

COMPANIES AND ALLIED MATTERS ACT NO. 1 OF 1990

PART "C"

THE CONSTITUTION

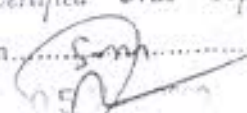
OF

THE INCORPORATED TRUSTEES

OF

JIREH DOO FOUNDATION

Incorporated this day of 2008.

Certified True Copy
Sign. 
Incorporated Trustee's Officer
Corporate Affairs Commission

**THE CONSTITUTION OF THE
INCORPORATED TRUSTEES OF**

JIREH DOO FOUNDATION

PREAMBLE:

We the members of The "*JIREH DOO FOUNDATION*" Having firmly and solemnly resolved:

To come together to foster unity among us, to initiate plans and activities that will impact positively on the lives of the less privileged and empower the economic lives of people living with HIV/AIDS.

DO HEREBY MAKE, ENACT AND GIVE TO OURSELVES THE following Constitution:



CHAPTER ONE
GENERAL PROVISION

ARTICLE 1

SUPREMACY

- 1 (a) This constitution is supreme and its provision shall have binding force on all Authorities and members of "*JIREH DOO FOUNDATION*"
 - (b) If any other Law is inconsistent with the provision of this constitution, this constitution shall prevail and that other Law shall to the extent of the inconsistency be void.
2. This Foundation shall be known and called "*JIREH DOO FOUNDATION*"

ARTICLE 2:

REGISTERED OFFICE

The registered Head Office of this Organization shall be located in Benue State, Nigeria or such other place as may be decided by the Executive Council.

ARTICLE 3:

CITATION:

This constitution may be cited as the "*JIREH DOO FOUNDATION*" (Hereinafter referred to as "the constitution").

ARTICLE 4:

THE MOTTO/LOGO

- (i) The Motto of the Foundation shall be "voice for the voiceless."
- (ii) The logo of the organization shall be a symbol of "someone speaking with an amplified voice through the megaphone."

ARTICLE 5:

VISION:

The foundation envisions a better life for the under privileged.

ARTICLE 6:

MISSION STATEMENT:

The foundation is committed to improving the lives of single parents and their children, singles living with HIV and AIDS, orphans and vulnerable children and youth through the provision of care and support services such as scholarships, nutritional support, medical care, psycho-social support and voluntary and confidential testing services. mission of "*JIREH DOO*



FOUNDATION" shall be to promote and empower the less privileged through capacity building to the attainment of Millennium Development Goals, development at all levels for a just, social and economic order.

ARTICLE 7:

POLICY:

The Foundation is a non-religious, non-political and non-governmental Organisation.

ARTICLE 8:

AIMS AND OBJECTIVES:

The aims and objectives of "*JIREH DOO FOUNDATION*" are as follows:

1. To improve the living standard of single parents and their children singles living with HIV/AIDS, orphans and vulnerable children by providing basic means of livelihood.
2. To initiate programmes and activities that will empower single parents and their children, orphans/vulnerable children to live productive lives as well as contribute to their societies.
3. To develop a sense of belonging to her target audience and empower them to participate actively in family and community development.
4. To provide civic education to single parents and their children, singles living with HIV/AIDS, orphans and vulnerable children for active participation in good governance.
5. To educate and empower in and out of school youths in areas that contribute to their overall well-being and development.
6. To build and strengthen capacity of single parents and their children singles living with HIV/AIDS, orphans and vulnerable children through unconventional and strategically planned programmes.
7. To advocate for the rights and privileges of single parents and their children singles living with HIV/AIDS, orphans and vulnerable children through active and meaningful involvement of her target beneficiaries.
8. To serve as a pressure group promoting legislation on issues of the proliferation of small arms/gun, violence and the impact on youths, women and children.
9. To liaise with other organizations who are like minded to achieve the visions of the organization.

ARTICLE 9:

MEMBERSHIP

- (1) Membership of the Foundation shall be open to all citizens of Nigerians irrespective of tribe who are like-minded.
- (2) Membership of this Foundation shall be opened to all interested members of the society.



CHAPTER TWO

ESTABLISHMENT OF OFFICES AND DUTIES OF OFFICERS

ARTICLE 10:

ESTABLISHMENT OF OFFICES

There shall be the offices of: -

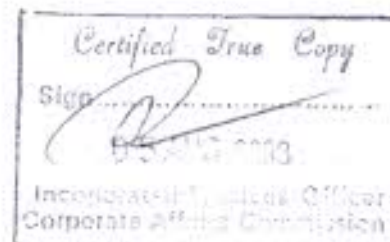
- i. President
- ii. General Secretary
- iii. Treasurer
- iv. Financial Secretary
- v. Auditor
- vi. Public Relation Officer
- vii. Legal Adviser
- viii. Patron

ARTICLE 11:

DUTIES OF ELECTED OFFICERS

I. PRESIDENT

- i. Shall be the chief Executive of the Foundation and shall summon and preside over all congress, Exco, emergency and extraordinary meetings of the Foundation, shall summon or convene meetings through the office of the Secretary General.
- ii. Shall be signatory to all financial transactions of the Foundation
- iii. Shall appoint any member(s) of the Foundation to carry out any special assignment for and on behalf of the Foundation; he/she shall report such appointment to the Foundation
- iv. Shall counter-sign minutes of the Foundation after due adoption.
- vi. Shall have the power to employ the services of specialists and professionals in pursuant of the aims and objectives of the Foundation and approve their remunerations.
- vii. He/She is empowered to overrule any long debate that he/she feels may be detrimental to the progress of proceedings at all meetings.
- viii. Shall be the spokesman of the Foundation except if such power is delegated to another person.
- ix. He shall represent the Foundation in all other engagements except as may be delegated by him or otherwise by the house.
- x. Shall be the custodian of all documents of the Foundation.



2. **THE SECRETARY**

- i. Shall record and sign minutes and read them during the Foundation's meetings.
- ii. He shall receive all correspondence on behalf of the Foundation
- iii. Shall convene meetings in agreement with the President.
- iv. Shall be one of the signatories to all the Foundation's Bank Account.
- v. Shall perform other duties as may be directed by the President.
- vi. Shall keep nominal role of members of the clients.

3. **TREASURER**

- i. The Treasurer shall keep all monies accruable to the Foundation
- ii. Shall within 48 hours of receiving any money meant for the Foundation lodge it into the Foundation Bank Account.
- iii. Shall prepare statement of expenditure and submit his or her books for auditing at the request of the President or Exco.
- iv. He shall be responsible for making payments on behalf of Foundation as directed.

4. **FINANCIAL SECRETARY**

- i. Shall collect record and issue receipts for all monies due to the Foundation accordingly.
- ii. Shall perform and present income and expenditure statement together with the balance sheet of the Foundation at her Annual General Meeting.
- iii. Shall raise or prepare payment vouchers for all payment of the Foundation.

5. **PUBLIC RELATIONS OFFICER**

- i. Shall publicize the activities of the Foundation as directed by the President/the Executive Council.
- ii. Shall officiate in matters concerning public relations of the Foundation under the directives of the President.
- iii. Shall provide and distribute all publications of the Foundation.

6. **AUDITOR**

The Foundation shall appoint an auditor in a general meeting who shall:

- i. Audit all the books of accounts and records of the Foundation quarterly.
- ii. Submit all audit reports to the executive council in the general meeting, making recommendations and proposals when necessary for improvement on proper accounting.



7. **THE LEGAL ADVISER**

- a) Shall provide legal services for the Foundation
- b) Shall advise and work on all legal issues affecting the Foundation, and
- c) Any other duties assigned to him by the Foundation.

8. **PATRON:**

- i. Shall play the fatherly role and oversee the activities and operations of the Foundation.
- ii. Any other duties that may be required by the general meeting.
- iii. He shall be a financial member of this Foundation.

ARTICLE 12:

ARMS OF THE FOUNDATION

- Scholarship scheme arm: this arm of the foundation shall provide scholarship and other products to existing students in secondary tertiary institutions.
- relief arm: the relief arm shall provide relief materials like foods, clothing and other goods as may be determined by the executive to the needy and less privileged.
- Medicare arm: this arm shall take care of the medically challenged persons and will eventually set-up a clinic for smooth operation and achievement this goal.
- Skills acquisition programme: this will train, develop and assist the disabled, jobless, interested persons to acquire skills for self reliance and empowerment.



CHAPTER THREE

FUNDS AND BANKING

ARTICLE 13:

FUNDS

The Foundation shall generate its funds from the following sources:

- i. Registration by members.
- ii. Other levies as may be agreed by members in the general meetings.
- iii. Voluntary donations/consolidation by members.
- v. Donations from within and outside Nigeria.
- iv. Notwithstanding the above, any legitimate source of revenue in realization of the aims and objectives of the *FOUNDATION*.
- vi. Grant from donor agencies, government agencies, donations from people of good will etc.

ARTICLE 14:

BANKING:

- i. THE Exco shall open and operate an account with any current bank(s) into which all monies of the Foundation shall be lodged in.
- ii. Two members of the trustees shall be signatory to any of the bank accounts of the Foundation



CHAPTER FOUR

TRUSTEES, APPOINTMENT AND TENURE OF OFFICE

ARTICLE 15:

TRUSTEES

(a) **APPOINTMENT**

The Trustees of the "JIREH DOO FOUNDATION" for the purpose of the Companies and Allied matters Decree No. 1 of 1990 part "C" shall be APPOINTED at the general meeting of the *Foundation* with a quorum of 2/3 (two third) of members physically present by simple majority vote.

Such Trustees (hereinafter referred to as "the Trustees") and shall be minimum of five (5) in number and shall be known as The Incorporated Trustees of "JIREH DOO FOUNDATION"

(b) **TENURE OF OFFICE: -**

A Trustee may hold office for life but shall cease to hold office if he: -

- i. Resigns his office.
- ii. Ceases to be a member of the registered Trustees of "JIREH DOO FOUNDATION"
- iii. Becomes insane.
- iv. Is officially declared bankrupt.
- v. Convicted of a criminal offence involving dishonesty by a court of competent jurisdiction.
- vi. Is recommended for removal from office by a board of Governor's and Trustees' majority vote of members present at a General Meeting of "JIREH DOO FOUNDATION" or
- vii. Ceases to reside in Nigeria.

Upon a vacancy occurring in the number of Trustees, a General meeting will be held to appoint another eligible member of "JIREH DOO FOUNDATION"



CHAPTER FIVE

IRON SEAL, MEETINGS AND CONSTITUTIONAL AMENDMENT

ARTICLE 16:

CUSTODY OF THE IRON SEAL

- i. The Trustee/Trustees shall have a common seal.
- ii. Such common seal shall be in custody of the *Secretary* who shall produce it when required for use by the Trustee/Trustees.
- iii. All documents to be executed by the Trustees shall be signed by such of them and sealed with the common seal.

ARTICLE 17:

MEETINGS AND QUORUM

The Foundation shall hold its meeting from time to time at agreed venue and date and meetings shall be of different types, namely:

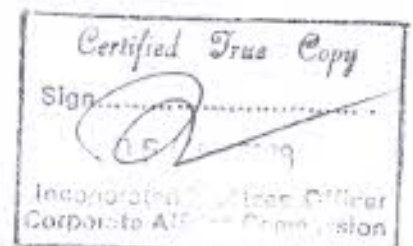
- i. General meeting;
- ii. Board of trustees meetings;
- iii. Emergency meetings;
- iv. Ad hoc committee meetings;

QUORUM: The Quorum for each of the meetings stated above shall be 2/3 (Two Thirds) of members of the body who are physically present.

ARTICLE 18:

CONSTITUTIONAL AMENDMENT

This constitution as drafted is subject to amendments on a 2/3-majority vote of members present in the general meetings convened for that purpose in accordance with the dreams of the Foundation



CHAPTER SIX
SPECIAL CLAUSE

ARTICLE 19:

THE INCOME AND PROPERTY of "JIREH DOO FOUNDATION" whensoever derived shall be applied solely towards the promotion of the objects of the *FOUNDATION* as set forth in this RULES AND REGULATION/CONSTITUTION: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise howsoever by way of profit, to the members of "JIREH DOO FOUNDATION"

2. PROVIDED that nothing herein shall prevent the payment, in good faith, or reasonable and proper remuneration to any officer or servant of "JIREH DOO FOUNDATION" in return for any service actually rendered to "JIREH DOO FOUNDATION" but so that no member of the council of Management of Governing Body shall be appointed to any salaried office of the "JIREH DOO FOUNDATION" or any office of the "JIREH DOO FOUNDATION" paid by fees; and that no remuneration or other benefit in money or money shall be given by "JIREH DOO FOUNDATION" to any member of such council or Governing Body except repayment of out-of-pocket expenses or reasonable and proper rent for premises demised, or let to the *FOUNDATION* provided that the provision last aforesaid shall not apply to any payment of any company to a member of "JIREH DOO FOUNDATION" may be a company in which such member shall not hold more than one-hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

3. NO ADDITION, alternation, or amendment shall be made to or in the RULES AND REGULATION/CONSTITUTION for the time being in force, unless the same have previously submitted to and approved by the Registrar General.

