

**CENTRE FOR SUSTAINABLE DEVELOPMENT AND
ACTION ON CLIMATE CHANGE**

CSDACC



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ORGANIZATION CONSTITUTION (BY-LAWS)

CSDACC –Youth Group

PURPOSE AND CODE OF ETHICS

PREAMBLE

We the members of Centre for Sustainable Development and Action on Climate Change SHALL:-

ACKNOWLEDGE the supremacy of the Almighty God of all creation.

HONOR those who brainstormed to bring developmental ideas for the formation of this organization:

BE PROUD of our ethnic, cultural and religious diversity, and determined to work in peace and unity as one indivisible sovereign organization.

RESPECT the environment, which is our heritage and determined to sustain it for the benefit of future generation.

COMMITTE to nurturing and protecting the well-being of individual, communities around Kilifi County, Coast Province and Kenya as a nation.

RECOGNISE the aspirations of all members based on the essential values of human rights, equality, democracy, social justice and rule of law.

EXERCISE our sovereign and inalienable right to determine the form of governance of this organization and having participated fully as members in the making of this constitution.

ADOPT, ENACT and give this constitution to ourselves as current members and to the future members.

COORDINATE the activities and standardize the administration of CSDACC.

CREATE and foster a spirit of understanding among the peoples of the world.

PROMOTE the principle of good government and good citizenship.

TAKE an active interest in the civic, cultural, social and moral welfare of the community.

UNITE the members of the organizationm

CHAPTER 1

1. Name of the organization

The name of the organization shall be: Centre for Sustainable Development and Action on Climate Change (CSDACC)

2. Use of the organization's name

The organization's name shall be used only by authorized persons and affiliate groups, staff and volunteers of the organization.

3. Organization's seal

The organization's logo and letter head shall be used only by persons authorized by the organization.

OUR VISION

To be the global leader in environmental and community service

MISSION STATEMENT

To engage extensively on a multi-faceted Climate Change Action and Sustainable Development related activities that would help bridge poverty gap and mitigate Climate Change in Kenya.

OVERALL OBJECTIVE

To empower volunteers to serve their communities, meet sustainable environmental needs, encourage peace and promote understanding of sustainable development through Centre for Sustainable Development and Action on climate Change.

PURPOSES

The purposes of this organization shall be:

1. To promote economic empowerment and ensure meaningful participation of the community in poverty reduction.
2. To provide education and trainings in matters of sustainable development and climate change through networking and collaboration with other organization.
3. To promote effective solid waste management through proper dumping and sorting of wastes
4. To educate the general public on behavior change communication, prevention and management campaigns on HIV/AIDS, Drugs and drug abuse and life skills.
5. To empower Community and Individual action on matters related to sanitation.
6. To come up with innovations that are geared towards elimination of processes and activities that are likely to endanger the environment; and to utilize the environment and natural resources for the benefit of the community- example, coming up with alternative forms of energy.

7. To campaign against traditions that hinder sustainable development and fight against climate change
8. To safeguard environmental protection rights

CHAPTER 2

(I.) MEMBERSHIP

Membership to the organization shall be open to all youth and adults within the district who are in agreement with the organization's mission, vision and objectives.

(II.) Becoming a member

The organization shall operate on a voluntary membership criterion.

(III.) Categories of members

These shall include:

- Volunteers;
- Executive Management Committee;
- Other members and trustees;

(IV.) Members leaving the organization

Members shall have the right to choose whether or not to continue with their membership to the organization.

Upon resignation from the Centre for Sustainable Development and Climate Change one shall not be authorized to act on behalf of the organization or represent or transact any business in the name of the organization.

CHAPTER 3

Management Structure

The organization shall have the following management organs:

(i.) The Semi-Annual General Meeting

- Shall be the highest organ
- Shall convene annually
- Shall consist of:
 - (a.) All members
 - (b.) The Management Committee

(ii.) Role of the SAGM

- Discuss and pass the organization's annual work plan
- Discuss and endorse any changes to the organization's constitution.
- Discuss and pass the organization's budget
- Accept, discuss and endorse the resignation of member to the Management Committee.

(iii.) Convening the SAGM

- The Semi-Annual General Meeting shall be convened at the middle and end of the organization's calendar.
- The Management Committee shall convene the SAGM

(iv.) Conducting the SAGM

The following activities shall take place during the SAGM:

- (a.) Presentation and discussion of the organization's programs carried out during the foregoing year;
- (b.) Presentation of financial reports and budgets of the foregoing year by the organization's treasurer and accountant;
- (c.) Tabling and discussion of the organization's work-plan for the coming year;
- (d.) Discussion of the organization's achievements, challenges and way forward;
- (e.) Election of the organization's leaders as per the organization's constitution;
- (f.) Awarding and motivating most active members and volunteers;
- (g.) Discussing and passing any changes in the constitution where need arise to do so;
- (h.) Address by guest speakers, leaders and donors or their representatives.

Management Committee

- (i) Shall be chaired by the organization's Chairperson
- (ii) Shall consist of the following members:

- (a) Chairperson
- (b) Assistant chairperson
- (c) Secretary
- (d) Assistant secretary
- (e) Treasurer
- (f) Assistant treasurer
- (g) Nine committee member

Role of Management Committee

- (a) Planning the organization's programs and activities
- (b) Overseeing the implementation of the organization's programs
- (c) Strategizing on how the organization can fundraise and improve on its performance

- (d) Convening and conducting the SAGM
- (e) Motivating the organization's volunteers and members
- (f) Addressing disciplinary issues and making recommendations to the SAGM
- (g) Reviewing, from time to time, the organization's structure, programs and activities and making recommendations to the SAGM for change where it deems necessary
- (h) Ensuring that the members are sensitized about the organization's structure, constitution and programs
- (i) Address the public on issues of concern to the organization
- (j) Negotiate with authorities on matters of mutual concern
- (k) Ensure that the organization is well represented in meetings with other organizations
- (l) Ensure that the organization is properly represented in joint committees, formal occasions and in dealing with the media.

Election and composition of the Management Committee

The Management Committee shall be composed of founder members of the organization

- (1) The Chairperson shall be a male
- (2) The secretary shall be a youth either male or female
- (3) 80% of the management committee shall be composed of the locals where this organization is registered to

Eligibility of the Management Committee

Management Committee must satisfy the following conditions among others:

- (a) Must be well versed with the organization's structure, constitution and programs;
- (b) Must have been a member of the organization for at least one year;
- (c) Must have demonstrated enthusiasm, trustworthiness and willingness to adhere to the organization's mission and vision;
- (d) Must be ready to volunteer to work and serve the organization whole heartedly for the duration of his/her term;
- (e) Must be aged 18 years and above, and have a national ID Card;
- (f) Must be of sound mind;

TERMS OF OFFICE OF THE MANAGEMENT COMMITTEE

CHAIRPERSON

Shall:

- (1) Be the Executive Director of the organization
- (2) Be in charge of total management of the organization

- (3) Have the responsibilities as a director, decision maker, leader, manager and executor.
- (4) Chair the management Committee meeting
- (5) Oversee the organization's programs and report to the Management Committee
- (6) Preside over the organization's day-to-day operations.
- (7) Present the organization in formal functions, meeting with other organizations, joint committees, negotiations with authorities and dealing with the media.
- (8) Sign contracts and agreements on behalf of the organization.
- (9) Signatory to organization Bank Account

ASSISTANT CHAIRPERSON

Shall:

- (1) Assist and work with together with the chairperson in ensuring that the duties of that office are fulfilled.
- (2) Assume the roles and duties of the chair in her absence.
- (3) Perform other duties as may from time to time be assigned by the management Committee.

SECRETARY

Shall:

- (1) Convene the meeting
- (2) Record minutes of all committee meetings
- (3) Maintain minute records
- (4) Maintain member's register
- (5) Act as the risk management officer
- (6) Ensure that all organization correspondence is correctly and efficiently attended
- (7) Any other duties as may be specifically delegated by the committee
- (8) Signatory to the organization Bank Account

ASSISTANT SECRETARY

Shall:

- (1) Assist the secretary in performing of the duties assigned to that office
- (2) Perform the duties of the secretary in his/her absence
- (3) Perform any other duties as the Management Committee assigns from time-to-time.

TREASURER

Shall:

- (1) Check all payments.
- (2) Ascertain banking of all monies received.
- (3) Oversee the financial management of the organization.
- (4) Oversee the preparation of the Annual Financial Report and Budget.

- (5) Keep both the Management and membership up to date about the financial status of the organization.
- (6) Signatory to the organization Bank Account

ORGANIZING SECRETARY:

- (1) Liaise with the Provincial administration, local leaders and community members in mobilizing members for the organization's programs;
- (2) Selecting and preparing venues for the organization's activities;
- (3) Preparing messages and issues to be disseminated to the community members as per the respective programs;
- (4) Disseminating messages to the community as per the programs being implemented by the organization;
- (5) Preparing reports on the activities carried out in the field;
- (6) Set up and maintain a filing system;
- (7) Type and deal with correspondents;
- (8) Communicate with other organizations;
- (9) Act as a link between the organization and community.

INTERNAL AUDITOR

Shall:

1. Liaise with the treasurer to ensure accountability and transparency of all the transactions pertaining the organization
2. Report any matter of misappropriation of resources to management committee
3. Ensure availability of all support documents for various payment vouchers in the files before submission to the stakeholders

BANK ACCOUNT AND SIGNATORIES

The organization shall open account with liable Banks within the area and the Bank signatories shall always be:

- (a) Chairperson
- (b) Secretary
- (c) Treasurer

N/B: At least **two** signatories shall be liable for any withdrawal and the Bank withdrawal shall be based on cheques

CHAPTER 4

ELECTIONS

- (i.) **Holdings:** shall be held to fill a vacancy in the Management committee in case a founder member resigns or dies.
- (ii.) **Time:** Shall take place during a meeting specifically called for that purpose.
- (iii.) **Presiding:** Shall be presided over by a team selected by members.
- (iv.) **Mode:** shall be based on one-person-one-vote system adopted shall be secret ballot.
- (v.) **Eligibility:** only members of the organization shall be allowed to vote.
- (vi.) **Results:** The votes shall be counted there and then and the winner announced immediately.
- (vii.) **Assumption of office:** the elected officials shall be sworn in by the members and shall assume their respective offices with immediate effect.
- (viii.) **By-election:** in case where an office falls vacant due to death or resignation of the immediate occupant before the elapse of 2 years a meeting shall be convened not later than 3 months from the time when it falls vacant during when a by-election will be held to fill the vacant position.
- (ix.) **Terms of office:** the members of the management Committee shall hold office for a term of 5 years and shall be eligible for re-election only once **unless** stated otherwise by the Executive Director.
- (x.) **Continuity/transition:** for the purpose of continuity and smooth transition in the Management Committee, the founder member of the organization shall be **retained** in the committee.

EMPLOYMENT

The organization shall employ persons based on the project available. Terms of employment shall always be on contract basis which is liable for renewals upon individual's interest and scope of work available.

CHAPTER 5

CONTRACTS

- i. **Authority:** the organization shall enter into contracts with such institutions, organizations and persons for the purpose of the provision of such services and goods required to fulfill its objectives.
- ii. **Legality:** all contracts between the organization and other parties shall be in written form and signed by such persons authorized by the organization.

- iii. **Honoring contracts.** the organization shall only honor such contracts appropriately drawn and signed by authorized persons.
- iv. **Authorized persons.** unless specified otherwise, the following persons shall have the authority to sign contracts on behalf of the organization:
 - (a) The chairperson;
 - (b) The secretary;
- v. **Delegation of authority.** the authorized persons stated above may delegate their duties to their assistants or to any other persons subject to authorization by the Management Committee.
- vi. **Format.** all contracts between the organization and other parties shall be drawn using the format adopted by the organization and agreed upon by the parties.
- vii. **Contract content.** The contracted shall be required to read, understand and internalize the content of contract before signing.
- viii. **Liability.** the organization shall not be held liable in cases where a party signs a contract before understanding.
- ix. **Adherence and breach of contracts.** any party who enters into contract with the organization shall be obliged to adhere to the terms and conditions of the contract and shall thus forfeit the benefits of the contract in case of breach of the contract by the former.
- x. **Contract duration.** the duration of the contract shall be as stated in the contract and all the terms and conditions shall apply.
- xi. **Renewing contracts.** contracts entered into with persons to provide services to the organization shall be renewed based on the conditions stated therein.
- xii. **Contract parties.** the organization shall require the following parties and persons to sign contracts:
 - (a.) All volunteers;
 - (b.) The Executive Director;
 - (c.) Supplier;
 - (d.) Partner organization;
- xiii. **Surrender of resources & equipment.** volunteers shall be required to surrender to the organization any equipment and resources provided to them for the discharge of their duties upon the expiry of their contracts.

CHAPTER 6

SUPPLIERS AND EQUIPMENT

The organization shall sign tenders and enter into such contracts for the supply of services and goods to the organization;

CHAPTER 7

CONFLICT OF INTERESTS

The organization shall not enter into contract or agreement with parties or persons for the supply of goods and/or services if such undertakings are deemed to result into conflict of interest.

MISCELLANEOUS CLAUSES

Partner organizations

- i. The organization shall partner with such organizations whose missions and visions are in agreement with the organization's missions.
- ii. The purposes of such partnership shall be to provide material, moral or technical support for the achievement of the organization's objectives.

Reporting

- i. The organization's volunteers shall be required to submit program activity reports as stipulated by the programs.
- ii. All the parties involved in program reporting shall be required to submit their reports as per the set deadlines.

Relationship with the community

- i. The organization shall take steps to develop a good and harmonious relationship with the community by adhering to its objectives and presenting the right image to the community.
- ii. Disciplinary measures shall be taken against members and volunteers who shall be found prejudicing the integrity of the organization in the community.

DESOLUTION OF THE ORGANISATION

The management committee and the members may decide to dissolve the organization under situations of unsuccessful conflict resolution after involving different stakeholders. This is done through official letter to the ministry of Gender, Children and Social Services and the certificate surrendered to the Department.

AMENDMENTS

AMENDING PROCEDURE

The by-laws may be amended only at a local convection by amendment reported by the Committee on Constitution and By-Laws at such semi-annual meeting and adopt by the affirmative vote of the majority of the certified members voting at such meeting. No amendment shall be reported to convection for vote unless it shall first secure approval in one of the following two methods:

- (a.) Have been approved by the Management Committee
- (b.) Have been approved by resolutions of conventions of single and/or multiple members representing no less than fifty-one (51%) percent of the total number of members of clubs in the association as of July 1 of the fiscal year in which the amendment is submitted to the Management Committee for ballot placement.

NOTICE. Notice of any proposed amendment must be published in any official publication of the organization or communicated in any other official means, at least twenty-one (21) days prior to the convection at which it is to be voted upon.

EFFECTIVE DATE. The Constitution and By-Laws shall become effective upon the adjournment of the semi-annual convection at which the same is adopted, unless amendment shall express a later effective date.



GOD BLESS

CENTRE FOR SUSTAINABLE DEVELOPMENT AND ACTION ON CLIMATE CHANGE