

**THE KENYA VETERINARY PARA-PROFESSIONAL ASSOCIATION (KVPA)  
CONSTITUTION 2015**

The Kenya Veterinary Para-professional Association (KVPA) is a non-profit and non-political society.

**1. NAME**

1.1. The name of the Association shall be the Kenya Veterinary Para-professional Association, KVPA in short and herein referred to as the Association.

**2. OBJECTIVES OF THE ASSOCIATION**

2.1. To be a united voice representing all cadres of Veterinary Para- Professionals recognized by local and international veterinary statutory laws.

2.2. To promote, safeguard and improve the interest and welfare of our members.

2.3. To uphold our professional image through implementation of the Professional Code of Conduct and continuous public education.

2.4 To provide a forum whereby Veterinary Para-Professionals can continue to develop professionally, exchange and generate ideas and network with other professionals and to provide a support network for our profession.

2.5 To enhance the quality of services and products to our clients and stakeholders provided by our members.

2.6 To promote, safeguard and protect the health and welfare of animals as governed by local, regional and international statutes and policies.

2.7 To liaise and/or affiliate with kindred organisations within and outside Kenya for the furtherance of the Association's objectives.

### **3.0 MEMBERSHIP**

3.1 Membership shall be open to holders of certificate, diploma and/or degree in Animal health from an academic institution recognized by the Kenya Veterinary Board.

#### **3.2 Category of Members**

3.2.1 Membership will consist of ordinary membership, student membership, life membership, honorary membership and corporate membership.

3.2.2 *Ordinary membership* shall be open to all Veterinary Para-Professionals who have qualified from institutions recognized by the Kenya Veterinary Board.

3.2.3 *Student membership* shall be open to final year students attending a course in Animal Health at an institution recognized by the Kenya Veterinary Board.

3.2.4 *Honorary membership* shall be offered to members of the Association or to Non-Veterinary Para-Professionals who the Association deems to have rendered outstanding service towards ensuring that the Association meets its objectives. Honorary membership shall be for life and shall be limited to a maximum of ten (10) individuals at any one time.

3.2.5 *Life membership* shall be offered to an ordinary member who has been an active member of the Association, offered exemplary service to the wider animal resource industry and has reached the official retirement age.

3.2.6 *Corporate membership* shall be offered to organizations, institutions and/or bodies dealing with critical aspects of animal resource industry especially those relating to animal health.

#### **3.3 Registration of Members**

3.3.1 An applicant who fulfils the criteria set above shall be eligible for membership to the Association, subject to the approval by the Association's National Executive Council, become a member on payment of a non-refundable entrance or registration fee based on type of membership applied for as shown below or as shall be determined by the Annual General Meeting.

3.3.2 Application for membership shall be on prescribed forms signed by the applicant and handed over to the Secretary General of the Association.

3.3.3 Members shall be issued with membership identification cards as determined by the Council and approved by the Annual General Meeting.

### **3.4 Rights of Members**

3.4.1 *Ordinary Members* shall have the right to:

- a) Vote for or be voted for branch elective post or contest for any office within the association provided their annual subscription is fully paid up.
- b) Propose or second any fully paid up members for any branch office in the Association or for a place on the National Executive Council provided he/she is elected as a delegates this is done in accordance with the constitution.
- c) Propose, second or object to any veterinary paraprofessional applying for membership of the Association or any person of the general public for honorary/corporate membership provided this is done in accordance with the constitution.
- d) Propose or second motions for consideration at any general meeting provided they are submitted according to the constitution.

### **3.4.2 Student Members**

- a) Have no voting rights hence shall not stand for elective posts neither shall they be considered for any nominated posts within the Association.
- b) Shall not propose, second or object to applications for membership, nominations for elective posts and/or any motions for consideration at the general meetings.
- c) May participate in all other activities of the Association.

### **3.4.3 Honorary Members**

Who are Veterinary Para-Professionals will have similar rights like those of the ordinary members however those who are not Veterinary Para-Professionals shall

- a) Have no voting rights, hence are not eligible to stand for elective and/or nominated posts.
- b) Not propose, second or object to applications for membership, nominations for elective posts and/or any motions for consideration at the general meetings.

**3.4.4 Life Members** shall be entitled to similar rights like the ordinary members.

3.4.5 Corporate Members shall

- a) Have no voting rights, hence are not eligible to stand for elective and/or nominated posts.
- b) Not propose, second or object to applications for membership, nominations for elective posts and/or any motions for consideration at the general meetings.
- c) Participate in all other activities of the Association.

### **3.5 Membership & Annual Subscription fees**

3.5.1 The National Council shall review the membership registration and annual subscription fees every three (3) years and table its recommendations at the Annual General Meeting for ratification and approval.

3.5.2 Annual subscriptions shall fall due at the beginning of the calendar year and shall be paid by 31st March each year.

3.5.3 Any member who fails to pay his annual subscription fees for three (3) consecutive years shall automatically cease to be a member of the Association and his name shall be struck off the register of members.

3.5.4 The National Council shall reinstate such member on payment of the total amount of subscription outstanding plus a penalty as determined by the National Governing Council.

3.5.5 Any person who is suspended or resigns from the membership of the Association shall not be entitled to a refund of any part of his subscription.

### **3.6 Suspension of Membership**

3.6.1 Any member whose conduct adversely affects the reputation and/or dignity of the Association; brings the profession into disrepute; contravenes the provisions of this constitution; is found guilty of criminal charges or fails to adhere to the Code of Ethics of the profession shall be suspended from the membership of the Association on the recommendation of the National Executive Council to the General Meeting.

3.6.2 A member whose suspension is proposed by the National Executive Council shall have the right to address the General Meeting at which his expulsion is to be considered.

3.6.3 The General Meeting shall ratify the recommendation of the National Executive Council by a simple majority of the members present voting that such a member should be suspended on the grounds enlisted by the Council.

3.6.4 The lifting of the suspension will only be done after successful application for re-admission to the National Executive Council.

### **3.7 Resignation from Membership**

3.7.1 Any member desiring to resign from the Association shall submit his resignation to the Secretary General and the resignation shall take effect after ratification by the National Executive Council.

## **4.0 ORGANIZATIONAL STRUCTURE**

### **4.1 National Executive Council (NEC)**

Will be responsible for the day to day running of the office

4.1.1 The National Executive Council of the Association shall comprise of a National Chairperson, Junior Vice Chairperson, Secretary General, two Assistant Secretary General, Treasurer, Assistant Treasurer and a communications officer all of whom shall be fully paid-up members elected at an Annual General Meeting.

4.1.2 The outgoing National Chairperson shall automatically become the Senior Vice Chairperson of the Council to provide continuity and institutional memory for the Council.

4.1.3 The Council shall have power to co-opt a maximum of four (4) ordinary members of the Association to the Council. The nominated Council members shall ensure gender balance, people with special needs and cater for representation of sectors of the profession not catered for by the elections.

4.1.4 The Council shall form such committees as it deems necessary for the execution of its duties.

4.1.5 The tenure of the Council members shall be three (3) years after which they are eligible for re-election for a further one (1) term.

4.1.6 The term of office shall be deemed to commence from the conclusion of the Annual General Meeting during which the elections take place until the conclusion of the subsequent Annual General Meeting in which elections are held.

### **4.2 National Governing Council (NGC)**

Will constitute of

4.2.1 The regional representatives of the seven (7) regions of the Association elected during the regional elections shall be members of the Council to provide a link between the branches and the management of the Association.

4.2.2 The NEC and the 7 regional representatives and the members of the association who are representing the Veterinary Para-Professionals in the Kenya Veterinary Board at that point in time will form the NGC.

4.2.3 They will be meeting at least twice a year together with the National Executive council.

4.2.4 Will be responsible for disciplinary and policy making of the Association

4.2.5 they shall be part of delegates who will be responsible for voting and Audit

4.2.6 The National Governing Council will be formed by the national delegates per region who will choose from themselves for a leader from the seven regions listed in the Appedix1

4.2.7 they will be fully paid up to be in the Council

### **4.3 National Delegates**

4.3.1 Will be responsible of Elections and public audit if they are fully paid up members of the Association

4.3.2 The delegate will be formed in counties and will represent the counties in the national forums. They will be from the 47 national counties offices.

4.3.3 They will produce at least 3 members who will constitute of a chairman, secretary and the treasurer.

4.3.4 For every 50 members, the counties will provide one delegate to represent them in the national association's official functions.

4.3.5 The delegate will be voted in by the members from those counties to represent them in the national and county matters.

4.3.6 They will meet at the Annual General Meeting but each county will be responsible for the day to day running of the county issues with coordination from the National Executive Council through the

4.3.7 The counties leader will observe the gender inclusivity in all their posts of leadership

4.3.8 The delegate will produce people with disabilities from amongst their members who are influential in the decision making

### **4.4 The Secretariat**

which is responsible for all administrative functions of the Association.

4.4.1 The Secretariat shall be the collecting, storing and dispatching office for all the Association affairs although the National Executive Council shall be responsible for

decisions made by the Secretariat and shall be accountable for their decisions to the membership.

4.4.2 The secretariat shall be manned by employees of the Association who shall be accountable to the National Executive Council through the Secretary General.

4.4.3 The Council may create the Chief Executive Officer (CEO) position and other such offices as it may deem necessary.

4.4.4 The day to day running of the Secretariat shall be the responsibility of the CEO or any other employee appointed by the Council.

#### **4.5 Branches**

4.5.1 The Association shall have the seven (47) Branches formed by the listed counties as shown in Appendix 1.

4.5.2 All members of the Association shall be members of county branches of the Association.

4.5.3 Branches of the Association shall adopt the this constitution although they shall have discretion to create their own by laws, which will not contravene this constitution

4.5.4 No branch shall amend or alter its constitution without prior approval by the National Executive Council.

4.5.5 Subject to this constitution, the branch shall be free to govern itself and carry out its activities as it shall deem fit free of interference from the National Executive Council.

4.5.6 For the purpose of interpretation of the constitution, the branches will consult the National Executive Council.

4.5.7 Each branch shall have an Executive Committee comprising of a Chairperson , Junior Vice Chairperson , Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and three (3) committee members elected during the branch AGM from among it's paid up members.

4.5.8 The outgoing branch Chairperson shall automatically become the Senior Vice Chairperson of the branch Executive Committee and the Committee shall have power to co-opt a maximum of three (3) paid up members to the Committee.

4.5.9 A branch Executive Committee shall meet at least 4 times annually and shall submit copies of its minutes within three weeks after every meeting to the National Executive Council.

4.5.10 If the Executive Committee of a branch is deemed to be operating in contravention of this constitution it shall be pointed out in writing by the National Executive Council.

4.5.11 If no remedial measures are taken then the branch executive shall be dissolved by the National Executive Council and a caretaker executive committee appointed to serve until such time that another executive is elected.

## **5.0 DUTIES OF OFFICE BEARERS**

### **5.1 National Chairperson**

The National Chairperson shall:

5.1.1 Preside over all the meetings of the Association including the general and council meetings.

5.1.2 Represent the Association at all fora.

5.1.3 Co-ordinate activities of the Association.

5.1.4 Handle matters pertaining to Public Relations for the Association.

5.1.5 Coordinate resource mobilization activities.

5.1.6 Appoint all committees and monitor their progress.

### **5.2 Vice Chairperson**

5.2.1 The Junior Vice Chairperson shall perform the duties of the Chairperson in his absence.

5.2.2 The Junior Vice Chairperson shall provide institutional memory, guidance and stability to the Council having been a previous Chairperson of the Association.

5.2.3 In the unlikely event that both the Chairperson and Junior Vice Chairperson are absent and provided that those present will constitute a quorum then the members present shall appoint one of the members to perform the required functions during such absence.

### **5.3 Secretary General**

The Secretary General shall

5.3.1 Deal with all correspondence in accordance with what is laid down or relevant to the constitution of the Association.

5.3.2 Record and keep records of all meetings of the Executive and of the Association.

5.3.3 Give adequate notice to members of the Executive of all meetings of the Executive and to members of the Association for meetings and functions held by the Association.



5.3.4 Prepare an annual report on the activities of the Association.

5.3.5 Be responsible for the planning and co-ordination of matters pertaining to the holding of Association's Conferences, Workshops, Seminars, Symposia, Field Days and any other related duties.

5.3.6 Execute all decisions of the National Executive Council meetings except where such are specifically assigned in the meeting for action to another council member.

#### **5.4 Two Assistant Secretary General**

The Assistant Secretary General shall perform such duties as may be specifically assigned to him by the Secretary General or by the National Council and in the absence of the Secretary General shall perform the duties of the Secretary General.

They also be responsible for the organizing of events with direction from the Secretary General

#### **5.5 Treasurer**

The Treasurer shall:

5.5.1 Be responsible for the financial affairs of the Association.

5.5.2 Receive all sums of money on behalf of the Association.

5.5.3 Keep up to date books of accounts showing receipts and payments on behalf of the Association.

5.5.4 Be one of the signatories of the Association's bank accounts and shall be solely responsible for the said bank accounts and shall advise the council on bank balances, withdrawals and deposits.

5.5.5 Authorize all financial transactions of the Association as approved by the National Executive Council.

5.5.6 Work with the Secretariat on receipting, petty cash administration and ensure proper keeping of all the Association's financial documents.

5.5.7 Prepare and present financial statements to the auditor and together with the auditor, prepare and present the audited report to the Annual General Meeting.

5.5.8 Be responsible for keeping a current register with names and addresses of all paid up members of the Association and update the same regularly.

### **5.6 Assistant Treasurer**

The Assistant Treasurer shall perform such duties as may be specifically assigned to him by the Treasurer and in the absence of the Treasurer shall perform the duties of the Treasurer.

### **5.7 Communication officer**

5.7.1 Will be responsible for the day to day communication of the association events and news

5.7.2 Will also be in charge of the association's printing press of announcements, brochures, newsletters and banners

5.7.3 Making use of the available association communications channels (SMS, websites and group emails)

5.7.4 Will be responsible editing Association's documents

## **6.0 ELECTIONS OF OFFICE BEARERS**

6.1 The clause in the constitution pertaining to the election of the National Council members shall be circulated to all delegates together with the notice of intention to hold the election of office bearer that is after every 3 year's lapse at the extra ordinary special General Meeting.

6.2 Duly filled nomination forms shall be received by the Honorary Secretary at least 14 days before elections and no one will be required to attend the elections if he or she is not a fully paid up members.

6.3 The names of candidates shall be displayed clearly and distinctly at the meeting prior to commencing of voting. Proposers and their seconders will come from the present members (Delegates)

6.4 Just before the elections begins the Returning Officer shall, after consulting with the outgoing Secretary General and Treasurer, declare to the assembly that the candidates vying for the seats have been properly nominated and are paid up members of the Association.

6.5 The candidates for the Chairman shall be allowed up to 5 minutes each to address the General Assembly on the policies they plan to implement if elected and at least two questions from the delegates present will be allowed.

6.6 All the delegates with voting rights shall cast their votes for all available positions before tallying commences. In the event of a tie in any position there shall be a run-off election in which the Returning Officer shall be entitled to vote.

6.7 Election to membership of the Council shall be by secret vote.

6.8 The term of office shall be deemed to commence from the conclusion of the meeting during which the elections takes place and shall continue until the start of the next elections in three (3) years second Annual General Meeting.

6.9 The induction of the incoming Council shall where the incoming Chairperson shall be invited to make his maiden speech and receive the instruments of office.

## **7.0 RESIGNATION FROM THE NATIONAL COUNCIL**

7.1 Any member of the National Executive Council shall be free to resign from office for whatever reason at any time during the tenure of office, provided he writes a letter of resignation to the Chairperson stating his reasons for resignation.

7.2 The Chairman may, however only tender his resignation during a National Governing Council meeting in which case the Junior Vice Chairperson will act as the Chairperson until the next elections.

7.3 Any resignation shall be considered effective from the date of acceptance by the National Council.

7.4 If a member of the Council fails to pay his annual subscription within the prescribed period, the Secretary General or the Chairman (here the defaulting member is the Secretary General) shall require in writing the payment or tendering of resignation within one month. Such letter shall be effective from the date it is dispatched (emailed, posted or delivered).

7.5 If any member of the Council ceases for any cause to be a member of the Association, or dies in office, resigns or is forced out of office due to misconduct or proven inefficiency he *ipso facto* ceases to be a member of the Council.

7.6 The National Governing Council shall have the right to require the resignation of any member of the Council due to proven inefficiency in carrying out the duties assigned to him, misconduct in office, bankruptcy or acting in a way that brings into disrepute the veterinary profession. The Council shall discuss the conduct of such Council member in his absence after he has been given an opportunity to defend himself. A vote shall be taken and the action to remove the member from the Council will be taken if two thirds of those present excluding the member concerned vote for such action.

7.7 Any vacancies arising in the National Executive Council for whatever reason shall be filled by co-option by the remaining Council members, to be effective until the next Annual General Meeting in which the election will be done.

## **8.0 MEETINGS**

### **8.1 Annual General Meeting**

8.1.1 The Annual General Meeting shall be held not later than end of October each year and shall be attended by all categories of membership.

8.1.2 The date of the AGM shall be determined during the previous AGM

8.1.3 The AGM may proceed or succeed a Special General Meeting.

8.1.4 The Notice of intention to hold an Annual General Meeting shall be sent to the last known postal and/or electronic address of each member not less than six (6) weeks before the date thereof.

8.1.5 In addition, the Notice may be advertised through the print and/or electronic media.

8.1.6 The agenda for the Annual General Meeting and minutes of the previous general meeting shall be sent to the last known postal and/or electronic address of each member at least 21 days before the date of the meeting.

8.1.7 The quorum for the Annual General Meeting shall be 2/3 of the paid-up NEC, NGC and the National Delegates.

8.1.8 The Agenda of the Annual General Meeting shall be:

- a) Recording attendance and apologies.
- b) Matters arising from and confirmation of the minutes of the previous Annual General Meeting.
- c) Chairperson's address which shall be based on the focus of the Association.

- d) Secretary General's Report, shall be based on the activities of the Association throughout the past year.
- e) Treasurer's Report which shall include
  - Presentation of audited Financial Statement of the Society.
  - Presentation of the proposed budget for the next financial year.
  - Appointment of an auditor
- f) Matters of which proper notice has been given (see sub-section 14.3below).
- g) Election of National Executive Council members, office bearers Trustees and Delegates .
- h) Any Other Business

8.1.9 The Treasurer's report shall have been distributed to the members with the agenda to allow the members to study it before it is tabled.

8.1.10 All Motions intended for discussion during the Annual General Meeting shall be submitted in writing signed by a proposer and a seconder and received (and noted as such) by the Secretary General at least 14 days before the date of the Annual General Meeting.

a) Motions received later than 14 days before the Annual General Meeting shall be deferred to the next Annual General Meeting.

b) Any Motion properly proposed, seconded, debated and a resolution accepted shall not be presented again as a substantive Motion for debate until the expiry of at least one year, unless the National Council accepts that there have arisen substantially altered circumstances that warrant the calling of a Special General Meeting to debate the motion.

c) The introduction of the motion for discussion shall be done by the proposer.

8.1.11 All registered members of the Association attending the Annual General Meeting shall have one vote, except the Chairman who shall exercise a casting vote.

8.1.12 Where not already provided in this constitution, the procedure for the conduct of the Annual General Meeting shall be determined by the Council.

## **8.2 Special General Meeting**

8.2.1 A Special General Meeting shall be held after at least 21 days' notice which includes the Agenda sent to all members. Such meetings may be held on their own or in association with symposia, workshops, conferences and field days.

8.2.2 A Special General Meeting may be convened by:

a) the National Chairman on his own motion,

b) the National Executive Council on an agreed motion or

c) 1/3 paid up ordinary members submitting a written petition to the Secretary General requesting for such. If the Secretary General fails to post notice of such a meeting within fourteen (14) days of the request, the 1/3 members shall have power to call the Special General Meeting.

8.2.3 The quorum for a Special General Meeting shall be at least a 1/3 of paid up members.

8.2.4 If for whatever reason some positions were not filled during the Annual General Meeting then provided section 6 is adhered to the elections may be held to fill such positions in a Special General Meeting.

## **8.3 National Executive Council Meeting**

8.3.1 The National Executive Council shall meet monthly, and hold at least ten (10) Council meetings annually. The dates, times, shall be at the discretion of the majority members of the committee.

8.3.2 The quorum shall be two third (2/3) of members of the Council.

8.3.3 Each member of the Council shall have one vote except the Chairman who shall have an original and a casting vote.

8.3.4 If any member of the Council fails to attend three (3) consecutive Council meetings without an acceptable apology he shall *ipso facto* cease to be a National Executive Council member.

8.3.5 The Council shall co-opt a member to replace those who cease to be members until the next General Meeting.

8.3.6 Except as herein stated, the Council shall have power to determine its own procedure.

#### **8.4 Procedure of Meetings**

8.4.1 All meetings of the Association shall be chaired by the National Chairman, or in his absence, the Junior Vice-chairman. In the absence of both these officers, a member selected by the meeting, shall take the chair.

8.4.2 The Chairman shall at his discretion limit the number of members to contribute to any agenda and/or motion during any meeting.

8.4.3 Decisions and/or resolutions shall be decided by simple voting through secret ballot or by a show of hands as shall be decided by the meeting. In the case of equality of votes, the chairman shall have a second or casting vote. But where the members feel that issue is serious enough to be decided by secret vote then it shall be

8.4.4 Any person, not contesting any of the Council offices, shall be appointed as the Returning officer and two assistant from those present for the purpose of the Association's elections at the AGM and will receive all nominations before elections are conducted.

8.4.5 The Secretary General shall explain to the AGM the election procedures before the sitting Council hands over the business of election to the Returning Officer

8.4.6 The outgoing chairman will declare the office vacant before the handing over to the next office

## **9.0 FUNDS**

9.1 The funds of the Association shall be derived from member's annual subscriptions, sponsorship, application fees, donations and legacies from well-wishers. These sources are not exclusive and may include other methods which shall be considered by the National Executive Council from time to time and approved by the members of the National Governing Council

9.2 The National Executive Council shall have powers to set up a Committee whose mandate will be to formulate ways of raising or generating funds for the Association.

9.3 The Association shall open and operate bank accounts in the name of the Association with reputable banks approved by the National Executive Council.

9.4 Branches of the Association shall after seeking written permission from the National Executive Council be allowed to open and operate bank accounts in their respective regions. Such accounts shall be opened in the name of Association but may also bear the name of the branch.

9.5 At the first meeting of the newly elected National Executive Council, it shall nominate three (3) members to operate the Association's account(s) one of whom must be the Treasurer. Similarly the respective branches will nominate three (3) signatories to their accounts during the first branch executive committee meeting.

9.6 All the Association's cheques shall be signed by any three (3) of the appointed three (3) signatories however one (1) of the three (3) signatories must always be the Treasurer.

9.7 All the cheque books, ledger accounts, bank statements, banking and withdrawal documents of the branches shall remain the property of the National Executive Council but shall be kept by the branch operating the account(s) and shall be made available for scrutiny on demand by the National Executive Council.

9.8 The National Executive Council shall have authority after sanction by the General Assembly, to suspend the signatories to any branch account and operate it for the best interests of the branch, provided the branch is allowed to resolve the issues of concern within ninety (90) days. Failure to do so will give the National Executive Council to determine whether to freeze the branch accounts and operate the same within the national account, pending the election of a new Branch Executive Committee.

9.9 A financial report shall be presented at every National Executive Council and Branch Executive meeting, unless under exceptional circumstances the Council waives this requirement and provided it shall not waive the requirement at any two consecutive meetings.



9.10 The branch financial report including copies of bank statements, updated members register and copies of official receipts issued to the date of the Branch Executive Committee meeting shall be forwarded to the national executive Council together with minutes of the Branch Executive Committee meeting as stated in Section 4.4.9.

9.11 The National Executive Council shall provide the official receipt books to be used by the National Executive Council and Branches. Each receipt shall be signed by the Council or Branch Treasurer or a person authorized by him/her for whom the Treasurer alone will be responsible. The source of money and the date received shall also be recorded. In the case of subscriptions the receipt shall record the period which is covered.

9.12 The financial year of the Association including its branches shall run from the 1st January to 31st December.

9.13 The Association shall be able to acquire property and own assets. The property of the Association shall be in form of tangible assets. The Association shall also be able to buy shares in viable ventures and be able to own ordinary and special share and debenture stock.

9.14 Acquisition of property by the Association shall be on the basis that such an act would benefit the Association financially, morally, culturally and otherwise or further the interests of the Association locally or internationally and or bring a closer cooperation of the Association and other professional bodies or bring the Association's wellbeing and strength in line with that of other such Associations.

9.15 The Association may however be involved in ventures if it forms a Limited Company (as a body corporate) to handle such ventures.

9.16 The Association may be involved in ventures which are in the interest of furthering the veterinary profession. In furtherance of this the Association may enter into agreements on behalf of its members with possible donors to facilitate this activity.

9.17 All the assets either with the National Executive Council office or the branches shall be acquired or registered in the Association's name or in the name of the Trustees of the Association.

9.18 The Council shall open an inventory book with codes for all the assets held by both the National office and the branches.

9.19 The branches shall on acquisition of any non-consumable stores and assets require the National Executive Council office to allocate an appropriate inventory number and enter the asset in the Association's inventory book.

9.20 All the branches shall send a list of inventories and liabilities together with their financial returns at the end of each financial year.

9.21 All the ledger books detailing the inventory of the branch assets shall remain the property of the National Executive Council and can be repossessed from any branch for scrutiny without prior notice to the branch.

9.22 Assets shall only be disposed of by permission granted in writing by the National Governing Council quoting the pertinent minute of the Council.

9.23 In the event of disposal of any of the Association's assets documentary evidence together with the letter of authority to dispose of such assets from the National Governing Council shall be filed and kept for a period of not less than three (3) years, failing which the office concerned shall be held responsible and shall be required to physically or otherwise replace the asset by the National Governing Council.

9.24 Disposal of major assets shall be done only after ratification by the Annual General Meeting.

**9.25 The funds of the Association shall only be used for the following purposes:**

9.25.1 Financing of the general running of the Association.

9.25.2 Payment of honoraria, sitting allowances and/or duty allowances to those given specific assignments, office bearers and committee members as approved by the General Assembly.

9.25.3 Financing of workshops, conferences, seminars and meetings that serves in meeting the objectives of the Association.

9.25.4 Publication of newsletters, journals and other relevant materials.

9.25.5 Dissemination of important information to the relevant stakeholders.

9.25.6 Collection and documentation of relevant experiences and innovations.

9.25.7 Acquisition of books, journals and magazines relevant to the objectives of the Association.

9.25.8 Payment of wages and office administration costs.

**10.0 AUDITOR**

10.1 An auditor who is not a member of the Association shall be appointed each year by the Annual General Meeting to audit all financial transactions and funds of the Association at the national and branch offices.

10.2 The appointed auditor shall produce audited accounts for each branch which shall be presented at the Branch General Meeting before producing a consolidated audited account inclusive of branches accounts which shall be presented at the Association's General Meeting.

10.3 All the Association's accounts, records and documents shall be open to the inspection by the auditor at any time.

## **11.0 TRUSTEES**

11.1 All land, buildings and other immovable property and all investments, securities and deposit accounts which shall be acquired by the Association shall be vested in the names of not less than three (3) trustees or as may be decided by the General Meeting.

11.2 These trustees shall be members of the Association and shall be appointed at an Annual General Meeting for a period of three (3) years. On retirement such trustees shall be eligible for re-election for a further one (1) term.

11.3 National Governing Council shall have the power to remove any of the trustees suspended By National Executive Council according to Section 3.6.

11.4 Any trustee shall be free to resign from office for whatever reason at any time during the tenure of office, provided he writes a letter of resignation to the Chairperson, stating his reasons for resignation.

11.5 All vacancies occurring by removal, resignation or death shall be filled by the National Governing Council.

11.6 The trustees shall pay all income received from the property vested in them to the Association's Treasurer. Any expenditure in respect of such property, which in the opinion of the trustees is necessary or desirable, shall be reported by the trustees to the Council which, shall authorise expenditure of such moneys as it deems fit.

11.7 The trustees shall submit a report to the Council to be included in the Treasurer's report to be presented at the General Meeting.

## **12.0 AMMENDMENTS TO THE CONSTITUTION**

12.1 This constitution shall only be amended at General Meeting of the Association.

12.2 Any amendment to the Constitution shall only be considered at a General Meeting if the motion has been included on the agenda circulated to all members of the Association not less than twenty-one (21) days before the date of the meeting.

12.3 All amendments to the Constitution of the Association must be agreed upon by 50 plus one votes of those present delegates at the meeting and constituting a quorum.

12.4 The amendments cannot however be implemented without prior consent in writing of the Registrar of Societies obtained upon application to him made in writing and signed by three of the office bearers.

### **13.0 DISSOLUTION**

13.1 Dissolution of the branches of the Association shall be effective when two thirds of all the branch members with full membership rights shall vote in favour at a Special General Meeting called in accordance with the constitution at which voting shall be by balloting

13.2 Upon the dissolution of the branch of the Association and after all the debts and liabilities legally or owing by the branch have been satisfied, any surplus assets shall be surrendered to the National office.

13.3 Dissolution of the Association shall be effective when two thirds of all the members with full membership rights shall vote in favour at a Special General Meeting called in accordance with the constitution at which voting shall be by balloting

13.4 If no quorum is obtained the proposal to dissolve the Association 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 Society at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present of which two thirds must vote in favour.

13.5 Upon voting for the dissolution of the Association permission for the same shall be sought from the Registrar of Societies by an application to made in writing and signed by three of the office bearers.

13.6 When the dissolution of the Association shall have been approved by the Registrar of Societies, the Council shall liquidate all the assets of the Association and pay off all the debts of the Association, the balance thereof shall be distributed in such other manner as may be resolved by the meeting at which the resolution is passed.

### **14.0 INSPECTION OF ACCOUNTS & LIST OF MEMBERS**

The books of account and all documents relating thereto and a list of members of the Association shall be available for inspection at the registered office of the Association by any officer or member on giving seven (7) days' notice in writing to the Secretary General.

## Appendix 1: Proposed Branches

Regional Branch	(Head quarters)	Counties Covered
<b>1 Western</b>	(Bungoma)	Busia, Bungoma Kakamega, Vihiga,
<b>2 North Rift</b>	(Eldoret)	Turkana, West Pokot, Trans Nzoia, Elgeyo Marakwet, Uasin Gishu, Nandi, Baringo
<b>3 South Rift</b>	(Nakuru)	Laikipia, Nyandarua, Nakuru, Kericho, Bomet, Narok,
<b>4 Eastern</b>	(Meru / Isiolo)	Marsabit, Samburu, Isiolo, Meru, Tharaka Nithi, Kitui, Wajir, Mander
<b>5 Coast</b>	Mombasa)	Garisa, Tana River, Lamu, Kilifi, Taita Taveta, Mombasa, Kwale
<b>6 Central</b>	(Nairobi)	Nyeri, Kirinyaga, Embu, Muranga, Machakos, Kiambu, Nairobi, Makueni, Kajiado
<b>7. Nyanza</b>	(Kisii)	Kisii, Mingori, Kisumu, Nyamira, Homa Bay, Siaya