
Jica Ex-Participants Alumni of Kenya (JEPAK)

CONSTITUTION AND RULES

REVISED 2006

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1) NAME

The name of the society shall be JICA Ex-Participants Alumni of Kenya (JEPAK)

2) DEFINITIONS

- a. JICA is an acronym for Japan International Cooperation Agency
- b. The word “Alumni” is used interchangeably with “Society”
- c. Where the words “man” and “he” appear they cover both gender

3) OBJECTS

- a. To promote cultural and technological exchange between the peoples of Kenya and Japan.
- b. To bring together and to promote friendship between all JICA ex-participants, their families and friends through social functions.
- c. To promote, guide, assist and encourage JICA follow-up missions visiting Kenya
- d. To promote international friendship with other developing countries participating in JICA training programmes
- e. To orientate pre-participants on Japanese culture and customs and give guidance prior to their departure to Japan
- f. To apply to any governments, companies or persons for and accept grants or money and/or land donations, gifts, subscriptions and any other assistance with a view to promoting the objectives of JEPAK
- g. To borrow or raise any money that may be required by JEPAK upon such terms as may be deemed advisable.
- h. To prudently invest the Alumni’s funds in any one or more of the modes of investment for the time being authorised by law for the investment of trust moneys provided always that any such investments must receive prior approval by the Annual General Meeting (AGM).
- i. To pay all expenses, including preliminary or incidental, which may be considered to have a bearing on the objects of JEPAK
- j. The Alumni will be non-political in all its activities and no person or group of persons will be allowed to use it to promote his/her political ambitions or any other personal interests within or outside Kenya.

4) MEMBERSHIP

i) Classes/Categories

- a. **Ordinary Member:** Any JICA ex-participant shall be eligible and shall, subject to the approval of the Management Committee, become an ordinary member on payment of a registration fee of KSh.500 (Five hundred shillings), or any prevailing amount at the time of registration.
- b. **Life Member:** Any registered member of good conduct who has been in active membership for a period not less than five years may apply for Life Membership to the Management Committee. A Life Membership Certificate shall be issued upon approval and payment of KSh. 5,000 (Five thousand); or any prevailing amount at the time of application.
- c. **Honorary Member:** Any person who renders distinguished service to the Alumni shall be granted Honorary Membership upon approval by the Management Committee and ratification at an Annual General Meeting. An Honorary Member shall have no voting rights.
- d. **Co-opted Member:** Japanese nationals who are bona fide residents in Kenya shall be co-opted upon payment of a registration fee of KSh.2,000 (Two thousand); or any amount prevailing at the time of registration.

(ii) Subscriptions

Every member, except Life and Honorary Members, shall pay a yearly subscription of KSh.1,000 (One thousand); or any prevailing amount by 31st day of the month of December.

(iii) Cessation of Membership

- a. Any member desiring to resign from the Alumni shall submit his/her resignation in writing to the Secretary. Termination of membership shall take effect from the date of receipt by the Secretary of such notice.
- b. Any member may be **expelled** from membership if the committee so recommends and if a general meeting of the alumni shall resolve by a two-thirds majority of the bona fide members present that such a member be expelled on the grounds that his conduct has adversely affected the reputation or dignity of the alumni or that he has contravened any of the provisions of the constitution of the alumni. **The committee shall have powers to suspend a member from his membership until the next general meeting of the alumni following such suspension but notwithstanding such suspension a member whose expulsion is proposed shall have the right to address the general meeting at which his expulsion is to be considered.**
- c. Any person who resigns or is removed from membership shall not be entitled to refund of his subscription or any part thereof or any moneys contributed by him at any time
- d. Any member who falls into arrears with his yearly subscription for more than two consecutive years without reasonable excuse shall automatically cease to be a member of the alumni and his name shall be struck off the register of members.
- e. A member whose membership has lapsed may apply for reinstatement to the Management Committee. The committee may, however, at its discretion, reinstate such a member on payment of the total amount of subscriptions outstanding in addition to a penalty of 50% of the amount owing over the last two years.

(iv) Arbitration

Any dispute arising within the membership should in the first instance be referred to the JEPAK Arbitration Council, whose membership may include the Patron and past chairmen who are still bonafide members.

5. OFFICE BEARERS

(i) The **office bearers** of the Alumni shall be:

- a. Chairman
- b. Vice-Chairman
- c. Secretary
- d. Assistant Secretary
- e. Treasurer
- f. Assistant Treasurer
- g. Coordinator

All of whom shall be fully paid-up members of the Alumni and shall be elected at a properly constituted General Meeting of the Alumni. Other office bearers shall be:

- h. Secretariat Officer
- i. Advisor (ex-officio). The Advisor shall be an official from JICA Kenya Office.
- j. Patron

6. DUTIES OF OFFICE BEARERS

(i) **Chairman**

The Chairman shall, unless prevented by illness or other sufficient causes, preside over all meetings of the Management Committee and at all general meetings.

(ii) **Vice Chairman**

The Vice-Chairman shall perform all duties of the Chairman in his absence; or any other duties assigned to him by the Management Committee.

(iii) **Secretary**

The Secretary shall deal with all the correspondence of the Alumni under the general supervision of the Committee. In case of urgent matters where the committee cannot be consulted he shall consult the Chairman or, if he is not available, the Vice-Chairman. The decisions reached shall be subject to ratification or otherwise at the next Management Committee meeting and all general meetings of the Alumni. The Secretary shall also be responsible for taking and keeping the minutes of the Alumni of all such meetings and for the preservation of all records of proceedings of the Alumni.

(iv) **Assistant Secretary**

The Assistant Secretary shall perform all the duties of the Secretary in his absence; and such other duties as shall be assigned to him by the Management Committee.

(v) **Treasurer**

The Treasurer shall receive and shall also disburse, under the direction of the committee, all moneys belonging to the Alumni and shall issue receipts for all moneys received by him and preserve vouchers for all moneys paid by him. The treasurer shall be responsible to the Management Committee. He should ensure that proper books of account are prepared, preserved and available for inspection as well as maintain an up-to-date inventory of the Alumni's property. The Treasurer will provide quarterly financial statements supported by bank statements and endorsed by the Planning and Finance Sub-Committee.

(vi) **Assistant Treasurer**

The Assistant Treasurer shall perform the duties of the Treasurer in his absence, and any other duties assigned to him by the Management Committee.

(vii) The Coordinator

The Coordinator will facilitate in all logistical issues pertaining to the Alumni's functions. He shall be the master of ceremony at all JEPAK functions.

(viii) Secretariat Officer

The Secretariat Officer shall be responsible for keeping the database (including the preservation of all records of proceedings of the Alumni), recruitment and orientation of pre-participants and assisting the Secretary in communicating to members. The Secretariat Officer will act as the liaison between JEPAK and JICA Kenya Office; and will also carry out any other duties assigned to him by Management Committee.

(ix) The Advisor

Liaise between JEPAK, JICA Kenya Office and JICA Head Office in Tokyo. In the absence of the Patron, the Advisor may act as the Returning Officer during the Alumni's elections.

(x) The Patron

The Patron will spearhead JEPAK's public relations and enhancement of the Alumni's corporate image. He shall also preside over any arbitration matters affecting the membership.

(xi) Returning officer

The Patron or the Advisor (or their representative) shall be the Returning Officer during the Alumni's elections.

7. THE MANAGEMENT COMMITTEE

The Management Committee shall consist of all the office bearers of the Alumni and four other members elected at a general meeting. The Committee shall meet at such times and places as it shall resolve but shall meet not less than once in any three months. The quorum for meetings of the Committee shall not be less than six members.

7.1. Duties of the Management Committee

- i) The committee shall be responsible for the management of the Alumni and to the manner in which, within the law, they shall perform their duties. The committee shall have power to appoint such sub-committees as it may deem necessary to make reports to the Committee upon which such action shall be taken as seems to the Committee desirable.
- ii) The Management Committee shall authorise all moneys withdrawn and disbursed on behalf of the Alumni and such moneys shall be minuted.
- iii) Review of the financial position of the Alumni regularly, at least once quarterly.

8 TENURE

- i) ALL office bearers shall hold office from the date of election for a period of two years subject to the conditions contained in paragraph 3 (iii) above but shall be eligible for re-election
- ii) Any office bearer who ceases to be a member of the Alumni shall automatically cease to be an office bearer thereof.
- iii) Any office bearer may be removed from office the same way as is laid down for expulsion of members in rule 3 (iii) (b) and vacancies thus created shall be filled by persons elected at the general meeting ratifying the expulsion.
- iv) The chairman shall be in office for a maximum of two consecutive terms, subject to being duly elected. A former chairman may be re-elected after a duration of two terms since leaving office.

- v) Where it is the intention to form branches, it may well be that some provisions should be made for them to be represented on this committee. In which case the election of these representatives should be by the committee of the branch concerned.
- vi) The Committee, until the next general elections of the Alumni as expected, shall fill any casual vacancies for members of the committee caused by death, resignation or failure to perform official duties. Vacancies caused by members of the committee removed from office will be dealt with as shown in rule 3(iii).

9. GENERAL MEETINGS

- i) There shall be two classes of general meetings- (a) Annual General Meetings and (b) Special General Meetings
- ii) The Annual General Meeting shall be held at the end of each financial year. Notice in writing of such Annual General Meeting, accompanied by the annual statement of account (see rule 11 (ii) and the Agenda for the meeting shall be sent to all members not less than 21 days before the date of the meeting and where practicable, by Press Advertisement not than 14 days before the date of the meeting.
- iii) The Agenda for the Annual General Meeting shall consist of the following:
 - a. Confirmation of the minutes of the previous meeting.
 - b. Consideration of the Accounts
 - c. Election of office bearers and the committee members after the term of office (and trustees where necessary in accordance with rule 6.2.
 - d. Appointment of auditors in accordance with rule 11 (i).
 - e) Such other matters as the committee may decide as to which notice shall have been given in writing by a member or members to the Secretary at least four weeks before the date of the meeting
 - f) Any other business with the approval of the Chairman.
- iv) The committee may call any special general meeting for any specific purpose. Notice in writing of such meeting shall be sent to all members not less than seven days before the date of such meeting.
- v) A Special General Meeting may also be requisitioned for a specific purpose by order in writing to the Secretary of not less than 10 members and such meeting shall be held within 21 days of the date of requisition. The notice for such meeting shall be as shown in rule 8 (iv) and no matter shall be discussed than that stated in the requisition.

10. PROCEDURE AT MEETINGS

- i) At all meetings of the Alumni, the Chairman, or in his absence, the Vice-Chairman, or in the absence of all these officers, the co-ordinator or a member selected by the meeting shall take the chair.
- ii) The Chairman may at his discretion limit the number of persons permitted to speak in favour of or against any motion.
- iii) Resolutions shall be decided by simple voting by show of hands. In the case of equality of votes, the Chairman shall have shall a second or casting vote.

11. TRUSTEES

- (i) All land, building and other immovable property and all investments and securities which shall be acquired by the Alumni shall be vested in the names of not less than 5 (five) trustees who shall be members of the Alumni and shall be appointed at the Annual General Meeting for a period of three years. On retirement such Trustees, such Trustees shall be eligible for re-election. A general meeting shall have the power to remove any of the trustees and all vacancies occurring by removal, resignation or death shall be filled at the same or next general meeting.
- (ii) The trustees shall pay all income received from property vested in the trustees to the 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 committee which shall authorise expenditure of such monies as it things fit.

12. AUDITORS

- i) An Auditor shall be appointed for the following year by the Annual General Meeting. All Alumni's accounts record and documents shall be open to the inspection of the auditor at any time. The treasurer shall produce an account of his receipts and payments and a statement of assets and liabilities made up-to-date which shall not be less than six weeks and later than three months before the date of the Annual General Meeting. The Auditor shall examine such annual accounts and statements and either certify that they are correct, duly vouched in accordance with the law.
- ii) A copy of the Auditor's Report (or Treasurer's Report where an Auditor has not been appointed; that has been endorsed by the Management Committee) on the accounts and statements together with such accounts and statements shall be furnished to all members at the same as the notice convening the Annual General Meeting is sent out. An Auditor may be paid such honorarium for his duties as may be resolved by the Annual General Meeting appointing him.
- iii) No Auditor shall be a member of the Alumni.

13. FUNDS

- i) The funds of the Alumni may only be used for the following purposes:
 - a. Planned and budgeted for activities on the JEPAK calendar
 - b. Visits to other ex-participants alumni associations in other countries.
 - c. Any other function which the committee may consider appropriate in accordance with the objectives of the Alumni (see 2 above)
- ii) All moneys and funds shall be received and paid to the Treasurer and shall be deposited in the name of the Alumni in any bank or banks approved by the Management Committee. In the case of electronic transfer, the Treasurer shall be notified accordingly.
- iii) No payments shall be made out of the bank account without a duly minuted resolution of the Management Committee authorising such payment and all cheques on such bank account shall be signed by any three of the following: the Chairman, the Treasurer, the Secretary, the Assistant Treasurer, or any one other office bearer who shall be appointed by the Management Committee. Either the Treasurer's or the Assistant Treasurer's signature shall be mandatory.
- iv) The Management Committee shall have power to suspend any office bearer who it has reasonable cause to believe is not properly accounting for any of the funds or property of the Alumni and shall have power to appoint another person in his place. Such suspension shall be reported to the next Annual General Meeting, or to a Special General Meeting to be convened for this purpose and the general meeting shall have full power to decide what further action should be taken in the matter.
- v) The financial year of the Alumni shall be from 1st April to 31st March of the following year.

