

PROPOSED CONSTITUTION OF WALE WALE Kenya

ARTICLE I: NAME

The name of the organization (hereinafter referred to as “the Organization”) shall be **Wale Wale Kenya**

ARTICLE II: MAIN OBJECTIVES

The main objective for which the Organization is set up is to eradicate poverty and improve the living standards of persons residing in slums by identifying and nurturing youth’s talents through creative activities, educational support and economic empowerment.

ARTICLE III: SPECIFIC OBJECTIVES

In pursuit of it’s general objective, the Organization shall have the following specific objectives:

- a) Establish a center where children and youth can gather and have access to education and a meaningful free time in a non-formal way;
- b) Promote capacity building among youth in performing arts, media production, handcraft, sports, team work and leadership;
- c) Enlighten the communities about social responsibilities and create awareness on issues related to; Human Rights, Children’s Rights and health;
- d) Create entrepreneurial opportunities for the members to enable them to earn a living both through art and business oriented activities by developing sustainable programs;
- e) Educate and entertain the community through outreach programs in schools and slum areas;
- f) Establish a music studio which will facilitate a center for music, video and other forms of media production;
- g) To establish or assist in the establishment of schools and/or other educational centers such as libraries;
- h) To promote cultural diversity both nationally and internationally;
- i) To publish - web-based or in hard copies - newsletters, brochures, periodicals, books and other publications that will work for the promotion of the Organization;
- k) To raise, mobilize and disburse funds and other resources for the promotion of the activities of the Organization;
- l) To promote or assist in the promotion of any organization or other body having objectives similar to those of the Organization;
- m) To do all such other things as are incidental or conducive to the attainment of any of the above objects;
- n) To invest the money in the Organization not immediately required in any one or more of the modes of investment of trust moneys or in such other manner as the Board of the organization may from time to

time determine provided that the outcome of such investments shall be generated back to the Organization to achieve its objectives;

o) To promote participation, democracy and transparency by laying down and keeping the organizational structures in such a way that these are always present both in policy documents, meetings, decision making and in the day to day work.

ARTICLE IV: MEMBERSHIP

1. Membership to the Organization shall be open to the subscribers of this constitution and such other persons or organizations as the Board of the Organization may from time to time admit.

2. Annual membership fees, where necessary, shall be decided by the Members at General Meetings.

3. Members of the Organization, who have engaged in activities contrary to the Purposes of the Organization and persist in such activity after such activity is called to attention of the person concerned, may have their membership withdrawn by the Board. Before such action is taken, notification and an opportunity to be heard shall be given.

4. A member shall also cease to be a member if:

i) The member gives one month notice in writing to the Board of their intention to resign from membership. Upon the expiry of such notice he or she shall cease to be a member but his or her liability to contribute to the funds of the Organization in the event of its being wound up or dissolve shall continue for one year from the expiry of such notice.

ii) If he or she is removed from membership by the vote of not less than two-thirds of the members of the Organization at an Extraordinary General Meeting of the Organization specially convened and at which he or she has been given a reasonable opportunity of attending and being heard.

5. Membership in the Organization is not transferable or assignable to any other individual or organization.

ARTICLE V: THE BOARD OF THE ORGANIZATION

1. The affairs and business of the Organization shall be vested in a Board, which is the main executive body of the Organization and is elected by the Members of the Organization at General Annual Meeting.

2. The Board shall consist of a Chairperson, Vice Chairperson, Secretary, Vice Secretary, Treasurer and Vice Treasurer and such other members as shall from time to time be elected by the Members of the Organization.

3. The Executive Director of the Organization shall serve as the Secretary.

4. The Chairperson and the Vice Chairperson shall hold office for one year from the date of his or her election and the expiry of that term and shall be eligible for re-election, provided that:

i). Any Board Member may at any time, by written notice to the Executive Director, resign his or her office;

ii) if two-thirds or more of the total membership of the Board and/or three-quarters of the members of

the Organization, at a duly convened meeting, pass a vote of a no confidence in the Board Member he or she shall immediately cease to hold office as such;

iii) if the Chairperson or the Vice Chairperson dies, resigns, becomes mentally incompetent or otherwise ceases to hold office, the Board shall elect another of its members to be Chairperson for the remainder of the former Chairperson's term of office;

iv) no person shall be eligible for re-election as Chairperson, Secretary or Treasurer after serving two terms, whether or not they are consecutive;

v) the aim of the Organization shall be that no person figures as Secretary for more than one year, provided that there is a suitable candidate to replace the previous Secretary.

ARTICLE VI: NUMBER OF BOARD MEMBERS

Until otherwise varied by a special resolution passed at a General Meeting, the Board shall include the honorary posts of Chairperson, Vice Chairperson, Secretary, Vice Secretary, Treasurer, Vice Treasurer and such other members as shall from time to time be admitted into the Board. The Secretary will serve as the Executive Director. The Board shall be the policy-making organ of the Organization. The minimum number of the Board Members shall be six while the maximum shall be ten.

ARTICLE VII: THE MANAGEMENT STRUCTURE

There shall be the office of the Executive Director who shall be the head of the Secretariat.

The day-to-day affairs of the Organization shall be managed by the Executive Director who shall be in charge of the Organization's affairs. The Management may pay all expenses incurred in setting up and registering the Organization and may exercise such powers of the Organization as are required by this constitution and to be exercised by a General Meeting, to achieve the objectives of the Organization.

Regulations made by the Organisation in a General Meeting, shall validate any prior act of the management. The Executive Director shall be responsible to the General Meeting and the Board. He or she shall be an employee of the Organisation and his or her office shall fall under the Secretariat whose terms of service shall be determined by the Board. He or she shall interalia;

- a) represent and act on behalf of the organization generally
- b) do all such acts as may be necessary for the efficient running of the organization's affairs;
- c) keep complete, and up-to date records of the organization's affairs;

ARTICLE VIII: OFFICE BEARERS

The Organization shall at the Annual General Meeting in each year elect from its members its Chairperson, Secretary and Treasurer. The above officials shall hold office until the next Annual General Meeting following that at which they were elected when they shall retire but shall be eligible for re-election. If the Chairperson, during his or her term of office, should cease to be a member of the

Organization, resign from office or die, the Members of the Organizations shall at a Extraordinary General Meeting elect one of their members to hold office until the next Annual General Meeting when a new Chairperson shall be elected. The same procedure shall apply to the Secretary and the Treasurer.

ARTICLE IX: DUTIES OF OFFICE BEARERS

1. The Chairperson shall chair all meetings of the Board and all General Meetings. He or she shall provide general guidelines related to the affairs of the Organization. In his or her absence the Vice-chairperson shall chair the meeting.
2. The Secretary shall;
 - a) keep minutes of the meetings of the Board and the General Meetings;
 - b) carry out all correspondence and publicity on behalf of the Organization;
 - c) arrange for meetings of the Organization on instructions of the Board, in special circumstances, on the instructions of General Meetings;
 - d) serve as the Executive Director of the Organization.
3. The Treasurer shall in general ensure the proper accounting procedures are adhered to, and shall;
 - a) keep on a proper accounting basis all the financial records of the Organization;
 - b) open a bank account on the advice of the Board and ensure that all drawings from the account are countersigned either by the Executive Director or his or her deputy;
 - c) provide reports on the financial statements of the Organization and audit accounts to the General Meeting.

ARTICLE X: DISQUALIFICATION OF MEMBERS OF THE BOARD

The office of a member shall be vacated:

- i.) If a receiving order is made against him or her makes an arrangement or composition with his or her creditors;
- ii.) If he or she becomes of unsound mind;
- iii.) If he or she fails to attend the meetings of the Board for a period of six months, except by special leave of the Board;
- iv.) If by notice by writing to the Organization he or she resigns his or her office;
- v.) If he or she is removed from office by resolution duly passed under this constitution.
- vi.) If he or she is removed from membership of the Organization pursuant to a resolution of the Organization.
- vii) If he or she is removed by voting by not less than three-quarters of the members.

ARTICLE XI: REMOVAL OF BOARD MEMBERS OTHER THAN OFFICIALS

The Board may by resolution remove any member of their body from office, but if such a member should be aggrieved at his or her removal he or she may appeal to a General Meeting to be called for this purpose. In the meantime, he or she shall cease to act as a member of the Board as to hold any other office under the Organization, and members for the time being of the board may act notwithstanding any vacancy in their body; provided always that in case the members of the Board shall at any time be reduced in number to less than the minimum number prescribed by this constitution, that numbers shall be the quorum for the purpose of filling up vacancies in their body and of summoning a General Meeting, but not for any other purpose. Provided also that the Board may co-opt any person to advise the Board in any capacity which the Board shall think fit.

ARTICLE XII: ALTERNATES

Any member of the Board may appoint another member to be his or her alternate to act in his or her place at any meetings of the Board at which he or she is unable to be present. Such appoint as shall be entitled to exercise all the rights and powers of a member of the Board and where they are members of the Board, shall have a separate vote on behalf of their appointers in addition to their own votes. A member of the Board may, at any time, revoke the appointment of an alternate appointed by him or her. The appointment of an alternate shall be revoked ipso facto, if his or her appointer ceases to be a member of the Board. Every appointment and revocation under this paragraph shall be effected by notice in writing under the hand of the appointer served on the Organisation and such alternate.

ARTICLE XIII: GENERAL POWERS AND DUTIES OF THE BOARD

In addition to the powers conferred upon the Board elsewhere in this Constitution the Board shall have the following powers and duties:

1. to be responsible for overall planning and policy formulation of the Organization;
2. to be responsible for the safeguarding of all finances and property of the Organization;
3. to cause a proper set of books of account to be kept relevant to the affairs of the Organization, which shall be audited annually by an auditor appointed by the Board;
4. to invest and deal with any moneys of the Organization not immediately required for purposes of fulfilling the Organization's objectives;
5. to solicit and procure sponsorships, aid, grants or other financial assistance from individuals, institutions, Government agencies or any other entities;
6. to hire or acquire any movable or immovable property to benefit the Organization or to advance its objectives;
7. to establish branches and offices in Kenya and elsewhere;
8. to appoint such committees as may be necessary to carry out specific tasks and to regulate the meetings of these committees;

9. to do any and all such things as may be necessary to achieve the objectives of the Organization.
10. the Board may exercise its functions despite any vacancy in its membership or any defect in the election or appointment of any of its members.
11. to keep all members informed and included in the duties, decisions and activities of the Board.

ARTICLE XIV: FORMATION OF COMMITTEES

1. The Board may delegate any of their powers to Committees consisting of such members of the board as they see fit, and any Committee so formed shall, in the exercise of the powers delegated, conform to any regulations prescribed by the Board. The meetings and proceedings of any such Committee shall be governed by the provisions of this constitution for the time being regulating the meetings and proceedings of the Board so far as applicable and so far as the same shall not be any rules made by the Board.
2. All acts bona fide done by any meeting of the Board or of any Committee of the Board or by any person acting as a member of the Board, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the board.
3. A resolution in writing signed by not less than two thirds of the Members for the time being of the board of any Committee of the Board who are duly entitled to receive notice of a meeting of the Board or of such Committees shall be as valid and effectual as if it had been passed at a meeting of the Board or of such committed duly convened and constituted.

ARTICLE XV: MEETINGS OF THE BOARD

1. The Chairperson shall cause an ordinary meeting of the Board to be convened at least four times in each calendar year.
2. The Chairperson, when so instructed in writing by a majority of the Members of the Board, shall cause a special meeting of the Board to be convened, which meeting shall be convened not sooner than seven days nor later than thirty days after receipt of the instruction.
3. Notice of an ordinary or special meeting of the Board shall be in writing, specifying the date, time, place, and business to be conducted at the meeting and, except in the case of an Annual General Meeting, shall be given not less than fourteen days before the date of the meeting. A meeting shall not be invalidated by an inadvertent omission to give a member notice of the meeting.
4. a) The Chairperson shall preside over meetings of the Board, but if he or she is absent the Vice Chairperson shall chair the meeting.
b) If both the Chairperson and the Vice Chairperson is absent, the Board shall select a chairperson from those attending the meeting.

5. One-third of the membership of the Board shall constitute a quorum at any meeting of the Board.
6. A person shall not attend a meeting of the Board as a representative of a member or a member organization unless he or she has satisfied the Chairperson that he or she has been duly authorised to represent the member or the organization concerned.
7. The Board shall endeavour to reach its decision by consensus, but if it is unable to do so on any matter a vote shall be taken and, subject to clauses 3.6, 3.7 and 7.4, the matter shall be decided by a majority of those present and voting. In the event of an equality of votes the Chairperson shall have a casting vote in addition to a deliberative vote. A poll shall be exercised at any time one or more members requires so.
8. Subject to the approval of the Board, the Chairperson may invite any person to attend a meeting of the Board and take part in its deliberations but such person shall not be entitled to vote.
9. Subject to this clause, the Board may regulate the manner in which its meetings should be conducted.

ARTICLE XVI: ANNUAL GENERAL MEETING

1. The Annual General Meeting of the Board shall take place within six months after the end of the Organization's financial year.
2. At least twenty-one days' written notice shall be given for the holding of the Annual General Meeting of the Board, specifying the date, time, place and business to be conducted at the meeting. The meeting shall not be invalidated by an inadvertent omission to give a member notice of the meeting.
3. The business of the Annual General Meeting shall be:
 - a. approvals by the Members of the Organization that the General Annual Meeting was announced in accordance to this constitution.
 - b. the presentation and adoption of a report by the Chairperson on the Organization's activities over the preceding financial year;
 - c. the presentation and adaptation of the Organization's accounts for the preceding financial year;
 - d. the appointment of Board and Organization Officials, the Board shall be elected by the Members of the Organization;
 - e. the appointment of auditors;
 - f. any other business.
4. The Annual General Meeting shall be called Ordinary General Meeting and all other General Meetings shall be called Extraordinary General Meetings.

ARTICLE XVII: MANNER OF CONVENING EXTRA ORDINARY GENERAL MEETING

1. The Board may, whenever it thinks fit, convene an extraordinary general meeting;
2. The Board shall also, on the requisition of not less than one-third of the members of the Organization, proceed to convene an extraordinary General Meeting, provided that the requisition must state the objects of the meeting and must be signed by the requisitioners and deposited at the office.

ARTICLE XVIII: PROCEEDINGS AT EXTRAORDINARY GENERAL MEETINGS

All Business shall be deemed special that is transacted at an Extraordinary General Meeting and also all that is transacted at an Ordinary General Meeting with the exception of the considerations of the accounts and balance sheets, the reports of the Board and Auditors, the elections of the board, appointment of auditors, and the fixing of the remuneration of the Auditors. Provided that no business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business members present in person or by proxy shall continue constitute a quorum.

1. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved, and in any other case it shall stand adjourned to the same day in the next week at the same time and place and if at such adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall then be dissolved.

2. The Chairperson, or in his or her absence the Vice-Chairperson of the Board, shall preside at every General Meeting. If there is no such Chairperson or Vice Chairperson, or if at any meeting neither is present within 15 minutes after the time appointed for holding the meeting, the members present shall designate one of their members to be Chairperson of the meeting.

3. The Chairperson of any meeting at which a quorum is present may, with the consent of the meeting adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished. When such adjourned extends to more than 30 days since the original schedule date of the meeting, notice of the adjourned meeting shall be given as in the case of an original meeting.

ARTICLE XIX: VOTING AT GENERAL MEETINGS

1. Every member shall have one vote, provided that when any matter affecting a member personally comes before the meeting, although he or she may be present at it, he or she shall not be entitled to vote on the question and Chairperson may require him or her to withdraw during the discussion, and he or she shall in the case withdraw accordingly.

2. On a poll, votes may be personally or by proxy, provided that the instrument appointed a proxy shall be in writing under the hand of the appointer or of his or her attorney duly authorised in writing, or, if the appointer is a corporation either under seal, or under the hand of an officer or attorney duly authorised, a proxy need not be a Member of the Organization provided that no person shall be entitled to be appointed a proxy more than two absent members.

3. The instrument appointing a proxy and the power of the attorney or other authority, if any, or a notarially certified copy of that power or authority shall be deposited at the officer or at such other place convening the meeting, not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or, in the case of a poll, not less

than 24 hours before the time appointed for taking the poll, and in default the instrument of the proxy shall not be treated as valid after the expiration of twelve months from the date of its execution.

4. At any General Meeting a resolution put to the vote of the meeting shall be decided by a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two of the members. Unless a poll is so demanded a declaration by the Chairperson that a resolution has, on a show of hands, been carried, shall be conclusive evidence of the fact without proof of the number or proportion of the vote recorded in favour of or against such a resolution. A demand or a poll may be withdrawn.

A poll demanded on the election of a Chairperson, or on the question of adjournment, shall be taken forthwith. A poll demanded on any questions shall be taken as such time as the Chairperson of the meeting directs and any business other than upon which a poll has been demanded may be proceeded with pending the taking of the poll. In case of an equality of votes, whether on a show of hands or on a poll, the Chairperson of the meeting at which the show of hands takes place, or at which a poll is demanded, shall be entitled to a second or casting vote.

ARTICLE XX: DISCLOSURE OF INTEREST IN CONTRACTS

A Member of the Board who is in anyway, whether directly or indirectly, interested in a contract or proposed contract with the Organization shall disclose the nature of his or her interest at a meeting of the Board at which the question of entering into the contract is taken into consideration. A member of the Board shall not vote in respect of any contract or arrangement in which he or she is interested and if he or she shall do so his or her vote shall not be counted.

ARTICLE XXI: INDEMNITY OF BOARD MEMBERS

Every member and other officers or servant of the Organization shall be indemnified against (and it shall be the duty of the Boards, out of the funds of the Organization, to pay) all costs, losses and expenses which such person may incur or become liable for by reason of any contract entered into, or act or thing done by him or her in good faith in the capacity aforesaid, in any way in the discharge of his or her duties, including traveling expenses, and the Board may give to any officer or employee of the Organization who has incurred or may be about to incur any liability at the request or for the benefit of the board, such security by way of indemnity as it may think proper.

ARTICLE XXII: EXECUTIVE DIRECTOR AND OTHER EMPLOYEES

1. The Board shall delegate its power to run the affairs and business of the Organization to the Executive Director.
2. The Executive Director shall be appointed by the Board which shall also fix his or her terms and conditions of service.
3. The Executive Director shall be the Chief Executive Officer of the Organization, responsible to the

Board for the effective administration of the Organization's operations, including:

- a. managing and directing all the Organization's programmes to ensure cost-effective and efficient utilisation of human, financial and material resources;
- b. negotiating with donors for the acquisition of resources for the Organization;
- c. overseeing the recruitment, selection and performance of staff;
- d. act as the Secretary of the Board and perform such other duties as the Board may assign him or her.

ARTICLE XXIII: FINANCE

1. The income of the Organization shall be derived from sponsorships, aid and donations, interest of investments and also from local income generating activities.
2. The financial year of the Organization shall be from 1 January of each year to 31 December of the same year.
3. All moneys received by or on behalf of the Organization shall, in the first instance, be paid to such bank accounts as the Board shall from time to time open and operate on behalf of the Organization.
4. Each of the Organization's bank accounts shall have at least two signatories who shall be determined by the Members.
5. The Executive Director shall ensure that full and proper accounts are kept in respect of all the Organization's transactions involving the receipt and expenditure of money and the acquisition of property.
6. The Organization's accountant shall be audited each year by an organization auditor elected at the Organization's Annual General Meeting, in the case of the total income or expenditures exceeds KSH 1 Million, an authorized auditor shall be appointed.

ARTICLE XXIV: ACCOUNTS

1. It shall be the work of the Treasurer to cause the accounts to be kept and in particular as regards;
 - a. The sums of money received and expended by the Organization and the matters in respect of which such receipts and expenditures takes place;
 - b. The assets an liabilities of the Organization.
2. The books of accounts shall be kept at the office or at such other places as the Board thinks fit, and shall always be open to the inspection by any member of the Organization during business hours.
3. At the Annual General Meeting in every year, the Board shall lay before the members present a proper income and expenditure account for the period since the last preceding account made up to a date more than nine (9) months before such meeting.
4. A proper balance sheet as at the date on which the income-expenditure account is made up shall be prepared every year, and laid before the members present at the Annual General Meeting. Every such balance sheet shall be accompanied by proper reports of the Board and the Auditor.

5. Copies of the income and expenditure account, balance sheet and reports, all of which shall be framed in accordance with any statutory requirements for the time being in force, and of any other documents required by law to annexed or attached thereto or of the Annual General Meeting be sent to the Auditor and to all other persons entitled to receive notices, of such meetings in the prescribed manner.

ARTICLE XXV: APPLICATIONS OF FUNDS AND ASSETS

The funds and assets of the Organization shall be applied solely towards the promotion of the objects of the Organization as set forth in this constitution; and no portion thereof shall be paid or transferred directly, or indirectly by way of dividend, gift bonus or otherwise by way of profit to the members of the Organization provided that nothing herein shall prevent, good faith, of reasonable and proper remuneration to any officer or servant of the Organization or any member of the Organization, in return for any services actually rendered to the Organization, or prevent payment of interest at a rate not exceeding current bank rates on money lent or reasonable and proper rent for premises demised or let by any member to the Organization.

Provided also that no non-executive member of the board of the Organization shall be appointed to any salaried office of the Organization or any office of the Organization paid by fees, and that no remuneration or other benefit in money or money's worth of-pocket expenses and interest at the rate of aforesaid on money lent or reasonable and proper rent for premises demised or let to the Organization.

ARTICLE XXVI: ARBITRATION CLAUSE

Save where by this Constitution the decision of the Board is made final if at any time hereafter any dispute difference or question shall arise between the Founders, Members, Trustees (if any) or other persons or their personal representatives or any of them respectively touching the construction, meaning or effect of this Constitution or any cause or thing therein contained or the rights or liabilities of the said parties respectively or any of them under this Constitution or otherwise howsoever in relation to the Constitution then every such dispute or question shall be referred to arbitration by a single arbitrator appointed by agreement between the parties and in default of such agreement the Chairperson for the time being of the Chartered Institute of Arbitrators (Kenya Branch) in accordance with and subject to the provisions of the Arbitration Act (Chapter 49) of the laws of Kenya or any statutory modification or re-enactment thereof for the time being in force.

ARTICLE XXVII: INSPECTION OF ACCOUNTS AND LIST OF MEMBERS OF THE ORGANIZATION

The books of accounts and all documents relating thereto and a list of members of the Organization shall

be available for inspection at the office by any member of the Organization on giving not less than seven (7) days notice in writing to the Organization, provided that the books of account and all documents relating there to and list of members shall always be open for the inspection by members of the Board during business hours.

ARTICLE XXVIII: MEMBERS' CONTRIBUTION TO ASSETS ON WINDING UP

Every member of the Organization undertakes to contribute to the assets of the Organization in the event of its being dissolved or wound up while he is a member, or within one year of his ceasing to be a member, for payment of the debts and liabilities of the Organization contracted before he ceases to be a member, and the cost, charges and expenses of dissolution or winding up for the adjustment of the rights of the contributories amongst themselves, such sum as may be required not exceeding the sum of shillings one hundred (Kshs. 100/-).

ARTICLE XXIX: AMENDMENTS TO THE CONSTITUTION

1. The Board may, by resolution passed at a duly convened meeting, amend any provisions of this Constitution, provided that:

- a. notice of the proposed amendment shall be given to all the members organisations at least one month before the meeting;
- b. such resolution shall be passed by at least three-quarters of the Members.

2. Every-

- a. Individual or organization that was a member of the Organization;
- b. person who was a member of the board; and
- c. person who was an employee of the Organization
- d. before the adoption of any amendment to this constitution shall remain a member of the Organization or the Board or an employee, as the case may be.

Every act that was duly done or decided by the Organization or the board before an amendment of the Constitution shall remain valid as if it had been done or decided after such amendment has been adopted.

ARTICLE XXX: DISSOLUTION

The Organization shall not be dissolved or wound up except by a resolution passed at a General Meeting of the members by votes of three-quarters of the members present. The quorum at the meeting shall be fifty per cent of all members of the Organization. If no quorum is obtained, the proposal to dissolve or wind up the Organization shall be submitted to a further General Meeting which shall be held one month later. Notice of this meeting shall be given to all members of the Organization at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present.

1. The Organization will not be dissolved without prior consent in writing to the Non-government Organizations Co-ordination Board, obtained upon a written application addressed to the Executive Director of the Non-Governmental Organizations Coordination Board and signed by three of the officials of the organization.
2. Upon dissolution of the organization, its remaining assets shall be distributed to another organization(s) with similar objectives.