

THE CONSTITUTION of KALABARI GIRLS' HIGH SCHOOL ALUMNI FOUNDATION

A not for-profit and non-political organization wishing to bind us with this constitution and be governed by the provisions therein contained.

ARTICLE 1 NAME:

The name of the body shall be **KALABARI GIRLS' HIGH SCHOOL ALUMNI FOUNDATION** herein referred to as "KGHS ALUMNI FOUNDATION" or "THE FOUNDATION".

ARTICLE 2 AIM & OBJECTIVE:

The purpose of the foundation shall be:

Section 1. Galvanize all alumni in Nigeria and the diaspora into one unit to put pressure on the Rivers State government to re-establish the defunct Kalabari Girls High School located in Buguma, Asalga.

Section 2. While the Rivers State government will run the school financially after the re-establishment, **KGHS ALUMNI FOUNDATION** will partner with the government and other community entities as a private non-profit educational, and management conduit to develop distinguished mid-level technical, and technological curriculum that will empower girls in the region to compete with their international peers in perpetuity.

ARTICLE 3 LOCATION:

Section 1. The **FOUNDATION** shall be registered in Nigeria and have its headquarters located in Port Harcourt, Rivers State.

ARTICLE 4 MEMBERSHIP:

Section 1. The membership to **KGHS ALUMNI FOUNDATION** shall be open to any woman who graduated from Kalabari Girls' High School.

Section 2. Membership shall also be extended to any interested woman who attended Kalabari Girls' High School.

Section 3: There will be two (2) types of memberships: Ordinary and active.

A. Active members shall be those members who pay the required dues as stipulated in article 5, section1, and also participate/attend 25% of all in-person meetings and/or on the 'virtual platform'. Active members shall have voting privileges and can also nominate candidates for office. Only active members can serve as officials in all circumstance as well as participate in committees.

B. Ordinary Members. If you do not meet the stipulation in item A, you are an ordinary member. This type of membership has no voting privileges and cannot nominate candidates for office.

ARTICLE 5 FUNDING:

Funding for **KGHS ALUMNI FOUNDATION** shall be based on the following:

Section 1. The dues for **KGHS ALUMNI FOUNDATION** shall be N5, 000 quarterly (3 months) or N20, 000 annually. Dues are mandatory for active membership.

Section 2. Solicit for quarterly financial aid and support from individuals and/or corporate entities, whether they are members of 'The Foundation' or not. Fundraising drives shall be performed as follows:

- A. First quarter fundraising drive shall commence on a date in February, and terminate after 40 days.
- B. Second quarter fundraising drives shall commence on a date in May, and terminate after 40 days.
- C. Third quarter fundraising drive shall commence on a date in August, and terminate after 40 days.
- D. Fourth quarter fundraising drive shall commence on a date in October, and terminate after 40 days.

Section 3. During the above fundraising drives, ALL trustees shall participate in donating any amount to the best of their ability.

Section 4. Special contributions including sales of selected products during commemorative events for **KGHS ALUMNI FOUNDATION**.

ARTICLE 6 LEADERSHIP:

Section 1. The **FOUNDATION** shall be a not-for-profit non-political voluntary body with an objective towards the Reestablishment of Kalabari Girls' High School, Buguma in Asalga. With a vision to partner with government to operate the curriculum of the school after reinstatement, the **FOUNDATION'S** goal is to empower KGHS young women with bright future.

Section 2. A Board of Trustees made up of nine women shall lead the **FOUNDATION**. The trustee herein referred to, as "The Trustee" shall either volunteer for a vacant position or be nominated by anyone from the general alumni body.

Section 3. *Board of Trustees Fundamental Responsibility:*

A. Broadly, the board of trustees shall have a fiduciary responsibility for the general strategic direction, sound governance, and strategic oversight in achieving the aims and goals of the

FOUNDATION. Doing this will require clear and measureable objectives, as well as setting budgets and establishing policies that will not only advances the goals of the **FOUNDATION**, but also policies that are ethical, legal and risk averse. The board shall also be responsible for assuring financial integrity, public trust and solvency of the **FOUNDATION** including setting policies to safeguard against fraud.

B. All trustee members shall have a full and clear understanding of the objective of the **FOUNDATION** and be able to articulate same to external entitles and/or other people.

C. All trustee members shall discharge duties in good faith and put in several productive hours of service and shall attend/ participate in a minimum of 50% of all virtual or in- house meetings annually.

D. A trustee member shall be required to chair no more than two of the **FOUNDATION'S** committees.

Section 4. The trustee members of **KGHS ALUMNI FOUNDATION** shall consist of:

1. Chairperson: Nderiya Bessi Harry, class of 80
2. Secretary: Okorite Akoko, class of 80
3. Treasurer: Mabel Horsfall, class of 77

Ordinary Trustee members:

4. Ene Dokiware-Taylor, class of 80
5. Alaro Lawson, class of 80
6. Ese Hart, class of 86
7. Eleyeba Bricks, class of 80
8. Lolo Briggs, class of 77

9. Omiete Farrell, class of 80

Section 5. *Roles and Responsibilities:*

A. The chairperson shall serve as the head of the board and the Foundation and shall be responsible for calling for and presiding over all scheduled general meetings including meetings for the board of trustees and/ or committees. The chair can also appoint any trustee member to presiding over meetings on as need basis. Decide on meeting dates, times and agenda in consultation with the secretary and other members. Serve as the spokesperson and point of contact for the **FOUNDATION** and voting only in the case of a tie. Be responsible for the overall operation of the **FOUNDATION** and the supervision of the activities of all officers.

B. The secretary shall be responsible for maintaining all records of the **FOUNDATION** including minutes of all meetings, constitutional amendments, membership rosters, attendance records, minutes of general membership, minutes of the board of trustees and minutes of all other matters arising. Be responsible for communicating with the general membership on behalf of the board, provides oversight of the treasury, marketing and publicity. The secretary shall always provide duplicate copies of all records to the chairperson and another trusted trustee member for duplicate record keeping.

C. The treasurer shall be responsible for maintaining and organizing all **FOUNDATION** finances. Duties include general bookkeeping, dues collection, and deposit of all funds into **FOUNDATION'S** account, approval of expenditure in conjunction with the chairperson, the other signatories and two additional members of the board of trustee, and coordination of fundraising efforts. Three out of four signatures are required for all cheques including that of the treasurer. Prepare an annual financial statement of account receivables and financial reports to the board for review.

D. The ordinary trustees are part of the board of trustees and shall be eloquent advocates of the affairs of the **FOUNDATION**. Collectively, they are responsible for planning, reviewing, monitoring and promoting policies and budgets. Each trustee shall perform duties assigned by the chairperson.

QUALIFICATION:

Section 1. All trustee members shall have some professional background and competency including attributes that shall enable a higher fiduciary standard. Be enthusiastic and eloquent in advancing the **FOUNDATION'S** aims and objectives.

PROCEDURES FOR NOMINATION AND ELECTION

Section 1. Any person volunteering for a trustee position or being nominated shall become familiar with that respective position by reading the duties listed in the constitution and/or shadowing the current officer for a minimum period of time. Any nominated person shall accept the nomination and pledge to allocate quality time when needed prior to being accepted by the board.

Section 2. Nominated person must formally accept the nomination and be noted into the minutes.

Section 3. Any person nominated or volunteering shall be an active member as stipulated in Article 4, Section 3(A).

Section 4. The nominated or volunteering qualified women shall be voted for at the general meeting by a 2/3 majority of members present.

Section 5. Any person nominated or volunteering must be present in person or by phone (if the person resides outside Nigeria) during the meeting to accept the position and its responsibilities.

Section 6. Election of trustee members shall be held once a year during the last quarter of general meeting by open ballot and facilitated by the meeting chair. If the meeting chair is running for an office, another member of the board shall facilitate that specific vote.

Section 7. Voting within the board of trustees on issues shall be simple majority to carry an idea forward. Simple majority shall also constitute a quorum.

CESSATION OF A TRUSTEE

A trustee may hold office for (3) years, but subject to a yearly review. However, a Trustee may cease to hold office if she:

1. Resigns
2. Unable to perform the responsibilities of the office in good faith.
If 6 out of the 9 members feel that a trustee is not performing in good faith, the trustee will be asked to resign.
3. Is ill and in poor health
4. Dies
5. Becomes incapacitated
6. Is convicted of a crime
7. Defrauds the Foundation

ARTICLE 7 COMMITTEES

Section 1. Committees are a platform where members spend time developing and nurturing various ideas before they are introduced to the full board for input and approval.

Section 2. There are currently four (4) standing committees. More committees will be created as the **FOUNDATION** grows.

Section 3. All committee membership shall be limited to a minimum of four (4) and a maximum of five (6) members.

Section 4. No one member shall be in more than two (2) committees.

Section 5. Committee members shall create their own forum to meet once a month or on as need basis with each committee producing a yearly report to the general membership.

Section 6. Voting and approval in committees shall be based on simple majority to carry an idea forward. Simple majority shall also constitute a quorum.

Section 7. All committees shall have at least one board of trustee member who shall chair the committee.

A. Executive committee. This committee shall consist of four (4) members and be responsible for developing mission & vision and operational policies, rules and regulation of the **FOUNDATION**, and the plan for the new KGHS prior to bringing it to the full board for input and/or approval.

B. Fundraising committee. This committee shall consist of six (6) members and be responsible for planning activities and events for the sole purpose of raising funds to cover cost of projects for the **FOUNDATION**.

C. Marketing or publicity committee. This committee shall consist of six (6) members and be responsible for community outreach, developing publicity materials for recruitment and fundraising.

D. Membership committee. This committee shall consist of six (6) members and shall be responsible for finding and recruiting more alumni for either membership or donation purposes, as well as orienting new members on **FOUNDATION'S** objectives.

ARTICLE 8 FOUNDATION MEETINGS:

Section 1. General meetings. There shall be a minimum of four (4) general in-person and/or virtual meetings per year. The chairperson shall call additional meetings when necessary.

Section 2. All general meetings shall be open to all alumni.

Section 3. The secretary and treasurer's report shall be debated, amended and ratified at the general meeting.

Section 4. A quorum shall be established with a 2/3 majority of members present.

ARTICLE 9 CODE OF CONDUCT & LOYALTY

Section 1. All trustee members shall act in the interest of the FOUNDATION, rather than in their own personal interest or the interest of other entities.

Section 2. All trustee members shall avoid the use of the **FOUNDATION'S** opportunities for their personal gain.

Section 3. All trustee members shall maintain confidentiality with the **FOUNDATION'S** information.

Section 4. All members especially trustees shall endeavor to conduct themselves in ways that will foster good relationship among members as well as uplift the **FOUNDATION** in external venues.

Section 5. All trustee members shall make decisions within the scope of the **FOUNDATION'S** objectives

Section 6. The trustee members reserve the right to suspend or remove any officer who's not performing in a manner befitting the **FOUNDATION**.

Section 7. The suspension or removal decision of a trustee member shall be subject to appeal to the general body whose decision shall be final.

ARTICLE 10 AMENDMENTS

Section 1. Any active member as defined in Article 4, section 3 (A) of the **FOUNDATION** may submit an amendment to this constitution.

Section 2. Amendments to this constitution shall be made according to the following procedures:

A. An amendment shall only be made by an active member as defined in Article 4, section 3 (A) in writing like post or email within 90 days.

B. If there is quorum, an amendment shall only pass if it gets a 2/3-majority vote of members and trustees present.

C. Passed amendments shall be recorded in the minutes and be placed in the constitution within three (3) months after the meeting.

Section 3. *Repel of amendments.*

A. Motion to repel a constitutional amendment shall be done only by an active member as defined in Article 4, section 3 (A) in writing within 90 days.

B. If there is a quorum, an amendment repel shall only pass if it gets 2/3 votes of active members and trustees present.

ARTICLE 11 CORPORATE SEAL

Section 1. The board of trustees shall provide a corporate seal with an inscription of the **FOUNDATION'S** name and/or logo. The corporate seal shall be affixed on all **FOUNDATION'S** document with signatures of the chairwoman and the secretary. The seal shall be kept in the custody of the secretary.

ARTICLE 12 SPECIAL CLAUSE

Section 1. Any funds obtained by the **FOUNDATION** shall be used only for the affairs of the **FOUNDATION**. Any bank accounts opened for the **FOUNDATION** shall be in the name of the **FOUNDATION**. Any check issued shall be signed by three (3) of any of four (4) approved signatures of the **FOUNDATION** including the signature of the treasurer. Management will ensure that the **FOUNDATION** stays within monthly and yearly budgets.

ARTICLE 13 DISSOLUTION

Section 1. In the event of the dissolution of **KGHS ALUMNI FOUNDATION**, and after all debts and liabilities have been paid, all remaining funds and properties shall be donated to another duly incorporated, non profit and non governmental association voted upon by existing active members as defined in Article 4, section 3 (A).

This constitution of **KALABARI GIRLS' HIGH SCHOOL ALUMNI FOUNDATION** has been ratified or amended and approved by the General membership on this day of

_____.

Signature of chairperson

Signature of secretary

Printed name of chairperson

Printed name of secretary

_NDERIYA B. HARRY

OKORITE AKOKO_