectives and activities are in accordance with the purposes of Ghana Flower Growers Association shall be recognized as Potential, Provisional or Fully Affiliated Community Chapter Members which are formally affiliated to the Association and hereinafter in this Constitution shall be referred to as Community Chapter Membership.

ARTICLE 9-2. QUALIFICATIONS:

Membership of the Association shall be open to community chapters in Ghana provided that such organizations:

1. Must comply with the requirements of the association as laid down in this Constitution.
2. Have objectives and policies, which are consistent with the purposes of the Association.
3. Maintain a minimum membership of twenty five (25) members for a fully affiliated Community Chapter.

ARTICLE 9-3. REQUIREMENTS:

Applications for membership in the association shall be lodged in writing with the Secretary through the membership coordinator. Such applications must be accompanied by:

1. A copy of the Community Chapter Affiliation forms
2. The applicable Association dues for the fiscal year
3. The names and addresses of Community Chapter Officers
4. A list of past activities, if any
5. A list of proposed activities for the ensuing year
6. A list of all members with their names, email addresses, mailing addresses

RIGHTS AND SERVICES:

Fully affiliated Community Chapters shall enjoy all rights and services reserved to a member of Ghana Flower Growers Association.

AREAS OF OPPORTUNITY:

To facilitate the achievement of the purposes of the Association, its program activities shall be divided into four of Opportunity with the following terms of reference:

1. **Individual Opportunities:** To provide the opportunity for the Individual Member to realize personal potential through training programs in Floriculture, Horticulture, Landscaping, Gardening, Entrepreneurship, Marketing and record keeping.
2. **Community Opportunities:** To provide the opportunity for individual and corporate members to be involved in keeping their communities beautiful, green and clean.
3. **International Opportunities:** To provide the opportunity for the Individual Member to contribute to the development of goodwill, understanding, and cooperation among people of the global floriculture fraternity.
4. **Business Opportunities:** To provide the opportunity for members to contribute to the development of the economic infrastructure, prosperity and well-being of Ghanaians.

10. FUNCTIONS OF SUBSIDIARY AND CHAPTER HEADS

- a. the Association shall divide Ghana into three (3) zones, namely, the Southern, Central and the Northern Zones, hereinafter referred to as “Subsidiary Offices”
- b. the Management Board, in consultation with the Executive Council, shall appoint Heads of the Subsidiary Offices
- c. a head of a subsidiary office shall
 - i. be the administrative head of the subsidiary office
 - ii. implement such plans, policies, and directives given by the management board and/or the executive council
 - iii. manage and represent the Association at the zonal level, and shall promote and defend the interest and the object of the Association

- iv. in consultation with the management board, develop, implement and monitor plans for the zone
- v. submit zonal budget to the Head Office
- vi. report to the President annually or at the request of the President

11. FINANCE AND FINANCIAL ADMINISTRATION

- a. the Association shall predominantly be financed through voluntary donations, sponsorships, fund-raising activities and contributions from members
- b. the founding members shall contribute in cash or in kind into a “seed fund” that shall be used for the establishment of the Association and its initial operations
- c. the Association shall open and operate an account with a reputable bank in Ghana
- d. the President, the vice president and the Treasurer/Financial secretary shall be the authorised signatories to the account
- e. all major financial transactions shall have to be approved by the Management Board before execution of the transaction
- f. the treasurer/financial secretary shall prepare mid-year and end-of-year financial statements for the Management Board and the Executive Council for review
- g. two members of the Executive Council shall be appointed by the Council to audit the account twice a year and submit the report, within two working weeks of completing the auditing, to the Executive Council and the Management Board for their consideration and necessary action
- h. in case the two auditors appointed according to clause (g) of article 10 suspect financial malfeasance or misappropriation, the Executive Council shall then contract the services of a competent, external auditor(s) to audit the account and the audit report shall be submitted to the Executive Council for its consideration and necessary action

12. PROJECT/PROGRAMME STEERING COMMITTEE

- a. there shall be established steering committees to execute and manage projects and programmes of the Association
- b. pursuant to clause (a) of article 12, the Projects and Programmes Coordinator, in consultation with the Management Board, shall appoint or recruit qualified individuals within or without the Association to constitute the committee
- c. the terms of reference and duration or office of all committees shall be prescribed by the Management Board; and all such committees shall be deemed to be committees of the Association for the purposes establishing them and for the duration specified
- d. the Projects and Programmes Coordinator shall coordinate the activities of all such committees; and the President shall be an ex-officio member of all such committees
- e. clause (d) of article 12 notwithstanding, the Management Board may also appoint or co-opt such other officers as may be necessary or expedient to assist the Projects and Programmes Coordinator in this endeavour.
- f. In the event of the association entering into partnership or collaboration with an individual, organization or institution to undertake a project which duration is considerably long, the

founding president shall constitute a project administrative committee, administrator and consultants to implement such project.

- g. The founding president shall be the administrative head of the said project and could employ the services of members of the association. However, where the association is unable to get its members for the said project, then persons outside the association could be employed for the said project.
- h. Where the association is able to secure large scale projects, employees for the said project will be remunerated for their services.
- i. All monies invested regarding the said project by individuals will be reimbursed.
- j. In pursuit of article 12 clause (f), the founding president based on the terms and conditions of the project, shall have the said project registered, recruit the requisite staff, source funding opportunities for the project implementation.

13. MEETINGS

- a. the Management Board and the Executive Council shall meet at least twice in a year in June and December
- b. there shall be at least one general meeting in a year between the Management Board, Heads of Chapters and Subsidiary Offices, and the entire staff or members of the Association
- c. there shall be at least one executive meeting between the President (and/or the Management Board) and the Heads of Chapters and Subsidiary Offices
- d. the Secretary shall, in writing, notify the appropriate members for such meetings specifying the agenda not less than seven (7) clear days before the meeting.
- e. the quorum for all meetings shall be 2/3 (two-thirds) of all members concerned, but not excluding the President or his/her representative and other executive officers whose presence is/are duly important for that meeting.
- f. except for the meeting under clause (a), which shall be chaired by the Chairperson of the executive council or the Vice-Chair (in the absence of the Chairperson), all other meetings shall be chaired by the President or, in his/her absence, the Deputy or his/her representative.
- g. the Secretary shall document the minutes of all meetings and distribute copies to all members within two working weeks after the meeting
- h. resolutions and decisions at meetings shall be arrived at and confirmed by a simple majority vote with the vision and mission of the association as the driver of such decisions.

14. APPOINTMENTS/RECRUITMENTS

- a. an individual wishing to be a member or an employee (salaried staff) of the Association shall apply in writing to the Management Board through the administrator or (in his/her absence) the Secretary
- b. the administrator shall compile and keep such applications until a vacancy is created according to this Constitution, or a need for appointment is established
- c. in consultation with the Management Board, administrator shall prepare and invite in writing a shortlist of candidates for interaction
- d. the interaction shall be carried out by the Management Board and two members appointed from the Executive Council

- e. the administrator shall send appointment letter(s) to the selected candidate(s), specifying the terms and conditions of service
- f. all salaried positions shall be on contract basis, which shall be renewable annually or at the end of the duration of the contract subject to satisfactory performance

15. MEMBERSHIP SUBSCRIPTION AND DUES PAYMENT

- a. For a person to become a member of the association, that person must purchase a membership form of Ten Ghana Cedis (GHS 10.00).
- b. The said form must be filed and submitted for the approval of membership category.
- c. There shall be a membership monthly dues of Twenty Ghana Cedis (GHS 20.00).
- d. Members applying for management positions should be members of good standing.
- e. Members who are eligible to vote during elections should be members in good standing.
- f. Payment of subscription fees and dues must be paid to the administrator and same should be paid into the association's accounts.

15. WELFARE

- a. the occupational health and safety of workers shall be paramount to the Association
- b. wages and allowances shall be commensurate with activities, performance and/or position of the individual(s) concerned and shall be determined by the Management Board
- c. request for sick-leave, maternity leave, etc. shall be considered on individual basis and on its own merit
- d. such requests according to clause (c) of this article shall be granted provided such a request reaches the Management Board through the administrator one (1) clear month before the intended start date of the leave and the Management Board is convinced of the tangibility of the basis for the leave.
- e. the Association shall actively assist its members in their self and career development aspirations and shall not constitute an impediment to the individual in this endeavour provided such developments are in line with the Association's goals and resources are available for such assistance

16. REMOVAL FROM OFFICE AND RESIGNATION

- a. an officer, including members of the Executive Council, shall be removed from office, in accordance with the provisions of this article, if found
 - i. to have acted in violation of this Constitution
 - ii. to have conducted himself/herself in a manner which brings or is likely to bring the office concerned into disrepute, ridicule or contempt; or in a manner that is prejudicial or inimical to the interest or object of the Association
 - iii. to have disregarded the directions or orders of the Executive Council according to article 5, clause (c)
 - iv. to be incapable of performing the functions of office by reasons of infirmity of body or mind
 - v. to have embezzled funds or recklessly handled the finances of the Association
 - vi. to be inefficient or negligent in the discharge of his/her duties
 - vii. to be grossly incompetent

- b. such removal shall be initiated by any officer or member in writing to the Executive Council and the officer concerned through the Secretary at least three (3) clear days before the start of such proceedings
- c. pursuant to clause (b) of article 16, the Chairperson of the Executive Council shall within five (5) days of receiving the notice of removal, convene a sitting of the Executive Council for a determination of the grounds for removal.
- d. the decision of the Executive Council in this matter shall be by a simple majority and final; and shall be communicated to members at an emergency meeting called for that purpose by the Secretary of the Association within forty-eight (48) hours after receipt of the decision of the Executive Council.
- e. any officer so removed shall forthwith cease to be an officer of the Association
- f. any vacancy(ies) created by virtue of any provision of this Constitution shall be filled within twenty-one (21) clear days after such vacancies are created.
- g. notwithstanding and without any prejudice to clauses (a, b, c, d, e and f) of article 15, an officer shall have the right to resign his/her position on his/her own volition provided such a resignation is communicated in writing to the Executive Council through the Secretary one clear week before the resignation date starts
- h. pursuant to clause (g) of article 15, the Executive Council shall within five (5) days of receiving the notice of resignation, convene an emergency meeting with the Management Board to deliberate on the matter; and thereafter issue a joint statement of response to the officer concerned through the Secretary.

17. PUBLIC/EXTERNAL REPRESENTATION

- a. the Management Board shall have the power to nominate delegates, representatives or participants to or for any conference, press release, seminar, project, workshop, external meeting, programme, etc. to which the Association has been officially invited
- b. the role to be played or the message to be delivered by the delegate on behalf of the Association shall be discussed and endorsed by the Management Board, and if necessary, the Executive Council
- c. the delegates shall submit report, or request the organisers of the event to submit a copy of their report to the Management Board.
- d. without any prejudice to clause (a) of this article, such nominations shall be in consonance with the provisions of this Constitution
- e. for the avoidance of doubt, the Association shall not be responsible for claims, statements, opinions expressed by individuals (whether officials or members) of the Association who have not been officially authorised by the appropriate body or the provisions of this Constitution to represent the Association in the matter concerned

18. AMENDMENTS AND REVIEWS

- a. an officer or member of the Association shall submit a proposal for amendment to the Executive Council through the Secretary, duly signed by at least three other members or officers

- b. the said proposal shall clearly specify the article(s) and/or clause(s) to be amended, a clear explanation of the grounds for the amendment and the proposed amendment.
- c. the proposal for amendment shall be debated/discussed at a general meeting to establish the merit and/or demerits of the proposal
- d. a two-thirds (2/3) majority vote of members present at a general meeting shall be the basis for accepting or rejecting the amendment; and if the amendment is approved, the proposed amendment becomes part of the new constitution which shall come into force seventy two (72) hours after the voting.
- e. amendments to this Constitution shall be listed and annexed to this Constitution in the nature of amendment and shall be numbered in their order of date created and gazetted.
- f. copies of the new constitution or amendment shall be sent to the appropriate stakeholders by the Secretary.
- g. additions to this Constitution shall follow similar procedures as outlined under clauses (a, b, c, d, e, f) of this article.

19. MISCELLANEOUS

- a. officers of this Association shall be indemnified out of the assets and funds of the Association against any legal or other liabilities as may be incurred for and on behalf of the Association, provided such liabilities shall have been incurred in the course of lawful execution of duties assigned to them under this constitution or by a decision of the Management Board and/or the Executive Council.
- b. in the event of any legal proceedings being instituted against the Association, the Founding President and/or a competent attorney contracted by the Executive Council shall represent the Association.